

**MANULIFE MUTUAL FUNDS AND
MANULIFE PRIVATE INVESTMENT POOLS**

AMENDMENT NO. 6 dated June 23, 2025 to the Simplified Prospectus dated August 1, 2024, as amended by Amendment No. 1 dated September 13, 2024, Amendment No. 2 dated October 28, 2024, Amendment No. 3 dated February 25, 2025, Amendment No. 4 dated March 14, 2025 and Amendment No. 5 dated April 11, 2025 (the “SP”) of:

Manulife U.S. All Cap Equity Class* 1, 5, 6, 11
Manulife U.S. All Cap Equity Fund 1, 5, 6, 11, 12
Manulife U.S. Dollar U.S. All Cap Equity Fund 1, 5, 6, 11
Manulife Global Franchise Fund 1, 5, 6, 11
Manulife Strategic Balanced Yield Fund 1, 5, 6, 11
Manulife U.S. Dollar Strategic Balanced Yield Fund 1, 5, 6, 11
Manulife U.S. Equity Private Pool* 1, 3, 4, 5, 6, 11
Manulife Balanced Equity Private Pool* 1, 3, 4, 5, 6, 11
Manulife U.S. Balanced Private Trust 1, 3, 4, 5, 6, 11

(each a “Fund” and, collectively, the “Funds”)

* Shares of Manulife Investment Exchange Funds Corp. (“MIX Corp.”)

- ¹ Offering Advisor Series securities
- ³ Offering Series C securities
- ⁴ Offering Series CT6 securities
- ⁵ Offering Series F securities
- ⁶ Offering Series FT6 securities
- ¹¹ Offering Series T6 securities
- ¹² Offering ETF Series securities

(OFFERING ADVISOR SERIES, SERIES C, SERIES CT6, SERIES F, SERIES FT6, SERIES T6 AND ETF SERIES SECURITIES AS INDICATED)

This amendment to the SP of the Funds provides certain additional information relating to the Funds, and the SP, as amended, should be read subject to this information.

All page references relate to the SP. All capitalized terms not defined herein have the respective meanings set out in the SP. In all other respects, the disclosure in the SP is not revised.

REASON FOR AMENDMENT:

Manulife Investment Management Limited (“MIM Limited” or the “Manager”), the Manager of the Funds, announced that Emory W. (Sandy) Sanders, Senior

Managing Director and Senior Portfolio Manager, Manulife Investment Management (US) LLC, left the firm on June 12, 2025.

The technical amendments to the SP required to effect these amendments are set out below.

AMENDMENT TO THE SP:

Responsibility for Mutual Fund Administration

Portfolio Advisor and Sub-Advisors

The lines in the table for the individuals who are principally responsible for the day-to-day investment decisions of a material portion of each of the Funds under “*Responsibility for Mutual Fund Administration – Portfolio Advisor and Sub-Advisors*” relating to Emory W. (Sandy) Sanders are hereby deleted.

PURCHASERS’ STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy mutual funds within two business days of receiving the simplified prospectus or fund facts, or to cancel your purchase within 48 hours of receiving confirmation of your order.

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy mutual fund securities and get your money back, or to make a claim for damages if the simplified prospectus, fund facts or financial statements misrepresent any facts about the mutual fund. These rights must usually be exercised within certain time limits.

For more information, refer to the securities legislation of your province or territory or consult your lawyer.

**CERTIFICATE ON BEHALF OF MANULIFE U.S. ALL CAP EQUITY FUND,
MANULIFE U.S. DOLLAR U.S. ALL CAP EQUITY FUND, MANULIFE GLOBAL
FRANCHISE FUND, MANULIFE STRATEGIC BALANCED YIELD FUND,
MANULIFE U.S. DOLLAR STRATEGIC BALANCED YIELD FUND AND
MANULIFE U.S. BALANCED PRIVATE TRUST (THE “TRUST FUNDS”) AND
ON BEHALF OF THE MANAGER AND PROMOTER OF THE TRUST FUNDS**

June 23, 2025

This amendment no. 6 dated June 23, 2025, together with the simplified prospectus dated August 1, 2024, as amended by amendment no. 1 dated September 13, 2024, amendment no. 2 dated October 28, 2024, amendment no. 3 dated February 25, 2025, amendment no. 4 dated March 14, 2025, and amendment no. 5 dated April 11, 2025 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada and do not contain any misrepresentations.

(signed) “Jordy Chilcott”

JORDY CHILCOTT
Co-Chief Executive Officer
Manulife Investment Management
Limited

(signed) “James Bogle”

JAMES BOGLE
Chief Financial Officer
Manulife Investment Management
Limited

**On behalf of the Board of Directors of Manulife Investment Management
Limited, as manager and promoter of the Trust Funds**

(signed) “Christine Marino”

CHRISTINE MARINO
Director
Manulife Investment Management
Limited

(signed) “Sebastien Girard”

SEBASTIEN GIRARD
Director
Manulife Investment Management
Limited

**CERTIFICATE ON BEHALF OF MANULIFE U.S. ALL CAP EQUITY CLASS,
MANULIFE U.S. EQUITY PRIVATE POOL AND MANULIFE BALANCED
EQUITY PRIVATE POOL (THE “CORPORATE FUNDS”) AND ON BEHALF
OF THE MANAGER AND PROMOTER OF THE CORPORATE FUNDS**

June 23, 2025

This amendment no. 6 dated June 23, 2025, together with the simplified prospectus dated August 1, 2024, as amended by amendment no. 1 dated September 13, 2024, amendment no. 2 dated October 28, 2024, amendment no. 3 dated February 25, 2025, amendment no. 4 dated March 14, 2025, and amendment no. 5 dated April 11, 2025 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada and do not contain any misrepresentations.

(signed) “Jordy Chilcott”

JORDY CHILCOTT
Chief Executive Officer
Manulife Investment Exchange
Funds Corp.

(signed) “Eric Blackburn”

ERIC BLACKBURN
Chief Financial Officer
Manulife Investment Exchange Funds
Corp.

**On behalf of the Board of Directors of Manulife Investment Exchange
Funds Corp.**

(signed) “Sebastien Girard”

SEBASTIEN GIRARD
Director
Manulife Investment Exchange
Funds Corp.

(signed) “Lori Howse-McNab”

LORI HOWSE-MCNAB
Director
Manulife Investment Exchange Funds
Corp.

**On behalf of Manulife Investment Management Limited, as manager and
promoter of the Corporate Funds**

(signed) “Jordy Chilcott”

JORDY CHILCOTT
Co-Chief Executive Officer
Manulife Investment Management
Limited

(signed) “James Bogle”

JAMES BOGLE
Chief Financial Officer
Manulife Investment Management
Limited

On behalf of the Board of Directors of Manulife Investment Management Limited, as manager and promoter of the Corporate Funds

(signed) “Christine Marino”

CHRISTINE MARINO

Director

Manulife Investment Management
Limited

(signed) “Sebastien Girard”

SEBASTIEN GIRARD

Director

Manulife Investment Management
Limited