

**The notice contains important information that requires your immediate attention.
Should you have any query about this notice, please seek independent professional advice.**

May 30, 2018

**To Policyowners of Manulife Investment Plus (“MI Plus”) / Manulife Investment Solutions (“MISo”) /
Manulife Wealth Creator (“MWC”) / Alpha / Alpha Regular Investor (“ARI”) / Matrix
(each a “Plan” and collectively, the “Plans”)**

Proposed Merger of the Underlying Funds

We would like to notify you of the following changes with regard to the following underlying funds (each an “**Underlying Fund**” and collectively, the “**Underlying Funds**”) corresponding to the following investment choices under the Plans, following our receipt of the shareholder notices of the Underlying Funds dated April 23, 2018 (the “**Shareholder Notices**”).

| Name of Plan | Name of Investment Choice | Name of Underlying Fund | Share Class of Underlying Fund |
|-----------------------|--|---|--------------------------------|
| MI Plus and MISo | Manulife Inv Invesco Asian Equity Fund | Invesco Funds Series - Invesco Asian Equity Fund | Class A Dist USD |
| Alpha, ARI and Matrix | MIL Invesco Asian Equity Fund | | |
| MI Plus, MISo and MWC | Manulife Inv Global Emerging Markets Debt Fund | Invesco Funds Series 2 – Invesco Emerging Markets Bond Fund | Class C |
| Alpha, ARI and Matrix | MIL Global Emerging Markets Debt Fund | | |
| MI Plus and MISo | Manulife Inv Invesco Global High Income Fund | Invesco Funds Series 2 – Invesco Global High Income Fund | Class A Dist USD |
| Alpha, ARI and Matrix | MIL Invesco Global High Income Fund | | |
| MI Plus and MISo | Manulife Inv Invesco Japanese Equity Core Fund | Invesco Funds Series - Invesco Japanese Equity Core Fund | Class A (USD Hedged) |
| Alpha, ARI and Matrix | MIL Invesco Japanese Equity Core Fund | | |

1. Proposed merger and proposed effective dates

We were informed of the proposal to merge the Underlying Funds (the “**Merging Funds**”), sub-funds of Invesco Funds Series or Invesco Funds Series 2 (both of which are Irish umbrella unit trusts authorised by the Central Bank of Ireland), with the respective sub-funds of Invesco Funds (the “**Receiving Funds**”) (which is a Luxembourg umbrella SICAV authorised by the Commission de Surveillance du Secteur Financier) as follows:

| Name of Merging Fund | Name of Receiving Fund | Share Class of Receiving Fund | Proposed Effective Date |
|---|--|--|-------------------------|
| Invesco Funds Series - Invesco Asian Equity Fund | Invesco Funds - Invesco Asian Equity Fund | Class A (USD) - annual distribution | September 7, 2018 |
| Invesco Funds Series 2 - Invesco Emerging Markets Bond Fund | Invesco Funds - Invesco Emerging Markets Bond Fund | Class C (USD) - semi-annual distribution | October 5, 2018 |
| Invesco Funds Series 2 - Invesco Global High Income Fund | Invesco Funds - Invesco Global High Income Fund | Class A (USD) - semi-annual distribution | |
| Invesco Funds Series - Invesco Japanese Equity Core Fund | Invesco Funds - Invesco Japanese Equity Core Fund | Class A (USD hedged) - accumulation | |

It is expected that the proposed merger will take effect on the respective proposed effective dates if the resolution relating to the proposed merger is passed by the shareholders of the Merging Funds at the Extraordinary General Meeting to be held on August 13, 2018 or, if applicable, any adjourned Extraordinary General Meeting to be held on August 29, 2018. If the resolution is not passed, we will notify you accordingly.

The proposed merger involves the transfer of the net assets of the Merging Funds to the corresponding Receiving Funds. Shareholders of the Merging Funds will receive shares in the corresponding Receiving Funds in exchange for shares in the Merging Funds.

2. Rationale for the proposed merger

The merger proposal is being undertaken in order to simplify Invesco’s cross-border fund offering and improve the client experience. This will be achieved by reducing the number of umbrellas, thereby creating efficiencies for clients in their interaction with Invesco. Each of the Receiving Funds has been set up with the same

characteristics as the corresponding Merging Fund, thereby allowing for long term continuity and track record of the strategy. As Invesco Funds has a wider distribution network than Invesco Funds Series and Invesco Funds Series 2, it is envisaged that this network will also help increase the assets under management of the Receiving Funds. This will benefit shareholders of the Merging Funds through an increase in economies of scale.

