

Semiannual report

# John Hancock Disciplined Value Mid Cap Fund

U.S. equity

September 30, 2022

# A *message* to shareholders



Dear shareholder,

U.S. stocks fell sharply during the six months ended September 30, 2022, pressured by decades-high inflation, rising interest rates, and mounting geopolitical tensions. The U.S. Federal Reserve's aggressive efforts to tame inflation—which included sizable increases in its target overnight lending rate in June, July, and September—exacerbated recession fears, weighing on equity returns. The Russian invasion of Ukraine and ongoing supply chain bottlenecks made worse by China's strict lockdown further worried investors.

In these uncertain times, your financial professional can assist with positioning your portfolio so that it's sufficiently diversified to help meet your long-term objectives and to withstand the inevitable bouts of market volatility along the way.

On behalf of everyone at John Hancock Investment Management, I'd like to take this opportunity to welcome new shareholders and thank existing shareholders for the continued trust you've placed in us.

Sincerely,



**Andrew G. Arnott**

Global Head of Retail,  
Manulife Investment Management

President and CEO,  
John Hancock Investment Management  
Head of Wealth and Asset Management,  
United States and Europe

This commentary reflects the CEO's views as of this report's period end and are subject to change at any time. Diversification does not guarantee investment returns and does not eliminate risk of loss. All investments entail risks, including the possible loss of principal. For more up-to-date information, you can visit our website at [jihinvestments.com](http://jihinvestments.com).

# John Hancock Disciplined Value Mid Cap Fund

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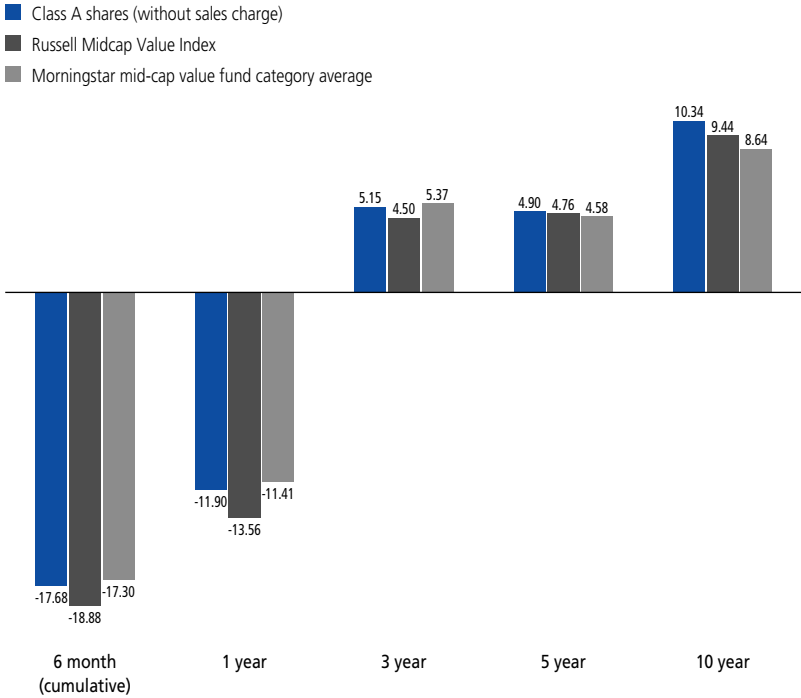
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# Your fund at a glance

## INVESTMENT OBJECTIVE

The fund seeks long-term growth of capital with current income as a secondary objective.

## AVERAGE ANNUAL TOTAL RETURNS AS OF 9/30/2022 (%)



The Russell Midcap Value Index tracks the performance of publicly traded mid-cap companies with lower price-to-book ratios and lower forecasted growth values.

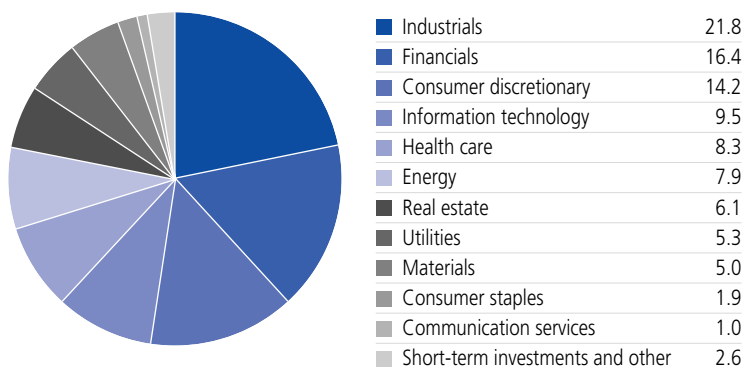
It is not possible to invest directly in an index. Index figures do not reflect expenses or sales charges, which would result in lower returns.

The fund's Morningstar category average is a group of funds with similar investment objectives and strategies and is the equal-weighted return of all funds per category. Morningstar places funds in certain categories based on their historical portfolio holdings. Figures from Morningstar, Inc. include reinvested distributions and do not take into account sales charges. Actual load-adjusted performance is lower.

**The past performance shown here reflects reinvested distributions and the beneficial effect of any expense reductions, and does not guarantee future results. Performance of the other share classes will vary based on the difference in the fees and expenses of those classes. Shares will fluctuate in value and, when redeemed, may be worth more or less than their original cost. Current month-end performance may be lower or higher than the performance cited, and can be found at [jhinvestments.com](http://jhinvestments.com) or by calling 800-225-5291. For further information on the fund's objectives, risks, and strategy, see the fund's prospectus.**

# Portfolio summary

## SECTOR COMPOSITION AS OF 9/30/2022 (% of net assets)



## TOP 10 HOLDINGS AS OF 9/30/2022 (% of net assets)

Ameriprise Financial, Inc.	2.3
AutoZone, Inc.	2.1
CenterPoint Energy, Inc.	1.8
Huntington Bancshares, Inc.	1.6
Fifth Third Bancorp	1.6
East West Bancorp, Inc.	1.5
Schlumberger NV	1.5
KeyCorp	1.5
Dover Corp.	1.5
Eaton Corp. PLC	1.5
<b>TOTAL</b>	<b>16.9</b>

Cash and cash equivalents are not included.

### Notes about risk

The fund is subject to various risks as described in the fund's prospectus. Political tensions and armed conflicts, including the Russian invasion of Ukraine, and any resulting economic sanctions on entities and/or individuals of a particular country could lead such a country into an economic recession. The COVID-19 disease has resulted in significant disruptions to global business activity. A widespread health crisis such as a global pandemic could cause substantial market volatility, exchange-trading suspensions, and closures, which may lead to less liquidity in certain instruments, industries, sectors, or the markets, generally, and may ultimately affect fund performance. For more information, please refer to the "Principal risks" section of the prospectus.

# Your expenses

These examples are intended to help you understand your ongoing operating expenses of investing in the fund so you can compare these costs with the ongoing costs of investing in other mutual funds.

## Understanding fund expenses

As a shareholder of the fund, you incur two types of costs:

- **Transaction costs**, which include sales charges (loads) on purchases or redemptions (varies by share class), minimum account fee charge, etc.
- **Ongoing operating expenses**, including management fees, distribution and service fees (if applicable), and other fund expenses.

We are presenting only your ongoing operating expenses here.

## Actual expenses/actual returns

The first line of each share class in the table on the following page is intended to provide information about the fund's actual ongoing operating expenses, and is based on the fund's actual return. It assumes an account value of \$1,000.00 on April 1, 2022, with the same investment held until September 30, 2022.

