

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

**AMENDMENT NO. 2** dated October 9, 2020 to the Simplified Prospectus dated August 4, 2020, as amended by Amendment No. 1 dated September 24, 2020 (the “**SP**”) of:

(OFFERING ADVISOR SERIES, SERIES D, SERIES F, SERIES FT6 AND SERIES T6 SECURITIES AS INDICATED)

**EQUITY FUNDS**

**U.S. Equity**

Manulife U.S. All Cap Equity Class\*<sup>1,6,7,12</sup>  
Manulife U.S. All Cap Equity Fund<sup>1,5,6,7,12</sup>  
Manulife U.S. Dividend Income Class\*<sup>1,5,6,7,12</sup>  
Manulife U.S. Dividend Income Fund<sup>1,5,6,7,12</sup>  
Manulife U.S. Dollar U.S. All Cap Equity Fund<sup>1,6,7,12</sup>  
Manulife U.S. Equity Fund<sup>1,6,7,12</sup>

(individually, a “**Fund**” and, collectively, the “**Funds**”)

\* Shares of Manulife Investment Exchange Funds Corp.

<sup>1</sup> Offering Advisor Series securities

<sup>5</sup> Offering Series D securities

<sup>6</sup> Offering Series F securities

<sup>7</sup> Offering Series FT6 securities

<sup>12</sup> Offering Series T6 securities

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.

Manulife Investment Management Limited (“**Manulife IM Limited**” or the “**Manager**”), the Manager of the Funds, has announced its intention to lower the management fees on the Advisor Series, Series F, Series FT6 and Series T6 securities of the Funds effective October 1, 2020.

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

The lines relating to each of the Funds indicated in the table below under the heading “*Fees and Expenses - Fees and Expenses Payable by the Funds – Management Fees and Administration Fees*” in the SP are hereby deleted and replaced with the following:

Fund	Annual management fee (%)						Annual Administration Fee (%)	
	Advisor Series Securities		Series D Securities	Series F, Series FT Securities (including Series FT6 Securities) (if offered)		Series T Securities (including Series T6 Securities)	All Series Securities	
	Old Fee	New Fee		Old Fee	New Fee	Old Fee		New Fee
<b>EQUITY FUNDS</b>								
<b>U.S. Equity</b>								
Manulife U.S. All Cap Equity Class	1.86	1.76	N/A	0.88	0.78	1.86	1.76	0.22
Manulife U.S. All Cap Equity Fund	1.86	1.76	1.13	0.88	0.78	1.86	1.76	0.22
Manulife U.S. Dividend Income Class	1.86	1.80	1.13	0.83	0.77	1.86	1.80	0.22
Manulife U.S. Dividend Income Fund	1.86	1.80	1.13	0.83	0.77	1.86	1.80	0.22
Manulife U.S. Dollar U.S. All Cap Equity Fund	1.86	1.76	N/A	0.88	0.78	1.86	1.76	0.22
Manulife U.S. Equity Fund	1.98	1.86	N/A	0.90	0.78	1.98	1.86	0.22

## **Purchasers' Statutory Rights**

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, annual information form, 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.