3. The expected impact of the proposed merger

Appendix 1A of the Shareholder Notices (“**Appendix 1A**”) provides details of the key differences between the Merging Funds and the corresponding Receiving Funds that will be of interest and importance to you. Full details of the Merging Funds and the Receiving Funds are set out in the prospectuses (including the Hong Kong Supplement) for Invesco Funds Series, Invesco Funds Series 2 and Invesco Funds, respectively. For the avoidance of doubt, the investment objective and policy, including the use of derivatives, the risk profile, the investment manager, the base currency, the naming of each share class, the on-going charges¹ and the operational features such as dealing cut-off point, net asset value (“**NAV**”) calculation, distribution policy (except the dates of declaration and payment of distributions, as detailed in Appendix 1A) are the same for the Merging Funds and the corresponding Receiving Funds. The intention is to merge the shareholders in each Merging Funds into the exact same share class (with same fee structures) in the corresponding Receiving Fund. The directors of the manager of the Merging Funds recommend **you consider the said Appendix 1A carefully**.

For your easy reference, the differences to the key operators between the Merging Funds and the Receiving Funds are listed as follows.

| Key Operators | <u>Merging Funds</u> | <u>Receiving Funds</u> |
|------------------------------|--|---|
| Manager / Management Company | Invesco Global Asset Management DAC | Invesco Management S.A. |
| Trustee / Depository | BNY Mellon Trust Company (Ireland) Limited | The Bank of New York Mellon (International) Limited, Luxembourg Branch |
| Administrator | Invesco Global Asset Management DAC Sub-Administrator: BNY Mellon Fund Services (Ireland) Designated Activity Company | The Bank of New York Mellon (International) Limited, Luxembourg Branch |
| Registrar and Transfer Agent | International Financial Data Services (Ireland) Limited | International Financial Data Services (Luxembourg) S.A. Data Processing Agent: International Financial Data Services (Ireland) Limited |
| Auditors | PricewaterhouseCoopers (Ireland) | PricewaterhouseCoopers, Société cooperative (Luxembourg) |

The investment objective and policy of the Receiving Funds are the same as those of the corresponding Merging Funds. However, where relevant, some disclosures in the objective and policy of the Receiving Funds may be different to simplify the message, increase consistency or provide greater transparency. In addition, the investment manager managing the Merging Funds under Invesco Funds Series and Invesco Funds Series 2 will also manage the Receiving Funds under Invesco Funds. The Receiving Funds will be launched upon receipt of assets from the corresponding Merging Funds. Therefore, there is no need to undertake a portfolio rebalancing exercise.

For additional information on the objectives and investment strategy and the key risks relating to the Receiving Funds, please refer to Appendix 1B of the Shareholder Notices.

4. Valuation of assets

As a result of the proposed merger (if approved by the shareholders of the Merging Funds), on the respective proposed effective dates, the Merging Funds will contribute all of its net assets, including any accrued income to the corresponding Receiving Funds. Shareholders of the Merging Funds will receive corresponding shares in the corresponding Receiving Funds that are equal in value to the shares that they own in the Merging Funds.

As the Receiving Funds are new sub-funds to be launched on the respective proposed effective dates, there will be no assets under management prior to the proposed effective dates.

Please note that there is effectively no difference between the NAV calculation methodologies of the Merging Funds and the corresponding Receiving Funds and no impact on shareholders of the Merging Funds arising from

¹ The on-going charges figures of the Receiving Funds will be monitored for a period of 18 months to ensure it does not exceed that of the Merging Funds at the point of merger (where this occurs, the manager of the Merging Fund will cover any additional costs during this period). However, as some expenses are variable and can be influenced by things including but not limited to the fund size, exchange rate movements, regulatory changes and other economic variables, there is no guarantee that the on-going charges figures will not increase after this period. The on-going charges figures will be updated in the KFSes of the Receiving Funds in accordance with the applicable regulation.

the adoption of valuation principles applicable to the corresponding Receiving Funds.

5. Cost

The managers of the Merging Funds will bear the costs associated with the transfer of asset of the Merging Funds to the corresponding Receiving Funds (if any) and the expenses incurred in connection with the proposed merger and the transfer of the assets of the Merging Funds to the corresponding Receiving Funds.

Please refer to the Shareholder Notices for further information of the proposed merger.

As a result of the proposed merger (if approved by the shareholders of the Merging Funds), the relevant information of the Underlying Funds in the offering documents of the relevant Plans will be updated accordingly.

If you have any enquiry, please do not hesitate to contact your Manulife Insurance Advisor or call our Customer Service Hotline at (852) 2108 1110 (in relation to MI Plus, MISo and MWC), and (852) 2510 3941 (in relation to ARI, Alpha and Matrix) in Hong Kong or (853) 8398 0383 in Macau during office hours: 9:00am - 6:00pm, Monday to Friday.

Customer Services

Individual Financial Products

Manulife (International) Limited

Incorporated in Bermuda with limited liability