



Annual Information Form

Manulife Mutual Funds

October 12, 2018

(OFFERING ADVISOR SERIES, SERIES F, SERIES FT6 AND SERIES T6 SECURITIES)

Manulife Global Thematic Opportunities Class*
Manulife Global Thematic Opportunities Fund

*Shares of Manulife Investment Exchange Funds Corp.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. Neither the securities described in this document nor the Funds are registered with the United States Securities and Exchange Commission. Certain securities of the Funds are being offered in the United States under an exemption from registration.

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Name, Formation and History of the Funds

In this document, as the context requires:

- *Advisor Series* refers to the Advisor Series securities of the Funds
- *CRA* refers to the Canada Revenue Agency
- *dealer* refers to both the dealer and the representative registered in your province or territory who advises you on your investments
- *Fund* or *Funds* refers to the mutual funds offered under the simplified prospectus that is combined with this document, being Manulife Global Thematic Opportunities Class and Manulife Global Thematic Opportunities Fund
- *GST* refers to Goods and Services Tax
- *HST* refers to Harmonized Sales Tax
- *IRC* refers to the Independent Review Committee of the Funds
- *MAML* refers to Manulife Asset Management Limited
- *Manulife* refers to Manulife Financial Corporation
- *Manulife Bank* refers to Manulife Bank of Canada
- *Manulife Corporate Class* or *Manulife Corporate Classes* refers to one or more mutual funds that are each a separate class of mutual fund shares of MIX Corp., including Manulife Global Thematic Opportunities Class, as well as other mutual funds which are offered under a separate simplified prospectus
- *Manulife Fund* or *Manulife Funds* refers to one or more mutual funds which are trust funds with MAML as Trustee, including Manulife Global Thematic Opportunities Fund, as well as other mutual funds which are offered under a separate simplified prospectus
- *Manulife Investments, we, us, Manager* or *our*, refers to Manulife Investments, a division of MAML
- *MIX Corp.* refers to Manulife Investment Exchange Funds Corp., a mutual fund corporation
- *MLI* refers to The Manufacturers Life Insurance Company
- *MSI* refers to Manulife Securities Incorporated
- *MSISI* refers to Manulife Securities Investment Services Inc.
- *NAV* refers to the net asset value
- *NI 81-102* refers to National Instrument 81-102 – *Investment Funds*, as it may be amended from time to time
- *NI 81-106* refers to National Instrument 81-106 – *Investment Fund Continuous Disclosure*, as it may be amended from time to time
- *NI 81-107* refers to National Instrument 81-107 – *Independent Review Committee for Investment Funds*, as it may be amended from time to time
- *Order Receipt Office* refers to the address to which all Client Services, Administration and Processing requests for the Funds should be sent. This address is 500 King Street North, Delivery Station 500 G-B, Waterloo, Ontario, N2J 4C6
- *PAC Plan* refers to a pre-authorized chequing plan administered by MAML or an affiliate
- *QST* refers to Quebec Sales Tax
- *Registered Plan* refers to each of a trust governed by a registered education savings plan (“RESP”), a registered retirement savings plan (“RRSP”) (including a LIRA, LRSP and RLSP), a registered retirement income fund (“RRIF”) (including a LIF, LRIF, PRIF and RLIF), a deferred profit sharing plan (“DPSP”), a tax-free savings account (“TFSA”) and a registered disability savings plan (“RDSP”) (collectively, “Registered Plans”). We do not support any provincial grant incentives for RESPs at this time.
- *SEC* refers to the U.S. Securities and Exchange Commission, the federal securities regulatory authority in the United States
- *securities of a Fund* refers to units of Manulife Global Thematic Opportunities Fund and/or shares of Manulife Global Thematic Opportunities Class

- *securityholders of a Fund* refers to unitholders of Manulife Global Thematic Opportunities Fund and/or shareholders of Manulife Global Thematic Opportunities Class
- *Series* refers to both series of shares of Manulife Global Thematic Opportunities Class and classes of units or series of units of Manulife Global Thematic Opportunities Fund, as applicable
- *Series F* refers to the F series of securities of the Funds
- *Series FT* refers to the FT6 series of securities of the Funds
- *Series T* refers to the T6 series of securities of the Funds
- *Tax Act* refers to the *Income Tax Act* (Canada)
- *Top Fund* refers to a Fund that invests some or all of its assets in, or otherwise obtains exposure to, an Underlying Fund as part of its investment strategy
- *trustee* refers to MAML, the trustee of Manulife Global Thematic Opportunities Fund
- *Underlying Fund* refers to a mutual fund in which a Fund invests. An Underlying Fund may be a mutual fund managed by us or by another mutual fund company

The Funds described in this annual information form are 2 separate mutual funds and are each expected to commence offering securities on or about October 12, 2018.

Manulife Global Thematic Opportunities Fund

Manulife Global Thematic Opportunities Fund is an open-end mutual fund trust. This Fund is established and governed under the laws of Ontario by an amended and restated Master Declaration of Trust dated January 1, 2017 (the "Master Declaration of Trust") and a Regulation for the Fund.

Manulife Global Thematic Opportunities Class

Manulife Global Thematic Opportunities Class is a separate class of shares of MIX Corp. MIX Corp. was formed under the laws of Ontario by articles of incorporation dated September 12, 2002, as amended. Effective October 23, 2010, AIC Corporate Fund Inc. and MIX Corp. amalgamated (the "2010 Amalgamation") under the *Business Corporations Act* (Ontario) (the "OBCA") to form an amalgamated corporation named Manulife Investment Exchange Funds Corp.

Effective November 21, 2015, MAML continued Standard Life Corporate Class Inc. ("SLCCI") under the OBCA in order to then amalgamate SLCCI and MIX Corp. (MIX Corp., together with SLCCI, the "Corporations") under the OBCA to form an amalgamated corporation also named Manulife Investment Exchange Funds Corp. (the "Corporate Amalgamation"). Manulife Investment Exchange Funds Trust owns all of the issued and outstanding common shares of MIX Corp. Without consent or notice to shareholders of the Manulife Corporate Classes, the Manager may establish additional classes of shares and may determine the rights attached to those classes.

MAML is the manager and promoter of the Funds and the trustee of Manulife Global Thematic Opportunities Fund. MAML also acts as registrar and transfer agent of the Funds.

MAML is an indirect wholly-owned subsidiary of MLI, which in turn is a wholly-owned subsidiary of Manulife, a TSX-listed holding company.

The Master Declaration of Trust and Regulation for Manulife Global Thematic Opportunities Fund, and the articles of amalgamation of MIX Corp., may be examined by securityholders during regular business hours at the registered head office of the Manager located at 200 Bloor Street East, North Tower, Toronto, Ontario, M4W 1E5. You can also contact the Manager at 1 888 588 7999 or visit our website at manulifemutualfunds.ca.

Investment Restrictions and Exemptive Relief

The Funds are subject to and are managed in accordance with the restrictions and practices contained in securities legislation, including NI 81-102, except as noted below. These investment restrictions and practices are designed in part to ensure that the investments of the Funds are diversified and relatively liquid and to ensure the proper administration of the Funds.

Notice-and-Access Relief

The Manager, on behalf of the Funds, has been granted exemptive relief from the requirement to deliver an information circular in connection with a securityholder meeting. Instead, the Funds are allowed to deliver a "notice-and-access" document in connection with a notice-and-access procedure. The notice-and-access document provides basic information about the subject matter of the securityholder meeting, as well as instructions for how a securityholder can access the information circular online or request delivery of the information circular.

Related Party Investments and Inter-Fund Trades

MAML has obtained exemptive relief to allow certain related party investments by the Funds that are not otherwise permitted by securities legislation and which are not covered by any exemptions under NI 81-107. Subject to certain conditions, such exemptive relief permits the Funds to make or hold an investment in debt securities of Manulife and other related securityholders of the Funds. The Funds are also permitted to invest in debt securities of other issuers in which Manulife and other related securityholders of the Funds have a significant interest. Such exemptive relief also permits certain inter-fund trades between Funds and other investment funds that are not subject to NI 81-102 or NI 81-107, and that are managed by MAML or an affiliate. The relief also permits the Funds, as well as other investment funds managed by MAML or an affiliate, to engage in certain, otherwise prohibited, in-specie transactions. All such related party investments, inter-fund trades and in-specie transactions are made by the Funds in reliance on, and in accordance with, standing instructions approved by the IRC and the relevant requirements of NI 81-107.

Derivatives Relief

Each Fund has been granted derivatives relief to use as 'put option cover' a right or obligation to sell an equivalent quantity of the underlying interest of the standardized future, forward or swap when either: (i) the Fund opens or maintains a long position in a debt-like security that has a component that is a long position in a forward contract, or in a standardized future or forward contract; or (ii) the Fund enters into or maintains a swap position, and during the periods when the Fund is entitled to receive payments under the swap (the "Put Option Cover Relief").

This Put Option Cover Relief is subject to the following conditions:

- (a) When a Fund enters into or maintains a swap position for periods when the Fund would be entitled to receive fixed payments under the swap, the Fund holds:
 - (i) Cash cover, fixed income securities (defined as any bonds, debentures, notes or other evidences of indebtedness that are not "illiquid assets" as defined in NI 81-102) or floating rate notes (collectively, "Cover"), in an amount that, together with margin on account for the swap and the market value of the swap, is not less than, on a daily mark-to-market basis, the underlying market exposure of the swap;
 - (ii) A right or obligation to enter into an offsetting swap on an equivalent quantity and with an equivalent term and Cover that, together with margin on account for the position, is not less than the aggregate amount, if any, of the obligations of the Fund under the swap less the obligations of the Fund under such offsetting swap; or
 - (iii) A combination of the positions referred to in subparagraphs (i) and (ii) that is sufficient, without recourse to other assets of the Fund, to enable the Fund to satisfy its obligations under the swap;
- (b) When a Fund opens or maintains a long position in a debt-like security that has a component that is a long position in a forward contract, or in a standardized future or forward contract, the Fund holds:
 - (i) Cover in an amount that, together with margin on account for the specified derivative and the market value of the specified derivative, is not less than, on a daily mark-to-market basis, the underlying market exposure of the specified derivative;

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- (ii) A right or obligation to sell an equivalent quantity of the underlying interest of the future or forward contract and Cover that, together with margin on account for the position, is not less than the amount, if any, by which the price of the future or forward contract exceeds the strike price of the right or obligation to sell the underlying interest; or
 - (iii) A combination of the positions referred to in subparagraphs (i) and (ii) that is sufficient, without recourse to other assets of the Fund, to enable the Fund to acquire the underlying interest of the future or forward contract;
- (c) A Fund will not (i) purchase a debt-like security that has an option component or an option, or (ii) purchase or write an option to cover any positions under section 2.8(1)(b), (c), (d), (e) and (f) of NI 81-102, if immediately after the purchase or writing of such option, more than 10% of the net assets of the Fund, taken at market value at the time of the transaction, would be in the form of (i) purchased debt-like securities that have an option component or purchased options, in each case, held by the Fund for purposes other than hedging, or (ii) options used to cover any positions under section 2.8(1)(b), (c), (d), (e) and (f) of NI 81-102; and
- (d) Each of the Funds must disclose the nature and terms of the relief in the Fund's simplified prospectus and this annual information form.

Investing in Exchange-Traded Funds (“ETFs”) and Silver

The Funds may rely on exemptive relief, subject to certain conditions as set forth below, to purchase and hold securities of certain types of ETFs, the securities of which are not “index participation units” as defined in NI 81-102. These ETFs seek to replicate (a) the daily performance of the index by (i) a multiple or an inverse multiple of 200% or (ii) an inverse multiple of 100%, or (b) the performance of gold or silver, either (i) on an unlevered basis or (ii) by a multiple of 200% (an “Underlying ETF”).

This exemptive relief also allows such Funds to invest directly in silver, certain permitted silver certificates, and derivatives the underlying interest of which is silver (collectively “Silver”).

The conditions of this relief are as follows:

- (a) The investment by a Fund in securities of an Underlying ETF and/or Silver is in accordance with the fundamental investment objective of the Fund;
- (b) A Fund does not short sell securities of an Underlying ETF;
- (c) The securities of the Underlying ETFs are traded on a stock exchange in Canada or the United States;
- (d) The securities of the Underlying ETFs are treated as specified derivatives for the purposes of Part 2 of NI 81-102;
- (e) A Fund does not purchase securities of an Underlying ETF if, immediately after the purchase, more than 10% of the net assets of the Fund in aggregate, taken at market value at the time of the purchase, would consist of securities of the Underlying ETFs;
- (f) A Fund does not enter into any transaction if, immediately after the transaction, more than 20% of the net assets of the Fund, taken at market value at the time of the transaction, would consist of, in aggregate, securities of Underlying ETFs and all securities sold short by the Fund;
- (g) The prospectus of a Fund discloses (i) in the Investment Strategy section of the prospectus, the fact that the Fund has obtained relief to invest in the Underlying ETFs together with an explanation of what each Underlying ETF is, and (ii) the risks associated with investments in the Underlying ETFs; and
- (h) A Fund does not purchase “Gold and Silver Products” (defined as being gold or silver, permitted gold or silver certificates, gold or silver ETFs, leveraged gold or silver ETFs, and any specified derivatives the underlying interest of which is gold or silver) if, immediately after the transaction, the market value of the exposure to gold or silver through the Gold and Silver Products is more than 10% of the net assets of the Fund, taken at market value at the time of the transaction.

Eligibility for Registered Plans

Manulife Global Thematic Opportunities Fund

Manulife Global Thematic Opportunities Fund is expected to qualify effective at all material times, as a mutual fund trust within the meaning of the Tax Act and, on this basis, its securities are expected to be qualified investments for trusts governed by Registered Plans offered by the Manager. We do not currently offer RDSPs or new DPSP accounts although we have existing DPSP accounts. See “Income Tax Considerations – Tax Status of Manulife Funds”.

Manulife Global Thematic Opportunities Fund will apply to become a “registered investment” within the meaning of the Tax Act for RRSPs, RRIAs and DPSPs.

Manulife Global Thematic Opportunities Class

MIX Corp. qualifies as a mutual fund corporation under the Tax Act and, on this basis, securities of the Manulife Global Thematic Opportunities Class are qualified investments for Registered Plans.

Description of Securities of the Funds

The table below sets out the series of securities offered under the simplified prospectus and this annual information form by each Fund:

Fund	Series			
	Advisor	F	FT6	T6
Manulife Global Thematic Opportunities Class	√	√	√	√
Manulife Global Thematic Opportunities Fund	√	√	√	√

Other series of the Funds also exist but are not offered under this annual information form and its related simplified prospectus. These securities may be issued on a prospectus-exempt basis in connection with other Manulife products or to large institutional investors or accredited investors.

Without your consent or notice to you, the Manager may establish additional series of securities of any of the Funds and may determine the rights attached to those series.

The principal differences between the various series of securities of the Funds relate to the management fee payable to the Manager, the compensation paid to dealers, distributions and the expenses payable by the series.

