

MANULIFE FINANCIAL CORP  
Form 6-K  
May 15, 2009

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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Form 6-K

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REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of May 2009

Commission File Number 1-14942

MANULIFE FINANCIAL CORPORATION

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(Translation of registrant's name into English)

200 Bloor Street East,  
North Tower 10  
Toronto, Ontario, Canada M4W 1E5  
(416) 926-3000

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(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form  Form   
20-F 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-  
\_\_\_\_\_.



The registrant's Management's Discussion and Analysis and unaudited interim consolidated financial statements for the quarter ended March 31, 2009 included on pages 5 to 12 and 13 to 41, respectively, of the registrant's 2009 First Quarterly Report to Shareholders filed with this Form 6-K as Exhibit 99.1, are incorporated by reference in the registration statements filed with the Securities and Exchange Commission by the registrant on Form S-8 (Registration Nos. 333-12610, 333-13072, 333-91102, 333-114951, 333-129430 and 333-157326) and on Form F-3 (Registration No. 333-159176), by the registrant and John Hancock Variable Life Insurance Company on Form F-3 (Registration Nos. 333-155653 and 333-155652, respectively) and by the registrant and John Hancock Life Insurance Company on Form F-3 (Registration Nos. 333-155649-01 and 333-155649, respectively) and by the registrant and John Hancock Life Insurance Company (USA) on Form F-3 (Registration Nos. 333-159101-01 and 333-159101, respectively) and by the registrant and John Hancock Life Insurance Company of New York (Registration Nos. 333-159100-01 and 333-159100, respectively). Except for the foregoing, no other document or portion of document filed with this Form 6-K is incorporated by reference in the above registration statements.

#### DOCUMENTS FILED AS PART OF THIS FORM 6-K

The following documents, filed as exhibits to this Form 6-K, are incorporated by reference as part of this Form 6-K:

Exhibit	Description of Exhibit
99.1	First Quarterly Report to Shareholders
99.2	Certification Chief Executive Officer
99.3	Certification Chief Financial Officer

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MANULIFE FINANCIAL CORPORATION  
(Registrant)

By: /s/ Angela K.  
Shaffer  
Name: Angela K. Shaffer  
Title: Vice President and Corporate Secretary

Date: May 15, 2009

EXHIBIT INDEX

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