

MANULIFE FINANCIAL CORP  
Form 6-K  
February 02, 2007

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

Form 6-K

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

For the month of January, 2007

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 <input type="checkbox"/>	Form <input checked="" type="checkbox"/>
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 <input type="checkbox"/>	No <input checked="" type="checkbox"/>
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If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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**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	News release dated January 29, 2007
99.2	Undertaking to Ontario Securities Commission
99.3	Undertaking to Alberta and Manitoba Securities Commissions
99.4	Guarantee Agreement dated January 29, 2007
99.5	Subordinated Guarantee dated January 29, 2007
99.6	Undertaking and Notice of Assumption dated January 29, 2007
99.7	Guarantee dated January 29, 2007

The above documents, although not material for security holders of the registrant, have been filed in Canada in connection with relief granted by Canadian securities authorities with respect to disclosure by a subsidiary of the registrant.

**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/ Richard Lococo*  
Name: Richard Lococo  
Title: Senior Vice President and Deputy General  
Counsel

Date: February 1, 2007

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**EXHIBIT INDEX**

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