

**ONTARIO  
SUPERIOR COURT OF JUSTICE**

THE HONOURABLE )  
 )  
JUSTICE EDWARD P. BELOBABA )  
 )

MONDAY, THE 1<sup>ST</sup>  
DAY OF MAY, 2017

B E T W E E N :



IRONWORKERS ONTARIO PENSION FUND  
and LEONARD SCHWARTZ

Plaintiffs

- and -

MANULIFE FINANCIAL CORPORATION, DOMINIC D’ALESSANDRO  
and PETER RUBENOVITCH

Defendants

**ORDER**

**THIS MOTION**, made by the Plaintiff for an Order: (i) approving the retainer agreement between the Representative Plaintiffs and Class Counsel; and (ii) approving Class Counsel Fees, was heard this day at Osgoode Hall, 130 Queen Street West, Toronto, Ontario.

**ON READING** the materials filed and on hearing the submissions of Class Counsel;

**AND ON BEING ADVISED** of the allocation of Counsel Fees between this Action and a corresponding Quebec Action styled *Mouvement d’éducation et de défense des actionnaires (MÉDAC) c. Société financière Manuvie*, Court File No.: 200-06-000117-096 (the “Québec Action”)

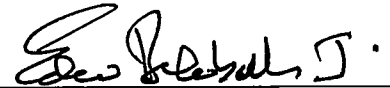
1. **THIS COURT APPROVES** the harmonized retainer agreement between the Representative Plaintiffs in this Action, Ironworkers Ontario Pension Fund and Leonard

Schwartz, and Class Counsel, which entitles Class Counsel to 22.5% of the settlement amount in this Action and the Québec Action, plus disbursements.

2. **THIS COURT ORDERS** that Class Counsel legal fees of \$14,283,000 plus applicable taxes of \$1,778,519, plus 22.5% of any interest accruing on the Settlement Amount and applicable taxes, are approved.
3. **THIS COURT ORDERS** that Class Counsel's disbursements of \$2,306,500.34, including applicable taxes are approved.
4. **THIS COURT ORDERS** that the Plaintiffs Leonard Schwartz and Ironworkers Ontario Pension Fund be awarded honorariums in the amount of \$10,000 each, to be paid from ~~Class Counsel's legal fees~~ *the settlement amount.*

EX

May 1, 2017

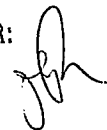


The Honourable Justice Edward P. Belobaba

ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

MAY - 2 2017

PER / PAR:



**ONTARIO  
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto

Proceeding under the *Class Proceedings Act, 1992*

**ORDER  
(FEE APPROVAL)**

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