

Manulife Global Fund
Société d'investissement à capital variable
Registered office: 31, Z.A. Bourmicht, L-8070 Bertrange
Grand Duchy of Luxembourg

This document is important and requires your immediate attention. If in doubt, you should seek independent professional advice.

Notice to Shareholders
("Notice")

28 October 2019

Dear Shareholder

We are writing to inform you of certain changes to Manulife Global Fund (the "**Company**").

These changes will be reflected in the revised prospectus (and where applicable and for Hong Kong shareholders only, the revised Hong Kong Covering Document) of the Company (the "**Revised Prospectus**") to be dated 20 December 2019 (the "**Effective Date**"). This Notice, which summarizes the changes for your ease of reference, should be read in conjunction with the current Prospectus of the Company (the "**Prospectus**") and, when available, the full text of the Revised Prospectus (which contains full and complete information about these changes).

Words and phrases used in this Notice shall, unless otherwise provided, have the same meanings as are ascribed to them in the Prospectus.

The board of directors of the Company (the "**Directors**" or the "**Board**") has decided that it is appropriate to implement the following changes in order to optimize the management of the Company and its sub-funds (each a "**Sub-Fund**", collectively, the "**Sub-Funds**") and to better meet the needs of investors:-

1. Global Multi-Asset Diversified Income Fund – Appointment of Sub-Investment Manager

In order to optimize the management of the Asian fixed income investments of the Sub-Fund, with effect as of the Effective Date, Manulife Investment Management (Hong Kong) Limited (previously known as Manulife Asset Management (Hong Kong) Limited), will be appointed as the Sub-Investment Manager of Global Multi-Asset Diversified Income Fund.

Manulife Investment Management (Hong Kong) Limited has considerable resources and capabilities, including a substantial and experienced portfolio management and research team, in relation to the management of Asian fixed income investments, and possesses a proven long-term performance track record across multiple Asian strategies and portfolios. It is currently the Investment Manager of ASEAN Equity Fund, Asia Total Return Fund, Asia Pacific REIT Fund, Asian Equity Fund, Asian Small Cap Equity Fund, China Total Return Bond Fund, China Value Fund, Dragon Growth Fund, Greater China Opportunities Fund, India Equity Fund, Japanese Growth Fund and Taiwan Equity Fund.

2. Change of name of Sub-Funds

To provide a more encompassing representation of each Sub-Fund's investment opportunity set and a clearer reflection of the way in which such Sub-Fund is managed, with effect as of the Effective Date, the name of the following Sub-Funds shall be changed as follows:

Previous name of Sub-Fund	New name of Sub-Fund
American Growth Fund	U.S. Equity Fund
Japanese Growth Fund	Japan Equity Fund

3. Emerging Eastern Europe Fund – Removal of Performance Fees

With effect as of the date of this Notice, Emerging Eastern Europe Fund will no longer charge any performance fees to any Class of Shares of the Sub-Fund.

4. Amendment of the definition of Business Day

Currently, a Business Day is defined in the Prospectus as *'in relation to the Shares of the Sub-Fund, any day (other than a Saturday or Sunday) on which banks in Luxembourg and, solely in relation to the Shares of the Turkey Equity Fund and of the Taiwan Equity Fund, also in Turkey and in Taiwan, respectively, are open for normal banking business'*.

Under such definition, the Company would calculate the Net Asset Value on each day that banks are open in Luxembourg in respect of each Sub-Fund regardless of whether the markets and exchanges on which such Sub-Fund predominantly trades are open or not (except in respect of Turkey Equity Fund and Taiwan Equity Fund, wherein the banks in Turkey and Taiwan, respectively, will also need to be open in order to constitute a Business Day for such Sub-Funds).

This occasionally leads to certain days of the year during which the Company would by default need to calculate the Net Asset Value in respect of certain Sub-Funds for which the markets and exchanges on which such Sub-Funds predominantly invest are not open (either due to bank holidays or other reasons). Furthermore, under the definition of 'Dealing Day' in the Prospectus, such Sub-Funds would also by default carry out subscriptions, redemptions and switching of Shares on such days. In such instances, the Company has historically been required to consider alternative measures such as applying fair value pricing or more typically, suspending the calculation of the Net Asset Value in respect of such Sub-Funds.