On liquidation, all securities are entitled to participate in the Fund’s assets on a series basis. Securities of Manulife Global Thematic Opportunities Class are issued as fully paid and non-assessable. With respect to Manulife Global Thematic Opportunities Fund, as a mutual fund structured as a trust, all of its securities will be fully paid, when issued, in accordance with the terms of its declaration of trust. Further, the *Trust Beneficiaries’ Liability Act, 2004* (Ontario) provides that holders of units of a trust are not, as beneficiaries, liable for any default, obligation or liability of the trust if, when the default occurs or the liability arises: (i) the trust is a reporting issuer under the *Securities Act* (Ontario); and (ii) the trust is governed by the laws of Ontario. Manulife Global Thematic Opportunities Fund will be a reporting issuer under the *Securities Act* (Ontario) prior to the initial issuance of its securities, and Manulife Global Thematic Opportunities Fund will be governed by the laws of Ontario by virtue of the provisions of its declaration of trust. All securities are redeemable at their net asset value. Securityholders of a series of securities have the right to share in any distributions (other than management fee distributions) the Funds make on that series of securities. The Funds are available in Canadian dollars. Securities of the Funds are expected to be qualified investments for Registered Plans offered by the Manager (“Manulife Investments Registered Plans”).

Each Fund can issue an unlimited number of securities of each series. All securities within each series of a Fund have equal rights and privileges other than with respect to management fee reductions.

Securityholder Rights

Each security of a Fund entitles the registered holder to:

- One vote at all securityholder meetings of a Fund, except meetings at which the holders of another series of securities are entitled to vote separately as a series.
- Participate in distributions or dividends, as applicable, and in the division of net assets of a Fund on liquidation based on the relative net asset value of each series and in accordance with such Fund's declaration of trust, Regulation or in accordance with the articles of amalgamation of MIX Corp.
- Redeem securities as described in the simplified prospectus under "*Redeeming Securities*".

The securities of an Underlying Fund held directly by a Fund will not be voted, unless in our discretion we arrange for the securities to be voted by the securityholders of the Fund.

Fractions of securities are proportionately entitled to all of the above rights except voting rights. The rights, restrictions, limitations and conditions attaching to the securities of each series of each of the Funds may be modified by an amendment to its declaration of trust and Regulation in the case of Manulife Global Thematic Opportunities Fund, or by an amendment to the articles of amalgamation of MIX Corp. in the case of Manulife Global Thematic Opportunities Class.

For all Funds, securityholders are permitted to vote on all matters that require securityholder approval under NI 81-102 or under the constating documents of the Funds. These matters include:

- Other than in connection with "no-load" securities, such as Series F and Series FT securities (the "No-Load Series"), changing the basis of the calculation of a fee or expense that is charged to a series of a Fund or directly to its securityholders by a non-arm's length party (such as the Fund or the Manager) in connection with the holding of securities of the Fund, if the change could result in an increase in charges to the series of the Fund or its securityholders;
- Other than in connection with the No-Load Series, introducing a fee or expense to be charged to a series of a Fund or directly to its securityholders by a non-arm's length party (such as the Fund or the Manager) in connection with the holding of securities of the Fund that could result in an increase in charges to the series of the Fund or its securityholders;
- A change of the Manager, unless the new manager is an affiliate of the current Manager;
- A change in the fundamental investment objective of a Fund;
- A decrease in the frequency of the calculation of the net asset value per security of a Fund;
- Certain material reorganizations of a Fund;
- If a Fund seeks to re-structure into a non-redeemable investment fund or other issuer that is not an investment fund; and
- The appointment of a successor trustee of Manulife Global Thematic Opportunities Fund in certain circumstances.

The type and level of expenses payable by the No-Load Series may change. If you hold the No-Load Series, while you will be sent a written notice advising you of any increases in fees or other expenses payable by such series, or the introduction of a new fee or expense, at least 60 days prior to such increase or introduction being effective, securityholder approval for such increases will not be obtained.

For both Funds, the auditors of the Funds may not be changed unless the IRC has approved the change and a written notice describing the change of auditors is sent to you at least 60 days before the effective date of the change. In addition, you will receive notice 60 days in advance of any proposed introduction of or change in fees and expenses as described above charged by an arm's length party. In certain circumstances, instead of you approving a fund merger, the IRC has been permitted under securities legislation to do so. In those circumstances, you will receive written notice of any proposed fund merger at least 60 days prior to the merger.

Except for the changes listed above, the declaration of trust and Regulation of Manulife Global Thematic Opportunities Fund may be amended by us with written notice to each securityholder. Any amendment will become effective on the first business day 30 days after mailing the notice for Manulife Global Thematic

Opportunities Fund. Certain amendments to the Master Declaration of Trust and Regulation of Manulife Global Thematic Opportunities Fund may also be made by us without notice to securityholders. According to applicable securities law, the Funds may be terminated with at least 60 days' notice to securityholders.

Calculation of Net Asset Value

You buy, switch or redeem a series of securities of a Fund at the net asset value ("NAV") per security of that series. The NAV is determined for each series of a Fund after the close of regular trading on the Toronto Stock Exchange ("TSX") each trading day or at such other time the Manager decides. A "trading day" is any day that the TSX is open for trading or such other time as the Manager deems appropriate. If we receive your order at our Order Receipt Office to buy, switch or redeem before 4:00 p.m. Toronto Time on a trading day and all required money and documents are received in good order, it will be priced as of that date. Otherwise, it will be priced as of the next trading day. If the TSX closes earlier than 4:00 p.m. Toronto Time, we may impose an earlier deadline.

We calculate the NAV per security for a series by adding up the assets of a Fund attributable to that series, subtracting the liabilities attributable to that series, and dividing the difference by the total number of securities of that series outstanding. The NAV per security will fluctuate with the value of the Fund's investments attributable to the series, the income received therefrom attributable to the series, and the expenses paid out of the Fund attributable to the series.

For the purpose of this calculation:

- If you buy securities before the close of trading on the TSX on any trading day, they are deemed to be outstanding, and your investment is deemed to be an asset of the Fund, immediately after the close of trading on that day
- If you buy securities at or after the close of trading on the TSX on any trading day, they are deemed to be outstanding, and your investment is deemed to be an asset of the Fund, immediately after the close of trading on the next trading day
- Securities being redeemed are deemed to be outstanding until we determine their redemption value
- If we receive your redemption documentation in good order at our Order Receipt Office before the close of trading on the TSX on any trading day, the redemption value will be determined at the close of trading
- If we receive your redemption documentation in good order at our Order Receipt Office at or after the close of trading on the TSX on any trading day, the redemption value will be determined at the close of trading on the next trading day
- The liabilities of a Fund on any trading day will include management fee distributions if they are not payable on that day

Upon calculating the NAV, we will make the NAV and the NAV per security available to you free of charge by phone.

Valuation of Portfolio Securities

When we calculate the NAV of a series of a Fund, we need to know the total assets of the Fund. To determine this, we must put a value on each of the securities and other assets held in the Fund. The following paragraphs explain how we do this.

The value of any liquid assets, including:

- Cash on hand or on deposit
- Bills, demand notes and accounts receivable
- Prepaid expenses
- Cash dividends and interest declared or accrued and not yet received

will be their face value, unless we determine that the fair value of an asset is different from its face value, in which case we will value the asset at a fair value determined to be reasonable by us.

Term deposits, commercial paper, banker's acceptances, bills, bonds, debentures, asset-backed securities, term-loans and other debt-like obligations will be valued at the most recent mean of the evaluated bid and ask price or yield equivalent as obtained by us from one or more recognized independent pricing vendors for such instruments and obligations.

In the case of any instrument or obligation for which no price quotation is available, its value will be a fair value determined by us.

The value of any security or interest in a security which is listed on a recognized public securities exchange will be the last traded price or, if there is no last traded price on any pricing date, the mean of the last bid and ask price or fair valued based on the security trading in another market.

The value of any unlisted security or interest in a security traded in the over-the-counter market will be the last traded price or, if there is no last traded price, the mean of the last bid and ask price based on the security traded in another market.

The value of any security with limited or restricted resale conditions by reason of a representation, undertaking or agreement by the Fund or by the Fund's predecessor in title or by law will be the lesser of:

- The value of the security based on reported quotations in common use and
- A percentage of the market value of securities of the same class with no limited or restricted resale conditions. The percentage is equal to the acquisition cost of the restricted securities divided by the market value at the time of acquisition of unrestricted securities of the same class.

A gradual taking into account of the actual value of the securities shall be made when the date on which the restrictions will be lifted is known.

The value of any clearing corporation option, option on futures or over-the-counter option will be its current market value, provided that:

- (i) Where the option is written, the premium received will be offset by a deferred credit equal to the current market value of any option that would have the effect of closing the position
- (ii) Any difference resulting from revaluation will be treated as an unrealized gain or loss on investment
- (iii) The deferred credit will be deducted in arriving at the NAV of the Fund and
- (iv) The value of the securities which are the subject of a clearing corporation option, option on futures or over-the-counter option will be their current market value determined according to the following principles:
 - Long positions in clearing corporation options, options on futures, over-the-counter options, debt-like securities and listed warrants shall be valued at their current market value
 - The value of a futures contract or a forward contract on any trading day shall be the gain or loss that would be realized if the position in the futures contract or forward contract were to be closed out unless "daily limits" are in effect, in which case the value shall be based on the current market value of the underlying interest
 - The value of a total return swap contract is generally determined daily based upon the terms of the swap agreement that provides investors with exposure to the performance of the common shares of Manulife. Should the value of the common shares of Manulife purchased by the counterparties to the swap agreement suffer a reduction in value, the Fund will realize a loss as though the common shares of Manulife were directly held by the Fund and the Fund will be required to pay to the counterparties the difference between the depreciated value of the common shares of Manulife and their cost together with the financing charge. Should the value of the common shares of Manulife appreciate in value, the counterparties will pay to the Fund the difference between the appreciated value of Manulife's common shares and their cost net of the financing charge.

Unless otherwise indicated, for purposes hereof, "current market value" means the most recently available sale price applicable to the relevant security on the principal exchange on which it is traded immediately preceding the close of trading on the TSX each trading day (typically 4:00 p.m. Toronto Time) provided

that, if no sale has taken place on such trading day, the average of the bid and asked quotations immediately prior to the close of trading on the TSX on such trading day shall be used.

Translation of amounts in a foreign currency to Canadian currency on any given trading day will be based on a rate of exchange in effect on the applicable day as quoted by a recognized source, at the Manager's discretion.

We may calculate a Fund's NAV on a day that is not a trading day in a jurisdiction which is relevant for the purposes of valuing investments of the Fund. In this case, the prices or quotations as of the preceding trading day in that jurisdiction shall be used for the valuation.

If we cannot apply the above principles to value a security or property, whether because no price quotations are available or for any other reason, the value of the security or property will be its fair value determined by us.

In addition, we implement fair value pricing with a view to deter excessive short-term trading in the Funds and to mitigate market timing opportunities. Fair value pricing is designed to provide a more accurate NAV by making fair value factor adjustments to quoted or published prices of the non-North American securities for significant events occurring between the earlier close of non-North American markets and the time at which NAV is determined. A fair value factor adjustment to U.S. securities is also applied when U.S. markets are closed for local holidays but Canadian markets are open for trading.

The NAV of a Fund at the close of trading on the TSX each trading day (typically 4:00 p.m. Toronto Time) is the value of the assets of the Fund at that time, according to the rules above, less the liabilities of the Fund at that time.

The liabilities of a Fund include, without limitation, all bills, notes and accounts payable, all administrative or operating expenses payable or accrued, all contractual obligations for the payment of money or property, all allowances authorized or approved by the Manager for taxes (if any) or contingencies and all other liabilities of the Fund. We will determine in good faith whether such liabilities are, as applicable, series expenses or common expenses of the Fund or, in the case of Manulife Global Thematic Opportunities Class, of MIX Corp. In making the calculation of the NAV for securities of each series of securities of a Fund, we will use the latest reported information available on each trading day. The purchase or sale of portfolio securities by a Fund will be reflected in the first calculation of the NAV for each series of securities of the Fund after the date on which the transaction becomes binding.

The Manager may deviate from these valuation practices and exercise its discretion to determine the fair market value where this would be appropriate. For example, this may occur if trading in a security was suspended because of significant negative news about a company. The Manager has exercised its discretion in determining the fair market value of various securities in the past three years for example, where the securities in question were privately placed, due to market suspensions for the securities involved, due to the securities being thinly traded, or the primary exchange on which the security is traded was closed due to a local statutory holiday.

Pursuant to NI 81-106, investment funds calculate their NAV using fair value (as defined therein) for purposes of securityholder transactions. The Manager considers the policies above to result in fair valuation of the securities held by the Funds in accordance with NI 81-106 and such policies have been approved by the Board of Directors of the Manager.

The Funds are required to prepare their financial statements in accordance with International Financial Reporting Standards ("IFRS"). Calculating the net assets of the Funds in accordance with IFRS allows the Funds to, among other things, use a price within the bid-ask spread, which most represents fair value for the purposes of valuation of a security. In circumstances where the last traded price is not within the bid-ask spread, the Manager will determine the point within the bid-ask spread that is the most representative of the fair value of the security based on the specific facts and circumstances at hand. In case a reliable or timely value is not available, the fair value will be estimated using certain valuation techniques on such basis and in such manner as may be determined by the Manager.

Buying Securities

You can buy securities of the Funds from us or through your registered dealer. Your dealer works with you to determine your financial goals, investment time horizon, risk tolerance and present financial situation, and then creates a portfolio that matches your profile.

There is no limit to the number of securities you can buy. Generally, for any Fund, your first investment in a Fund must be at least \$500 except for investments made pursuant to a PAC Plan, although we may waive this minimum. Each additional investment in a Fund must be at least \$25 per Fund. Each of these amounts are subject to change at the discretion of the Manager without notice to you.

Paying For Your Securities

Advisor Series Securities and Series T Securities

Advisor Series securities of the Funds are designed to be available to all investors. There are generally no eligibility requirements for purchasing Advisor Series securities of the Funds.

Series T securities are generally designed for investors seeking regular monthly cash flows.

The targeted distribution rate for the Series T securities is six percent per annum. Targeted monthly distributions for Series T securities will generally consist of net income and/or a return of capital in the case of Manulife Global Thematic Opportunities Fund and dividends and/or a return of capital in the case of Manulife Global Thematic Opportunities Class. You should not confuse the target distribution rate with a Fund's rate of return or yield. Distributions paid to the holders of Series T securities of a Fund can either be reinvested in additional Series T securities of the Fund or paid in cash except for distributions paid in connection with Series T securities that are held in a Manulife Investments Registered Plan, which must be reinvested in additional Series T securities of the Fund.

Investors who do not hold Series T securities in a Manulife Investments Registered Plan may opt to receive part of their distributions in cash with the remainder reinvested in additional Series T securities of the Fund.

For all Advisor Series securities and Series T securities of the Funds, you can pay the sales commission in one of two ways:

- Front-end option
- Deferred sales charge option – standard and low-load

The option that you choose will affect the amount of compensation your dealer receives. See “*Dealer Compensation*” in the simplified prospectus for more information.

If you do not choose a purchase option, we may assume you have chosen the front-end sales charge option.

Series F Securities and Series FT Securities

Series F securities and Series FT securities of the Funds are generally designed for investors who have fee-based accounts with their dealers. Please consult your dealer or financial adviser to determine whether you would be considered an eligible investor.

