

**NOTICE TO UNITHOLDERS OF
MANULIFE DIVERSIFIED INCOME PORTFOLIO
(FORMERLY MANULIFE SIMPLICITY INCOME PORTFOLIO)**

Manulife Mutual Funds, a division of Manulife Asset Management Limited, the manager and trustee of Manulife Diversified Income Portfolio (the “**Fund**”), has decided to amend and restate the regulation pertaining to the Fund (the “**Regulation**”) in order to effect the proposed merger of Manulife Global Monthly Income Fund into the Fund (the “**Merger**”).

Although you do not need to approve this change to the Regulation or the Merger, in accordance with Section 15.01 of the amended and restated master declaration of trust governing the Fund, you are being provided with 30 days’ advance written notice of the change. The change will be effective after the close of business on or about November 4, 2011, subject to approval of the Merger by the securityholders of Manulife Global Monthly Income Fund and securities regulatory authorities. **No action is required on your part in respect of this notice.**

A copy of the amended and restated Regulation will be available on SEDAR.

For further information regarding this notice or any of our other products, please contact Client Services at 1-888-588-7999 or your advisor.

DATED: September 30, 2011.

MANULIFE ASSET MANAGEMENT LIMITED,
as manager and trustee of Manulife Diversified
Income Portfolio

By: 

Name: Martin Guest

Title: General Counsel, Secretary and Chief
Compliance Officer