

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

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

AMENDMENT NO. 2 dated February 6, 2026 to the Simplified Prospectus dated August 1, 2025, as amended by Amendment No. 1 dated September 12, 2025 (the “SP”) of:

Manulife CQS Multi Asset Credit Fund (the “Fund”)

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

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.

For clarity, throughout this amendment, when referring to ETF Series securities, the term “securities”, as defined in the SP, refers to ETF Units of the Fund.

REASONS FOR AMENDMENTS:

1 Management Fee Changes

Manulife IM Limited has announced its intention to lower the management fees on the Advisor Series, Series F, Series FT6 and Series T6 securities of the Fund, effective March 11, 2026.

2 Offering of ETF Series securities in the Fund

The Fund will offer ETF Series securities.

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

AMENDMENTS TO THE SP:

Management Fee Changes

Fees and Expenses

In the section “Fees and Expenses” under the sub-heading “Fees and Expenses Payable by the Funds – Management Fees and Administration Fees”, the row in the table relating to the Fund is hereby deleted and replaced with the following:

Fund	Annual management fee (%)						Annual Administration Fee (%)
	Advisor Series Securities		Series F and Series FT Securities		Series T Securities		All Series Securities
	Old Fee	New Fee Effective March 11, 2026	Old Fee	New Fee Effective March 11, 2026	Old Fee	New Fee Effective March 11, 2026	
Manulife CQS Multi Asset Credit Fund	1.10	1.05	0.60	0.55	1.10	1.05	0.15

Name, Formation and History of the Funds

Under the heading “Name, Formation and History of the Fund – Manulife Funds” under the sub-heading “Fixed Income Funds – Global Fixed Income Funds” in the column of the table titled “Changes”, the following is added for the Fund:

“On March 11, 2026, the management fees of the Advisor Series, Series F, Series FT and Series T securities decreased.”

Offering of ETF Series securities in the Fund

Front Cover

On the front cover page, the symbol “13” is hereby added adjacent to the Fund to indicate that the Fund will now also offer ETF Series securities.

Responsibility for Mutual Fund Administration

In the section “Responsibility for Mutual Fund Administration” under the sub-heading “Material Contracts”, the row in the table relating to the Fund is hereby deleted and replaced with the following:

Fund	Contract	Date
Manulife CQS Multi Asset Credit Fund	Amended and Restated Regulation	February 6, 2026

Purchases, Switches, Redemptions and Exchanges

In the section “Purchases, Switches, Redemptions and Exchanges” under the sub-heading “ETF Series Securities”, the second paragraph is deleted in its entirety and replaced with the following:

“ETF Series securities are offered by certain Funds. Other than ETF Series securities of Manulife CQS Multi Asset Credit Fund, the ETF Series securities are currently listed on a Designated Exchange. Investors are able to buy or sell such ETF Series securities on the applicable Designated Exchange through registered brokers and dealers in the province or territory where the investor resides.

The ETF Series securities of Manulife CQS Multi Asset Credit Fund have been conditionally approved for listing on the TSX. Subject to satisfying the TSX’s original listing requirements on or before January 28, 2027, the ETF Series securities of Manulife CQS Multi Asset Credit Fund will be listed on the TSX, and investors will be able to buy or sell such ETF Series securities on the TSX through registered brokers and dealers in the province or territory where the investor resides.”

In the section “Purchases, Switches, Redemptions and Exchanges” under the sub-heading “ETF Series Securities”, the following row is hereby added to the table immediately under the third paragraph:

Fund	Ticker Symbol for the ETF Series securities
Manulife CQS Multi Asset Credit Fund	MMAC

Fees and Expenses

Fees and Expenses Payable by the Funds

In the section “Fees and Expenses” under the sub-heading “Fees and Expenses Payable by the Funds – Management Fees and Administration Fees”, the row relating to the Fund is hereby amended to include the following:

	Annual management fee (%)	Annual Administration Fee (%)
Fund	ETF Series Securities	All Series Securities
Manulife CQS Multi Asset Credit Fund	0.55	0.15

Name, Formation and History of the Funds

In the section “Name, Formation and History of the Funds – Manulife Funds” under the sub-heading “Fixed Income Funds – Global Fixed Income Funds”, the row in the table relating to the Fund is hereby deleted and replaced with the following:

Fund	Date Started	Changes
Manulife CQS Multi Asset Credit Fund	August 1 2025	<ul style="list-style-type: none"> On February 6, 2026, the Fund was authorized to issue ETF Series securities.

Part B of the SP

Description of Securities Offered by the Fund

In respect of the Fund, the first sentence under the heading “Description of Securities Offered by the Fund” is hereby deleted and replaced with the following:

“The Fund is offered in Advisor Series securities, Series F securities, Series FT6 securities, Series T6 securities and ETF Series securities.”

In respect of the Fund, the following language is added under the sub-heading “Distribution Policy”:

“For ETF Series securities:

We generally distribute income, if any, monthly and capital gains, if any, annually in December. Distributions may increase or decrease from period to period. Distributions may occasionally include returns of capital. You should consult your tax advisor regarding the tax implications of receiving distributions.

The amount of ordinary cash distributions, if any, will be based on the Manager’s assessment of the prevailing market conditions. The amount and date of any ordinary cash distributions of the Fund will be announced in advance by issuance of a press release, at least annually. The Manager may, in its sole discretion, change the frequency of such distributions, which change will be announced by the Manager in a press release.

In December of each year, we will pay or make payable to securityholders sufficient net income and net realized capital gains as one or more special year-end distributions for such year so that the Fund will not be liable for income tax. Such special distributions may be automatically reinvested in additional ETF Series securities of the Fund or paid in cash. Immediately following payment of such a special distribution that is automatically reinvested in ETF Series securities, the number of ETF Series securities held by a securityholder will be automatically consolidated such that the number of ETF Series securities outstanding after such distribution will be equal to the number of ETF Series securities held by such securityholder immediately prior to such distribution, except in the case of a non-resident securityholder to the extent tax is required to be withheld in respect of the distribution.”

What are the risks of investing in the Fund?

In respect of the Fund, under the heading “What are the risks of investing in the Fund?”, the following risks are hereby added in alphabetical order:

- Cease Trading of ETF Series securities
- Limited Operating History and Absence of an Active Public Market for ETF Series Securities
- Trading Price of ETF Series securities

PURCHASERS' STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION

Mutual Fund Securities

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 units 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 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 a lawyer.

ETF Series Securities

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy exchange traded mutual fund securities within 48 hours after the receipt of a confirmation of a purchase of such securities.

Securities legislation in some provinces and territories also provides you with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation, or for non-delivery of the ETF Facts. These rights must usually be exercised within certain time limits.

**CERTIFICATE ON BEHALF OF THE FUND AND ON BEHALF OF THE MANAGER
AND PROMOTER OF THE FUND**

February 6, 2026

This amendment no. 2 dated February 6, 2026, together with the simplified prospectus dated August 1, 2025, as amended by amendment no. 1 dated September 12, 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 Fund**

(signed) "Sarah Chapman"

SARAH CHAPMAN
Director
Manulife Investment Management
Limited

(signed) "Christine Marino"

CHRISTINE MARINO
Director
Manulife Investment Management
Limited