If you are an eligible investor, you can buy Series F securities and Series FT securities of the Funds through your dealer or financial advisor. All sales charges for Series F securities and Series FT securities of the Funds are negotiated between you and your dealer.

Your dealer may also charge you an up-front fee for service which would be payable at the time of purchase of securities of the Funds.

Series F securities and Series FT securities of the Funds are generally only available through a dealer who has signed an agreement with us. By signing the agreement, the dealer undertakes to ensure that all clients owning Series F securities or Series FT securities are participating in a fee-based program as described above. If a client discontinues his or her participation in the program, the Dealer shall use its best efforts to exchange the client's Series F securities or Series FT securities, as applicable, for another series of securities of the same Fund within 90 days of such event. If MAML does not receive instructions within the 90-day

period, MAML may automatically redeem such Series F securities or Series FT securities, as applicable, which no longer qualify under a program. Alternatively, MAML may reclassify your Series F securities or Series FT securities, as applicable, into Advisor Series securities or Series T securities, as applicable, of the same Fund.

Series FT securities are designed for investors seeking regular monthly cash flows. The targeted distribution rate for the Series FT securities is six percent per annum. Targeted monthly distributions for Series FT securities will generally consist of net income and/or a return of capital in the case of Manulife Global Thematic Opportunities Fund and dividends and/or a return of capital in the case of Manulife Global Thematic Opportunities Class. You should not confuse the target distribution rate with a Fund's rate of return or yield. Distributions paid to the holders of Series FT securities of a Fund can either be reinvested in additional Series FT securities or paid in cash except for distributions paid in connection with Series FT securities that are held in a Manulife Investments Registered Plan, which must be reinvested in additional Series FT securities of the Fund. Investors who do not hold Series FT securities in a Manulife Investments Registered Plan may opt to receive part of their distributions in cash with the remainder reinvested in additional Series FT securities of the Fund.

The Series F securities and Series FT securities are designed for investors who participate in programs that charge fees directly to the investor and therefore, do not require the payment of sales charges by investors or the payment of trailing commissions to dealers by the Manager. Since these investors pay their representative's firm directly, and since we pay no commissions or trailing commissions to their dealers, we charge a lower management fee in respect of these Series. Potential Series F securities and Series FT securities investors include:

- Clients who pay an annual fee to their dealer for ongoing investment advice, account administration and services (rather than commissions on each purchase transaction) and whose dealers do not receive trailing commissions from the Manager on those client accounts
- Certain groups of investors for whom the Manager would not incur distribution costs

Processing Your Purchase Order

Your dealer will forward your purchase order and payment to our Order Receipt Office. If we receive your purchase request in good order at our Order Receipt Office before the close of regular trading on the TSX (which is generally 4:00 p.m. Toronto Time, unless the TSX closes earlier, in which case the deadline may be earlier), we will process your order at the NAV per security for that series of securities on that date. Otherwise, we will process your order at the NAV per security for that series of securities on the next trading day. For reinvested distributions or dividends, the purchase price is the first NAV per security for that series of securities determined after the distribution or the dividend payment.

The following provides a summary of the rules for buying securities of a Fund:

- We must receive payment at our Order Receipt Office within two trading days of purchasing securities for all Funds.
- You may pay for your securities with a cheque or by electronic funds transfer.
- Any payment received by us at our Order Receipt Office for an order that is not accompanied by an investment direction from your dealer or not accompanied by a valid investment direction due to a Fund being closed to additional sales (including additional sales through PAC Plans and automatic reinvestments of distributions) or a fund termination may be invested by us in front-end sales charge Advisor Series securities of Manulife Money Market Fund (offered under a different simplified prospectus) at 0% commission until such time as a valid investment direction is received. Upon receipt of a valid investment direction, no fees or charges will apply to any switch of your securities of Manulife Money Market Fund into securities of another Fund, other than: (a) any applicable sales commissions; and (b) any management fees accrued to the date of the switch and attributable to your securities of Manulife Money Market Fund.
- If we do not receive payment at our Order Receipt Office for your securities within the specified time frames for all Funds, we must reverse your trade in the Funds by the end of the third trading day

following the day of purchase. If the proceeds from such reversal are greater than the amount you owe, the Fund keeps the difference. If the proceeds are less than the amount you owe, we will pay the difference to the Fund. We may collect this difference from your dealer, who may collect it from you.

- We reserve the right to reject an order within one trading day of receiving it at our Order Receipt Office. If we reject your order, we will return your money immediately without interest.

We will send you written confirmation of your purchase in accordance with applicable securities legislation requirements. We do not issue certificates for the securities purchased in the Funds.

Switching Securities

A switch involves moving money from one Fund to another Manulife Fund or a Manulife Corporate Class (or vice-versa) or from one series of a Fund to another series of the same Fund. We describe these kinds of switches below. Through your dealer, you can switch from Advisor Series securities, Series F securities, Series FT securities or Series T securities of one of the Funds to securities of another Manulife Fund or Manulife Corporate Class of the same series and sales charge option subject to meeting the eligibility requirements of the Funds into which you are switching.

Your dealer may request that the Manager switch your standard deferred sales charge securities or low-load sales charge securities into front-end sales charge securities of the same series of securities of the same Fund. It is the Manager's expectation that a dealer making such a request will act in accordance with the Mutual Fund Dealers Association of Canada ("MFDA") and the Investment Industry Regulatory Organization of Canada ("IIROC") regulations, as applicable, including obtaining your consent prior to the switch of your standard deferred sales charge securities or low-load sales charge securities into securities of the same series of the same Fund carrying a front-end sales charge. Certain switches of standard deferred sales charge securities or low-load sales charge securities will result in an increased trailing commission being payable to your dealer at the rates indicated in the table under "*Trailing Commissions*" in the simplified prospectus.

If you are switching securities you purchased under the standard deferred sales charge option into securities of Manulife Global Thematic Opportunities Class or Manulife Global Thematic Opportunities Fund under the standard deferred sales charge option, the new securities will have the same standard deferred sales charge schedule. If you are switching securities you purchased under the low-load sales charge option into securities of Manulife Global Thematic Opportunities Class or Manulife Global Thematic Opportunities Fund under the low-load sales charge option, the new securities will have the same low-load sales charge schedule.

We recommend that you only switch securities bought under the same sales charge option, as this will avoid unnecessary additional charges.

Switching Between Funds

A switch from one Fund to another Manulife Fund or Manulife Corporate Class (or vice versa) constitutes and has the same tax consequences as a redemption of the securities currently held and a purchase of new securities. See "*Income Tax Considerations*". For example, if you switched from Advisor Series securities of Manulife Global Thematic Opportunities Fund to Advisor Series securities of Manulife Global Thematic Opportunities Class, we would redeem your Advisor Series securities of Manulife Global Thematic Opportunities Fund and use the proceeds to buy Advisor Series securities of Manulife Global Thematic Opportunities Class. This could result in you realizing a capital gain or capital loss on your Advisor Series securities of Manulife Global Thematic Opportunities Fund if you did not hold your securities in a Registered Plan.

The sales charge option you chose when you bought the original securities applies to the switched securities, as follows:

- When you switch securities bought with the front-end option, you will not pay any additional sales charges but your dealer may charge you a switch fee. A Fund may also charge you a short-term trading fee of 2% (of the value of your securities) if you switch your securities. See *"Fees and Expenses"* in the simplified prospectus.
- When you switch securities bought with the deferred sales charge option, you will not pay a redemption fee but your dealer may charge you a switch fee. The redemption fee on the new securities is based on the date and original purchase price of the securities before the switch. A Fund may also charge you a short-term trading fee of 2% (of the value of your securities) if you switch your securities. See *"Fees and Expenses"* in the simplified prospectus.

Switching Between Series of Funds

Switching between series of the same Manulife Fund or the same Manulife Corporate Class is called a *reclassification*. You may, at any time, reclassify any securities from one series into another series of the same Fund, subject to meeting the eligibility requirements of the series into which you are reclassifying your securities and subject to the sales commissions available on the purchase of Advisor Series securities or Series T securities, as applicable. You may have to pay your dealer and/or the Manager certain fees in connection with any such reclassification. Your dealer may charge you a switch fee, and the Manager may charge you any applicable redemption fees. See *"Fees and Expenses"*.

Based in part on the administrative practice of the CRA, a reclassification is not considered a disposition for tax purposes. Therefore, such reclassification of securities will not trigger a capital gain or capital loss. See *"Income Tax Considerations"*. If your securities were purchased under the deferred sales charge option, you will be required to pay any applicable deferred sales charge (as if such securities were being redeemed) before you reclassify your securities into Series F securities or Series FT securities.

If you are reclassifying between Advisor Series securities and Series T securities purchased under the standard deferred sales charge option or low-load sales charge option, you pay no standard deferred sales charge or low-load sales charge at the time of the reclassification and the new securities will have the same standard deferred sales charge or low-load sales charge schedule.

Redeeming Securities

You can redeem your Fund securities through your dealer for cash at any time, unless the redemption of securities has been suspended as described below. Under certain circumstances, we may require investors who are residents or citizens of the United States or any other foreign country to redeem their securities in the Funds, in order to comply with, or avoid issues related to the implementation of, local or foreign laws applicable to the Funds. Please contact your dealer for more details.

Front-End Option

There is no charge for redeeming securities bought under the front-end option unless your redemption is subject to a short-term trading fee. See *"Processing Your Redemption Order"*.

Deferred Sales Charge Option – Standard and Low-Load

You will pay a redemption fee to us on securities bought under the standard deferred sales charge option if you redeem them within six years of their date of purchase. You will also pay a redemption fee to us on securities bought under the low-load sales charge option if you redeem them within three years of their date of purchase. See *"Processing Your Redemption Order"*.

We will:

- Redeem all securities without a deferred sales charge or low-load sales charge first
- Then redeem securities held for the longest period of time
- Deduct the applicable redemption fee from the proceeds of the redemption

There is no fee charged for redeeming securities acquired through reinvested distributions or dividends on deferred sales charge securities and low-load sales charge securities.

Redeeming, Reclassifying or Switching Securities Without a Deferred Sales Charge

As described below, in certain circumstances, you may redeem, reclassify or switch to different series of securities of the same Fund, some of the securities that you bought under the standard deferred sales charge option without paying a redemption fee even if you have held them for less than six years.

Free Allowance

Each year, the following securities may be redeemed, reclassified or switched without paying a deferred sales charge:

- Up to 10% of the deferred sales charge securities you held on December 31st of the previous calendar year

PLUS

- Up to 10% of any deferred sales charge securities you purchased in the current calendar year

PLUS

- 100% of your distributions or dividends that were reinvested in the Fund

You may not carry this privilege forward from one year to the next. The Free Allowance privilege is not cumulative and any unused amount cannot be carried forward to future years. Requests to redeem, reclassify or switch any unused Free Allowance securities from previous years will be rejected. The right to redeem securities acquired through reinvested distributions is, however, cumulative and can be carried over from one year to the next until all such securities are redeemed, reclassified or switched. We have the right to change or cancel this privilege at any time at our discretion.

You can still use this option if you switch standard deferred sales charge securities between the Funds. When you switch, the number of standard deferred sales charge securities that can be redeemed, reclassified or switched from the new Fund without paying a redemption fee will be adjusted for the market value of the new Fund securities.

You may not carry this privilege forward from one year to the next. We have the right to change or cancel this privilege at any time and without notice at our discretion.

Outside of the options to redeem, reclassify or switch up to the Free Allowance amount or the securities acquired through reinvested distributions of the deferred sales charge securities of a Fund, you may not redeem deferred sales charge securities or switch to another load option without paying redemption fees unless you have held them for longer than six years.

Redeeming, Reclassifying or Switching Securities Without a Low-Load Sales Charge

You may redeem, reclassify or switch to different series of securities of the same Fund, some of the securities that you bought under the low-load sales charge option without paying a redemption fee even if you have held them for less than three years.

Free Allowance

Each year, the following securities may be redeemed, reclassified or switched without paying a low-load sales charge:

- Up to 10% of the low-load securities you held on December 31st of the previous calendar year

PLUS

- Up to 10% of any low-load securities you purchased in the current calendar year

PLUS

- 100% of your distributions or dividends that were reinvested in the Fund

You may not carry this privilege forward from one year to the next. The Free Allowance privilege is not cumulative and any unused amount cannot be carried forward to future years. Requests to redeem,

reclassify or switch any unused Free Allowance securities from previous years will be rejected. The right to redeem securities acquired through reinvested distributions is, however, cumulative and can be carried over from one year to the next until all such securities are redeemed, reclassified or switched. We have the right to change or cancel this privilege at any time at our discretion.

You can still use this option if you switch low-load sales charge securities between the Funds. When you switch, the number of low-load sales charge securities that can be redeemed, reclassified or switched from the new Fund without paying a redemption fee will be adjusted for the market value of the new Fund securities.

You may not carry this privilege forward from one year to the next. We have the right to change or cancel this privilege at any time and without notice at our discretion.

Outside of the options to redeem, reclassify or switch up to the Free Allowance amount or the securities acquired through reinvested distributions of the low-load securities of a Fund, you may not redeem low-load securities or switch to another load option without paying redemption fees unless you have held them for longer than three years.

Redeeming Your Advisor Series Securities or Series T Securities

You can redeem your Advisor Series securities or Series T securities of the Funds through your dealer or financial advisor. Whether or not you pay any redemption charges when you redeem your Advisor Series securities or Series T securities of the Funds depends on the sales charge option that you chose when you bought the Fund. Please consult your dealer or financial advisor or see "*Front-End Option*", "*Deferred Sales Charge Option*" or "*Low-Load Sales Charge Option*" above for more information about the fees that may apply to you if you redeem your Advisor Series securities or Series T securities of the Funds.

See "*Advisor Series Securities and Series T Securities*" in the simplified prospectus for more information about Advisor Series securities or Series T securities, as applicable. Please consult your dealer or financial advisor for further information on the redemption of these series.

Redeeming Your Series F Securities or Series FT Securities

You can redeem your Series F securities or Series FT securities of the Funds through your dealer or financial advisor. Any charges are negotiated between you and your dealer or financial advisor. We do not charge fees or commissions on redemptions of Series F securities or Series FT securities of the Funds. See "*Series F Securities and Series FT Securities*" in the simplified prospectus for more information about Series F securities and Series FT securities. Please consult your dealer or financial advisor for further information on the redemption of these series.

Processing Your Redemption Order

Your dealer will forward your application for redemption to our Order Receipt Office. Your written redemption order must have your signature guaranteed by your dealer for your protection if the proceeds of redemption are \$25,000 or greater or are being sent to a different payee, and may be required if the proceeds are being sent to a different address than what we have on file, unless the payee or address is the registered dealer or the financial institution in trust for the payee.

If we receive your redemption request in good order at our Order Receipt Office before the close of regular trading on the TSX on any trading day (generally at 4:00 p.m. Toronto Time), we will process your order at the applicable NAV per security for that series of securities on that date. Otherwise, we will process your order at the applicable NAV per security for that series of securities on the next trading day.

