

**CANADA
PROVINCE OF QUÉBEC
DISTRICT OF QUÉBEC**

**SUPERIOR COURT
(CLASS ACTION)**

NO: 200-06-000042-047

**LE MOUVEMENT D'ÉDUCATION ET DE
DÉFENSE DES ACTIONNAIRES (MEDAC)**

and

MARC LAMOUREUX, as a designated person
for **Mouvement d'Éducation et de Défense
des Actionnaires (MEDAC)**

Plaintiffs

vs

MANULIFE FINANCIAL CORPORATION

and

DOMINIC D'ALESSANDRO

and

GAIL C.A. COOK-BENNETT

and

ARTHUR R. SAWCHUK

and

PETER RUBENOVITCH

Defendants

**NOTICE TO MEMBERS
(Rule 58d)**

1. TAKE NOTICE that the prosecution of a class action was authorized on July 8, 2011 by a judgment of the Honourable Judge Alicia Soldevila, of the Superior Court, on behalf of the following group of persons:

All residents of Québec other than persons who, under the Code of Civil Procedure, cannot be members of a group in Québec who, in the period between January 26, 2004 and February 12, 2009, bought or otherwise acquired stocks, bonds or other securities from the respondent Manulife Financial Corporation, directly or indirectly, or through mutual funds or otherwise and who still held them on February 12, 2009.

2. The Associate Chief Judge has decreed that this class action must be litigated in the district of Québec, province of Québec;
3. The address of the Plaintiffs is as follows:

Class action regarding Mouvement d'éducation et de défense des actionnaires (MEDAC) and als
C/O Me Simon Hébert/Me Éric Lemay
Siskinds, Desmeules, S.E.N.C.R.L. Avocats,
43, rue De Buade, bureau 320
Québec (Québec) G1R 4A2
Telephone : (418) 694-2009
Email : simon.hebert@siskindsdesmeules.com

The address of the Defendants is as follows:

Manulife Financial Corporation
C/O Me James A. Woods/Me Sébastien Richemont
WOODS, s.e.n.c.r.l./LLP
2000, av. McGill College, bureau 1700
Montréal (Québec) H3A 3H3

Dominic D'Alessandro
C/O Me Douglas Mitchell
Irving Mitchell Kalichman, L.L.P.
Place Alexis Nihon, Tour 2
3500, boul. de Maisonneuve Ouest, #1400
Montréal (Québec) H3Z 3C1

Gail C.A. Cook-Bennett
Arthur R. Sawchuk
C/O Me Michel Beaupré
Langlois, Kronström, Desjardins
801, Grande-Allée O. #300
Québec (Québec) G1S 1C1

Peter Rubenovitch
C/O Me Mason Poplaw/Me Céline Legendre
McCarthy Tétrault, S.E.N.C.R.L., s.r.l.
1000, rue de la Gauchetière O., #2500
Montréal (Québec) H3B 0A2

4. For the purposes of the class action, the status of representative has been ascribed to the plaintiff Marc Lamoureux;
5. The principal questions of fact and of law that will be adjudicated collectively are the following:
 - Did the respondents and Manulife, as a reporting issuer, breach the statutory obligations concerning information set out in article 73 of the *Securities Act* and in Regulation 51-102 concerning continuous disclosure?
 - Did the respondents authorize or issue public documents or make public comments containing inaccurate, incomplete, false or misleading information concerning products guaranteed by Manulife?
 - Did the respondents commit a fault?
 - In the affirmative, did such fault have the effect of:
 - (a) influencing or manipulating investors?
 - and
 - (b) influencing the value or the price of shares, bond or other securities of Manulife?
 - What are the damages suffered by the petitioners and the members of the group, due to the fault of the respondents?
 - Are the respondents solidarily liable for the damages suffered by each of the members?
6. The conclusions sought which flow from these questions are the following:
 - GRANT the petitioners' motion;
 - ORDER the Respondents solidarily to pay to each of the petitioners the sum that is due to him as damages and interest with interest at the legal rate as well as the additional indemnity provided for by law and calculated from the date of service of the present motion;

- GRANT the class action of the petitioners on behalf of all of the Members of the group and order collective recovery of the claims;
 - ORDER that the claims of all the Members of the group be the subject of individual claims in accordance with the provisions of articles 1037 to 1040 of the *Code of Civil Procedure*;
 - ORDER the respondents solidarily to pay to each member of the group the amounts of their respective claims as damages with interest at the legal rate as well as the additional indemnity provided for by law from the service of the present motion;
 - THE WHOLE with costs, including all the costs of exhibits, expertise and the publication of notices;
7. Each member of the Class, who does not opt out in the manner indicated hereafter, will be bound by any judgment rendered in this class action;
 8. Legal persons established for a private interest, partnership or association, who employed more than 50 persons at any time during the 12 month period from preceding the motion for authorization, and who otherwise fit the Class definition stated in paragraph 1 above, are excluded from the Class.
 9. Any Class Member who wants to exclude himself, herself or itself from the Class must opt out by March 5, 2012. No member of the Class may opt out after this date without special permission;
 10. A Class Member, who has not already brought a personal claim, can opt out of the Class by sending a request for exclusion from the Class to the clerk of the Superior Court of the district of Québec, at the address below, by registered or certified mail on or prior to the exclusion date:

Clerk of the Superior Court of Québec
200-06-000117-096
300, Boulevard Jean-Lesage, Room 1.24
Québec (Québec) G1K 8K6
 11. Any Class member who does not, on or prior to the exclusion date, stay any personal claim he, she or it has brought concerning claims which a final judgment in this class action would decide, shall be deemed to have opted out of the Class;

12. No Class Member, other than the representatives or an intervener, can be called upon to pay the costs of the class action;
13. Any Class Member may intervene if the Court deems such intervention useful to the Class. An intervening Class Member is subject to preliminary examination at the request of the Defendants. A Class Member who does not intervene in the class action cannot be subject to preliminary interrogation unless the Court considers it useful.