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May 4, 2017

Manulife Financial Corporation  
200 Bloor Street East  
Toronto, Ontario  
M4W 1E5

Dear Sirs:

**RE: MANULIFE FINANCIAL CORPORATION (the “Company”) – Report of Voting Results of Matters Submitted to a Vote of Common Shareholders at the Annual Meeting of the Company held May 4, 2017 (the “Meeting”)**

The following matters were put to vote at the Meeting, and pursuant to National Instrument 51-102, the voting results were as follows:

#### 1. Election of Directors

A ballot was conducted for the resolution to elect directors of the Company until the next Annual Meeting.

The following nominees were elected as directors:

NAME OF NOMINEE	VOTES FOR	%	VOTES WITHHELD	%
Joseph P. Caron	1,056,426,267	97.04%	32,195,960	2.96%
John M. Cassaday	981,367,498	90.15%	107,255,265	9.85%
Susan F. Dabarno	1,056,899,557	97.09%	31,724,574	2.91%
Richard B. DeWolfe	1,071,241,524	98.40%	17,383,671	1.60%
Sheila S. Fraser	1,076,922,558	98.92%	11,702,910	1.08%
Donald A. Guloien	1,084,393,887	99.61%	4,233,421	0.39%
Luther S. Helms	1,080,607,465	99.26%	8,018,530	0.74%
Tsun-yan Hsieh	1,047,059,853	96.18%	41,564,532	3.82%
P. Thomas Jenkins	1,081,838,138	99.38%	6,787,979	0.62%
Pamela O. Kimmet	1,054,246,407	96.84%	34,378,746	3.16%
Donald R. Lindsay	1,083,797,687	99.56%	4,827,380	0.44%
John R. V. Palmer	1,074,664,082	98.72%	13,961,715	1.28%
C. James Prieur	1,055,939,149	97.00%	32,686,040	3.00%
Andrea S. Rosen	1,085,318,809	99.70%	3,306,051	0.30%
Lesley D. Webster	1,056,181,377	97.02%	32,444,439	2.98%

**2. Appointment of Auditor**

A ballot was conducted for the resolution to appoint Ernst & Young LLP as auditors of the Company until the next Annual Meeting. Ernst & Young LLP was appointed.

<b>VOTES FOR</b>	<b>%</b>	<b>VOTES WITHHELD</b>	<b>%</b>
1,116,724,800	98.25%	19,933,991	1.75%

**3. Advisory resolution accepting approach to executive compensation**

A ballot was conducted for the advisory resolution accepting approach to executive compensation. The advisory resolution was approved.

<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>
920,106,940	84.52%	168,514,789	15.48%

**CST TRUST COMPANY**



Gregory Ashby  
Relationship Manager