The rules for redeeming your securities in a Fund are as follows:

- We will remit your payment within two (2) trading days of receiving all necessary documentation and the original payment for the securities to be redeemed having cleared the Canadian banking system. We will mail a cheque to the redeeming accountholder unless instructed otherwise in your redemption order.
- If we do not receive all the documentation we need from you to complete the redemption order at our Order Receipt Office within ten (10) trading days of processing your order, we must reverse the trade. The

security price may be different on the date of such reversal from the date of processing your redemption order. If the cost of the reversal is less than the proceeds of the original redemption order, the Fund keeps the difference. If the cost of the reversal is greater than the proceeds of the original redemption order, we will pay the Fund the difference. We may collect this difference from your dealer, who may collect it from you.

If at any time you request a partial redemption of your securities so that the aggregate NAV of your securities of a series of a Fund would be less than \$500, we may require that all your securities of that series of that Fund be redeemed after we provide you with at least 30 days' written notice.

Under extraordinary circumstances, including the following, we may suspend your right to redeem securities of a Fund:

- If normal trading is suspended on a stock exchange or market on which securities or specified derivatives are traded that represent more than 50% of the Fund's total assets by value, or underlying market exposure, and if those securities or specified derivatives are not traded on any other exchange that represents a reasonably practical alternative for the Fund.
- With the consent of the securities regulatory authorities, if we cannot determine the value of the assets of the Fund.

If we suspend trading in a Fund and you had requested a redemption of your securities in that Fund, you can withdraw your request or receive payment based on the first NAV per security determined after the end of the suspension.

We intend to observe all redemption policies that may be implemented from time to time by industry participants such as Fundserv, a provider of the transaction system used by mutual funds in Canada.

Responsibility for Fund Operations

MANAGER

Manulife Asset Management Limited, through its operating division, Manulife Investments
200 Bloor Street East
North Tower
Toronto, Ontario
M4W 1E5
1 888 588 7999
manulifemutualfunds.ca
e-mail: manulifemutualfunds@manulife.com

The Manager is an indirect wholly-owned subsidiary of MLI.

In accordance with the Amended and Restated Master Management Agreement with Manulife Global Thematic Opportunities Fund and the Amended and Restated Master Management Agreement with MIX Corp., as Manager of the Funds, we:

- Manage the overall activities and operations of the Funds
- Provide or arrange for investment management and administrative services for the Funds including, but not limited to, all investment services and all services related to issuing, distributing and redeeming securities of each Fund. Certain of such administrative services may be provided from countries outside of Canada
- Provide all necessary information to securityholders of each Fund

The management agreements referenced above will continue in effect unless terminated by a Fund or by us with 90 days' prior written notice to the other party and to securityholders or by the Trustee upon certain events of default by the Manager.

In accordance with applicable securities legislation, the appointment of any successor manager (who is not an affiliate of the Manager) must be approved by the securityholders of the Funds and by the securities commission or other regulatory authority in each province and territory of Canada.

The names and municipalities of residence, position and principal occupation of each of the directors and executive officers of the Manager acting in connection with the Funds are as follows:

Directors and Executive Officers of MAML

Name and municipality of residence	Office with MAML	Principal occupation
J. Roy Firth Toronto, Ontario	Director, Chairman and Audit Committee Member	Retired executive
Bruce Gordon Waterloo, Ontario	Director, Audit Committee Member	Retired executive
Bernard Letendre Toronto, Ontario	Director, President and Chief Executive Officer	President and Chief Executive Officer, Manulife Investments and Head of Wealth & Asset Management, Canada, Manulife
Paul Lorentz Waterloo, Ontario	Director	Global Head of Wealth and Asset Management, Manulife and MLI
Warren Thomson Toronto, Ontario	Director	Senior Executive Vice President and Chief Investment Officer, MLI and Manulife; Chairman, Manulife Asset Management, Manulife
Yanic Chagnon Boucherville, Quebec	Head of Investment Product, Canada	Head of Investment Product, Canada, MLI
Lisa Hutfloetz Waterloo, Ontario	Chief Financial Officer	Head of Wealth & Asset Management Finance Canada, MLI
Anick Morin Montreal, Quebec	Associate General Counsel and Assistant Secretary	Assistant Vice President and Lead Counsel, Investments, MLI
Warren Rudick Toronto, Ontario	General Counsel and Secretary	Managing Director & General Counsel, Manulife Asset Management Canada & Europe
Derek Saliba Mississauga, Ontario	Head of Retail Investment Product	Head of Retail Investment Product, MLI
Christopher Walker Stirling, Ontario	Chief Compliance Officer	Chief Compliance Officer, MAML and Manulife Asset Management Investments Inc. Investment Compliance

Except as indicated below, each of the directors and executive officers listed above holds the office noted opposite his or her name or has held a similar office in a predecessor company or an affiliate during the five years preceding the date of this annual information form.

Mr. Warren Rudick joined MLI in November 2009, and is Managing Director & General Counsel, Manulife Asset Management Canada & Europe. Prior to his current appointment as General Counsel and Secretary of MAML in June 2014, he had been Associate General Counsel and Assistant Secretary since December 2010.

Mr. Christopher Walker was appointed Chief Compliance Officer of MAML in September 2014. However, Mr. Walker has had various roles at MLI since 1989 including his current role of Chief Compliance Officer, MAML.

Mr. Yanic Chagnon is currently appointed Head of Investment Product, Canada at MLI since April 2015. Prior to joining MLI, Mr. Chagnon worked as Vice President, Retail Solutions at Standard Life from April 2013 to April 2015. Prior to joining Standard Life, he held the following positions at National Bank of Canada (from January 2009 to April 2013): Vice President, Engineering Managed Solutions and Managing Director, Investment Solutions.

Ms. Anick Morin was appointed Associate General Counsel and Assistant Secretary of MAML in June 2015. Currently, Ms. Morin is Assistant Vice President and Lead Counsel, Investments, MLI having joined MLI in May 2015. Prior to joining MLI, Ms. Morin worked as Associate General Counsel, Retail at Standard Life Assurance Company of Canada (“Standard Life”) from February 2014 to May 2015. Prior to joining Standard Life, she was a partner at Borden Ladner Gervais LLP.

Mr. Derek Saliba was appointed an officer of MAML in March 2016. He has held various roles with MAML since 2011 including his current position as Head of Retail Investment Product.

Mr. Paul Lorentz was Chief Executive Officer and President of MAML between October 2017 and April 2018. However, Mr. Lorentz has had various roles at MLI since 1993, including his current role of Director of MAML and Global Head of Wealth and Asset Management of MLI.

Mr. Bernard Letendre was appointed Chief Executive Officer and President of MAML in April 2018. However, Mr. Letendre has had various roles at MLI since 2009. He was appointed Director of MAML in February 2016 having previously been appointed Senior Vice President of MAML in March 2015. Prior to this appointment, Mr. Letendre was Vice President and Managing Director, Manulife Private Wealth.

Ms. Lisa Hutfloetz was appointed Chief Financial Officer of MAML in June 2018. However, Ms. Hutfloetz has had various roles at MLI since 2003 including her current role of Head of Wealth & Asset Management Finance Canada.

MLI is a Canadian-based financial services organization with principal operations in Asia, Canada and the United States.

Manulife Asset Management is the global division of Manulife that provides comprehensive asset management solutions for institutional investors and investment funds in key markets around the world.

The name and municipality of residence, position and principal occupation of each of the directors and officers of MIX Corp. are as follows:

Directors and Officers of MIX Corp.

Name and municipality of residence	Office with MIX Corp.	Principal occupation
Yanic Chagnon, Boucherville, Quebec	Director, Audit Committee Member	Head of Investment Product, Canada, MLI
Lisa Hutfloetz Waterloo, Ontario	Director, Audit Committee Member	Head of Wealth & Asset Management Finance Canada, MLI
Bernard Letendre Toronto, Ontario	Director, Audit Committee Member, President and Chief Executive Officer	President and Chief Executive Officer, Manulife Investments and Head of Wealth & Asset Management, Canada, Manulife
Anick Morin Montreal, Quebec	Director	Assistant Vice President and Lead Counsel, Investments, MLI
Christine Marino Toronto, Ontario	Chief Financial Officer	Head of Global Wealth and Asset Management Accounting and Reporting, Manulife
Cynthia Mielke Toronto, Ontario	Secretary	Securities Clerk, MAML

Except as indicated below, each of the directors and officers listed above holds the office noted opposite his or her name or had held a similar office in a predecessor company or an affiliate during the five years preceding the date of this annual information form.

Mr. Bernard Letendre was appointed President and Chief Executive Officer of MIX Corp. in February 2016, having previously been appointed Director in March 2015. Prior to this appointment, Mr. Letendre was Vice President and Managing Director, Manulife Private Wealth, having been appointed in July 2012.

Ms. Anick Morin was appointed Director of MIX Corp. in June 2015. Currently, Ms. Anick Morin is Assistant Vice President and Lead Counsel, Investments, MLI having joined MLI in May 2015. Prior to

joining MLI, Ms. Morin worked as Associate General Counsel, Retail at Standard Life from February 2014 to May 2015. Prior to joining Standard Life, she was a partner at Borden Ladner Gervais LLP.

Mr. Yanic Chagnon was appointed Director of MIX Corp. in February 2016. He also holds the position of Head of Investment Product, Canada with MAML. Please see *“Responsibility for Fund Operations - Directors and Executive Officers of MAML”* for more information on Mr. Chagnon’s employment history.

Ms. Lisa Hutfloetz was appointed Director of MIX Corp. in May 2018. She also holds the position of Chief Financial Officer with MAML. Please see *“Responsibility for Fund Operations - Directors and Executive Officers of MAML”* for more information on Ms. Hutfloetz’s employment history.

Ms. Christine Marino was appointed Chief Financial Officer of MIX Corp. in June 2018. However, Ms. Marino has had various roles at Manulife since May 2016, when she joined the company as Assistant Vice President, Head of External Reporting, Investment Division. Prior to joining Manulife in 2016, she worked as Vice President, Finance at Orvana Minerals Corp.

PORTFOLIO ADVISOR AND SUB-ADVISOR

As primary portfolio advisor, MAML maintains responsibility for the overall management of the investment portfolio of the Funds at all times. The Amended and Restated Portfolio Advisor Agreement for MAML to provide investment advisory services for the Funds is dated August 20, 2018, as amended from time to time. A party may terminate the agreement with 90 days’ written notice.

We have retained the portfolio sub-advisor listed below to:

- Provide investment analysis and recommendations
- Make investment decisions and
- Arrange for the acquisition and disposition of portfolio investments, including all necessary brokerage arrangements

for each of the following Funds. In return for their services, we pay the portfolio advisor and sub-advisor a fee out of the management fee received from a Fund.

Investment decisions made by the portfolio advisor are not subject to the oversight, approval or ratification of any committee.

Manulife Global Thematic Opportunities Class and Manulife Global Thematic Opportunities Fund

Pictet Asset Management S.A.
Geneva, Switzerland

Our Investment Management Agreement with Pictet Asset Management S.A. to provide investment advisory services for the investment portfolios of each of Manulife Global Thematic Opportunities Class and Manulife Global Thematic Opportunities Fund is dated October 12, 2018, as amended from time to time. Either party may terminate this agreement at any time with 30 days’ written notice by the Manager or 60 days’ written notice by the sub-advisor. You should be aware that there may be difficulty enforcing any legal rights against Pictet Asset Management S.A. as it is resident, and all or substantially all of its assets are situated, outside Canada.

The following individuals are principally responsible for the day-to-day investment decisions of a material portion of the portfolio of each of the Funds:

Fund	Name of Individual	Title	Length of Service
Manulife Global Thematic Opportunities Class, Manulife Global Thematic Opportunities Fund	Hans Peter Portner	Head and Senior Investment Manager, Thematic Equities Team, Pictet Asset Management S.A.	Since 1997
	Gertjan Van Der Geer	Senior Investment Manager, Thematic Equities Team, Pictet Asset Management S.A.	Since 2008

Each individual listed above holds the office noted opposite his or her name or has held a similar office in a predecessor or affiliated company during the five years preceding the date of this annual information form.

BROKERAGE ARRANGEMENTS

We have no contractual arrangement with any person or company:

- For any exclusive right to purchase or sell the investment portfolio of a Fund or
- Which provides any dealer or trader a material competitive advantage over other dealers or traders when buying or selling for the investment portfolio of a Fund

We conduct studies of the factors that affect the market price and prospects of various industries, companies and individual securities. In this work, we use reports and statistics from a variety of sources, including brokers and dealers who may execute portfolio transactions for the Funds and for our clients, but investment decisions are based primarily on investigations and critical analyses by our own professional staff.

Dealers for securities transactions of the Funds are selected based on broker-dealer capabilities of each on an ongoing basis. This involves a dealer's financial soundness and demonstrated order execution capabilities, its responsibilities to the trading style and liquidity needs of each Fund and the commission or spread involved. Also, a dealer's range of research or brokerage related products or services other than order execution are considered. These include research reports, publications, statistical services, electronic data which are produced by the dealer, its affiliates or third parties. The portfolio advisor or the sub-advisor of a Fund may direct brokerage to certain dealers for receiving research and order execution products and services to assist with investment or trading decisions.

Other than fund-on-fund investments for certain Funds, brokerage transactions are not currently conducted by us or through any of our affiliates. We do not charge any commissions for acting as dealer to such fund-on-fund trades.

Unaffiliated portfolio sub-advisors may allocate brokerage business to their affiliates. Any trades allocated in this manner will be done at competitive brokerage fee rates. Subject to regulatory approval (where necessary), the portfolio sub-advisor of a Fund may act as agent for the purchase or sale of securities between the Funds and other mutual funds offered by the Manager.

MAML conducts extensive trade cost analysis to ensure that the Funds and clients of MAML, on whose behalf the portfolio advisor directs any brokerage transactions, receive a reasonable benefit considering the use of the research goods and services and order execution goods and services, as applicable, and the amount of brokerage commissions paid. Specifically, MAML's investment management teams decide which dealers or brokers are allocated brokerage business based on their ability to provide best execution of trades, the competitiveness of the commission costs, and the range of services and quality of research received.

MAML may use research goods and services and order execution goods and services to benefit the Funds and clients of MAML, on whose behalf the portfolio advisor directs any brokerage transactions, other than those whose trades generated the brokerage commission. However, MAML has policies and procedures in

place such that over a reasonable period of time, all clients, including the Funds, receive a fair and reasonable benefit in return for the commission generated.

The names of such dealers or third parties that provided goods and services are available upon request by contacting Manulife Investments at 1 888 588 7999 or at manulifemutualfunds@manulife.com.

PARTICIPATING DEALERS

MSIS and MSI, each a subsidiary of MLI, which is the ultimate parent company of MAML, are participating dealers of the Funds and may sell securities of the Funds in the normal course of business.

TRUSTEE OF MANULIFE GLOBAL THEMATIC OPPORTUNITIES FUND

Manulife Global Thematic Opportunities Fund does not have any directors or officers. We are the trustee for Manulife Global Thematic Opportunities Fund. The directors and executive officers of MAML are named above under "*Directors and Executive Officers of MAML*".

