

**MANULIFE U.S. EQUITY PRIVATE POOL
SERIES L**

Manulife Investment Management Limited
August 1, 2019

This document contains key information you should know about Manulife U.S. Equity Private Pool (the “Pool”). You can find more details in the Pool’s Simplified Prospectus. Ask your representative for a copy, contact Manulife Investment Management Limited (the “Manager”), at 1 888 588 7999, manulifemutualfunds@manulife.com, or visit manulifemutualfunds.ca.

Before you invest in any fund, consider how the fund would work with your other investments and your tolerance for risk.

Quick Facts

Fund code: MMF 1956

Date series started: December 14, 2012

Total value of fund on June 6, 2019: \$232,303,896

Management expense ratio (MER): 2.32%

Fund manager: Manulife Investment Management Limited

Portfolio manager: Manulife Investment Management Limited

Portfolio sub-advisor: Manulife Investment Management (US) LLC

Distributions: Annually, if any, in April (ordinary dividends) and/or in May or June (capital gains dividends)

Minimum investment: \$100,000 initial, \$25 subsequent

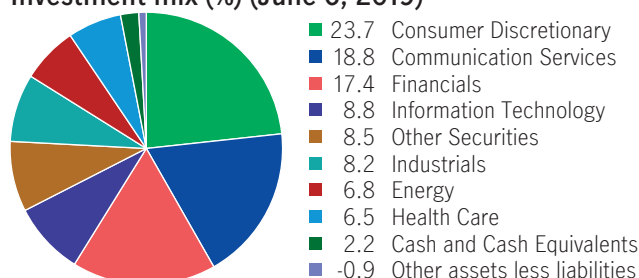
What does the fund invest in?

The fundamental investment objective of the Pool is to seek to provide long-term capital appreciation by investing primarily in equity securities of U.S. companies of all sizes.

The charts below give you a snapshot of the Pool’s investments on June 6, 2019. The Pool’s investments will change.

Top 10 investments (June 6, 2019)		
1	Amazon.com, Inc.	8.5%
2	Lennar Corp.	6.0%
3	Facebook, Inc.	5.6%
4	Bank of America Corp.	4.6%
5	Citigroup, Inc.	4.6%
6	Alphabet, Inc.	4.4%
7	Apple, Inc.	4.2%
8	Polaris Industries, Inc.	3.9%
9	Twitter, Inc.	3.6%
10	Morgan Stanley	3.4%
Total percentage of top 10 investments		48.8%
Total number of investments		50

Investment mix (%) (June 6, 2019)



How risky is it?

The value of the Pool can go down as well as up. You could lose money.

One way to gauge risk is to look at how much a fund’s returns change over time. This is called “volatility”.

In general, funds with higher volatility will have returns that change more over time. They typically have a greater chance of losing money and may have a greater chance of higher returns. Pools with lower volatility tend to have returns that change less over time. They typically have lower returns and may have a lower chance of losing money.

Risk rating

The Manager has rated the volatility of this Pool as **medium**.

This rating is based on how much the Pool’s returns have changed from year to year. It doesn’t tell you how volatile the Pool will be in the future. The rating can change over time. A fund with a low risk rating can still lose money.



For more information about the risk rating and specific risks that can affect the Pool’s returns, see “**What Are the Risks of Investing in the Fund?**” in the Pool’s Simplified Prospectus.

No guarantees

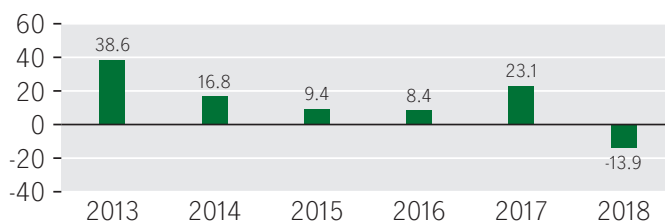
Like most mutual funds, this Pool doesn’t have any guarantees. You may not get back the amount of money you invest.

How has the fund performed?

This section tells you how the Series L securities of the Pool have performed over the past 6 years. Returns are after expenses have been deducted. These expenses reduce the series' returns.

Year-by-year returns

This chart shows how the Series L securities of the Pool have performed in each of the past 6 years. The Pool dropped in value in 1 of 6 years. The range of returns and change from year to year can help you assess how risky the Pool has been in the past. It does not tell you how the Pool will perform in the future.



Best and worst 3-month returns

This table shows the best and worst returns for Series L securities of the Pool in a 3-month period over the past 6 years. The best and worst 3-month returns could be higher or lower in the future. Consider how much of a loss you could afford to take in a short period of time.

