

 **Manulife Financial**

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November 30, 2001

International Swaps and  
Derivatives Association, Inc.  
600 Fifth Avenue, 27<sup>th</sup> Floor  
Rockefeller Center  
New York, New York 10020-2302

Dear Sirs:

**Re: 2001 Euro Protocol - Adherence**

The purpose of this letter is to confirm our adherence to the 2001 Euro Protocol as published by the International Swaps and Derivatives Association, Inc. on September 24, 2001 (the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

**1. Annex Applicability**

| <b>Annex</b> | <b>Title</b>                     | <b>Applicability</b> |
|--------------|----------------------------------|----------------------|
| Annex 1      | Euro - Payments and Rate Fixings | Applicable           |
| Annex 2      | Euro - Notional Redenomination   | Applicable           |
| Annex 3      | Euro - Accounts for Payment      | Applicable           |
| Annex 4      | Euro - Payment Netting           | Applicable           |

**2. Appointment as Agent and Release**

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA, including, without limitation, the reproduction, display, posting or publication of this Adherence Letter.

**3. Payment**

We enclose payment of U.S.\$1,000, or represent that we have previously made payment of that amount to you, in respect of our adherence to the Protocol.

**4. Contact Details**

Our contact details for purposes of this Adherence Letter are:

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We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours truly,

**The Manufacturers Life Insurance Company**

By: “Carol Gordon”  
Carol Gordon  
Assistant Vice President  
Policy and Performance Management