

#### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : \_\_\_\_\_31/03/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Date Submitted Manulife Financial Corporation
03/04/2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>00945</u> Descri	ption : <u>Common</u>	Shares	
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	Unlimited	No par value	Unlimited
Increase/(decrease)			
Balance at close of the month			
(2) Stock code :Descri	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			

# 2. Preference Shares

Stock code : <u>N/A</u> Desc	ription : <u>Preferenc</u>	e Shares	
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month Class 1	74,000,000	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	No par value	Unlimited
Balance at close of the month	132,000,000	No par value	Unlimited

## 3. Other Classes of Shares

*currency*) :

iption :		
No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
i		Par value No. of other (State

## II. Movements in Issued Share Capital

	No. of ordinar	y shares	No of preference	No. of other classes
	Common Shares	(2)	shares	of shares
Balance at close of preceding month	1,848,974,503		132,000,000	
Increase/ (decrease) during the month	4,482,818		0	
Balance at close of the month	1,853,457,321		132,000,000	

#### 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		Movement dur		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	
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
1. Executive Stock Option Plan						
(04/05/2000) Common Shares (Note 1)	18,778	260,905	56,814	60,332	260,905	32,847,749
2. 1999 Long Term Stock Incentive Plan Terminated						
(14/05/2001) Common Shares (Note 1)						0
3. Director Equity Incentive Plan Terminated						
(30/04/2002) Common Shares				0	0	0

]	For	Main	Board	and	GEM	listed	issuers
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(Note 1)		
Tota	A. (Ordinary shares)	260,905
	(Preference shares)	
	(Other class)	
Total funds raised during the month from exercise of		
options (State currency)	Cdn. \$4,275,405	

Description of warrants (Date of expiry - dd/mm/yyyy) 1.	Currency of Nominal value at nominal close of value preceding month	Exercised Nominal valu during the at close of th month month		No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u> </u>				
( / / ) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date				
(if applicable) (dd/mm/yyyy)	( / / )			
2.				
( / / ) Stock code (if listed) Class of shares issuable (Note 1)				
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3.	( / / )			
( / / ) Stock code (if listed) Class of shares issuable (Note 1)				
EGM approval date (if applicable)	( / / )			
Class of shares issuable (Note 1)		· · · · · · · · · · · · · · · · · · ·		
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )			
	Total	(Preference shares)	)	

Commentiales (i.e. Commentiale i	For Main B For Shares of the Issuer which are to be Listed)				Board and GEM listed issuers			
Class and description		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.								
	<u> </u>							
Stock code (if listed) Class of shares issuable (Note 1) Subscription price								
EGM approval date (if applicable) (dd/mm/yyyy)) 2.	( / / )							
Stock code (if listed) Class of shares issuable (Note 1) Subscription price								
EGM approval date (if applicable) (dd/mm/yyyy) 3.	( / / )							
	_							
Stock code (if listed) Class of shares issuable (Note 1)								
Subscription price EGM approval date								
(if applicable) (dd/mm/yyyy) 4.	( / / )							
	_							
Stock code (if listed) Class of shares issuable (Note 1)								
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )			1				
			(Prefere	nary shares) 0 ence shares) Other class)				

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Ful if a	l particulars including EGM approval date (dd/mm/yyyy), pplicable, 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	0	0
	(04/05/2000)		
	shares (Note 1)		
2.	Executive Stock Option Plan	<b>55</b> 000	0
	Deferred Share Units settled in Common Shares	75,086	0
	(04/05/2000)		
	shares (Note 1)		
3.	Dividend Reinvestment and Share Purchase Plan		
	Dividends reinvested in Common Shares and Common Share	4,146,827	0
	purchases		
	(07/05/2009)		
	shares (Note 1)		
1	Total D. (Ordinary shares)	4,221,913	0
	(Preference shares) (Other class)		
	(Other class)		
L		1	