Together with the value of your account, you may use this information to estimate the operating expenses that you paid over the period. Simply divide your account value at September 30, 2022, by \$1,000.00, then multiply it by the "expenses paid" for your share class from the table. For example, for an account value of \$8,600.00, the operating expenses should be calculated as follows:

### Example

$$\left[ \frac{\text{My account value}}{\$8,600.00} / \$1,000.00 = 8.6 \right] \times \$ \left[ \begin{array}{c} \text{"expenses paid"} \\ \text{from table} \end{array} \right] = \text{My actual expenses}$$

## Hypothetical example for comparison purposes

The second line of each share class in the table on the following page allows you to compare the fund's ongoing operating expenses with those of any other fund. It provides an example of the fund's hypothetical account values and hypothetical expenses based on each class's actual expense ratio and an assumed 5% annualized return before expenses (which is not the class's actual return). It assumes an account value of \$1,000.00 on April 1, 2022, with the same investment held until September 30, 2022. Look in any other fund shareholder report to find its hypothetical example and you will be able to compare these expenses. Please remember that these hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period.

Remember, these examples do not include any transaction costs, therefore, these examples will not help you to determine the relative total costs of owning different funds. If transaction costs were included, your expenses would have been higher. See the prospectuses for details regarding transaction costs.

## SHAREHOLDER EXPENSE EXAMPLE CHART

		Account value on 4-1-2022	Ending value on 9-30-2022	Expenses paid during period ended 9-30-2022 <sup>1</sup>	Annualized expense ratio
<b>Class A</b>	Actual expenses/actual returns	\$1,000.00	\$ 823.20	\$5.03	1.10%
	Hypothetical example	1,000.00	1,019.60	5.57	1.10%
<b>Class C</b>	Actual expenses/actual returns	1,000.00	819.80	8.44	1.85%
	Hypothetical example	1,000.00	1,015.80	9.35	1.85%
<b>Class I</b>	Actual expenses/actual returns	1,000.00	824.00	3.89	0.85%
	Hypothetical example	1,000.00	1,020.80	4.31	0.85%
<b>Class R2</b>	Actual expenses/actual returns	1,000.00	822.70	5.71	1.25%
	Hypothetical example	1,000.00	1,018.80	6.33	1.25%
<b>Class R4</b>	Actual expenses/actual returns	1,000.00	823.30	4.57	1.00%
	Hypothetical example	1,000.00	1,020.10	5.06	1.00%
<b>Class R6</b>	Actual expenses/actual returns	1,000.00	824.60	3.43	0.75%
	Hypothetical example	1,000.00	1,021.30	3.80	0.75%

<sup>1</sup> Expenses are equal to the annualized expense ratio, multiplied by the average account value over the period, multiplied by 183/365 (to reflect the one-half year period).

# Fund's investments

## AS OF 9-30-22 (unaudited)

	Shares	Value
<b>Common stocks 97.4%</b>		<b>\$17,000,304,043</b>
(Cost \$14,842,803,681)		
<b>Communication services 1.0%</b>		<b>176,847,537</b>
<b>Entertainment 1.0%</b>		
Live Nation Entertainment, Inc. (A)	1,204,422	91,584,249
Take-Two Interactive Software, Inc. (A)	782,232	85,263,288
<b>Consumer discretionary 14.2%</b>		<b>2,472,176,107</b>
<b>Auto components 0.8%</b>		
Gentex Corp.	3,233,706	77,091,551
Lear Corp.	548,013	65,591,676
<b>Automobiles 1.0%</b>		
Harley-Davidson, Inc.	5,071,316	176,887,502
<b>Distributors 0.8%</b>		
LKQ Corp.	2,994,094	141,171,532
<b>Diversified consumer services 0.3%</b>		
frontdoor, Inc. (A)	2,468,060	50,323,743
<b>Hotels, restaurants and leisure 3.7%</b>		
Darden Restaurants, Inc.	717,583	90,645,085
Domino's Pizza, Inc.	175,589	54,467,708
Expedia Group, Inc. (A)	1,065,879	99,862,204
International Game Technology PLC	3,089,476	48,813,721
Las Vegas Sands Corp. (A)	2,411,502	90,479,555
Marriott International, Inc., Class A	985,970	138,173,836
Wyndham Hotels & Resorts, Inc.	1,911,867	117,293,040
<b>Household durables 2.7%</b>		
Garmin, Ltd.	1,513,097	121,516,820
Mohawk Industries, Inc. (A)	967,996	88,271,555
Tempur Sealy International, Inc.	4,692,357	113,273,498
Whirlpool Corp.	1,051,172	141,708,497
<b>Leisure products 1.9%</b>		
Hasbro, Inc.	2,319,422	156,375,431
Polaris, Inc.	1,439,267	137,665,889
Topgolf Callaway Brands Corp. (A)	2,286,221	44,032,616
<b>Specialty retail 3.0%</b>		
AutoZone, Inc. (A)	173,517	371,661,268
Ross Stores, Inc.	1,742,843	146,869,380
<b>Consumer staples 1.9%</b>		<b>329,274,744</b>
<b>Beverages 1.1%</b>		
Coca-Cola Europacific Partners PLC	1,812,282	77,239,459
Keurig Dr. Pepper, Inc.	3,186,883	114,154,149



	Shares	Value
<b>Consumer staples (continued)</b>		
<b>Food and staples retailing 0.8%</b>		
U.S. Foods Holding Corp. (A)	5,214,869	\$137,881,136
<b>Energy 7.9%</b>		<b>1,386,164,150</b>
<b>Energy equipment and services 2.2%</b>		
Halliburton Company	5,466,164	134,576,958
Schlumberger NV	7,272,660	261,088,494
<b>Oil, gas and consumable fuels 5.7%</b>		
ConocoPhillips	1,587,723	162,487,572
Devon Energy Corp.	3,064,517	184,269,407
Diamondback Energy, Inc.	1,307,531	157,505,184
Marathon Petroleum Corp.	1,910,496	189,769,568
Pioneer Natural Resources Company	962,630	208,438,274
Valero Energy Corp.	823,853	88,028,693
<b>Financials 16.4%</b>		<b>2,871,107,530</b>
<b>Banks 7.1%</b>		
East West Bancorp, Inc.	3,998,028	268,427,600
Fifth Third Bancorp	8,436,768	269,639,105
First Republic Bank	453,170	59,161,344
Huntington Bancshares, Inc.	21,152,228	278,786,365
KeyCorp	16,287,844	260,931,261
SVB Financial Group (A)	123,620	41,509,124
Truist Financial Corp.	1,335,790	58,160,297
<b>Capital markets 2.6%</b>		
Ameriprise Financial, Inc.	1,620,178	408,203,842
State Street Corp.	864,638	52,578,637
<b>Consumer finance 1.3%</b>		
Discover Financial Services	2,050,989	186,475,920
SLM Corp.	3,644,260	50,983,197
<b>Diversified financial services 0.4%</b>		
Voya Financial, Inc.	1,136,881	68,781,301
<b>Insurance 5.0%</b>		
Aflac, Inc.	1,272,968	71,540,802
Alleghany Corp. (A)	85,652	71,893,719
Aon PLC, Class A	634,287	169,906,459
Arch Capital Group, Ltd. (A)	1,026,151	46,730,917
Everest Re Group, Ltd.	782,189	205,277,681
Globe Life, Inc.	1,263,647	125,985,606
RenaissanceRe Holdings, Ltd.	248,852	34,936,332
The Allstate Corp.	733,719	91,370,027
The Travelers Companies, Inc.	325,248	49,827,994

