

Manulife Investment Management II ICAV (the “ICAV”)

The ICAV is an open-ended umbrella ICAV with segregated liability between its Funds and is organised under the laws of Ireland as an ICAV pursuant to the ICAV Act. The ICAV is authorised by the Central Bank pursuant to the UCITS Regulations. The ICAV was incorporated on 15 April 2015 under registration number C139800.

27 March 2024

ADDITIONAL INFORMATION FOR INVESTORS IN THE UNITED KINGDOM

Information contained herein is selective, containing specific information in relation to the ICAV. This document (the “UK Country Supplement”) forms part of and should be read in conjunction with the Prospectus for the ICAV dated 3 October 2022 (and any Addenda or Supplements thereto) (together the “Prospectus”). This document is for distribution in the United Kingdom only.

The ICAV has been granted temporary recognition under Part XVII of the Financial Services and Markets Act 2000 as amended (the “FSMA”), on the basis of the Temporary Marketing Permissions Regime contained in Regulation 62 of the Collective Investment Schemes (Amendment etc.) (EU Exit) Regulations 2019, for the following sub-fund:

- 1. Manulife US All Cap Core Equity Fund (the “Fund”)**

This document is for distribution in the United Kingdom only.

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used herein.

If you are in any doubt about the contents of this document you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser.

This UK Country Supplement constitutes neither an offer by the ICAV or by any other person to enter into an investment agreement with the recipient of this document nor an invitation to the recipient to respond to the document by making an offer to the ICAV, or to any other person, to enter into an investment agreement. Investors who have any doubt about or wish to discuss the suitability of an investment in the Shares and/or obtain further information on the Shares should contact an independent financial advisor. Nothing in this document should be construed as investment advice.

Important

The promotion of the ICAV and the Fund and the distribution of the Prospectus in the United Kingdom are in accordance with the FSMA.

Some or all of the rules made under the Act for the protection of retail clients will not apply to an investment in the ICAV and compensation under the Financial Services Compensation Scheme will generally not be available to investors in the United Kingdom.

An investor in the United Kingdom who enters into an investment agreement with the ICAV to acquire Shares in response to the Prospectus will not have the right to cancel the agreement under the cancellation rules made by the Financial Conduct Authority in the United Kingdom (the "**FCA**"). The agreement will be binding upon acceptance of the order by the ICAV.

United Kingdom Facilities Agent

The Manager of the ICAV, Manulife Investment Management (Ireland) Limited, has appointed Manulife Investment Management (Europe) Limited (the "**Facilities Agent**") as its facilities agent. The facilities are located at the offices of the Facilities Agent, One London Wall, London EC2Y 5EA, United Kingdom.

DOCUMENTS AVAILABLE FOR INSPECTION

At these facilities any person may:

1. inspect (free of charge) a copy of:
 - a. the Instrument of Incorporation of the ICAV;
 - b. any instrument amending the Instrument of Incorporation of the ICAV;
 - c. the latest version of the Prospectus and the Supplements thereto, including this Addendum;
 - d. the latest version of the applicable Key Investor Information Documents;
 - e. any other documents specified in the Prospectus as being available for inspection; and
 - f. the latest annual and half-yearly reports most recently prepared and published by the ICAV;
2. obtain a copy of any of the above documents (free of charge);
3. obtain information about the prices of Shares in the ICAV; and
4. make a complaint about the operation of the ICAV or the Fund, which the Facilities Agent will transmit to the Manager.

Further, any Shareholder may arrange for redemption of shares and arrange payment of redemption proceeds at the offices of the Facilities Agent. Shareholders are encouraged to review the "Administration of the ICAV" section in the Prospectus.

Fees and Expenses

Information relating to the fees and expenses payable by investors in the Fund is set out in the section of the Prospectus headed "Fees and Expenses". The attention of investors and/or prospective investors is drawn to the information relating to fees and expenses set out therein. Fees and expenses, including the Facilities Agent, will be charged at normal commercial rates.

Taxation

Subject to their personal circumstances, Shareholders resident in the United Kingdom, for United Kingdom tax purposes will be liable to United Kingdom income tax or corporation tax in respect of dividends or other distributions of an income nature made by the Fund in which they invest (including reportable income in respect of Classes with reporting fund status or distributions that are automatically reinvested). Prospective investors should consult their own professional advisors on the implications of making an investment in, and holding or disposing of Shares and the receipt of distributions with respect to such Shares under the laws of the United Kingdom and any other countries in which they are liable to taxation.

The attention of Investors in the "Taxation" section the Prospectus. It is to be noted that this section and the relevant sections of the Prospectus do not constitute legal or tax advice.