



1. THIS COURT ORDERS that the action be and is hereby certified as a class proceeding.

2. THIS COURT ORDERS that the Class is defined as:

All persons resident in Ontario, Barbados and elsewhere who owned one of the participating life insurance policies or annuity contracts issued or assumed by Manulife in respect of policyholders in Barbados which were in force on December 31, 1994, which Manulife transferred to Life of Barbados by the May 30, 1996 Agreement.

3. THIS COURT DECLARES that Richard Mandeville, Wismar Greaves, Marcus Jordan and Anthony Bowen are representative parties of the Class and APPOINTS them as the representative parties for the Class.

4. THIS COURT DECLARES that the common issues in the action are:

1. Did Manulife have the power to extinguish any rights of the members of the Class, including membership, ownership, voting, property and other rights, including those rights arising out of the *Insurance Companies Act* as a result of being the holder of a participating policy in Manulife? Did it do so?

2. Does either the Certificate of Sanction dated November 26, 1996 issued by the Supervisor of Insurance in Barbados and/or the approval of the Minister of Finance, Canada dated December 20, 1996 extinguish the rights of the members of the Class to make any claim against Manulife, including the causes of action asserted in this action?

3. Were the members of the Class eligible policyholders and entitled to participate in Manulife's Plan of Demutualization?

4. Was Manulife negligent? If so, when, how and why?

5. Did Manulife owe a fiduciary duty to the members of the Class? If so, did it breach this fiduciary duty? If yes, when and how?

6. Is each member of the Class entitled to be paid damages? If so, should damages be in an amount equal to the amount that he, she or it would have been paid if he, she or it was considered by Manulife to be an eligible policyholder and participated in the Plan of Demutualization? If no, what is the measure of damages?

7. Is an award of punitive damages appropriate? If so, in what amount and why?

8. Is Manulife obligated to pay prejudgment interest? If so, at what annual rate? Is the rate to be compounded?

9. Should Manulife pay the costs of administering and distributing any monetary judgment? If so, what amount should Manulife pay?

5. THIS COURT ORDERS that on or before December 31, 2002, the Class members shall be given notice of the certification, generally in accordance with the form of the notice (the "Notice") attached as Schedule 1 to this order, in the following manner (the "Notice Program"):

- (a) by plaintiffs' counsel placing the Notice in the following newspapers;
  - (i) *The Globe and Mail*, national edition;
  - (ii) *The Nation* in Barbados;
  - (iii) *The Advocate* in Barbados;
- (b) by plaintiffs' counsel sending by e-mail a copy of the Notice to each person who has registered on the website and has an e-mail address;
- (c) by plaintiffs' counsel mailing a copy of the Notice to each person for whom Manulife provides an address unless a person has received by e-mail a copy of the Notice;
- (d) by plaintiffs' counsel placing a copy of the Notice on the website; and
- (e) by plaintiffs' counsel making the Notice available by recorded message on a toll-free number, being 1-800-229-5323.

6. THIS COURT DECLARES that the Notice satisfies the requirements of section 17 of the *Act* and is the best notice practicable under the circumstances.

7. THIS COURT ORDERS that forthwith after publication and delivery of the Notice required by paragraph 5 of this order, plaintiffs' counsel shall file with the court an affidavit(s) confirming publication of and delivery of the Notice in accordance with this order.

8. THIS COURT ORDERS that the plaintiffs pay the costs of the Notice Program which shall be costs in the action.

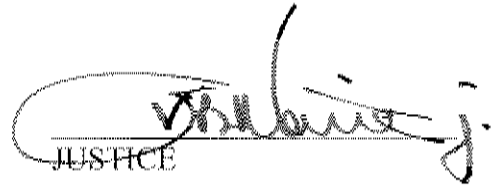
9. THIS COURT ORDERS that a Class member may only opt out of the class action by sending a written election to opt out, signed by the Class member, by pre-paid mail, courier or fax to Howie & Partners, Chartered Accountants, 3036 Walker Road, Windsor, Ontario, Canada N8W 3R4, Attention: Manulife Class Action.

10. THIS COURT ORDERS that no Class member may opt out of the class action unless the written election to opt out is received by Howie & Partners on or before April 30, 2003 at 5:00 p.m. EDT.

11. THIS COURT ORDERS that Howie & Partners shall, on or before May 30, 2003, report to Mr. Justice Nordheimer by affidavit and advise as to the names and addresses of those persons, if any, who have opted out of the class action.

12. THIS COURT ORDERS that the balance of the relief sought in the plaintiffs' notice of motion and not yet dealt with by the court be and is hereby adjourned to a date to be fixed by the court.