CUSTODIAN

RBC Investor Services Trust
Toronto, Ontario

We have entered into a custodial services agreement with RBC Investor Services Trust (the "Custodian") on behalf of each Fund. This agreement is dated July 23, 2007, as may be amended from time to time. RBC Investor Services Trust is a trust company incorporated under the laws of Canada. The Custodian is located at 155 Wellington Street West, RBC Centre, Toronto, Ontario M5V 3L3. The Custodian holds all securities, for the accounts of the Funds. All cash property received for the Funds may be held by the Custodian at specified banks or trust companies. Upon certain instructions, the Custodian shall release and deliver securities of the Funds held by the Custodian.

If the portfolio securities are acquired in any foreign market, they are kept at the office of the sub-custodian appointed in the jurisdiction in which such market is situated. Under the custodial services agreement, the Custodian has the power to appoint sub-custodians. The Custodian may appoint one or more sub-custodians in accordance with NI 81-102 in each foreign jurisdiction in which the Funds hold securities of issuers of such foreign jurisdictions.

A Fund may deposit securities or cash as margin:

- with a dealer when it uses clearing corporation options, options on futures or futures contracts or
- with the other party in the case of over-the-counter options or forward contracts

in accordance with the policies of the securities regulatory authorities. In these cases, the dealer or the other party also acts as a custodian.

The custodial services agreement may be terminated by the Manager, on behalf of the Funds, by giving a minimum of 180 days' prior written notice.

AUDITOR

Ernst & Young LLP
Toronto, Ontario

REGISTRAR

Manulife Asset Management Limited
Toronto, Ontario

We maintain the register of securityholders of the Funds.

SECURITIES LENDING AGENT

RBC Investor Services Trust
Toronto, Ontario

The securities lending agent arranges and administers loans of the Funds' portfolio securities for a fee, to qualified borrowers who have posted collateral in accordance with NI 81-102. RBC Investor Services Trust, the custodian of the Funds, has been appointed as the Funds' securities lending agent pursuant to a Securities Lending Authorization dated July 23, 2007, as amended, between MAML on behalf of a Fund and RBC Investor Services Trust. RBC Investor Services Trust is independent of MAML.

The Securities Lending Authorization provides the parameters, including transaction limits, under which securities lending is permitted and in accordance with applicable securities legislation. If on any day the market value of the collateral posted by a borrower is less than the percentage of the market value of the relevant borrowed securities required by NI 81-102, at a minimum, the securities lending agent is required to request that the borrower provide additional collateral to the Fund to make up the shortfall.

Under the Securities Lending Authorization, the securities lending agent is required to indemnify the Funds from certain losses flowing from a default by a borrower.

The Securities Lending Authorization can be terminated at any time by MAML on behalf of a Fund or RBC Investor Services Trust with 120 days' prior written notice to the other party.

INDEPENDENT REVIEW COMMITTEE

See "*Fund Governance – Independent Review Committee*".

OTHER SERVICE PROVIDERS

International Financial Data Services (Canada) Limited
Toronto, Ontario

International Financial Data Services (Canada) Limited is a transfer agency and business process solutions provider to the investment fund industry. International Financial Data Services (Canada) Limited maintains the securityholder record keeping system for the Funds. MLI, on behalf of MAML, entered into an Amended and Restated Services Agreement with International Financial Data Services (Canada) Limited for the provision of a transfer agency system for the Funds effective November 1, 2016. The terms of the current agreement are in place through July 1, 2022 and the agreement is renewable for additional terms.

RBC Investor Services Trust
Toronto, Ontario

RBC Investor Services Trust provides custodial, security lending, foreign exchange execution, fund valuation and shareholder services. We have entered into a services agreement with RBC Investor Services Trust for the provision of fund accounting services for the Funds. The agreement is dated August 21, 2006, as amended February 18, 2011, August 1, 2013 and August 1, 2015. The term of the agreement extends until August 1, 2019 and is renewable for additional terms.

Conflicts of Interest

Principal Holders of Securities

As at October 12, 2018, Manulife Investment Exchange Funds Trust, a trust established for the benefit of the holders from time to time of securities of the Manulife Corporate Classes, owned all of the issued and outstanding common shares of MIX Corp.

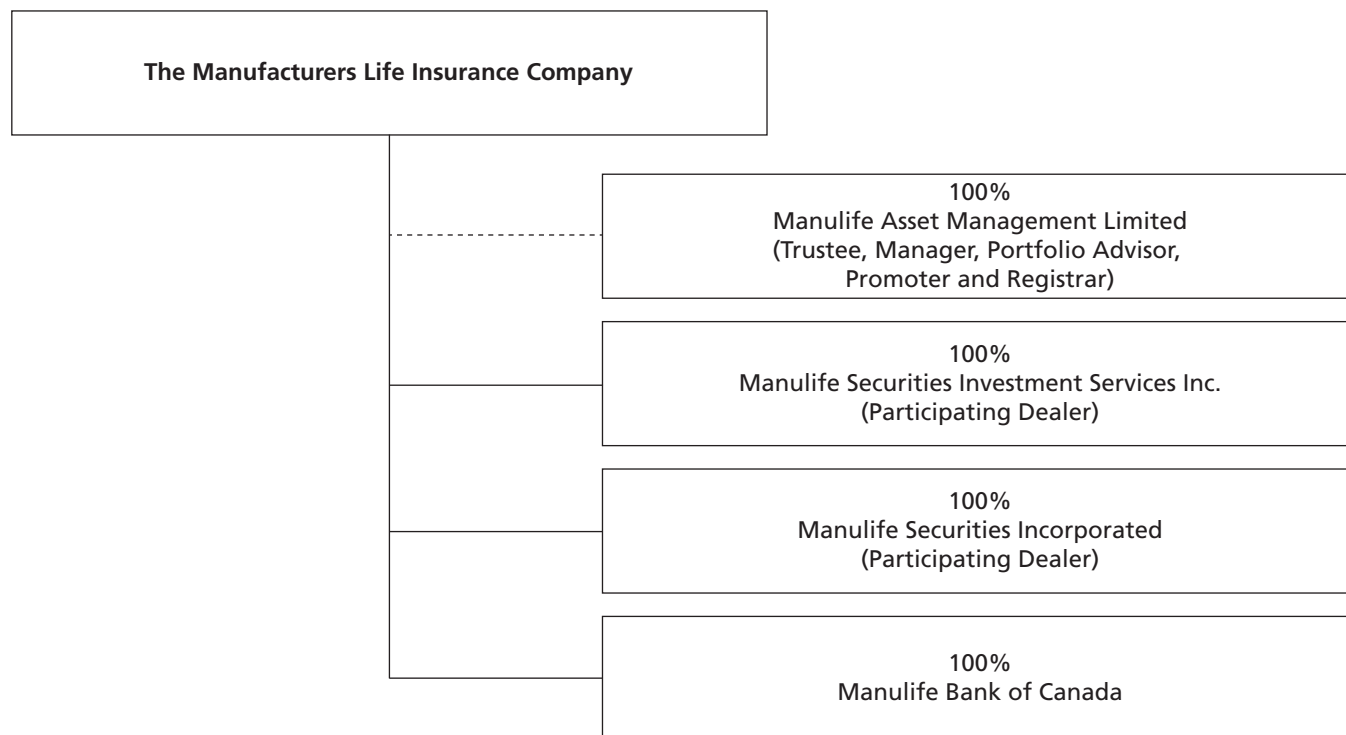
As at October 12, 2018, Manulife Asset Management Holdings (Canada) Inc., a wholly-owned subsidiary of MLI, holds beneficially and of record all of the 408,119.896 issued and outstanding voting common shares of MAML.

As at October 12, 2018, the directors and senior officers of MAML did not own any of the shares of MAML or 10% or more of the shares of Manulife.

As at October 12, 2018, the IRC members did not beneficially own, directly or indirectly, more than 10% of any series or class of voting shares of the Manager or of any person or company that provides services to the Funds or the Manager. The IRC members in aggregate do not beneficially own, directly or indirectly, more than 10% of the voting or equity securities of a Fund.

AFFILIATED ENTITIES

The following companies that provide services to the Funds or to us in relation to the Funds and are affiliated with us are as follows:



A dotted line in the chart above represents that the company is an indirect wholly-owned subsidiary of MLI. You can review the fees, if any, paid to each company listed above by the Funds in the audited financial statements of the Funds.

The following individuals are directors or executive officers of MIX Corp. or MAML and also of an affiliated entity of MIX Corp. or of MAML as described above:

Name	Position with MIX Corp.	Position with MAML	Position with Affiliate
Paul Lorentz	N/A	Director	Director, Manulife Asset Management (US) LLC; Head, Global Wealth and Asset Management, MLI and Manulife
Warren Thomson	N/A	Director	Senior Executive Vice President and Chief Investment Officer, MLI and Manulife
Lisa Hutfloetz	Director	Chief Financial Officer	Chief Financial Officer, MSI; Chief Financial Officer MSIS
Warren Rudick	N/A	General Counsel and Secretary	Secretary, Manulife Asset Management (Europe) Limited

For the employment histories of Mr. Warren Rudick, Ms. Lisa Hutfloetz and Mr. Paul Lorentz, please see "Directors and Executive Officers of MAML". For the employment history of Ms. Lisa Hutfloetz, please see "Directors and Officers of MIX Corp.".

Fund Governance

Fund governance refers to the policies, practices and guidelines of the Funds that relate to:

- Business practices
- Sales practices
- Internal conflicts of interest

MAML, as Manager, has adopted appropriate policies, procedures and guidelines to ensure the proper management of the Funds. These include guidelines and policies and procedures required by NI 81-107 relating to conflicts of interest, including policies on personal conflicts of interest, prohibited related party transactions, best execution practices, soft dollar arrangements, brokerage arrangements, trade allocation practices, cross trading, record keeping and personal investing. In addition, MAML has adopted privacy, sales, marketing, advertising and accounting policies relating to the Funds. The controls in place monitor and manage the business and sales practices, risk and internal conflicts of interest relating to the Funds while ensuring compliance with regulatory and corporate requirements. The reporting systems in place ensure that these policies and guidelines are communicated to the persons responsible for these matters and monitor their effectiveness.

In addition to the oversight of MIX Corp.'s operations required to be carried out by the Manager in respect of Manulife Global Thematic Opportunities Class, MIX Corp. also has a Board of Directors, with all of the regular duties imposed upon directors of a business corporation under the OBCA. Under that Act, the directors must act honestly, in good faith and in the best interests of the investors in Manulife Global Thematic Opportunities Class, and must exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in the same circumstances. To help them carry out their obligations to the investors of Manulife Global Thematic Opportunities Class, the directors have engaged the Manager. In accordance with the requirements of the OBCA, MIX Corp. has also established an audit committee in order to review and report on the financial statements of MIX Corp. The audit committee is composed of three directors, a majority of whom are not officers or employees of MIX Corp. or the Manager.

Investments and Voting Policy for Underlying Funds

The Funds may hold securities of Underlying Funds as permitted by applicable securities legislation and subject to certain conditions. MAML, as Manager, will either not vote the securities of the Underlying Funds or will pass the voting rights directly to securityholders of such Funds. MAML may, in some circumstances, choose not to pass the vote to securityholders, generally because of the complexity and costs associated with doing so.

Investments in Derivatives

Each Fund, may invest in or use derivatives for hedging and non-hedging purposes in a manner consistent with the investment objective of the Fund and as permitted by applicable securities legislation and any regulatory relief. Derivatives may be used for hedging purposes in the event of significant cash flows into or out of the Fund and to provide protection for the Fund's portfolio. Derivatives may be used for non-hedging purposes in order to invest indirectly in securities or financial markets and to gain exposure to other currencies. The risks of using these strategies are described under "*Derivative Risk*", in the simplified prospectus.

The Manager has adopted written policies and practice guidelines applicable to the Funds to manage the risks associated with the use of derivative instruments. Such policies and practice guidelines require that:

- The use of derivative instruments be consistent with a Fund's investment objective and policies
- The risks associated with the use of derivatives be adequately described in a Fund's simplified prospectus and other public disclosure documents
- Authorized persons of the Manager approve the parameters, including trading limits, under which derivatives trading is to be permitted for a Fund and that such parameters comply with applicable securities legislation
- The operational, monitoring and reporting procedures in place ensure that all derivatives transactions are completely and accurately recorded, in accordance with their approved use, and within the limits and regulatory restrictions prescribed for each Fund

These policies and practice guidelines are reviewed as necessary by a senior officers' committee at the Manager. In addition, our Compliance Department has oversight over all use of derivative instruments by the Funds. As well, we test each Fund to ensure that there is an adequate cash cover in the underlying interest. We also monitor each Fund's gain and loss position as part of our risk measurement procedures. We do not, however, test the Funds under stress conditions as we generally limit the maximum loss to 10% of the Fund's NAV for non-hedging transactions.

The trading limits for derivative trading are set up by the Manager's Compliance Department for risk management purposes. Such limits vary for different derivative products, however, no single trade greater than 5% of the Fund's NAV is permitted.

Investment in Securities Lending, Repurchase and Reverse Repurchase Agreements

The Funds may enter into securities lending arrangements or repurchase and reverse repurchase agreements. The risks of entering into these agreements are described under "*Securities Lending, Repurchase and Reverse Repurchase Transaction Risk*" in the simplified prospectus.

The Manager has adopted written policies and practice guidelines applicable to the Funds to manage the risks associated with investments in securities lending, repurchase and reverse repurchase agreements. Such policies and practice guidelines require that:

- Investments in securities lending, repurchase and reverse repurchase agreements be consistent with a Fund's investment objectives and policies
- The risks associated with securities lending and repurchase transactions be adequately described in a Fund's simplified prospectus and other public disclosure documents
- Authorized persons of the Manager approve the parameters, including transaction limits, under which securities lending and repurchase transactions are to be permitted for a Fund and that such parameters comply with applicable securities legislation and may from time to time report to the Board of Directors as deemed appropriate
- The operational, monitoring and reporting procedures in place ensure that all securities lending and repurchase transactions are completely and accurately recorded, in accordance with their approved use, and within the limits and regulatory restrictions prescribed for each Fund. Independent monitoring of the Securities Lending program is performed by MAML's Compliance Department and Investment Fund Administration team. RBC Investor Services Trust, in its capacity as the securities lending agent, also performs monitoring and reporting functions
- The Manager will review at least annually all securities lending and repurchase transactions to ensure that they are being conducted in accordance with applicable securities legislation
- The Manager will review at least annually the policies and practice guidelines described above to ensure that the risks associated with securities lending are properly managed

At present, there are no simulations used to test the portfolios under stress conditions to measure risks.

The Funds may not commit more than 50% of their securities (on a net asset value basis, as per NI 81-102) in securities lending or repurchase transactions at any time. Securities lending transactions may be terminated at any time and all repurchase transactions must be completed within 30 days.

MAML has retained the Custodian to act as agent for the Funds in administering securities lending transactions. The risks associated with these transactions will be managed by requiring that the agent enter into such transactions for the Funds with reputable counterparties that meet MAML's quantitative and qualitative criteria regarding market making and creditworthiness, and are in good standing with all applicable regulators.