In order to enhance the valuation process for the Sub-Funds, and by extension, the dealing procedures, to reflect closures of the markets and exchanges on which they predominantly trade and to align with prevailing market practice, with effect as of the Effective Date, the definition of 'Business Day' will be amended to mean *'in respect of each Sub-Fund, a full day on which banks in Luxembourg are open for business, except that (i) any day on which any exchange or market on which a substantial portion of the relevant Sub-Fund's investments is traded in accordance with the Sub-Fund's investment objective and policy is closed, and/or (ii) such other day(s) as the Directors may determine shall not be a Business Day.'*

In short, a Business Day will no longer include any days on which any exchange or market on which a substantial portion of the relevant Sub-Fund's investments is traded is closed. As a result, the calculation of Net Asset Value will no longer be required on such days in respect of such Sub-Fund, and by extension (given a Dealing Day must also be a Business Day), such Sub-Fund will not carry out subscriptions, redemptions and switching of Shares on such days.

5. Amendment of the definition of Dealing Day

With effect as of the Effective Date, the definition of 'Dealing Day' in the Prospectus shall be enhanced for better transparency and shall be amended to mean *'in respect of each Sub-Fund, any day which is a Business Day of the Sub-Fund (and a business day in the local jurisdiction in which the Sub-Fund is available for investment through distributor(s) other than the Distributor), except that (i) any day during a period of suspension of valuation of a Sub-Fund and/or (ii) such other day(s) as the Directors may from time to time determine, shall not be a Dealing Day. A list of the Business Days which will be excluded as Dealing Days for certain Sub-Funds from time to time can be obtained from the Company's website at www.manulifeglobalfund.com.'*

6. Hong Kong Shareholders Only – Amendment of Hong Kong Business Day

With effect as of the Effective Date, the term 'Hong Kong Business Day' as defined in the Hong Kong Covering Document shall be replaced by term 'Dealing Day' for better clarity. The definition shall be enhanced to clarify that the term 'Dealing Day' when used in the Hong Kong Covering Document shall have the same meaning as 'Dealing Day' in the Prospectus, save that such day must also be a day (other than a Saturday or a Sunday) on which banks in Hong Kong are open for normal banking business provided that where, as a result of adverse weather conditions, the period during which banks are open on any day is reduced, such day shall not be a Dealing Day unless the Directors otherwise determine.

7. Hong Kong Shareholders Only - Amendment of Deadline for Subscription, Switching and Redemptions

Currently, in respect of Hong Kong investors, the deadline for receiving instructions for subscriptions, switching or redemptions of Shares is 4:00p.m. Hong Kong time. With effect as of the date of this Notice, such deadline shall be changed to 5:00p.m. Hong Kong time.

8. Change of Deadline for Payment of Subscriptions

Currently, cleared funds will need to be received by the Company within five (5) Dealing Days of an application for subscription of Shares made in Hong Kong Dollars, U.S. Dollars or in the same currency in which Shares of the relevant Class are denominated. With effect as of the Effective Date, such deadline shall be changed from within five (5) Dealing Days to within three (3) Dealing Days of an application for subscription of Shares made in Hong Kong Dollars, U.S. Dollars or in the same currency in which Shares of the relevant Class are denominated.

9. Change of Timeframe for Payment of Settlement Proceeds in respect of Redemptions

Currently, payment of settlement proceeds will normally be made within five (5) Dealing Days, and in any event not more than thirty (30) days, of receipt by the Company or the Distributor of all required redemption documentation. With effect as of the Effective Date, payment of such settlement proceeds will normally be made within three (3) Dealing Days, and in any event not more than thirty (30) days, of receipt by the Company or the Distributor of all required redemption documentation.

