| MANULIFE FINANCIAL CORP | | |
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| Form 6-K | | |
| February 23, 2009 | | |
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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 February, 2009

Commission File Number 1-14942

MANULIFE FINANCIAL CORPORATION

(Translation of registrant's name into English)

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

(Address of principal executive office)

| Indicate b | y check mar | k whether the | registrant file | s or will file | e annual repo | orts under cover | of Form 20-1 | F or Form 40-1 | F. |
|------------|-------------|---------------|-----------------|----------------|---------------|------------------|--------------|----------------|----|
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Form " Form b 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 b

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

____.

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 February 23, 2009

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

By: /s/ Angela K.

Shaffer

Name: Angela K. Shaffer

Title: Vice President and Corporate Secretary

Date: February 23, 2009

EXHIBIT INDEX

Exhibit Description of Exhibit

99.1 News Release dated February 23, 2009