	Shares	Value
<b>Health care 8.3%</b>		<b>\$1,451,038,098</b>
<b>Health care equipment and supplies 1.3%</b>		
Envista Holdings Corp. (A)	2,856,797	93,731,510
Zimmer Biomet Holdings, Inc.	1,253,133	131,015,055
<b>Health care providers and services 4.9%</b>		
AmerisourceBergen Corp.	1,682,295	227,664,982
Centene Corp. (A)	1,351,526	105,162,238
Cigna Corp.	312,211	86,629,186
HCA Healthcare, Inc.	846,302	155,541,845
Humana, Inc.	443,549	215,205,539
Laboratory Corp. of America Holdings	304,511	62,366,898
<b>Life sciences tools and services 2.1%</b>		
Avantor, Inc. (A)	3,607,428	70,705,589
ICON PLC (A)	1,239,817	227,853,568
IQVIA Holdings, Inc. (A)	414,937	75,161,688
<b>Industrials 21.8%</b>		<b>3,800,077,608</b>
<b>Aerospace and defense 5.4%</b>		
BWX Technologies, Inc.	2,395,648	120,668,790
Curtiss-Wright Corp.	825,711	114,905,943
Hexcel Corp.	2,517,280	130,193,722
Howmet Aerospace, Inc.	6,724,354	207,984,269
L3Harris Technologies, Inc.	539,591	112,143,198
Maxar Technologies, Inc.	2,287,129	42,815,055
Textron, Inc.	3,578,620	208,490,401
<b>Air freight and logistics 0.9%</b>		
Expeditors International of Washington, Inc.	1,273,915	112,499,434
FedEx Corp.	339,509	50,406,901
<b>Airlines 0.6%</b>		
Alaska Air Group, Inc. (A)	2,422,323	94,833,945
<b>Building products 2.6%</b>		
Advanced Drainage Systems, Inc.	1,032,180	128,372,227
Allegion PLC	1,495,143	134,084,424
Masco Corp.	2,603,036	121,535,751
Resideo Technologies, Inc. (A)	3,878,340	73,921,160
<b>Commercial services and supplies 0.8%</b>		
Copart, Inc. (A)	1,277,003	135,873,119
<b>Electrical equipment 3.3%</b>		
AMETEK, Inc.	2,224,844	252,319,558
Eaton Corp. PLC	1,897,452	253,044,199
nVent Electric PLC	2,260,066	71,440,686
<b>Machinery 3.9%</b>		
Altra Industrial Motion Corp.	1,441,440	48,461,213
Dover Corp.	2,228,561	259,805,641

	Shares	Value
<b>Industrials (continued)</b>		
<b>Machinery (continued)</b>		
ITT, Inc.	988,593	\$64,594,667
Otis Worldwide Corp.	1,833,439	116,973,408
Parker-Hannifin Corp.	806,203	195,351,049
<b>Professional services 2.3%</b>		
ASGN, Inc. (A)	1,131,790	102,279,862
Leidos Holdings, Inc.	830,321	72,628,178
Robert Half International, Inc.	773,227	59,151,866
Science Applications International Corp.	1,157,326	102,342,338
TransUnion	959,481	57,079,525
<b>Road and rail 1.5%</b>		
Landstar System, Inc.	801,252	115,676,751
Norfolk Southern Corp.	720,618	151,077,564
<b>Trading companies and distributors 0.5%</b>		
Ferguson PLC	865,858	89,122,764
<b>Information technology 9.5%</b>		<b>1,653,699,010</b>
<b>Electronic equipment, instruments and components 1.7%</b>		
Flex, Ltd. (A)	3,235,011	53,895,283
TE Connectivity, Ltd.	2,143,489	236,555,446
<b>IT services 2.3%</b>		
Cognizant Technology Solutions Corp., Class A	2,604,185	149,584,386
EVERTEC, Inc.	1,490,608	46,730,561
Global Payments, Inc.	1,059,155	114,441,698
SS&C Technologies Holdings, Inc.	1,913,499	91,369,577
<b>Semiconductors and semiconductor equipment 2.3%</b>		
KLA Corp.	183,817	55,628,539
Microchip Technology, Inc.	2,252,752	137,485,455
NXP Semiconductors NV	503,566	74,281,021
Qorvo, Inc. (A)	1,563,281	124,140,144
<b>Software 2.2%</b>		
Check Point Software Technologies, Ltd. (A)	1,341,281	150,250,298
Fair Isaac Corp. (A)	240,725	99,181,107
NortonLifeLock, Inc.	6,986,559	140,709,298
<b>Technology hardware, storage and peripherals 1.0%</b>		
NetApp, Inc.	1,564,313	96,752,759
Western Digital Corp. (A)	2,540,505	82,693,438
<b>Materials 5.0%</b>		<b>866,996,166</b>
<b>Chemicals 4.1%</b>		
Axalta Coating Systems, Ltd. (A)	3,720,328	78,350,108
Corteva, Inc.	3,697,945	211,337,557
DuPont de Nemours, Inc.	2,569,541	129,504,866

	Shares	Value	
<b>Materials (continued)</b>			
<b>Chemicals (continued)</b>			
FMC Corp.	1,234,965	\$130,535,801	
PPG Industries, Inc.	1,442,302	159,648,408	
<b>Containers and packaging 0.9%</b>			
Avery Dennison Corp.	644,872	104,920,674	
Crown Holdings, Inc.	650,361	52,698,752	
<b>Real estate 6.1%</b>		<b>1,074,469,742</b>	
<b>Equity real estate investment trusts 6.1%</b>			
American Homes 4 Rent, Class A	2,526,774	82,903,455	
Cousins Properties, Inc.	2,643,231	61,719,444	
Duke Realty Corp.	2,074,382	99,985,212	
Equity Residential	1,876,367	126,129,390	
Essex Property Trust, Inc.	667,212	161,618,763	
Healthpeak Properties, Inc.	3,398,807	77,900,656	
Kilroy Realty Corp.	1,198,116	50,452,665	
Lamar Advertising Company, Class A	1,148,576	94,746,034	
Regency Centers Corp.	2,828,454	152,312,248	
Welltower, Inc.	2,591,758	166,701,875	
<b>Utilities 5.3%</b>		<b>918,453,351</b>	
<b>Electric utilities 2.6%</b>			
American Electric Power Company, Inc.	1,515,023	130,973,738	
Entergy Corp.	1,942,276	195,451,234	
FirstEnergy Corp.	3,124,602	115,610,274	
<b>Multi-utilities 2.7%</b>			
CenterPoint Energy, Inc.	11,065,596	311,828,495	
DTE Energy Company	1,430,592	164,589,610	
	<b>Yield (%)</b>	<b>Shares</b>	<b>Value</b>
<b>Short-term investments 2.5%</b>			<b>\$438,046,413</b>
(Cost \$438,046,413)			
<b>Short-term funds 2.5%</b>			<b>438,046,413</b>
State Street Institutional U.S. Government Money Market Fund, Premier Class	2.9329(B)	438,046,413	438,046,413
<b>Total investments (Cost \$15,280,850,094) 99.9%</b>			<b>\$17,438,350,456</b>
<b>Other assets and liabilities, net 0.1%</b>			<b>17,625,385</b>
<b>Total net assets 100.0%</b>			<b>\$17,455,975,841</b>

The percentage shown for each investment category is the total value of the category as a percentage of the net assets of the fund.

#### **Security Abbreviations and Legend**

(A) Non-income producing security.

(B) The rate shown is the annualized seven-day yield as of 9-30-22.

At 9-30-22, the aggregate cost of investments for federal income tax purposes was \$15,366,932,703. Net unrealized appreciation aggregated to \$2,071,417,753, of which \$3,249,345,634 related to gross unrealized appreciation and \$1,177,927,881 related to gross unrealized depreciation.