Proxy Voting Procedures

As Trustee and/or Manager of the Funds, we have a fiduciary responsibility to act in the best interests of the Funds and their securityholders. One significant aspect of this duty is ensuring that the securities held by each Fund are voted in a timely manner that serves the best interests of the Fund and its securityholders. We have delegated to the portfolio advisor and portfolio sub-advisors of each Fund voting authority with respect to the portfolio securities of the Funds, subject to MAML's annual review.

The portfolio advisor and portfolio sub-advisors are expected to take reasonable steps to vote all proxies received. However, a portfolio advisor or portfolio sub-advisor may refrain from voting where administrative or other procedures result in the costs of voting outweighing the benefits. A portfolio advisor or portfolio sub-advisor may also refrain from voting if, in its opinion, abstaining or otherwise withholding its vote is in the best interests of the Fund's securityholders.

We have established a proxy voting policy (the "Proxy Voting Policy") that has been designed to provide general guidance, in compliance with applicable legislation, for the voting of proxies. We expect our portfolio sub-advisors to comply with their stated policies, which, in general, must meet standards similar to our Proxy Voting Policy and applicable legislation. We reserve the right to retract voting authority in respect of any given portfolio sub-advisor at any time.

The Proxy Voting Policy summarizes our position on various issues and provides a general indication as to how a portfolio sub-advisor is expected to vote proxies on each issue. The portfolio sub-advisors will usually vote proxies in accordance with the Proxy Voting Policy. However, the portfolio sub-advisors reserve the right to vote on certain issues counter to the Proxy Voting Policy if, after a review of the matter (which analysis will be documented in writing), the portfolio sub-advisor believes that a Fund's best interests would be better served by such counter vote.

Issuers' proxies most frequently contain proposals to elect corporate directors, to appoint external auditors and fix their compensation, to amend the capitalization of the company and to adopt or amend management compensation plans. Consistent with our Proxy Voting Policy, it is expected that the portfolio sub-advisor would cause the Funds to vote on these matters as follows:

- Board of Directors – We vote for management nominees unless the board fails to meet minimum corporate governance standards, such as being comprised of a majority of independent directors or there are records of abuse against the interests of minority shareholders.
- Appointment of Auditors and Compensation – We vote for the election of auditors and proposals authorizing the board to fix the auditors' compensation unless we have concerns about the accounts presented or the audit procedures used or if questions are raised regarding the independence of the auditors.
- Changes in Capital Structure – We vote for resolutions that seek to maintain, or convert into, a one vote for one share capital structure and generally vote against resolutions authorizing a multiple class voting structure or the creation or addition of shares with superior voting rights.
- Management Compensation – We vote for proposals to compensate executives unless the amounts are excessive relative to other companies in the industry. We will vote on equity compensation plans and other proposals relating to management compensation on a case-by-case basis having regard to the best interests of the securityholders of the Fund.

Other issues, including those business issues specific to the issuer or those raised by shareholders of the issuer, are addressed on a case-by-case basis with a focus on the best interests of the securityholders of the Fund and the potential impact of the vote on shareholder value.

Conflicts of Interest

A conflict of interest may arise when we or a portfolio sub-advisor to a Fund vote a proxy solicited by an issuer with whom we and/or the portfolio sub-advisor has a material business or personal relationship. To avoid conflicts of interest we, and all portfolio sub-advisors, will adhere to the following procedures:

- All votes will be cast according to the Proxy Voting Policy, in the best interests of a Fund and its securityholders. If votes are cast otherwise, they will be documented and explained.
- All persons involved in the proxy voting process must disclose any potential conflicts of which they are aware. Voting recommendations must be made according to the best interests of the Fund and its securityholders and without any other considerations.
- A Proxy Committee, which includes representation from our Legal and Compliance Departments, maintains procedures to identify material relationships that could result in potential conflicts.
- When a possible conflict is encountered, our Compliance Department will determine whether a conflict of interest does in fact exist and where a conflict of interest has been determined, the Proxy Committee shall consider the matter for final determination.

We will review our and the portfolio sub-advisors' policies for addressing conflicts of interests from time to time to ensure that they offer substantially similar protection.

Our Proxy Voting Policy and the policies of our portfolio sub-advisors are available on request, at no cost, by calling us toll-free at 1 888 588 7999 or by writing us at Manulife Investments, a division of Manulife Asset Management Limited, Order Receipt Office, 500 King Street North, Delivery Station 500 G-B, Waterloo, Ontario, N2J 4C6. We disclose each Fund's annual proxy voting record, for the most recent twelve-month period ending June 30 by August 31 of each year. A Fund's proxy voting record is also available on our website at manulifemutualfunds.ca.

Independent Review Committee

On behalf of the Funds, we have established an IRC.

The IRC makes recommendations or gives approval, as applicable, relating to actual or perceived conflicts of interest involving the Funds that have been identified and referred to the IRC by the Manager. The IRC is comprised of the following three members:

R. Warren Law (Chair)
Financial Services Lawyer

Robert S. Robson
Financial Services Specialist

Joanne Vézina
Corporate Director specializing in Financial Services

The members of the IRC are independent and must act in the best interests of the Funds and the Funds' investors.

The IRC considers and provides recommendations to the Manager on conflicts of interest to which the Manager is subject when managing the Funds and that are referred to the IRC by the Manager. The Manager is required to identify conflicts of interest inherent in its management of the Funds, and to request input from the IRC into how it manages those conflicts of interest, as well as its written policies and procedures in respect of those conflicts of interest.

The IRC provides its recommendations to the Manager with a view to the best interests of the Funds. The IRC reports annually to securityholders of the Funds. It also must advise the securities regulatory authorities if it determines that an investment decision was not made in accordance with the foregoing requirements or if any condition of its approval or recommendation has not been satisfied.

The IRC also prepares an annual report that describes its activities as the independent review committee of the Funds. For a free copy of this report, call us at 1 888 588 7999 or ask your dealer. You can also get a copy of this report on our website at manulifemutualfunds.ca or by sending an e-mail to manulifemutualfunds@manulife.com. This report and other information about the Funds are also available at sedar.com.

Each Fund normally also pays its proportionate share of the costs and reasonable expenses related to the IRC. Such costs and expenses include compensation payable to each IRC member. Each member of the IRC currently receives \$1,750 plus expenses for each meeting (\$2,250 plus expenses in the case of the Chair) of the IRC that the member attends as well as an annual retainer in the amount of \$20,000 per member (\$25,000 for the Chair). IRC members are also reimbursed for travel expenses in connection with meeting attendance. Other fees and expenses payable in connection with the IRC include insurance costs, legal fees, and attendance fees for educational seminars. All such fees are allocated among all the mutual funds managed by MAML in a manner that is considered by the IRC to be fair and reasonable to such mutual funds. These amounts are allocated equally among the mutual funds and, secondly, pro rata among the different series of securities of each mutual fund, on the basis of assets under management.

Notwithstanding the foregoing, effective January 1, 2017, MAML agreed to reimburse the fees and expenses payable by the Funds in connection with the IRC. Such reimbursement may be ceased by MAML in its sole discretion at any time without notice to, or consent of, the securityholders of the Funds. In the event the reimbursement ceases, a Fund will bear the proportionate share of the costs and expenses of the IRC, without any reimbursement or waiver, as described herein. For all mutual funds with an April 30th financial year end, the following fees and expenses were paid to members of the IRC for the most recently completed financial year ended April 30, 2018 of the mutual funds paid by us: Robert S. Robson - \$7,859; J. Vézina - \$8,073 and R. Warren Law (Chair) - \$9,909. For all mutual funds with a December 31st financial year end, the following fees and expenses were paid to members of the IRC for the most recently completed financial year ended December 31, 2017: Robert S. Robson - \$24,873; J. Vézina - \$25,094 and R. Warren Law (Chair) - \$31,390.

Short-Term Trading

Most mutual funds are considered long-term investments, so the Manager has adopted policies and procedures to monitor, detect and deter any inappropriate short-term trading (market timing) and frequent transactions (excessive trading).

We cannot however ensure that such inappropriate trading will be completely eliminated. We may reassess our short-term trading policy at any time and make changes to our policy as necessary.

Market Timing

Some investors may seek to trade a Fund's securities frequently in an effort to take advantage of short-term discrepancies between the value of a Fund's securities and the value of the underlying securities. This may occur in mutual fund portfolios comprised, in whole or in part, of non-North American securities (i.e., European, Asian, international and global funds). This buying, redeeming or switching securities frequently can be considered and referred to as market timing, and if undertaken by securityholders, can negatively impact the performance of the Fund to the detriment of long-term securityholders. Market timing trading can also reduce the performance of the Fund, as it can interfere with the efficient management of the Fund's portfolio. Short-term trading can force the Fund to hold additional cash to pay redemption proceeds or can result in increased brokerage and trading costs to the Fund.

If you sell or switch your securities of a Fund within 7 days or less of buying them, a fee will apply. See "*Short-Term Trading Fees*" in the simplified prospectus. For the purposes of determining whether the fee applies, we will consider the securities that were held the longest to be the securities which are redeemed first.

Excessive Trading

Some investors may seek to switch between asset classes or trade a Fund's securities frequently in an effort to benefit from the short-term performance of a Fund. This buying, redeeming or switching securities frequently is considered excessive trading, and if undertaken by securityholders, can negatively impact the performance of the Fund to the detriment of long-term securityholders. Excessive short-term trading can reduce the performance of the Fund, can interfere with the efficient management of the Fund's portfolio because the Fund may be forced to hold additional cash to pay redemption proceeds, or can result in increased brokerage and trading costs to the Fund.

We may also take actions we consider appropriate to prevent further similar activity by the securityholders. These actions may include the delivery of a warning to the securityholders or their dealer, placing the securityholders and their accounts on a watch list to monitor their trading activity, the subsequent refusal of further trades by the securityholders if the securityholders continue to attempt such trading activity and/or closure of the securityholders' account. We have the right to consider trading activity in multiple accounts under common ownership, control or influence as trading in a single account when exercising our right to reject a purchase or switch. Whether your trading is considered excessive will be determined by the Manager in its sole discretion.

If you sell or switch your securities of a Fund within 90 days or less of buying them, on more than one occasion, a fee will apply. See "*Short-Term Trading Fees*" in the simplified prospectus. For the purposes of determining whether the fee applies, we will consider the securities that were held the shortest to be the securities which are redeemed first.

Redeeming securities of a Fund or switching between Funds can be considered simultaneously for the Short-Term Trading Fees for both Market Timing and Excessive Trading.

Fees and Expenses

Each Fund pays us a management fee for the services we provide. The fee borne by each series of securities of a Fund is different. The fee is a percentage of the daily average net asset value of the particular series of securities of the Fund. For more information, please refer to the individual Fund profiles in the simplified prospectus.

The management fees will be calculated daily, based on the net asset value of each series of the Funds from the previous trading day. Any increase in management fees will require securityholder approval.

Management Fee Reductions

We may offer a reduced management fee (for Manulife Global Thematic Opportunities Fund) or rebate the management fee (for Manulife Global Thematic Opportunities Class) that we would otherwise be entitled to receive from a Fund. We may reduce or rebate the management fee on consideration of several factors, including the size of the investment, the expected level of account activity and the assets under administration.

In the case of Manulife Global Thematic Opportunities Fund, management fee distributions are paid first out of net income and net realized capital gains and, thereafter, out of capital. The management fee reduction results in a distribution of additional income, capital gains or capital to an investor of Manulife Global Thematic Opportunities Fund.

In the case of Manulife Global Thematic Opportunities Class, the management fee rebate is effected by a payment by the Manager. For securities held in non-registered accounts, the management fee rebate results in additional income to the investor unless such investor makes a tax election to reduce the ACB of his/her securities.

For securities held in Manulife Investments Registered Plans, management fee rebates and management fee distributions are reinvested automatically in additional securities of the relevant series of the Fund and are not taxed in the hands of the investor until the amounts are withdrawn (except for TFSAs and certain RESP withdrawals). Such fund distributions and rebates are not treated as contributions for RRSPs, RESPs or

TFASAs. They are treated as income of the Registered Plan. Management fee reductions are calculated and accrued daily and distributed or paid at least quarterly to the relevant investor. These management fee reductions are reinvested in additional securities.

Investors with a minimum investment in the Funds (also in any eligible Manulife Mutual Funds offered under a different simplified prospectus) and/or in Manulife private mutual funds offered by the Manager ("Qualifying Investments") of \$250,000, either in a single account or in the aggregate based on the total assets of a "financial group" (as defined below), are entitled to receive a reduction in the management fees that apply to their Funds. Such reductions are paid in the form of a distribution to Manulife Global Thematic Opportunities Fund investors (first out of net income and net realized capital gains of the Fund and, thereafter, as a return of capital) and in the form of a rebate to Manulife Global Thematic Opportunities Class investors. In both cases, the reductions are automatically reinvested in additional securities of the relevant series of Manulife Global Thematic Opportunities Fund or Manulife Global Thematic Opportunities Class. The amount of the distribution or rebate, as applicable, is based on the aggregate amount invested in the Qualifying Investments and begins on the first dollar invested.

Reductions for financial groups are applied based on the total assets of the financial group invested in the Qualifying Investments. All members of the same financial group will receive the same discount rate for their securities in Qualifying Investments. A "financial group", commonly referred to as a household, includes all accounts belonging to a single investor, their spouse, their respective family members residing at the same address and corporate accounts for which the investor and other members of the financial group beneficially own more than 50% of the corporation's voting equity. To create a financial group, your dealer must complete an "Account Householding Form" and disclose the accounts that qualify to be in the financial group. Once a financial group has been created, the primary account holder can leave that financial group without consequence to the financial group, as long as the financial group maintains the minimum total investments.

The following chart outlines the different tiers of management fee reductions that are available to eligible investors of the Funds. Note that the management fee reduction is applicable for each dollar invested.

We may choose to absorb or waive some of the management fees incurred by a Fund. However, we are not required to do so and we may discontinue this practice at any time and without notice to securityholders.

Under this program, we will reduce or rebate the management fee in respect of investors who invest more than the minimum investment amounts in qualifying investments using the same methodology as set out in the table below:

	Tier 1	Tier 2	Tier 3	Tier 4	Tier 5
Asset Band	\$250K+ to \$499K	\$500K+ to \$999K	\$1M - \$4.9M	\$5M - \$9.9M	\$10M+
All qualifying Funds	2.5 basis points*	5 basis points*	7.5 basis points*	10.0 basis points*	12.5 basis points*

* Management Fee Reduction rates listed do not include applicable HST.

We may in our sole discretion, and without approval of, or notice to, securityholders, make changes to this program, including increasing or decreasing the reductions available, changing or eliminating the tiers or ceasing to offer them altogether. Please speak with your financial advisor for more details about this program.

Fund Expenses

The fees and expenses payable by the Funds are set out in the simplified prospectus under "Fees and Expenses".

MAML pays the operating expenses of a Fund, other than Certain Fund Costs (as defined in the simplified prospectus) (the "Operating Expenses"), in exchange for the payment by the Fund to MAML of a fixed rate administration fee (the "Administration Fee").