10. General and Administrative Updates

The Prospectus and the Hong Kong Covering Document will also be updated to reflect general and administrative updates including the following:

- (a) Change of address of certain directors of the Company;
- (b) Change of name of Manulife group companies;
- (c) Editorial and clarificatory changes to the Investment Objective and Policy of Global Multi Asset Diversified Income Fund, in accordance with Hong Kong regulatory requirements.
- (d) Enhancements to the Investment Policy of each Sub-Fund to clarify any management in reference to a benchmark, in accordance with latest regulatory requirements.
- (e) Reformatting and simplification of Class disclosures in the Prospectus (for the avoidance of doubt, there will be no change to any existing features of the Classes); and
- (f) Other miscellaneous formatting, administrative and/or clarificatory updates.

Please note that, except as otherwise described above, the above changes (i) will have no effect on the investment objective, strategy and risk profiles of the Sub-Funds, (ii) will not result in any change in the operations and/or manner in which the Company and the Sub-Funds are being managed, (iii) will not lead to an increase in the fees to be borne by any of the Sub-Funds or their investors, and (iv) will not materially prejudice any of the rights or interests of the existing investors of the Sub-Funds.

The costs and expenses relating to the above changes are estimated to be approximately HK\$200,000 and will be borne by the Company. Such costs and expenses will be allocated to the Sub-Funds by reference to their Net Asset Values.

If you do not agree with the changes indicated in paragraphs (1) and (4) above, you may apply to redeem or to switch your holding in the relevant Sub-Fund to Shares of the same Class or category in any other Sub-Fund(s) free of any switching or redemption charges until 16 December 2019.

You can only switch your holding into Shares of the same Class or category (provided that Shares of Classes AA, AA (AUD Hedged), AA (CAD Hedged), AA (CAD), AA (HKD), AA Inc, AA (AUD Hedged) Inc, AA (CAD Hedged) Inc, AA (HKD) Inc, AA (SGD Hedged) Inc, AA (USD) MDIST (G), AA (AUD Hedged) MDIST (G), AA (CAD Hedged) MDIST (G), AA (HKD) MDIST (G) and/or AA (SGD Hedged) MDIST (G) (collectively, the “**AA Classes**”) and Shares of Classes P (USD) Inc, P (HKD) Inc, P (AUD Hedged) Inc, P (SGD Hedged) Inc, P (SGD) Inc, P(SGD) MDIST (G), P(SGD Hedged) MDIST (G), P (USD) MDIST (G), P(HKD) MDIST (G) and P (AUD Hedged) MDIST (G) (collectively, the “**P Classes**”) in any Sub-Fund shall, for the purposes of switching, be deemed to be within the same category) and may be switched to Shares of any of the AA Classes and P Classes, respectively, whether in the same Sub-Fund or another Sub-Fund, which is offered or sold in your jurisdiction

pursuant to the provisions of the relevant offering documents, and such a conversion is subject to all applicable minimum initial investment amount and minimum holding requirements as well as investor eligibility criteria being complied with.

In the case of redemption, the redemption proceeds will be paid to you in accordance with the provisions of the Prospectus. In the case of a switch, the conversion proceeds will be utilised to purchase Shares of Sub-Fund(s) specified by you at the share price(s) applicable in accordance with the provisions of the Prospectus. A switch or redemption of your Shares may affect your tax position. You should therefore seek independent professional advice on any applicable tax in the country of your respective citizenship, domicile or residence.

General

For Hong Kong Shareholders Only: The Company's Prospectus, the Hong Kong Covering Document and the Product Key Facts Statement of each Sub-Fund are available from the office of the Hong Kong Representative and are also available at www.manulifefunds.com.hk¹.

Shareholders requiring further information about any of the matters set out in this Notice may contact the Administrator of the Company, Citibank Europe plc, Luxembourg Branch, at telephone number (352) 45 14 14 316 or fax number (352) 45 14 14 850 or the Hong Kong Distributor, Manulife Investment Management (Hong Kong) Limited, at telephone number (852) 2108 1110 or fax number (852) 2810 9510 at any time during normal business hours.

To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this Notice is in accordance with the facts and does not omit anything likely to affect the import of such information as at the date of this Notice. The Directors accept responsibility for the accuracy of the contents of this Notice accordingly.

For and on behalf of the Board

¹ This website has not been reviewed by the SFC.