# Financial statements

## STATEMENT OF ASSETS AND LIABILITIES 9-30-22 (unaudited)

<b>Assets</b>	
Unaffiliated investments, at value (Cost \$15,280,850,094)	\$17,438,350,456
Dividends and interest receivable	21,827,821
Receivable for fund shares sold	28,870,117
Receivable for investments sold	33,705,293
Other assets	662,508
<b>Total assets</b>	<b>17,523,416,195</b>
<b>Liabilities</b>	
Payable for investments purchased	44,931,179
Payable for fund shares repurchased	17,791,091
Payable to affiliates	
Accounting and legal services fees	676,730
Transfer agent fees	1,346,850
Distribution and service fees	27,540
Trustees' fees	4,545
Other liabilities and accrued expenses	2,662,419
<b>Total liabilities</b>	<b>67,440,354</b>
<b>Net assets</b>	<b>\$17,455,975,841</b>
<b>Net assets consist of</b>	
Paid-in capital	\$14,496,051,986
Total distributable earnings (loss)	2,959,923,855
<b>Net assets</b>	<b>\$17,455,975,841</b>
<b>Net asset value per share</b>	
Based on net asset value and shares outstanding - the fund has an unlimited number of shares authorized with no par value	
Class A (\$1,220,422,116 ÷ 56,478,479 shares) <sup>1</sup>	\$21.61
Class C (\$47,255,512 ÷ 2,204,679 shares) <sup>1</sup>	\$21.43
Class I (\$11,998,088,932 ÷ 528,538,324 shares)	\$22.70
Class R2 (\$79,562,708 ÷ 3,528,739 shares)	\$22.55
Class R4 (\$111,077,120 ÷ 4,903,233 shares)	\$22.65
Class R6 (\$3,999,569,453 ÷ 176,137,832 shares)	\$22.71
<b>Maximum offering price per share</b>	
Class A (net asset value per share ÷ 95%) <sup>2</sup>	\$22.75

<sup>1</sup> Redemption price per share is equal to net asset value less any applicable contingent deferred sales charge.

<sup>2</sup> On single retail sales of less than \$50,000. On sales of \$50,000 or more and on group sales the offering price is reduced.

**STATEMENT OF OPERATIONS** For the six months ended 9-30-22 (unaudited)

<b>Investment income</b>	
Dividends	\$193,503,083
Interest	3,634,792
Securities lending	7,614
Less foreign taxes withheld	(137,345)
<b>Total investment income</b>	<b>197,008,144</b>
<b>Expenses</b>	
Investment management fees	69,440,915
Distribution and service fees	2,442,082
Accounting and legal services fees	1,314,798
Transfer agent fees	8,840,653
Trustees' fees	178,383
Custodian fees	1,089,552
State registration fees	254,752
Printing and postage	445,682
Professional fees	260,528
Other	264,489
<b>Total expenses</b>	<b>84,531,834</b>
Less expense reductions	(814,535)
<b>Net expenses</b>	<b>83,717,299</b>
<b>Net investment income</b>	<b>113,290,845</b>
<b>Realized and unrealized gain (loss)</b>	
<b>Net realized gain (loss) on</b>	
Unaffiliated investments	277,935,055
Affiliated investments	(105)
	<b>277,934,950</b>
<b>Change in net unrealized appreciation (depreciation) of</b>	
Unaffiliated investments	(4,129,289,046)
Affiliated investments	(1,998)
	<b>(4,129,291,044)</b>
<b>Net realized and unrealized loss</b>	<b>(3,851,356,094)</b>
<b>Decrease in net assets from operations</b>	<b>\$(3,738,065,249)</b>

## STATEMENTS OF CHANGES IN NET ASSETS

	Six months ended 9-30-22 (unaudited)	Year ended 3-31-22
<b>Increase (decrease) in net assets</b>		
<b>From operations</b>		
Net investment income	\$ 113,290,845	\$ 115,090,424
Net realized gain	277,934,950	1,065,699,470
Change in net unrealized appreciation (depreciation)	(4,129,291,044)	836,671,267
<b>Increase (decrease) in net assets resulting from operations</b>	<b>(3,738,065,249)</b>	<b>2,017,461,161</b>
<b>Distributions to shareholders</b>		
From earnings		
Class A	—	(93,487,984)
Class C	—	(4,250,422)
Class I	—	(907,220,543)
Class R2	—	(6,373,136)
Class R4	—	(8,561,772)
Class R6	—	(291,253,364)
<b>Total distributions</b>	<b>—</b>	<b>(1,311,147,221)</b>
<b>From fund share transactions</b>	<b>(211,485,050)</b>	<b>3,456,435,841</b>
<b>Total increase (decrease)</b>	<b>(3,949,550,299)</b>	<b>4,162,749,781</b>
<b>Net assets</b>		
Beginning of period	21,405,526,140	17,242,776,359
<b>End of period</b>	<b>\$17,455,975,841</b>	<b>\$21,405,526,140</b>



# Financial highlights

CLASS A SHARES Period ended	9-30-22 <sup>1</sup>	3-31-22	3-31-21	3-31-20	3-31-19	3-31-18
<b>Per share operating performance</b>						
Net asset value, beginning of period	\$26.25	\$25.33	\$14.91	\$19.08	\$22.35	\$21.61
Net investment income <sup>2</sup>	0.11	0.09	0.10	0.14	0.12	0.07
Net realized and unrealized gain (loss) on investments	(4.75)	2.60	10.54	(3.83)	(1.01)	2.11
<b>Total from investment operations</b>	<b>(4.64)</b>	<b>2.69</b>	<b>10.64</b>	<b>(3.69)</b>	<b>(0.89)</b>	<b>2.18</b>
<b>Less distributions</b>						
From net investment income	—	(0.07)	(0.14)	(0.14)	(0.13)	(0.06)
From net realized gain	—	(1.70)	(0.08)	(0.34)	(2.25)	(1.38)
<b>Total distributions</b>	<b>—</b>	<b>(1.77)</b>	<b>(0.22)</b>	<b>(0.48)</b>	<b>(2.38)</b>	<b>(1.44)</b>
<b>Net asset value, end of period</b>	<b>\$21.61</b>	<b>\$26.25</b>	<b>\$25.33</b>	<b>\$14.91</b>	<b>\$19.08</b>	<b>\$22.35</b>
<b>Total return (%)<sup>3,4</sup></b>	<b>(17.68)<sup>5</sup></b>	<b>10.91</b>	<b>71.55</b>	<b>(20.06)</b>	<b>(2.98)</b>	<b>10.15</b>
<b>Ratios and supplemental data</b>						
Net assets, end of period (in millions)	\$1,220	\$1,486	\$1,204	\$782	\$1,184	\$1,547
Ratios (as a percentage of average net assets):						
Expenses before reductions	1.11 <sup>6</sup>	1.11	1.12	1.12	1.11	1.11
Expenses including reductions	1.10 <sup>6</sup>	1.10	1.11	1.12	1.10	1.10
Net investment income	0.90 <sup>6</sup>	0.34	0.52	0.70	0.58	0.30
Portfolio turnover (%)	21	26	52 <sup>7</sup>	54	53	53

<sup>1</sup> Six months ended 9-30-22. Unaudited.

<sup>2</sup> Based on average daily shares outstanding.

<sup>3</sup> Total returns would have been lower had certain expenses not been reduced during the applicable periods.

<sup>4</sup> Does not reflect the effect of sales charges, if any.

<sup>5</sup> Not annualized.

