



Welcome to the annual meeting of common shareholders of Manulife Financial Corporation and policyholders and the shareholder of The Manufacturers Life Insurance Company (the “Meeting”).

Manulife is focused on protecting the health and well-being of our employees, clients and communities. We are actively monitoring COVID-19 developments and the directives from public health and government authorities for group gatherings and physical distancing. This care and concern also extends to our shareholders and policyholders, which is why we have decided to hold our Meeting by live webcast instead of in person.

THE RULES OF PROCEDURE FOR THE MEETING

By attending the Meeting, each person agrees to follow the rules of conduct set out herein.

The Chairman is responsible for ensuring the proper conduct of the business of the Meeting. The Chairman has the authority to rule on all procedural matters including the appropriateness of all matters or questions raised and to rule out of order any matters or questions that:

- are not relevant to the business of the Meeting;
- concern an issue before a court;
- are defamatory;
- repeat a question or discussion that has already been addressed during the Meeting; or
- relate to personal grievances.

The Chairman also has the authority to control the amount of time spent on each question and to group, summarize and address at the same time any questions on the same topic or theme.

Only shareholders, policyholders, and duly appointed proxyholders may address the Meeting. See the following page for more information on attending and participating at the Meeting. If you wish to ask a question regarding a resolution, please do so before a vote is taken.

SHAREHOLDER AND POLICYHOLDER PROPOSAL RULES FOR FUTURE MEETINGS

The deadline for receipt of proposals to be considered for inclusion in the materials for the 2022 Annual Meeting is December 10, 2021.

Annual Meeting Agenda

1. Chairman’s Welcome and Remarks
2. CEO’s Remarks
3. Calling Meeting to Order
4. Notice of Meeting; Confirmation of Quorum; Voting Instructions
5. Annual Financial Statements of MFC and 2020 Consolidated Financial Statements of MLI, and Reports of the Auditor and Actuary Thereon
6. Information for Participating Policyholders of MLI set out in the Report to Policyholders
7. Election of Directors
8. Appointment of Auditors
9. MFC Shareholder Advisory Resolution Regarding Approach to Executive Compensation
10. Voting Results
11. Conclusion of Meeting
12. Question and Answer Period

ATTENDING THE MEETING

Shareholders, policyholders, duly appointed proxyholders, and guests may attend the Meeting via webcast or phone (listen only).

Webcast

The Meeting will be webcast at <https://web.lumiagm.com/463975638>. The link will be accessible one hour before the Meeting start time to allow you to test your connection.

Registered shareholders and policyholders: Select “I have a control number” and enter the 13-digit control number from your proxy form and use the password “manulife2021” (case sensitive).

Non-registered shareholders (those holding shares with a bank, brokerage or other financial institution) & duly appointed proxyholders: In advance of the Meeting follow the directions on page 9 of the Management Information Circular to appoint yourself or another person as proxyholder then obtain a control number from AST Trust Company (Canada). Once you have the control number, select “I have a control number” and enter the 13-digit AST control number and use the password “manulife2021” (case sensitive).

Guests: Select “I am a guest” and complete the required fields. Guests will be able to attend the Meeting but cannot vote or ask questions.

Phone

Persons attending by phone will be in “listen only mode” and will not be able to vote or ask questions during the Meeting.

English North America: 1-800-898-3989 passcode 1183577#
English International: 416-406-0743 passcode 1183577#
French North America: 1-800-806-5484 passcode 8497433#
French International: 416-340-2217 passcode 8497433#

MEETING MATERIAL

Materials for the Meeting are available during the webcast by selecting the meeting documents icon.

ADDITIONAL INFORMATION

To access the webcast, you will need the latest versions of Chrome, Safari, Edge or Firefox. Please do not use Internet Explorer. You should log in early to ensure your browser is compatible. Internal network security protocols including firewalls and VPN connections may block access. If you are experiencing any difficulty connecting or watching the Meeting, ensure your VPN setting is disabled or use a computer on a network not restricted by the security settings of your organization.

For further information on how to attend the webcast please refer to AST’s Virtual AGM User Guide available at <https://www.manulife.com/en/investors/annual-meeting.html>

VOTING

If you have voted by proxy in advance of the Meeting you do not need to vote during the Meeting.

Only registered shareholders, policyholders, and duly appointed proxyholders can vote during the Meeting and must login to the webcast with a valid 13-digit control number to access the voting platform. Non-registered shareholders who want to vote during the Meeting must appoint themselves or another person as proxyholder. All proxyholders must contact AST Trust Company (Canada) to receive a 13-digit control number to access the voting platform. Please refer to the directions on page 9 of the Management Information Circular for further information.

When the Chairman opens the voting, the voting options will appear on the screen. Shareholders should only vote on shareholder items and policyholders on policyholder items.

QUESTIONS

Only registered shareholders, policyholders and duly appointed proxyholders (including non-registered shareholders who have appointed themselves or another person as proxyholder) who are logged into the webcast with a control number will be able to ask questions during the Meeting.

Questions can be submitted at any time until the Chairman closes the Meeting. To submit a question, select the “Ask a question” icon at the top of your screen. Type your message within the chat box at the bottom of the screen and then click the send button.

Only questions of interest to all shareholders or policyholders should be asked during the Meeting. If your question is related to a personal matter, Manulife will contact you after the Meeting. We will do our best to answer all questions. If we are unable to answer your question live, we will contact you after the Meeting.