13. THIS COURT ORDERS that the defendant pay to the plaintiffs their costs of this motion in an amount and on a scale to be determined by Mr. Justice Nordheimer after written submissions.

  
JUSTICE

ENTERED AT INSORIT À TOUT  
CLOCK NO.  
DANS LE REGISTRE NO.:

NOV 06 2002

AS DOCUMENT NO.  
A TOUT LE LUXEMBOURG NO. 2  
COURT:



# NOTICE TO HOLDERS OF LIFE INSURANCE POLICIES ISSUED BY MANULIFE TO RESIDENTS OF BARBADOS AND TRANSFERRED TO LIFE OF BARBADOS

This notice may affect your rights. Please read carefully.

## NOTICE

This notice is directed to all persons wherever resident who owned one of the participating life insurance policies or annuity contracts issued or assumed by Manulife in respect of policyholders in Barbados which were in force on December 31, 1994 which Manulife transferred to Life of Barbados on December 31, 1996. A class action relating to Manulife is pending in the Ontario Superior Court of Justice. The action is *Mandeville et al. v. Manulife*, File No. 01-CV-221418 CP (the "Class Action").

## CERTIFICATION ORDER

On September 30, 2002, Mr. Justice Ian Nordheimer of the Ontario Superior Court of Justice certified the action as class proceeding, appointed Richard Mandeville, Wismar Greaves, Marcus Jordan and Anthony Bowen representative plaintiffs and defined the class as follows:

All persons resident in Ontario, Barbados and elsewhere who owned one of the participating life insurance policies or annuity contracts issued or assumed by Manulife in respect of policyholders in Barbados which were in force on December 31, 1994, which Manulife transferred to Life of Barbados by the May 30, 1996 Agreement.

If you are a member of the proposed class, your rights will be affected. You have until April 30, 2003 to opt out of the Class Action.

## RELIEF SOUGHT

The Class Action seeks damages for each class member equivalent to the compensation and benefits that Manulife paid to each of its eligible policyholders on demutualization.

## OPT OUTS

Any class member who wishes to opt out of the Class Action must do so **on or before April 30, 2003** by sending a written election signed by the class member stating that he or she opts out of the Class Action to Howie & Partners, Chartered Accountants, 3036 Walker Road,

Windsor, Ontario, Canada N8W 3R4, Attention: Manulife Class Action. **The written election must be received by Howie & Partners by 5:00 p.m. EDT on April 30, 2003 to be effective.**

All class members who do not opt out will be bound by the terms of the judgment, whether favourable or not, and whether or not he or she makes a claim.

No class member will be permitted to opt out of the Class Action after April 30, 2003.

## LEGAL FEES AND DISBURSEMENTS

Class counsel have entered into a fee agreement with the plaintiffs that provides for payment of class counsel fees in the amount of 25% of the amount ultimately recovered, either by way of judgment or settlement, for fees, plus applicable taxes, plus disbursements and applicable taxes. The fee agreement is subject to approval by the court. Accordingly, class counsel will not seek an award for legal fees greater than 25% of the amount recovered.

## ADDITIONAL INFORMATION AND REGISTRATION

Any questions about the matters in this Notice should **not** be directed to the court because its administrative structure is not designed to address this type of inquiry. A complete copy of the certification order and other material describing the Class Action may be obtained and registration of class members effected by visiting the website at [www.manulifeaction.com](http://www.manulifeaction.com).

Requests for information should be directed by telephone or in writing to:

Harvey T. Strosberg, Q.C.  
Sutts, Strosberg LLP  
tel: 1-800-229-5323  
fax: (519) 561-6203  
email: [hts@strosbergco.com](mailto:hts@strosbergco.com)

This notice is approved by the Honourable Mr. Justice Ian Nordheimer  
of the Ontario Superior Court of Justice.

MANDEVILLE ET AL.

vs.

THE MANUFACTURERS LIFE INSURANCE  
COMPANY

Plaintiffs

Defendant

Court File No. 01-CV-221418CP

**ONTARIO  
SUPERIOR COURT OF JUSTICE**

PROCEEDINGS COMMENCED AT TORONTO

**ORDER**

**SUTTS, STROSBURG LLP**

Barristers and Solicitors  
600 Westcourt Place  
251 Goyeau Street  
Windsor ON N9A 6V4

**HARVEY T. STROSBURG, Q.C.**

Tel: (519) 561-6228  
Fax: (519) 561-6203  
LSUC No. 126400

SOLICITORS FOR THE PLAINTIFFS

FILE: 63-900-000

REF: HTS/ba