<sup>6</sup> Annualized.

<sup>7</sup> Excludes in-kind transactions.

<b>CLASS C SHARES</b> Period ended	<b>9-30-22<sup>1</sup></b>	<b>3-31-22</b>	<b>3-31-21</b>	<b>3-31-20</b>	<b>3-31-19</b>	<b>3-31-18</b>
<b>Per share operating performance</b>						
<b>Net asset value, beginning of period</b>	<b>\$26.14</b>	<b>\$25.34</b>	<b>\$14.94</b>	<b>\$19.13</b>	<b>\$22.42</b>	<b>\$21.77</b>
Net investment income (loss) <sup>2</sup>	0.02	(0.12)	(0.05)	(0.01)	(0.04)	(0.10)
Net realized and unrealized gain (loss) on investments	(4.73)	2.62	10.53	(3.84)	(1.00)	2.13
<b>Total from investment operations</b>	<b>(4.71)</b>	<b>2.50</b>	<b>10.48</b>	<b>(3.85)</b>	<b>(1.04)</b>	<b>2.03</b>
<b>Less distributions</b>						
From net realized gain	—	(1.70)	(0.08)	(0.34)	(2.25)	(1.38)
<b>Net asset value, end of period</b>	<b>\$21.43</b>	<b>\$26.14</b>	<b>\$25.34</b>	<b>\$14.94</b>	<b>\$19.13</b>	<b>\$22.42</b>
<b>Total return (%)<sup>3,4</sup></b>	<b>(18.02)<sup>5</sup></b>	<b>10.12</b>	<b>70.20</b>	<b>(20.63)</b>	<b>(3.72)</b>	<b>9.35</b>
<b>Ratios and supplemental data</b>						
Net assets, end of period (in millions)	\$47	\$62	\$92	\$107	\$182	\$278
Ratios (as a percentage of average net assets):						
Expenses before reductions	1.86 <sup>6</sup>	1.86	1.87	1.87	1.86	1.86
Expenses including reductions	1.85 <sup>6</sup>	1.85	1.86	1.87	1.85	1.85
Net investment income (loss)	0.14 <sup>6</sup>	(0.46)	(0.23)	(0.07)	(0.19)	(0.43)
Portfolio turnover (%)	21	26	52 <sup>7</sup>	54	53	53

<sup>1</sup> Six months ended 9-30-22. Unaudited.

<sup>2</sup> Based on average daily shares outstanding.

<sup>3</sup> Total returns would have been lower had certain expenses not been reduced during the applicable periods.

<sup>4</sup> Does not reflect the effect of sales charges, if any.

<sup>5</sup> Not annualized.

<sup>6</sup> Annualized.

<sup>7</sup> Excludes in-kind transactions.

<b>CLASS I SHARES Period ended</b>	<b>9-30-22<sup>1</sup></b>	<b>3-31-22</b>	<b>3-31-21</b>	<b>3-31-20</b>	<b>3-31-19</b>	<b>3-31-18</b>
<b>Per share operating performance</b>						
<b>Net asset value, beginning of period</b>	<b>\$27.55</b>	<b>\$26.49</b>	<b>\$15.58</b>	<b>\$19.91</b>	<b>\$23.22</b>	<b>\$22.39</b>
Net investment income <sup>2</sup>	0.15	0.16	0.16	0.20	0.18	0.14
Net realized and unrealized gain (loss) on investments	(5.00)	2.74	11.02	(4.00)	(1.06)	2.19
<b>Total from investment operations</b>	<b>(4.85)</b>	<b>2.90</b>	<b>11.18</b>	<b>(3.80)</b>	<b>(0.88)</b>	<b>2.33</b>
<b>Less distributions</b>						
From net investment income	—	(0.14)	(0.19)	(0.19)	(0.18)	(0.12)
From net realized gain	—	(1.70)	(0.08)	(0.34)	(2.25)	(1.38)
<b>Total distributions</b>	<b>—</b>	<b>(1.84)</b>	<b>(0.27)</b>	<b>(0.53)</b>	<b>(2.43)</b>	<b>(1.50)</b>
<b>Net asset value, end of period</b>	<b>\$22.70</b>	<b>\$27.55</b>	<b>\$26.49</b>	<b>\$15.58</b>	<b>\$19.91</b>	<b>\$23.22</b>
<b>Total return (%)<sup>3</sup></b>	<b>(17.60)<sup>4</sup></b>	<b>11.23</b>	<b>71.97</b>	<b>(19.84)</b>	<b>(2.79)</b>	<b>10.46</b>
<b>Ratios and supplemental data</b>						
Net assets, end of period (in millions)	\$11,998	\$14,847	\$11,932	\$6,349	\$7,784	\$9,799
Ratios (as a percentage of average net assets):						
Expenses before reductions	0.86 <sup>5</sup>	0.86	0.87	0.87	0.88	0.86
Expenses including reductions	0.85 <sup>5</sup>	0.85	0.86	0.87	0.87	0.85
Net investment income	1.15 <sup>5</sup>	0.59	0.78	0.97	0.82	0.58
Portfolio turnover (%)	21	26	52 <sup>6</sup>	54	53	53

<sup>1</sup> Six months ended 9-30-22. Unaudited.

<sup>2</sup> Based on average daily shares outstanding.

<sup>3</sup> Total returns would have been lower had certain expenses not been reduced during the applicable periods.

<sup>4</sup> Not annualized.

<sup>5</sup> Annualized.

<sup>6</sup> Excludes in-kind transactions.

<b>CLASS R2 SHARES</b> Period ended	<b>9-30-22<sup>1</sup></b>	<b>3-31-22</b>	<b>3-31-21</b>	<b>3-31-20</b>	<b>3-31-19</b>	<b>3-31-18</b>
<b>Per share operating performance</b>						
<b>Net asset value, beginning of period</b>	<b>\$27.41</b>	<b>\$26.37</b>	<b>\$15.53</b>	<b>\$19.85</b>	<b>\$23.14</b>	<b>\$22.32</b>
Net investment income <sup>2</sup>	0.10	0.05	0.08	0.11	0.09	0.04
Net realized and unrealized gain (loss) on investments	(4.96)	2.73	10.96	(3.98)	(1.04)	2.19
<b>Total from investment operations</b>	<b>(4.86)</b>	<b>2.78</b>	<b>11.04</b>	<b>(3.87)</b>	<b>(0.95)</b>	<b>2.23</b>
<b>Less distributions</b>						
From net investment income	—	(0.04)	(0.12)	(0.11)	(0.09)	(0.03)
From net realized gain	—	(1.70)	(0.08)	(0.34)	(2.25)	(1.38)
<b>Total distributions</b>	<b>—</b>	<b>(1.74)</b>	<b>(0.20)</b>	<b>(0.45)</b>	<b>(2.34)</b>	<b>(1.41)</b>
<b>Net asset value, end of period</b>	<b>\$22.55</b>	<b>\$27.41</b>	<b>\$26.37</b>	<b>\$15.53</b>	<b>\$19.85</b>	<b>\$23.14</b>
<b>Total return (%)<sup>3</sup></b>	<b>(17.73)<sup>4</sup></b>	<b>10.78</b>	<b>71.23</b>	<b>(20.14)</b>	<b>(3.14)</b>	<b>10.03</b>
<b>Ratios and supplemental data</b>						
Net assets, end of period (in millions)	\$80	\$103	\$106	\$77	\$131	\$188
Ratios (as a percentage of average net assets):						
Expenses before reductions	1.25 <sup>5</sup>	1.25	1.25	1.26	1.27	1.26
Expenses including reductions	1.25 <sup>5</sup>	1.24	1.24	1.25	1.26	1.25
Net investment income	0.75 <sup>5</sup>	0.18	0.39	0.54	0.41	0.17
Portfolio turnover (%)	21	26	52 <sup>6</sup>	54	53	53

<sup>1</sup> Six months ended 9-30-22. Unaudited.

