

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

January 14, 2022

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

**Various Changes 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 respective notices of the Underlying Funds.

Name of Plan	Name of Investment Choice	Name of Underlying Fund	Share Class of Underlying Fund
MI Plus and MISo	Manulife Inv Schroder Emerging Markets Fund	Schroder International Selection Fund - Emerging Markets	Class A1 Acc
Alpha, ARI and Matrix	MIL Schroder Emerging Markets Fund		
MI Plus and MISo	Manulife Inv Schroder Emerging Markets Multi-Asset Fund (dist)	Schroder International Selection Fund – Emerging Markets Multi-Asset	Class A1 USD Dis MF
Alpha, ARI and Matrix	MIL Schroder Emerging Markets Multi-Asset Fund		
MI Plus and MISo	Manulife Inv Schroder Global Multi-Asset Income Fund	Schroder International Selection Fund - Global Multi-Asset Income	Class A1 Acc
Alpha, ARI and Matrix	MIL Schroder Global Multi-Asset Income Fund		
MI Plus and MISo	Manulife Inv Schroder Hong Kong Dollar Bond Fund	Schroder International Selection Fund – Hong Kong Dollar Bond	Class A1 Acc
Alpha, ARI and Matrix	MIL Schroder Hong Kong Dollar Bond Fund		
Skyline	Schroder International Selection Fund – Hong Kong Dollar Bond		
MI Plus and MISo	Manulife Inv Schroder Hong Kong Equity Fund	Schroder International Selection Fund – Hong Kong Equity	Class A1 Acc
Alpha, ARI and Matrix	MIL Schroder Hong Kong Equity Fund		
Skyline	Schroder International Selection Fund – Hong Kong Equity		
MI Plus and MISo	Manulife Inv Franklin U.S. Opportunities Fund	Franklin Templeton Investment Funds - Franklin U.S. Opportunities Fund	Class A Acc USD
Alpha, ARI and Matrix	MIL Franklin U.S. Opportunities Fund		
MI Plus, MISo and MWC	Manulife Inv International Bond Fund	Franklin Templeton Investment Funds - Templeton Global Bond Fund	Class A
Alpha, ARI and Matrix	MIL International Bond Fund		
MIP	ManuSelect International Bond Fund		
FIP	International Bond Fund (Series II)		

MI Plus and MISo	Manulife Inv Templeton Frontier Markets Fund	Franklin Templeton Investment Funds - Templeton Frontier Markets Fund	Class A
Alpha, ARI and Matrix	MIL Templeton Frontier Markets Fund		
MI Plus and MISo	Manulife Inv Templeton Global Total Return Fund	Franklin Templeton Investment Funds - Templeton Global Total Return Fund	Class A Acc USD
	Manulife Inv Templeton Global Total Return Fund (dist)		Class A (Mdis) USD
Alpha, ARI and Matrix	MIL Templeton Global Total Return Fund		Class A Acc USD

## 1. Restructuring of the depositary and administrator / administrative agent of the Underlying Funds

According to the respective notices from Schroder International Selection Fund (the Schroder Underlying Funds being sub-funds of which) dated December 21, 2021 and Franklin Templeton Investment Funds (the Templeton Underlying Funds being sub-funds of which) dated December 22, 2021, currently, J.P. Morgan Bank Luxembourg S.A. (“**JPMBL**”) are the depositary and administrator / administrative agents of Schroder International Selection Fund and the Schroder Underlying Funds / Franklin Templeton Investment Funds and the Templeton Underlying Funds. JPMBL and its affiliates are collectively referred to as “JPMorgan” in this notice.

As part of an internal restructuring with the aim to streamline JPMorgan's banking entity structure across Europe, three banking entities in the JPMorgan group domiciled respectively in Germany, Luxembourg and Ireland and their branches across the region will be merged into a single European bank (“**Merger**”). The Merger requires the approval by the sole shareholder of the merging entities. The date when the Merger takes legal effect will be the date on which the local court of Frankfurt registers the Merger in the commercial register (the “**Effective Date**”), which is expected to be on or around January 22, 2022.

JPMBL will be one of the impacted legal entities of the Merger. In particular, the Merger will involve JPMBL merging into J.P. Morgan AG, which in turn will simultaneously change its legal form from a German Stock Corporation (*Aktiengesellschaft*) to a European company (*Societas Europaea*) known as J.P. Morgan SE (“**JPMSE**”). All of JPMBL's assets and liabilities will be transferred to the Luxembourg Branch of JPMSE, which will operate as J.P. Morgan SE – Luxembourg Branch (“**JPMSE Luxembourg**”).