Type of Issue       Class of shares issuable		nents in Issued Share (	<u>Capital</u>					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
I. Rights issue       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       (////)         I. Rights issue       At price : State currency       Issue and allotment (dd/mm/yyyy)       (///)         I. Open offer       At price : State currency       Class of shares issuable (//)       (//)         I. Open offer       At price : State currency       Issue and allotment (//)       (///)         I. Open offer       At price : State currency       Issue and allotment (///)       (///)         I. Placing       At price : State currency       Issue and allotment (///)       (///)         I. Placing       At price : State currency       Issue and allotment (///)       (///)         I. Placing       At price : State currency       Issue and allotment (///)       (///)         I. Placing       At price : State currency       Issue and allotment (///)       (///)         I. Bonus issue       Class of shares issuable (////)       (////)       (////)         I. Bonus issue       Issue and allotment (////)       (////)       (////)         I. Bonus issue       Issue and allotment (////)       (/////)       (/////)         I. Bonus issue       Issue and allotment (/////)       (/////)       (//////)	Type of Is	ssue							
1. Nights issue       At price : currency       date : (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)       ( / / )         2. Open offer       At price : State         (Note 1)       Issue and allotment         (d/mm/yyyy)       EGM approval date:         (/Note 1)       EGM approval date:         2. Open offer       At price : State         (d/mm/yyyy)       EGM approval date:         (d/mm/yyyy)       EGM approval date:         (/Note 1)       EGM approval date:         3. Placing       At price : State         (Note 1)       Issue and allotment         (/Note 1)       Issue and allotment         (//ore 1)       EGM approval date:         (//ore 1)       EGM approval date:         (//ore 1)       Issue and allotment         (//ore 1)       EGM approval date:         EGM approval date:       ( / / )									
(dd/mm/yyyy) $(dd/mm/yyyy)$ $(dd/mm/yyyy)$ $(dd/mm/yyyy)$ $(dd/mm/yyyy)$ $EGM approval date: (///) (//) (//) (//) (//) (//) (//) (/$	1. Rights is	sue At price :			( /	/ /	)		
2. Open offer       At price : State currency       Issue and allotment date : $(d/mm/yyyy)$ EGM approval date: $(d/mm/yyyy)$ EGM approval date: $(//)$ 3. Placing       At price : State currency       Class of shares issuable (Note 1)         3. Placing       At price : State currency       Issue and allotment (///)         Bonus issue       Class of shares issuable (More 1)         Class of shares issuable				EGM approval date: (dd/mm/yyyy)	( /	/ /	)		
2. Open offer       At price : State currency       Issue and allotment date : (d/mm/yyyy) $(///)$ Begin approval date: (d/mm/yyyy)       EGM approval date: (///)       EGM approval date: (///)         3. Placing       At price : State currency       Issue and allotment date : (d/mm/yyyy)         Begin approval date: (///)       EGM approval date: (///)       Issue and allotment date : (d/mm/yyyy)         4. Bonus issue       Class of shares issuable (/Note 1)       Issue and allotment date : (d/mm/yyyy)         EGM approval date: (///)       Issue and allotment (///)       Issue and allotment (///)         4. Bonus issue       Issue and allotment date : (d/mm/yyyy)       Issue and allotment date : (d/mm/yyyy)         EGM approval date: (///)       Issue and allotment date : (d/mm/yyyy)       Issue and allotment date : (d/mm/yyyy)         EGM approval date: (///)       Issue and allotment date : (d/mm/yyyy)       Issue and allotment date : (d/mm/yyyy)									
2. Open onel       At price : currency       date : (dd/mm/yyyy)         EGM approval date:       ( / / )         (dd/mm/yyyy)									
(dd/mm/yyyy)	2. Open off	er At price :			( /	/ /	)		
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )         Bonus issue       EGM approval date: (/ / )       EGM approval date: (/ / )         4. Bonus issue       Class of shares issuable (/ / )       EGM approval date: (/ / )         EGM approval date: (/ / )       EGM approval date: (/ / )       EGM approval date: (/ / )					( /	/ /	)		
3. Placing       At price : State currency       Issue and allotment date : (dd/mm/yyyy)       ( / / )         Bonus issue       EGM approval date: (/ / )       EGM approval date: (/ / )         4. Bonus issue       Class of shares issuable (/ / )       EGM approval date: (/ / )         EGM approval date: (/ / )       EGM approval date: (/ / )       EGM approval date: (/ / )									
EGM approval date: ( / / ) (dd/mm/yyyy)          EGM approval date: ( / / )         (dd/mm/yyyy)         Class of shares issuable (Note 1)         Issue and allotment ( / / )         date : (dd/mm/yyyy)         EGM approval date: ( / / )									
(dd/mm/yyyy) (dd/mm/yyyy) Class of shares issuable (Note 1) 4. Bonus issue Issue and allotment ( / / ) date : (dd/mm/yyyy) EGM approval date: ( / / )	3. Placing	At price :	State		( )	/ /	)		
4. Bonus issue       (Note 1)         4. Bonus issue       Issue and allotment date: (dd/mm/yyyy)         EGM approval date:       ( / / )				EGM approval date: (dd/mm/yyyy)	( /	/ /	)		
4. Bonus issue       (Note 1)         4. Bonus issue       Issue and allotment date: (dd/mm/yyyy)         EGM approval date:       ( / / )									
4. Bonus issue date : (dd/mm/yyyy) EGM approval date: ( / / )									
	4. Bonus is	sue			( /	/ /	)		
				EGM approval date: (dd/mm/yyyy)	( /	/ /	)		

		I	<u>'OF</u>	viain	Boar	d and GEM list 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	Boar	d and GEM lis	
	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
	Type of issue						
			Class of shares issuable ( <i>Note 1</i> )				
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
10.	Other	At price : State	Class of shares issuable (Note 1)	Comm	ion		
		currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Total E. (Pr	Ordinary reference (Othe	share share r clas	s) 0 s) s)	
T	otal increase / (deci	ease) in ordinary shares durin	ig the month (i.e. Total of A to 2	E):	(	1)	4 482 818

	(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):			
(These figures should be the same as the relevant figures under II above ("Movements in Issue	ed Share	Capital").)	

Remarks (if any):

Submitted by: <u>Kay Song</u>
Title: <u>Assistant Corporate Secretary</u>
(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.