<sup>2</sup> Based on average daily shares outstanding.

<sup>3</sup> Total returns would have been lower had certain expenses not been reduced during the applicable periods.

<sup>4</sup> Not annualized.

<sup>5</sup> Annualized.

<sup>6</sup> Excludes in-kind transactions.

<b>CLASS R4 SHARES</b> Period ended	<b>9-30-22<sup>1</sup></b>	<b>3-31-22</b>	<b>3-31-21</b>	<b>3-31-20</b>	<b>3-31-19</b>	<b>3-31-18</b>
<b>Per share operating performance</b>						
<b>Net asset value, beginning of period</b>	<b>\$27.51</b>	<b>\$26.46</b>	<b>\$15.57</b>	<b>\$19.90</b>	<b>\$23.20</b>	<b>\$22.38</b>
Net investment income <sup>2</sup>	0.13	0.12	0.14	0.17	0.15	0.09
Net realized and unrealized gain (loss) on investments	(4.99)	2.73	10.99	(4.00)	(1.05)	2.20
<b>Total from investment operations</b>	<b>(4.86)</b>	<b>2.85</b>	<b>11.13</b>	<b>(3.83)</b>	<b>(0.90)</b>	<b>2.29</b>
<b>Less distributions</b>						
From net investment income	—	(0.10)	(0.16)	(0.16)	(0.15)	(0.09)
From net realized gain	—	(1.70)	(0.08)	(0.34)	(2.25)	(1.38)
<b>Total distributions</b>	<b>—</b>	<b>(1.80)</b>	<b>(0.24)</b>	<b>(0.50)</b>	<b>(2.40)</b>	<b>(1.47)</b>
<b>Net asset value, end of period</b>	<b>\$22.65</b>	<b>\$27.51</b>	<b>\$26.46</b>	<b>\$15.57</b>	<b>\$19.90</b>	<b>\$23.20</b>
<b>Total return (%)<sup>3</sup></b>	<b>(17.67)<sup>4</sup></b>	<b>11.06</b>	<b>71.69</b>	<b>(19.96)</b>	<b>(2.90)</b>	<b>10.26</b>
<b>Ratios and supplemental data</b>						
Net assets, end of period (in millions)	\$111	\$141	\$130	\$55	\$74	\$97
Ratios (as a percentage of average net assets):						
Expenses before reductions	1.11 <sup>5</sup>	1.10	1.11	1.11	1.12	1.12
Expenses including reductions	1.00 <sup>5</sup>	0.99	1.00	1.00	1.01	1.01
Net investment income	1.00 <sup>5</sup>	0.43	0.65	0.81	0.68	0.42
Portfolio turnover (%)	21	26	52 <sup>6</sup>	54	53	53

<sup>1</sup> Six months ended 9-30-22. Unaudited.

<sup>2</sup> Based on average daily shares outstanding.

<sup>3</sup> Total returns would have been lower had certain expenses not been reduced during the applicable periods.

<sup>4</sup> Not annualized.

<sup>5</sup> Annualized.

<sup>6</sup> Excludes in-kind transactions.

<b>CLASS R6 SHARES</b> Period ended	<b>9-30-22<sup>1</sup></b>	<b>3-31-22</b>	<b>3-31-21</b>	<b>3-31-20</b>	<b>3-31-19</b>	<b>3-31-18</b>
<b>Per share operating performance</b>						
<b>Net asset value, beginning of period</b>	<b>\$27.54</b>	<b>\$26.48</b>	<b>\$15.58</b>	<b>\$19.90</b>	<b>\$23.21</b>	<b>\$22.38</b>
Net investment income <sup>2</sup>	0.16	0.19	0.18	0.23	0.21	0.17
Net realized and unrealized gain (loss) on investments	(4.99)	2.74	11.01	(4.00)	(1.07)	2.18
<b>Total from investment operations</b>	<b>(4.83)</b>	<b>2.93</b>	<b>11.19</b>	<b>(3.77)</b>	<b>(0.86)</b>	<b>2.35</b>
<b>Less distributions</b>						
From net investment income	—	(0.17)	(0.21)	(0.21)	(0.20)	(0.14)
From net realized gain	—	(1.70)	(0.08)	(0.34)	(2.25)	(1.38)
<b>Total distributions</b>	<b>—</b>	<b>(1.87)</b>	<b>(0.29)</b>	<b>(0.55)</b>	<b>(2.45)</b>	<b>(1.52)</b>
<b>Net asset value, end of period</b>	<b>\$22.71</b>	<b>\$27.54</b>	<b>\$26.48</b>	<b>\$15.58</b>	<b>\$19.90</b>	<b>\$23.21</b>
<b>Total return (%)<sup>3</sup></b>	<b>(17.54)<sup>4</sup></b>	<b>11.36</b>	<b>72.06</b>	<b>(19.72)</b>	<b>(2.66)</b>	<b>10.56</b>
<b>Ratios and supplemental data</b>						
Net assets, end of period (in millions)	\$4,000	\$4,768	\$3,778	\$2,546	\$2,994	\$2,748
Ratios (as a percentage of average net assets):						
Expenses before reductions	0.76 <sup>5</sup>	0.75	0.76	0.76	0.77	0.77
Expenses including reductions	0.75 <sup>5</sup>	0.75	0.75	0.76	0.76	0.76
Net investment income	1.26 <sup>5</sup>	0.69	0.88	1.08	0.96	0.71
Portfolio turnover (%)	21	26	52 <sup>6</sup>	54	53	53

<sup>1</sup> Six months ended 9-30-22. Unaudited.

<sup>2</sup> Based on average daily shares outstanding.

<sup>3</sup> Total returns would have been lower had certain expenses not been reduced during the applicable periods.

<sup>4</sup> Not annualized.

<sup>5</sup> Annualized.

<sup>6</sup> Excludes in-kind transactions.

# Notes to financial statements (unaudited)

## Note 1 — Organization

John Hancock Disciplined Value Mid Cap Fund (the fund) is a series of John Hancock Funds III (the Trust), an open-end management investment company organized as a Massachusetts business trust and registered under the Investment Company Act of 1940, as amended (the 1940 Act). The investment objective of the fund is to seek long-term growth of capital with current income as a secondary objective.

The fund may offer multiple classes of shares. The shares currently outstanding are detailed in the Statement of assets and liabilities. Class A and Class C shares are offered to all investors. Class I shares are offered to institutions and certain investors. Class R2 and Class R4 shares are available only to certain retirement and 529 plans. Class R6 shares are only available to certain retirement plans, institutions and other investors. Class C shares convert to Class A shares eight years after purchase (certain exclusions may apply). Shareholders of each class have exclusive voting rights to matters that affect that class. The distribution and service fees, if any, and transfer agent fees for each class may differ.

## Note 2 — Significant accounting policies

The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (US GAAP), which require management to make certain estimates and assumptions as of the date of the financial statements. Actual results could differ from those estimates and those differences could be significant. The fund qualifies as an investment company under Topic 946 of Accounting Standards Codification of US GAAP.

Events or transactions occurring after the end of the fiscal period through the date that the financial statements were issued have been evaluated in the preparation of the financial statements. The following summarizes the significant accounting policies of the fund:

**Security valuation.** Investments are stated at value as of the scheduled close of regular trading on the New York Stock Exchange (NYSE), normally at 4:00 P.M., Eastern Time. In case of emergency or other disruption resulting in the NYSE not opening for trading or the NYSE closing at a time other than the regularly scheduled close, the net asset value (NAV) may be determined as of the regularly scheduled close of the NYSE pursuant to the fund's Valuation Policies and Procedures.