The Administration Fee is payable in respect of each series of a Fund, other than, if offered, Series G securities (the "Participating Series"). Operating Expenses for a Fund include, but are not limited to: the

costs related to registrar, transfer agency and pricing, accounting, valuation and bookkeeping fees; audit and legal fees and expenses; safekeeping and custodial fees; administration costs and trustee services relating to registered tax plans; the costs of prospectuses, fund facts, financial reporting, and other types of communications that the Manager is required to prepare for the Fund so that the Fund complies with all applicable laws and regulatory filing requirements.

The MER for each Participating Series consists of the management fee, the Administration Fee, Certain Fund Costs and applicable taxes. The Administration Fee paid to us by a Fund in respect of a Participating Series may, in any particular period, be less than or exceed the Operating Expenses that we incur for the Participating Series. Each Fund will continue to pay its portfolio transaction costs, which include costs associated with the purchase and sale of securities and other property, such as brokerage fees, commissions, service charges and research and execution costs, as well as forward agreement and derivative transaction costs. Portfolio transaction costs are not considered to be Operating Expenses and are not included in the MER of a Participating Series.

Although the expenses of a Fund attributable to a particular series of securities will be deducted in calculating the series price per security of that series, those expenses will continue to be liabilities of the Fund as a whole and the assets of the Fund as a whole could be called upon to satisfy those liabilities. In addition, all deductible expenses of the Fund, both common expenses and series expenses, will be taken into account in computing the income or loss of the Fund for tax purposes and, therefore, all expenses will impact on the tax position of the Fund as a whole. This could result in the expenses allocated to one series of securities being used to reduce the taxable income allocated to another series of securities.

Other than in connection with "no-load" securities, a proposal to introduce a fee or other expense or to change the basis of calculating a fee or other expense which could result in an increase in the charges payable by a Fund or directly by its securityholders would require that the proposal first be approved by a majority of the votes cast at a meeting of securityholders of the Fund unless (i) the party receiving the fees and expenses operates at arm's length to the Fund and the Manager and any associate or affiliate of the Manager; and (ii) securityholders are given at least 60 days' notice before the effective date of the proposed change.

Income Tax Considerations

This section describes the principal Canadian federal income tax consequences of buying and owning securities of a Fund as of the date of this annual information form. This summary assumes you are an individual (other than a trust) resident in Canada dealing at arm's length with the Funds and you hold your securities as capital property.

This summary takes into account the current provisions of the Tax Act and the regulations thereunder, as well as all publicly announced proposed amendments to the Tax Act and regulations. It also takes into account the currently publicly available published administrative practices of the CRA.

This description is not exhaustive, and tax laws may change between the time this summary is prepared and the time you read it. In addition, the tax consequences of buying and owning Fund securities vary according to your situation and the province or territory in which you reside or operate a business. Please consult your tax advisor about your individual situation. Holders of Series F securities and Series FT securities should also consult their tax advisors concerning fees payable to their financial advisors and/or dealers.

THE FUNDS

Manulife Global Thematic Opportunities Fund is structured as a "mutual fund trust" for tax purposes, and in the case of Manulife Global Thematic Opportunities Class, its shares are a separate class of convertible shares of MIX Corp., a "mutual fund corporation" for tax purposes. Manulife Global Thematic Opportunities Fund will issue units of the trust to its unitholders and Manulife Global Thematic Opportunities Class will issue shares of MIX Corp. to its shareholders.

Mutual funds earn:

- Income, principally from interest and dividends paid on the securities in their portfolios
- Capital gains, from selling securities in their portfolio for more than was paid for them

A mutual fund trust pays out distributions to its unitholders and a mutual fund corporation generally pays out dividends to its shareholders.

MANULIFE GLOBAL THEMATIC OPPORTUNITIES FUND

Tax Status of Manulife Global Thematic Opportunities Fund

This summary assumes that Manulife Global Thematic Opportunities Fund will qualify as a unit trust and as a mutual fund trust for tax purposes effective at all material times. However, there can be no assurance that this will be the case. If Manulife Global Thematic Opportunities Fund were to fail to qualify as a mutual fund trust for tax purposes, the income tax consequences would in some respects be different from those described below.

Manulife Global Thematic Opportunities Fund does not currently qualify as a mutual fund trust for tax purposes. However, if Manulife Global Thematic Opportunities Fund satisfies certain requirements regarding the distribution of its units and related matters before the 91st day after the end of its first taxation year, it may file an election under the Tax Act to be deemed to be a mutual fund trust for tax purposes effective from the date it was established. We anticipate that Manulife Global Thematic Opportunities Fund will satisfy the relevant requirements within this time frame.

Manulife Global Thematic Opportunities Fund will apply to become a registered investment within the meaning of the *Tax Act*. A registered investment may have to pay penalty taxes if it fails to comply with certain restrictions related to types of investments it holds unless it is a mutual fund trust for tax purposes. Manulife Global Thematic Opportunities Fund is subject to investment restrictions that are intended to ensure that it will not become liable for these penalty taxes. Units of Manulife Global Thematic Opportunities Fund, provided it is a registered investment, are qualified investments for Registered Plans (i.e. RRSPs, RRIFs, DPSPs, RDSPs, RESPs and TFSAs), regardless of whether Manulife Global Thematic Opportunities Fund is a mutual fund trust for tax purposes.

If Manulife Global Thematic Opportunities Fund is a mutual fund trust for tax purposes, regardless of whether it is a registered investment, its units may be held by a Registered Plan as a qualified investment.

Taxation of Manulife Global Thematic Opportunities Fund

Manulife Global Thematic Opportunities Fund will distribute sufficient net income and net capital gains to its securityholders so that it will not have to pay ordinary income taxes under the Tax Act. However, income earned by Manulife Global Thematic Opportunities Fund from foreign sources may be subject to foreign withholding taxes. Such foreign taxes may be used by Manulife Global Thematic Opportunities Fund to reduce its income or Manulife Global Thematic Opportunities Fund may designate its foreign source income to you such that you may be able to claim any foreign tax credits allocated to you by Manulife Global Thematic Opportunities Fund. Manulife Global Thematic Opportunities Fund is not permitted to allocate losses it incurred to its securityholders, but it may carry forward and deduct such losses in future years within the limits of the Tax Act. Manulife Global Thematic Opportunities Fund may be entitled to retain (i.e. not distribute) certain capital gains without being subject to tax thereon.

Gains realized by Manulife Global Thematic Opportunities Fund from investments in derivatives will generally be taxed on income account, rather than as capital gains, except where the derivative is used to hedge securities held on capital account, subject to the "derivative forward agreement" rules in the Tax Act ("DFA Rules") discussed below and provided there is sufficient linkage. To the extent that Manulife Global Thematic Opportunities Fund uses derivative securities to hedge against fluctuations in currency, gains or losses of Manulife Global Thematic Opportunities Fund in respect of such derivative securities will be reported on income account (except in the event there is sufficient linkage with the underlying capital property of Manulife Global Thematic Opportunities Fund and Manulife Global Thematic Opportunities

Fund will recognize such gains and losses for tax purposes at the time they are realized. Pursuant to recent amendments to the Tax Act, an election to realize gains and losses on “eligible derivatives” (as defined in the Tax Act) of Manulife Global Thematic Opportunities Fund on a mark-to-market basis may be available. In general terms, an eligible derivative will be any derivative held on income account that meets certain conditions, including that the derivative is valued in accordance with accounting principles at its fair value in Manulife Global Thematic Opportunities Fund’s audited financial statements. The Manager will consider whether such election, if available, would be advisable for Manulife Global Thematic Opportunities Fund. The DFA Rules target certain financial arrangements that seek to deliver a return based on an “underlying interest” (other than certain excluded underlying interests) for purposes of the DFA Rules. The DFA Rules are broad in scope and, as enacted, could apply to other agreements or transactions (including certain derivatives). If the DFA Rules were to apply in respect of any derivatives to be utilized by Manulife Global Thematic Opportunities Fund, gains realized in respect of the property underlying such derivatives could be treated as ordinary income rather than capital gains.

If Manulife Global Thematic Opportunities Fund invests in securities that are not denominated in Canadian dollars, it may realize gains or losses by virtue of fluctuations in the value of foreign currencies relative to Canadian dollars.

If Manulife Global Thematic Opportunities Fund holds units of a specified investment flow through (“SIFT”) trust or partnership, as defined in the Tax Act, certain distributions and allocations of income and capital gains from such SIFT trusts and SIFT partnerships, which are subject to tax in the SIFT trust or SIFT Partnership at rates applicable to public corporations, will be deemed to be received by Manulife Global Thematic Opportunities Fund as a taxable dividend from a taxable Canadian corporation that qualifies as an “eligible dividend” eligible for the enhanced gross-up and tax credit rules.

In certain situations, if Manulife Global Thematic Opportunities Fund disposes of property (including securities of an Underlying Fund) and would otherwise realize a capital loss, the loss will be deemed to be a “suspended loss” and deferred. For example, this may occur if Manulife Global Thematic Opportunities Fund disposes of and acquires the same or identical property during the period that begins 30 days before and ends 30 days after the disposition of property and holds it at the end of that period. There are other loss restriction rules that may deny the deduction of losses. This may increase the amount of net realized capital gains of Manulife Global Thematic Opportunities Fund.

The Tax Act contains “loss restriction event” (“LRE”) rules that could potentially apply to certain trusts including Manulife Global Thematic Opportunities Fund. In general, Manulife Global Thematic Opportunities Fund is subject to a LRE if a person (or group of persons) acquires more than 50% of the fair market value of the securities of Manulife Global Thematic Opportunities Fund. If a LRE occurs (i) Manulife Global Thematic Opportunities Fund will be deemed to have a year end for tax purposes immediately before the LRE occurs, (ii) any net income and net realized capital gains of Manulife Global Thematic Opportunities Fund at such year end will be taxed in Manulife Global Thematic Opportunities Fund to the extent such income is not paid or payable to securityholders of Manulife Global Thematic Opportunities Fund in such year, and (iii) Manulife Global Thematic Opportunities Fund will be restricted in its ability to use tax losses (including any unrealized capital losses) that exist at the time of the LRE on a go-forward basis. However, Manulife Global Thematic Opportunities Fund will be exempt from the application of these LRE rules if it satisfies certain investment requirements and qualifies as an “investment fund” under the rules.

MANULIFE GLOBAL THEMATIC OPPORTUNITIES CLASS

Tax Status of Manulife Global Thematic Opportunities Class

MIX Corp. qualifies as a “mutual fund corporation” as defined in the Tax Act and the shares of Manulife Global Thematic Opportunities Class are qualified investments for Registered Plans.

Taxation of Manulife Global Thematic Opportunities Class

In general, MIX Corp. will not pay tax on taxable dividends received from taxable Canadian corporations or on net capital gains realized because it will pay sufficient ordinary dividends and capital gains dividends to its securityholders to eliminate its tax liability thereon. MIX Corp. could be liable for tax on income from other sources (such as interest and foreign income) at full corporate rates under the Tax Act and may be subject to foreign withholding taxes. However, due to deductible expenses and tax deductions/credits available to it, MIX Corp. is not expected to have any material net income tax liability under the Tax Act in any year.

Because MIX Corp. must compute its net income and net capital gains for tax purposes as a single entity, the dividends paid to an investor in Manulife Global Thematic Opportunities Class will differ from the dividends or distributions the investor would have received if the investor had invested in a mutual fund trust, each of which made the same investments as Manulife Global Thematic Opportunities Class. For example, if Manulife Global Thematic Opportunities Class had a net loss or net realized capital loss, that net loss or net realized capital loss may be applied to reduce the income and net realized capital gains of MIX Corp. as a whole. This will generally benefit investors in other Manulife Corporate Classes to the extent that it reduces the amount of dividends to be paid by MIX Corp. to investors in the other Manulife Corporate Classes since their current income inclusions will be reduced but not the value of their securities in such Manulife Corporate Classes. The amount of capital gains dividends to be paid by a Manulife Corporate Class will be affected by the level of redemptions from all Manulife Corporate Classes as well as accrued gains and losses of MIX Corp. as a whole.

The income and net capital gains of MIX Corp. will be allocated to each Manulife Corporate Class and to each series of a Manulife Corporate Class at the sole discretion of MIX Corp., acting on a reasonable basis. MIX Corp. will treat certain transactions involving futures contracts, options on futures, forward contracts and other derivatives as giving rise to ordinary income or losses rather than capital gains or losses for tax purposes. MIX Corp. is also subject to the DFA Rules as described in the section "*Taxation of Manulife Global Thematic Opportunities Fund*".

If Manulife Global Thematic Opportunities Class invests in securities that are not denominated in Canadian dollars, it may realize gains or losses by virtue of fluctuations in the value of foreign currencies relative to Canadian dollars.

If Manulife Global Thematic Opportunities Class holds units of a SIFT trust or partnership, as defined in the Tax Act, certain distributions and allocations of income and capital gains from such SIFT trusts and SIFT partnerships, which are subject to tax in the SIFT trust or SIFT partnership at rates applicable to public corporations will be deemed to be received by Manulife Global Thematic Opportunities Class as a taxable dividend from a taxable Canadian corporation that qualifies as an "eligible dividend" eligible for the enhanced gross-up and tax credit rules.

In certain situations, if Manulife Global Thematic Opportunities Class disposes of property (including securities of an Underlying Fund) and would otherwise realize a capital loss, the loss will be deemed to be a "suspended loss" and deferred. For example, this may occur if Manulife Global Thematic Opportunities Class disposes of a property and Manulife Global Thematic Opportunities Class or another Manulife Corporate Class within MIX Corp. acquires the same or identical property during the period that begins 30 days before and ends 30 days after the disposition of property and holds it at the end of that period. There are other loss restriction rules that may deny the deduction of losses. This may increase the amount of net realized capital gains of Manulife Global Thematic Opportunities Class.

FOR FUNDS HELD IN A NON-REGISTERED ACCOUNT

Distributions and Dividends

You must report all distributions of income and capital gains paid or payable by Manulife Global Thematic Opportunities Fund (including by way of management fee distributions) and dividends paid by MIX Corp. to you during the year in Canadian dollars, whether they are paid in cash or reinvested in additional

securities. The income and capital gains distributed or paid as dividends to you can include income and capital gains accrued or earned by a Fund before you acquired your securities. If you invest in a Fund late in the taxation year, you may have to pay tax on its earnings for the whole year. You will still be taxable on all the distributions or dividends except as described below.

Distributions from a Manulife Fund can be ordinary income, ordinary dividends, foreign income or capital gains. You generally pay tax on these different kinds of distributions as though you received them directly. In some cases, distributions by a Manulife Fund in a year may exceed the net income and net realized capital gains of the Fund for the year. These distributions are treated as a tax-free return of capital that reduces the adjusted cost base ("ACB") of your securities for tax purposes. If the ACB of your securities becomes a negative amount (i.e., less than zero) at any time in a taxation year, you will be deemed to realize a capital gain equal to that amount and the ACB of your securities will be reset to zero.

Dividends received by you on your securities of a Manulife Corporate Class will be either capital gains dividends or ordinary dividends. A Manulife Corporate Class may also distribute a tax-free return of capital that also reduces the ACB of your securities for tax purposes, as described above.

