

Important Tax Notice to U.S. Investors Who are U.S. Taxpayers

This statement is provided to shareholders who are United States persons for purposes of the U.S. Internal Revenue Code of 1986, as amended (“IRC”) and the regulations thereunder. It is not relevant to other shareholders.

Manulife U.S. All Cap Equity Fund (the “Fund”) may be deemed to be classified as a Passive Foreign Investment Company (“PFIC”) as defined in Section 1297(a) of the IRC for the year ending December 31, 2023 and thus, its securityholders are shareholders of the PFIC.

We recommend that all U.S. taxpayer clients consult a tax advisor concerning the overall tax consequences of their ownership of securities of the Fund and their U.S. tax reporting requirements. You can also find information on U.S. tax rules applicable to investments in a PFIC on the IRS website, www.irs.gov, by searching “Form 8621 Instructions”.

Please find below a PFIC Annual Information Statement (“AIS”) for the Fund. The PFIC AIS is being provided pursuant to the requirements of Treasury Regulation §1.1295-1(g)(1). The PFIC AIS contains information to enable you, should you so choose based on the advice of your tax advisor in light of your personal tax circumstances, to elect to treat the Fund as a qualified electing fund (“QEF”).

Generally, an election is filed for each mutual fund for which you wish to make a QEF election. If you hold securities of the Fund and the Fund holds securities of one or more underlying mutual funds, you will receive a combined PFIC AIS containing information that will enable you to elect to treat any or all of the funds as a QEF as you choose, as well as information relating to your securities and values in your indirect holdings.

Note that the information attached with this letter is intended to help you make one or more QEF elections, if you decide to do so, and neither such information nor this letter constitutes tax advice. The taxpayer should seek advice based on their particular circumstances from an independent tax advisor.

If you have any questions regarding this matter, please contact your advisor or a U.S. tax advisor or Client Relations at manulifeim.ca. Thank you for investing in Manulife Mutual Funds.

Manulife U.S. All Cap Equity Fund
PFIC Annual Information Statement
For the Year Ending December 31, 2023

1) This Information Statement applies to the taxable year of the Fund for the year beginning January 1, 2023 and ending on December 31, 2023.

2) Your pro-rata per share per day amounts of ordinary earnings and net capital gains for each Series of the Fund for the period specified in paragraph (1) is as follows:

Series	Ordinary earnings (US\$)	Net capital gains (US\$)
Advisor	0.0000000000	0.0090110336
F	0.0002488372	0.0099422454
FT6	0.0001771547	0.0070175694
G	0.0007123258	0.0063076311
M	0.0005375233	0.0053010330
O	0.0011312485	0.0101766730
T6	0.0000000000	0.0062806155
X	0.0011380497	0.0100782838
E	0.0000000000	0.0049502082
Legend	0.0000000000	0.0051729359

To determine your pro-rata share of the ordinary earnings and net capital gains of the Fund for the taxable year, multiply the number of shares you held on each day of the year by the per share per day ordinary earnings and net capital gains figures, and then adding the resulting sums for each day.

Similarly, if the Fund held shares of another fund at any time during the year, your indirect pro-rata share of the ordinary earnings and net capital gains of these funds may be determined by multiplying the number of shares you held on each day of the year in the Fund by the ordinary earnings and net capital gains figures for each of these lower-tier funds, and adding the resulting sums for each day.

Example: You owned 100 shares of Fund A from the period January 1, 2023 through June 30, 2023. On July 1, 2023 you purchased another 100 shares of Fund A. You did not sell any shares of the fund at any time during the year. Fund A's ordinary earnings were \$0.00050 per share per day and Fund A's net capital gains were \$0.00025 per share per day.

Result: Your ordinary earnings for 2023 are $(\$0.00050 * 181 \text{ days} * 100) + (\$0.00050 * 184 \text{ days} * 200) = \27.45 and your net capital gains for 2023 are $(\$0.00025 * 181 \text{ days} * 100) + (\$0.00025 * 184 \text{ days} * 200) = \13.73

3) Your pro-rata share of cash distributions¹ and property distributions for each Series of the Fund for the period specified in paragraph (1) are as follows:²

Series	Property Distributions (US\$)	Cash Distributions (US\$)
Advisor	0.4962705332	0.0000000000
F	0.8780654650	0.0000000000
FT6	1.5909390702	0.0000000000
G	0.7954961158	0.0000000000
M	0.6392642733	0.0000000000
O	1.2755281695	0.0000000000
T6	1.2800807101	0.0000000000
X	1.2751026473	0.0000000000
E	0.3287237348	0.0000000000
Legend	0.3946940946	0.0000000000

To determine your pro-rata share of the amounts above, multiply the amounts by the number of securities of each Series you held during the year.

- i. If you owned the same number of securities from January 1, 2023 through December 31, 2023, multiply the number of such securities by the amounts above.
- ii. If you did not own the same number of securities from January 1, 2023 through December 31, 2023, multiply the number of securities you owned by the amounts above as well as by the number of days the securities were held in 2023 and divide the result by 365.

4) The Fund will, upon receipt of a request, permit you to inspect and copy its permanent books of account, records, and other such documents as may be maintained by the Fund that are necessary to establish its ordinary earnings and net capital gains are computed in accordance with U.S. income tax principles under IRC Section 1293 and to verify these amounts and your pro-rata share thereof.³

By: Steve Duceppe

Title: Associate Vice President, Canadian Taxation

Date: March 29, 2024

¹ Under U.S. tax reporting rules, cash distributions only include distributions denominated in U.S. currency. Distributions denominated in Canadian currency are reported as property distributions.

² All amounts are reported in U.S. dollars. Distributions represent average distributions that are not reinvested in the fund. If you have elected to reinvest your distributions, the above amount may not be reflective of the actual distribution amount you received during the year. If you have made a QEF election, your basis in your fund securities is based on your investment in the fund before the election, plus your share of ordinary earnings and/or net capital gains less the actual distributions you have received during the year. You should consult your U.S. tax advisor to determine your U.S. tax basis in the fund securities during the year.

³ The per unit amount of ordinary earnings and net capital gains for each Series of the Fund for the period are calculated under U.S. tax principles and may not be reflective of the per unit Canadian dollar amounts reported in your fund account statement.

This information contained herein is taken from the audited financial statements of the various Manulife Mutual Funds and is provided in order to assist shareholders in making calculations and does not constitute tax advice. Copies of the financial statements are available at manulifeim.ca. Shareholders are advised to consult their own tax advisors concerning the overall tax consequences of the ownership of securities arising in their own particular situations under United States federal, state, local or foreign law.

Manulife Funds (including the Trust Pools), Manulife Corporate Classes (including the Class Pools), as well as Manulife ETFs are managed by Manulife Investment Management Limited (formerly named Manulife Asset Management Limited). Manulife, Manulife Investment Management, the Stylized M Design, and Manulife Investment Management & Stylized M Design are trademarks of The Manufacturers Life Insurance Company and are used by it, and by its affiliates under license.