In order to value the securities, the fund uses the following valuation techniques: Equity securities, including exchange-traded or closed-end funds, are typically valued at the last sale price or official closing price on the exchange or principal market where the security trades. In the event there were no sales during the day or closing prices are not available, the securities are valued using the last available bid price. Investments by the fund in open-end mutual funds are valued at their respective NAVs each business day.

In certain instances, the Pricing Committee of the Advisor may determine to value equity securities using prices obtained from another exchange or market if trading on the exchange or market on which prices are typically obtained did not open for trading as scheduled, or if trading closed earlier than scheduled, and trading occurred as normal on another exchange or market.

Other portfolio securities and assets, for which reliable market quotations are not readily available, are valued at fair value as determined in good faith by the Pricing Committee following procedures established by the Advisor and adopted by the Board of Trustees. The frequency with which these fair valuation procedures are used cannot be predicted and fair value of securities may differ significantly from the value that would have been used had a ready market for such securities existed.

The fund uses a three-tier hierarchy to prioritize the pricing assumptions, referred to as inputs, used in valuation techniques to measure fair value. Level 1 includes securities valued using quoted prices in active markets for identical securities, including registered investment companies. Level 2 includes securities valued using other significant observable inputs. Observable inputs may include quoted prices for similar securities, interest rates, prepayment speeds and credit risk. Prices for securities valued using these inputs are received from independent

pricing vendors and brokers and are based on an evaluation of the inputs described. Level 3 includes securities valued using significant unobservable inputs when market prices are not readily available or reliable, including the fund's own assumptions in determining the fair value of investments. Factors used in determining value may include market or issuer specific events or trends, changes in interest rates and credit quality. The inputs or methodology used for valuing securities are not necessarily an indication of the risks associated with investing in those securities. Changes in valuation techniques and related inputs may result in transfers into or out of an assigned level within the disclosure hierarchy.

As of September 30, 2022, all investments are categorized as Level 1 under the hierarchy described above.

**Real estate investment trusts.** The fund may invest in real estate investment trusts (REITs). Distributions from REITs may be recorded as income and subsequently characterized by the REIT at the end of their fiscal year as a reduction of cost of investments and/or as a realized gain. As a result, the fund will estimate the components of distributions from these securities. Such estimates are revised when the actual components of the distributions are known.

**Security transactions and related investment income.** Investment security transactions are accounted for on a trade date plus one basis for daily NAV calculations. However, for financial reporting purposes, investment transactions are reported on trade date. Interest income is accrued as earned. Dividend income is recorded on ex-date, except for dividends of certain foreign securities where the dividend may not be known until after the ex-date. In those cases, dividend income, net of withholding taxes, is recorded when the fund becomes aware of the dividends. Non-cash dividends, if any, are recorded at the fair market value of the securities received. Gains and losses on securities sold are determined on the basis of identified cost and may include proceeds from litigation.

**Securities lending.** The fund may lend its securities to earn additional income. The fund receives collateral from the borrower in an amount not less than the market value of the loaned securities. The fund may invest its cash collateral in John Hancock Collateral Trust (JHCT), an affiliate of the fund, which has a floating NAV and is registered with the Securities and Exchange Commission (SEC) as an investment company. JHCT is a prime money market fund and invests in short-term money market investments. The fund will receive the benefit of any gains and bear any losses generated by JHCT with respect to the cash collateral.

The fund has the right to recall loaned securities on demand. If a borrower fails to return loaned securities when due, then the lending agent is responsible and indemnifies the fund for the lent securities. The lending agent uses the collateral received from the borrower to purchase replacement securities of the same issue, type, class and series of the loaned securities. If the value of the collateral is less than the purchase cost of replacement securities, the lending agent is responsible for satisfying the shortfall but only to the extent that the shortfall is not due to any decrease in the value of JHCT.

Although the risk of loss on securities lent is mitigated by receiving collateral from the borrower and through lending agent indemnification, the fund could experience a delay in recovering securities or could experience a lower than expected return if the borrower fails to return the securities on a timely basis. During the existence of the loan, the fund will receive from the borrower amounts equivalent to any dividends, interest or other distributions on the loaned securities, as well as interest on such amounts. The fund receives compensation for lending its securities by retaining a portion of the return on the investment of the collateral and compensation from fees earned from borrowers of the securities. Securities lending income received by the fund is net of fees retained by the securities lending agent. Net income received from JHCT is a component of securities lending income as recorded on the Statement of operations. As of September 30, 2022, there were no securities on loan.

**Foreign taxes.** The fund may be subject to withholding tax on income, capital gains or repatriations imposed by certain countries, a portion of which may be recoverable. Foreign taxes are accrued based upon the fund's understanding of the tax rules and rates that exist in the foreign markets in which it invests. Taxes are accrued



based on gains realized by the fund as a result of certain foreign security sales. In certain circumstances, estimated taxes are accrued based on unrealized appreciation of such securities. Investment income is recorded net of foreign withholding taxes.

**Overdraft.** The fund may have the ability to borrow from banks for temporary or emergency purposes, including meeting redemption requests that otherwise might require the untimely sale of securities. Pursuant to the fund's custodian agreement, the custodian may loan money to the fund to make properly authorized payments. The fund is obligated to repay the custodian for any overdraft, including any related costs or expenses. The custodian may have a lien, security interest or security entitlement in any fund property that is not otherwise segregated or pledged, to the extent of any overdraft, and to the maximum extent permitted by law.

**Line of credit.** The fund and other affiliated funds have entered into a syndicated line of credit agreement with Citibank, N.A. as the administrative agent that enables them to participate in a \$1 billion unsecured committed line of credit. Excluding commitments designated for a certain fund and subject to the needs of all other affiliated funds, the fund can borrow up to an aggregate commitment amount of \$750 million, subject to asset coverage and other limitations as specified in the agreement. A commitment fee payable at the end of each calendar quarter, based on the average daily unused portion of the line of credit, is charged to each participating fund based on a combination of fixed and asset-based allocations and is reflected in Other expenses on the Statement of operations. For the six months ended September 30, 2022, the fund had no borrowings under the line of credit. Commitment fees for the six months ended September 30, 2022 were \$29,827.

**Expenses.** Within the John Hancock group of funds complex, expenses that are directly attributable to an individual fund are allocated to such fund. Expenses that are not readily attributable to a specific fund are allocated among all funds in an equitable manner, taking into consideration, among other things, the nature and type of expense and the fund's relative net assets. Expense estimates are accrued in the period to which they relate and adjustments are made when actual amounts are known.

**Class allocations.** Income, common expenses and realized and unrealized gains (losses) are determined at the fund level and allocated daily to each class of shares based on the net assets of the class. Class-specific expenses, such as distribution and service fees, if any, and transfer agent fees, for all classes, are charged daily at the class level based on the net assets of each class and the specific expense rates applicable to each class.

**Federal income taxes.** The fund intends to continue to qualify as a regulated investment company by complying with the applicable provisions of the Internal Revenue Code and will not be subject to federal income tax on taxable income that is distributed to shareholders. Therefore, no federal income tax provision is required.

As of March 31, 2022, the fund had no uncertain tax positions that would require financial statement recognition, derecognition or disclosure. The fund's federal tax returns are subject to examination by the Internal Revenue Service for a period of three years.