Ordinary dividends distributed from Manulife Global Thematic Opportunities Fund and designated as taxable dividends from taxable Canadian corporations, or paid by Manulife Global Thematic Opportunities Class, will be subject to the gross-up and dividend tax credit rules, including if applicable, the rules that apply to "eligible dividends". Any capital gains distribution from Manulife Global Thematic Opportunities Fund or capital gains dividend received by you on securities of Manulife Global Thematic Opportunities Class will be treated as a capital gain realized by you, one half of which will generally be included in calculating your income as a taxable capital gain.

When a Fund makes a distribution of earnings or capital or a dividend payment, the price or NAV per security of the Fund falls by the amount of the distribution or dividend. For example, if a Fund with a NAV per security of \$10.00 distributes earnings of \$1.00 per security, the price will fall to \$9.00. If you are an investor in the Fund, your net position remains the same: you have your original securities plus your distribution, either as cash or additional securities.

A Fund may have a portfolio turnover rate greater than 70%. The higher a Fund's portfolio turnover rate, the greater the trading costs payable by the Fund, and the greater the chance that you may receive a taxable capital gain distribution or capital gains dividend for that year. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.

Management fee distributions, if any, from Manulife Global Thematic Opportunities Fund are paid out first out of net income, then out of net realized capital gains and thereafter out of capital.

Management fee rebates that are received by a securityholder of Manulife Global Thematic Opportunities Class are paid as additional income and are generally required to be included in the securityholder's income for the taxable year when the securityholder receives the rebate. However, in certain circumstances a securityholder may instead elect to reduce the ACB of the share purchased with the rebate payment.

At the beginning of each year, we will send you a tax form or statement showing all of the income, dividends, capital gains and returns of capital that were distributed or paid to you by the Funds during the previous year.

Calculating Your Adjusted Cost Base

In order to calculate your capital gain or loss for tax purposes, you need to know the ACB of your securities before disposition. Your ACB of a security of a series of a Fund will generally be the weighted average cost of all of your securities of that series of the Fund, including securities acquired on a reinvestment of distributions or dividends.

You should keep detailed records of the purchase cost, sales charges, distributions, dividends and any other matters related to your Fund securities required in order to calculate the adjusted cost

base of those securities. You may wish to consult a tax advisor to help you with these calculations.

Calculating the Adjusted Cost Base of Your Securities of a Series of a Fund

ACB per security = Your initial investment (including any sales charges paid under the front-end purchase option)

Plus the cost of any additional purchases (including any sales charges paid under the front-end purchase option) including purchases of additional securities of Manulife Global Thematic Opportunities Class as a result of a management fee rebate

Plus reinvested distributions (including management fee distributions from Manulife Global Thematic Opportunities Fund)

Minus the capital returned in any distributions

Minus the ACB of any previously redeemed securities

Divided by the number of securities currently held by you

All of the foregoing must be computed in Canadian dollars.

Redemptions

In computing your income, you must take into account any capital gain or capital loss you realized on redeeming a security of a Fund.

Your capital gain will be the amount by which the proceeds of disposition (the redemption amount or the transfer price) for the security exceeds the ACB of the security and any reasonable costs of disposition (redemption charge). Generally, one half of your capital gain will be included in calculating income as a taxable capital gain. See "*Calculating Your Adjusted Cost Base*".

If the proceeds of disposition for a security on a redemption are less than the total of the ACB of the security and any reasonable costs of disposition, you will have a capital loss. One-half of any capital loss is an allowable capital loss. In general, allowable capital losses must be deducted against taxable capital gains realized in the same year, and any excess may be carried back up to 3 prior years and deducted against taxable capital gains in such prior years or carried forward indefinitely and deducted against taxable capital gains in subsequent years.

In certain situations where you dispose of securities of a Fund and would otherwise realize a capital loss, the loss will be denied. This may occur if you, your spouse or another person affiliated with you (including a corporation controlled by you) has acquired securities of the same Fund (which are considered to be "substituted property") within 30 days before or after you dispose of your securities. In these circumstances, your capital loss may be deemed to be a "superficial loss" and denied. The amount of the denied capital loss must be added to the ACB of the securities which are substituted property.

The redemption of securities of a Fund to satisfy any short-term trading fee payable by you will be a taxable disposition of those securities.

Switches Between Series of a Fund

When you reclassify your investment from one series of securities of a Manulife Fund into another series of securities of the same Manulife Fund OR you reclassify securities of one series of a Manulife Corporate Class to another series of the same Manulife Corporate Class, the reclassification will not result in a disposition for tax purposes and you will not realize a capital gain or capital loss on the transaction. The cost of the new securities acquired on a reclassification will be equal to the adjusted cost base of the previously-owned securities (subject to any requirement to average the cost with other securities identical to the new securities you already owned).

Alternative Minimum Tax

Depending on your circumstances, you may be affected by the alternative minimum tax provisions in the Tax Act. Generally, if you are an individual and receive a distribution of income designated as a taxable dividend from taxable Canadian corporations or a distribution of capital gains from a Manulife Fund **OR** receive a payment of ordinary dividends or capital gains dividends from a Manulife Corporate Class **OR** realize capital gains on the disposition of securities of any Fund, your liability for alternative minimum tax may increase.

INTERNATIONAL TAX INFORMATION REPORTING

Reporting Under the IGA

Pursuant to the Intergovernmental Agreement for the Enhanced Exchange of Tax Information under the Canada-United States Tax Convention entered into between Canada and the U.S. (the "IGA"), and related Canadian legislation, the Funds and the Manager are required to report certain information with respect to securityholders who are U.S. residents or U.S. citizens (including U.S. citizens who are residents or citizens of Canada), and certain other "U.S. Persons" as defined under the IGA (excluding registered plans such as RRSPs), to the CRA. The CRA is then required to exchange the information with the U.S. Internal Revenue Service.

Reporting Under the Common Reporting Standard ("CRS")

The CRS is an information standard for the automatic exchange of information between participating countries and requires the CRA to provide information to foreign tax authorities about accounts held in Canada by residents of their jurisdictions. Consequently, Canadian financial institutions are required to identify certain accounts held by non-Canadian residents (who are not U.S. residents) and report certain financial information pertaining to these accounts to the CRA.

FOR FUNDS HELD IN A REGISTERED PLAN

If you hold securities of the Funds in a Registered Plan, as long as you do not make withdrawals from the plan, and provided the securities of the Funds are qualified investments for the Registered Plan, you generally pay no tax on:

- Distributions or dividends from the Funds
- Any capital gains the plan makes from redeeming securities or switching between a Manulife Fund and another Manulife Fund or a Manulife Corporate Class

You will be taxed at your personal tax rate if you withdraw money or securities of a Fund from the Registered Plan (other than withdrawals from a TFSA and certain permitted withdrawals from an RESP or RDSP). Your plan administrator is required to withhold taxes from the amount withdrawn as a prepayment of taxes to the government. You will not be taxed if you withdraw your capital contributions from your RESP.

Since MIX Corp. qualifies as a "mutual fund corporation" and each Manulife Fund is or is expected to be a mutual fund trust or registered investment for tax purposes, securities of the Funds are expected to be qualified investments for your Registered Plan, such as an RRSP, RRIF, DPSP, RDSP, RESP or TFSA.

Securities of a Fund will not be "prohibited investments" for a trust governed by a TFSA, RDSP, RESP, RRSP or a RRIF provided the holder, annuitant or subscriber of the TFSA, RDSP, RESP, RRSP or RRIF (i) deals at arm's length (within the meaning of the *Tax Act*) with the Fund or MIX Corp. in the case of a Manulife Corporate Class, or (ii) does not have a significant interest in the Fund or MIX Corp. in the case of a Manulife Corporate Class. In general terms, "significant interest" means the ownership of 10% or more of the value of a trust's securities, or the ownership of 10% or more of the issued shares of any class of a corporation, by the holder, annuitant or subscriber, either alone or together with persons with whom the holder, annuitant or subscriber does not deal at arm's length. In addition, the securities of each Fund will generally not be a prohibited investment if the securities of the Fund are "excluded properties" as defined in the *Tax Act* for the particular TFSA, RDSP, RESP, RRSP or RRIF. Holders, annuitants or subscribers should

consult their own tax advisors with respect to whether securities of a Fund would be prohibited investments, including with respect to whether the securities of the Fund would be excluded property as defined in the *Tax Act*.

Investors are urged to consult their own tax advisors for full particulars of the tax implications of establishing, amending or terminating registered plans. It is the responsibility of investors in these plans to determine the consequences to them under the relevant tax legislation.

MANAGEMENT FEES

Each Fund pays a management fee to us. The management fee may differ according to the series of securities. The management fee payable in respect of the series will reduce the earnings available for distribution or a dividend payment and thus reduces taxable distributions and dividends to securityholders. Holders of Series F securities and Series FT securities should also consult their tax advisors concerning fees payable to their financial advisors and/or dealers.

Remuneration of Directors, Officers and Trustees

Manulife Global Thematic Opportunities Fund does not have directors or officers. We are not entitled to any remuneration as trustee of Manulife Global Thematic Opportunities Fund. With respect to Manulife Global Thematic Opportunities Class, although MIX Corp. has directors and officers, the Manager provides or arranges for all personnel necessary to conduct the Funds' operations. A share of the expenses of those employees are considered ordinary expenses of the Funds and are part of the Funds' Administration Fee payable to the Manager. Certain operating expenses are in addition to the management fees and Administration Fees payable to the Manager.

See "*Fund Governance – Independent Review Committee*" for information on the compensation paid by the Funds to members of the IRC.

Material Contracts

The following material contracts, other than contracts related to portfolio advisory or sub-advisory services, entered into in respect of the Funds are currently in effect:

Fund	Contract	Date
Manulife Global Thematic Opportunities Fund	Custodial Services Agreement, as may be amended from time to time	July 23, 2007
	Amended and Restated Master Declaration of Trust Regulation	January 1, 2017 October 11, 2018
	Amended and Restated Portfolio Advisor Agreement, as may be amended from time to time	August 20, 2018
	Sub-Advisor Agreement with Pictet Asset Management S.A., as may be amended from time to time	October 12, 2018
	Amended and Restated Master Management Agreement	October 11, 2018
Manulife Global Thematic Opportunities Class	Articles of Amalgamation, as may be amended from time to time	November 21, 2015
	Custodial Services Agreement, as amended	July 23, 2007
	Amended and Restated Portfolio Advisor Agreement, as may be amended from time to time	August 20, 2018
	Sub-Advisor Agreement with Pictet Asset Management S.A., as may be amended from time to time	October 12, 2018
	Amended and Restated Master Management Agreement	October 12, 2018

You may inspect the contracts for the Funds and the articles and by-laws of MIX Corp., all of which are described elsewhere in this annual information form, at the head office of the Funds at 200 Bloor Street

East, North Tower, Toronto, Ontario, M4W 1E5, on any business day during normal business hours.

Legal Proceedings

There are no outstanding material legal proceedings to which the Funds or the Manager are a party, nor are there any such proceedings known to be contemplated.

Certificate on Behalf of the Manulife Global Thematic Opportunities Fund and of the Manager and Promoter of the Manulife Global Thematic Opportunities Fund

October 12, 2018

This annual information form, together with the simplified prospectus and the documents incorporated by reference into the simplified prospectus, constitute full, true and plain disclosure of all material facts relating to the securities of the Manulife Global Thematic Opportunities Fund offered by the simplified prospectus, as required by the securities legislation of all of the provinces and territories of Canada, and do not contain any misrepresentations.

“Bernard Letendre”

BERNARD LETENDRE
Chief Executive Officer
Manulife Asset Management Limited

“Lisa Hutfloetz”

LISA HUTFLOETZ
Chief Financial Officer
Manulife Asset Management Limited

On Behalf of the Board of Directors of Manulife Asset Management Limited as trustee, manager and promoter of the Manulife Global Thematic Opportunities Fund

“Paul Lorentz”

PAUL LORENTZ
Director
Manulife Asset Management Limited

“Warren Thomson”

WARREN THOMSON
Director
Manulife Asset Management Limited

Certificate on Behalf of the Manulife Global Thematic Opportunities Class and of the Manager and Promoter of the Manulife Global Thematic Opportunities Class

October 12, 2018

This annual information form, together with the simplified prospectus and the documents incorporated by reference into the simplified prospectus, constitute full, true and plain disclosure of all material facts relating to the securities of the Manulife Global Thematic Opportunities Class offered by the simplified prospectus, as required by the securities legislation of all of the provinces and territories of Canada, and do not contain any misrepresentations.

“Bernard Letendre”

BERNARD LETENDRE
Chief Executive Officer
Manulife Investment Exchange Funds Corp.

“Christine Marino”

CHRISTINE MARINO
Chief Financial Officer
Manulife Investment Exchange Funds Corp.

On behalf of the Board of Directors of Manulife Investment Exchange Funds Corp.

“Anick Morin”

ANICK MORIN
Director
Manulife Investment Exchange Funds Corp.

“Yanic Chagnon”

YANIC CHAGNON
Director
Manulife Investment Exchange Funds Corp.

On behalf of Manulife Asset Management Limited, as manager and promoter of the Manulife Global Thematic Opportunities Class

“Bernard Letendre”

BERNARD LETENDRE
Chief Executive Officer
Manulife Asset Management Limited

“Lisa Hutfloetz”

LISA HUTFLOETZ
Chief Financial Officer
Manulife Asset Management Limited

On behalf of the Board of Directors of Manulife Asset Management Limited, as manager and promoter of the Manulife Global Thematic Opportunities Class

“Paul Lorentz”

PAUL LORENTZ
Director
Manulife Asset Management Limited

“Warren Thomson”

WARREN THOMSON
Director
Manulife Asset Management Limited

Manulife Mutual Funds

Manulife Global Thematic Opportunities Class Manulife Global Thematic Opportunities Fund

Additional information about the Funds is available in the Funds' fund facts, management reports of fund performance and financial statements.

You can obtain a copy of these documents, including a statement of portfolio transactions, at no cost

- By calling us toll-free at 1 888 588 7999
- By faxing us at 416 581 8427 or toll-free at 1 866 581 8427
- From your dealer
- On our website at manulifemutualfunds.ca
- By contacting us at manulifemutualfunds@manulife.com

These documents and other information about the Funds, such as information circulars and material contracts, are also available on our website at manulifemutualfunds.ca or at sedar.com.

Head Office:

MANULIFE INVESTMENTS,
A DIVISION OF MANULIFE ASSET MANAGEMENT LIMITED
200 Bloor Street East
North Tower
Toronto, Ontario M4W 1E5

Administration and Processing Requests:

MANULIFE INVESTMENTS,
A DIVISION OF MANULIFE ASSET MANAGEMENT LIMITED
Order Receipt Office
500 King Street North
Del Stn 500 G-B
Waterloo, Ontario N2J 4C6

FOR MORE INFORMATION, PLEASE CALL 1 888 588 7999 OR VISIT MANULIFEMUTUALFUNDS.CA

Manulife Funds and Manulife Corporate Classes are managed by Manulife Investments, a division of Manulife Asset Management Limited. Manulife, Manulife Investments, the Block Design, the Four Cube Design, and Strong Reliable Trustworthy Forward-thinking are trademarks of The Manufacturers Life Insurance Company and are used by it, and by its affiliates under license.
10/18