On the Effective Date and in accordance with Luxembourg laws, JPMBL will cease to exist and the depositary and administration functions of JPMBL will transfer from JPMBL to JPMSE Luxembourg, and JPMSE Luxembourg will succeed JPMBL as the depositary and administrator / administrative agent of the Schroder Underlying Funds / Templeton Underlying Funds. JPMSE Luxembourg will assume all rights and obligations that JPMBL currently has under its existing agreements with Schroder International Selection Fund / Franklin Templeton Investment Funds and accordingly the rights and obligations of the Schroder Underlying Funds / the Templeton Underlying Funds with respect to the depositary and administrator / administrative agent will not be impacted. The business operations of JPMBL will be carried on without interruption by a locally fully passported, Luxembourg based branch of JPMSE (i.e. JPMSE Luxembourg) and the duties and obligations of JPMBL as stated in the Hong Kong offering documents and/or the constitutive documents of the Schroder Underlying Funds will be taken up / all current reference to JPMBL in the explanatory memorandum and the product key facts statements of the Templeton Underlying Funds will be replaced by JPMSE Luxembourg as of the Effective Date. There will be no changes to the scope of services provided to the Schroder Underlying Funds / Templeton Underlying Funds, and no change in the level of fees payable by the Schroder Underlying Funds / Templeton Underlying Funds to the depositary and administrator / administrative agent. The address and contact details of the depositary and administrator / administrative agent will remain the same, and the personnel, functions and internal control measures of JPMSE Luxembourg will be substantially the same as those of JPMBL currently.

Save as disclosed above, there will be no other change in the operation or manner in which the Schroder Underlying Funds / Templeton Underlying Funds are being managed. There will be no impact on the features and risks applicable to the Schroder Underlying Funds / Templeton Underlying Funds. There will be no change to the fee level / cost in managing the Schroder Underlying Funds / Templeton Underlying Funds. The changes will not materially prejudice the rights or interests of the shareholders of the Schroder Underlying Funds / Templeton Underlying Funds.

All costs (including the legal and other administrative costs) associated with the changes to Schroder International Selection Fund and the Schroder Underlying Funds will be borne by Schroder Investment Management (Europe) S.A., the management company of Schroder International Selection Fund, whereas all costs (including the legal and other administrative costs) associated with the changes to Franklin Templeton Investment Funds and the Templeton Underlying Funds above will be borne by JPMorgan.

## **2. Changes to the Templeton Underlying Funds**

According to the notice from Franklin Templeton Investment Funds (the Templeton Underlying Funds being sub-funds of which) dated December 22, 2021, the following changes will be made to the Templeton Underlying Funds with effect from September 3, 2021, unless otherwise stated.

*(i) Franklin Templeton Investment Funds - Templeton Global Bond Fund - Indication of Article 8 for the Sustainable Finance Disclosure Regulation (SFDR) impacted Templeton Underlying Fund in the Investor Profile section*

The Templeton Underlying Fund shall be indicated as Article 8 fund under the “Investor Profile” pursuant to the SFDR which was introduced by the European Commission on sustainability-related disclosures in the financial services sector. The “Sustainability risk” shall be added to the list of risks pertaining to the Templeton Underlying Fund in the section “FUND INFORMATION, OBJECTIVES AND INVESTMENT POLICIES” as appropriate.

*(ii) Bundling the investment management fees and maintenance charges as annual management charge*

The investment management fees and maintenance charges (but not the servicing charges) of the Templeton Underlying Funds have been bundled and relabelled as “annual management charges”, where applicable. Annual management charges are equivalent to the sum of the investment management fees and maintenance charges and hence, there is no change in the fee level of any of the Templeton Underlying Funds. Annual management charges will be disclosed in the explanatory memorandum and the product key facts statements of the Templeton Underlying Funds in place of the investment management fees and maintenance charges. You may separately obtain details of the investment management fees and maintenance charges in the annual report of the Templeton Underlying Funds.

*(iii) Enhancement of disclosures on the investment policies of Franklin Templeton Investment Funds - Templeton Global Bond Fund, Franklin Templeton Investment Funds - Templeton Frontier Markets Fund and Franklin Templeton Investment Funds - Templeton Global Total Return Fund on their exposure to securities lending transactions*

The investment policies of the Templeton Underlying Funds shall be enhanced to disclose that their expected level of exposure to securities lending transactions respectively amounts to 5% of their net assets. The “Securities Lending risk” shall be added to the list of risks pertaining to the Templeton Underlying Funds in the section “FUND INFORMATION, OBJECTIVES AND INVESTMENT POLICIES”.

*(iv) Franklin Templeton Investment Funds - Templeton Frontier Markets Fund - Updates to the benchmark name*

The way of disclosing the benchmark name for the Templeton Underlying Fund in the explanatory memorandum of the Templeton Underlying Fund have been aligned with that for the rest of the funds, by removing “NR” (i.e. net return) at the end of such benchmark name : MSCI Frontier Emerging Markets Select Countries Capped Index-NR.

Such information on calculation methodology of the benchmarks (e.g. net return) can be found in the product key facts statement of the Templeton Underlying Fund.

There will be no material change or increase in the overall risk profile of any of the Templeton Underlying Funds. Further, other than as stated above, there will be no change in the operation and/or the manner in which the Templeton Underlying Funds are being managed. The changes set out above will not have any material adverse impact on the interests of the investors of the Templeton Underlying Funds and are not expected to materially prejudice the rights or interests of the investors of the Templeton Underlying Funds.

The changes set out above are not expected to give rise to any change in the fee level of any of the Templeton Underlying Funds, or any additional costs and expenses for the investors of the Templeton Underlying Funds. Any additional costs and expenses arising from the changes will be borne by the management company of the Templeton Underlying Funds.

Please refer to the respective notices and latest offering documents of the Underlying Funds for further information relating to the above changes.

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), (852) 2510 3941 (in relation to ARI, Alpha, Matrix, MIP and FIP) and (852) 2108 1111 (in relation to Skyline) 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*