	Return	3 months ending	If you invested \$1,000 at the beginning of the period
Best return	17.03%	March 31, 2019	Your investment would rise to \$1,170
Worst return	-19.02%	December 31, 2018	Your investment would drop to \$810

Average return

The annual compound return of the Series L securities of the Pool was 14.80% since December 14, 2012. If you had invested \$1,000 in the Pool on December 14, 2012, on June 30, 2019 your investment would now be worth \$2,467.

Who is this fund for?

The Pool is suitable primarily for investors who:

- Are seeking capital growth over the long term
- Are seeking to add U.S. exposure to their portfolio
- Are willing to accept a medium level of investment risk
- Are investing for the medium to long term

A word about tax

In general, you'll have to pay income tax on taxable distributions made to you by the Pool and on any gains you make if you redeem your securities in the Pool. How much you pay depends on the tax laws that apply to you and whether or not you hold the Pool in a registered plan, such as a Registered Retirement Savings Plan or Tax-Free Savings Account.

Keep in mind that if you hold your fund in a non-registered account, fund distributions are included in your taxable income, whether you receive them in cash or have them reinvested.

How much does it cost?

The following tables show the fees and expenses you could pay to buy, own and sell Series L securities of the Pool. The fees and expenses - including any commissions - can vary among series of a fund and among funds. Higher commissions can influence representatives to recommend one investment over another. Ask about other funds and investments that may be suitable for you at a lower cost.

Sales charges

Series L securities of the Pool can only be purchased using the low-load sales charge option.

Sales charge option	What you pay		How it works
	In per cent (%)	In dollars (\$)	
Low-load sales charge option	<i>If you sell within:</i> 1 year of buying: 3.0 2 years of buying: 3.0 3 years of buying: 3.0 After 3 years: nothing	0 to 30 on every 1,000 you sell	- The low-load sales charge is a set rate. It is a percentage of the original cost of your investment. It is deducted from the amount you receive at the time you sell - When you buy the Pool, the Manager pays your representative's firm a commission of 2.00% based on the amount you paid. Any low-load sales charge you pay goes to the Manager - You can sell up to 10% of the securities you held on December 31 of the previous year plus up to 10% of the securities you bought during the current year without paying a sales charge - You can switch to the same series of another fund we offer without paying a sales charge. Instead, the existing sales charge schedule will continue with your new fund

Fund expenses

You don't pay these expenses directly. They affect you because they reduce the returns of the Pool. As of April 30, 2019, the Pool's expenses were 2.37% of its value. This equals \$23.70 for every \$1,000 invested.

	Annual rate (as a % of the Fund's value)
Management expense ratio (MER) – This is the total of the Pool's management fee (which includes the trailing commission), a fixed administration fee and certain specified operating expenses. The Manager waived some of the Pool's expenses. If it had not done so, the MER would have been higher.	2.32%
Trading expense ratio (TER) – These are the Pool's trading costs.	0.05%
Fund expenses	2.37%

More about the trailing commission

The trailing commission is an ongoing commission. It is paid for as long as you own the Pool. It is for the services and/or advice that your representative and their firm provide to you.

The Manager pays the trailing commission to your representative's firm. It is paid from the Pool's management fee and is based on the value of your investment. The rate depends on the sales charge option you choose.

Sales charge option	Amount of trailing commission	
	In per cent (%)	In dollars (\$)
Low-load sales charge	1.0 of the value of your investment each year	10 each year for every 1,000 invested

Other fees

You may have to pay other fees when you buy, hold, sell or switch securities of the Pool.

Fee	What you pay
Short-term trading fee	2.0% of the value of securities you sell or switch within 7 days (for market timing) or 30 days (for excessive trading) of buying them. This fee goes to the Pool.
Switch fee	Your representative's firm may charge you up to 2.0% of the value of securities you switch to another mutual fund.

What if I change my mind?

Under securities law in some provinces and territories, you have the right to:

- Withdraw from an agreement to buy mutual fund securities within two business days after you receive a Simplified Prospectus or Fund Facts document, or
- Cancel your purchase order within 48 hours after you receive confirmation of the purchase.

In some provinces and territories, you also have the right to cancel a purchase, or in some jurisdictions, claim damages, if the Simplified Prospectus, Annual Information Form, Fund Facts document or Financial Statements contain a misrepresentation. You must act within the time limit set by the securities law in your province or territory.

For more information, see the securities law of your province or territory or ask a lawyer.

For more information

Contact Manulife Investment Management Limited or your representative for a copy of the Pool's Simplified Prospectus and other disclosure documents. These documents and the Fund Facts make up the Pool's legal documents.

Manulife Investment Management Limited

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To learn more about investing in mutual funds, see the brochure *Understanding mutual funds*, which is available on the website of the Canadian Securities Administrators at securities-administrators.ca.