**Distribution of income and gains.** Distributions to shareholders from net investment income and net realized gains, if any, are recorded on the ex-date. The fund generally declares and pays dividends annually. Capital gain distributions, if any, are typically distributed annually.

Distributions paid by the fund with respect to each class of shares are calculated in the same manner, at the same time and in the same amount, except for the effect of class level expenses that may be applied differently to each class.

Such distributions, on a tax basis, are determined in conformity with income tax regulations, which may differ from US GAAP. Distributions in excess of tax basis earnings and profits, if any, are reported in the fund's financial statements as a return of capital. The final determination of tax characteristics of the distribution will occur at the end of the year and will subsequently be reported to shareholders.

Capital accounts within the financial statements are adjusted for permanent book-tax differences. These adjustments have no impact on net assets or the results of operations. Temporary book-tax differences, if any, will reverse in a subsequent period. Book-tax differences are primarily attributable to wash sale loss deferrals and treating a portion of the proceeds from redemptions as distributions for tax purposes.

### Note 3 — Guarantees and indemnifications

Under the Trust's organizational documents, its Officers and Trustees are indemnified against certain liabilities arising out of the performance of their duties to the Trust, including the fund. Additionally, in the normal course of business, the fund enters into contracts with service providers that contain general indemnification clauses. The fund's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the fund that have not yet occurred. The risk of material loss from such claims is considered remote.

### Note 4 — Fees and transactions with affiliates

John Hancock Investment Management LLC (the Advisor) serves as investment advisor for the fund. John Hancock Investment Management Distributors LLC (the Distributor), an affiliate of the Advisor, serves as principal underwriter of the fund. The Advisor and the Distributor are indirect, principally owned subsidiaries of John Hancock Life Insurance Company (U.S.A.), which in turn is a subsidiary of Manulife Financial Corporation.

**Management fee.** The fund has an investment management agreement with the Advisor under which the fund pays a daily management fee to the Advisor equivalent on an annual basis to the sum of: (a) 0.800% of the first \$500 million of the fund's average daily net assets; (b) 0.775% of the next \$500 million of the fund's average daily net assets; (c) 0.750% of the next \$500 million of the fund's average daily net assets; (d) 0.725% of the next \$1 billion of the fund's average daily net assets; and (e) 0.700% of the fund's average daily net assets in excess of \$2.5 billion. The Advisor has a subadvisory agreement with Boston Partners Global Investors, Inc., an indirect, wholly owned subsidiary of ORIX Corporation of Japan. The fund is not responsible for payment of the subadvisory fees.

The Advisor has contractually agreed to waive a portion of its management fee and/or reimburse expenses for certain funds of the John Hancock group of funds complex, including the fund (the participating portfolios). This waiver is based upon aggregate net assets of all the participating portfolios. The amount of the reimbursement is calculated daily and allocated among all the participating portfolios in proportion to the daily net assets of each fund. During the six months ended September 30, 2022, this waiver amounted to 0.01% of the fund's average daily net assets, on an annualized basis. This arrangement expires on July 31, 2024, unless renewed by mutual agreement of the fund and the Advisor based upon a determination that this is appropriate under the circumstances at that time.

For the six months ended September 30, 2022, the expense reductions described above amounted to the following:

Class	Expense reduction	Class	Expense reduction
Class A	\$52,453	Class R4	\$4,843
Class C	2,109	Class R6	170,984
Class I	517,333	<b>Total</b>	<b>\$751,257</b>
Class R2	3,535		

Expenses waived or reimbursed in the current fiscal period are not subject to recapture in future fiscal periods.

The investment management fees, including the impact of the waivers and reimbursements as described above, incurred for the six months ended September 30, 2022, were equivalent to a net annual effective rate of 0.70% of the fund's average daily net assets.

**Accounting and legal services.** Pursuant to a service agreement, the fund reimburses the Advisor for all expenses associated with providing the administrative, financial, legal, compliance, accounting and recordkeeping services to the fund, including the preparation of all tax returns, periodic reports to shareholders and regulatory reports, among other services. These expenses are allocated to each share class based on its relative net assets at the time the expense was incurred. These accounting and legal services fees incurred, for the six months ended September 30, 2022, amounted to an annual rate of 0.01% of the fund's average daily net assets.

**Distribution and service plans.** The fund has a distribution agreement with the Distributor. The fund has adopted distribution and service plans for certain classes as detailed below pursuant to Rule 12b-1 under the 1940 Act, to pay the Distributor for services provided as the distributor of shares of the fund. In addition, under a service plan for certain classes as detailed below, the fund pays for certain other services. The fund may pay up to the following contractual rates of distribution and service fees under these arrangements, expressed as an annual percentage of average daily net assets for each class of the fund's shares:

Class	Rule 12b-1 Fee	Service fee
Class A	0.30%	—
Class C	1.00%	—
Class R2	0.25%	0.25%
Class R4	0.25%	0.10%

Currently only 0.25% is charged to Class A shares for Rule 12b-1 fees.

The fund's Distributor has contractually agreed to waive 0.10% of Rule 12b-1 fees for Class R4 shares. The current waiver agreement expires on July 31, 2023, unless renewed by mutual agreement of the fund and the Distributor based upon a determination that this is appropriate under the circumstances at the time. This contractual waiver amounted to \$63,278 for Class R4 shares for the six months ended September 30, 2022.

**Sales charges.** Class A shares are assessed up-front sales charges, which resulted in payments to the Distributor amounting to \$407,836 for the six months ended September 30, 2022. Of this amount, \$64,830 was retained and used for printing prospectuses, advertising, sales literature and other purposes and \$343,006 was paid as sales commissions to broker-dealers.

Class A and Class C shares may be subject to contingent deferred sales charges (CDSCs). Certain Class A shares purchased, including those that are acquired through purchases of \$1 million or more, and redeemed within one year of purchase are subject to a 1.00% sales charge. Class C shares that are redeemed within one year of purchase are subject to a 1.00% CDSC. CDSCs are applied to the lesser of the current market value at the time of redemption or the original purchase cost of the shares being redeemed. Proceeds from CDSCs are used to compensate the Distributor for providing distribution-related services in connection with the sale of these shares. During the six months ended September 30, 2022, CDSCs received by the Distributor amounted to \$7,967 and \$3,720 for Class A and Class C shares, respectively.

**Transfer agent fees.** The John Hancock group of funds has a complex-wide transfer agent agreement with John Hancock Signature Services, Inc. (Signature Services), an affiliate of the Advisor. The transfer agent fees paid to Signature Services are determined based on the cost to Signature Services (Signature Services Cost) of providing recordkeeping services. It also includes out-of-pocket expenses, including payments made to third-parties for recordkeeping services provided to their clients who invest in one or more John Hancock funds. In addition, Signature Services Cost may be reduced by certain fees that Signature Services receives in connection with retirement and small accounts. Signature Services Cost is calculated monthly and allocated, as applicable, to five categories of share classes: Retail Share and Institutional Share Classes of Non-Municipal Bond Funds, Class R6 Shares, Retirement Share Classes and Municipal Bond Share Classes. Within each of these categories, the applicable costs are allocated to the affected John Hancock affiliated funds and/or classes, based on the relative average daily net assets.

**Class level expenses.** Class level expenses for the six months ended September 30, 2022 were as follows:

Class	Distribution and service fees	Transfer agent fees
Class A	\$1,714,449	\$790,359
Class C	275,662	31,786
Class I	—	7,796,716
Class R2	230,497	4,374
Class R4	221,474	5,988
Class R6	—	211,430
<b>Total</b>	<b>\$2,442,082</b>	<b>\$8,840,653</b>

**Trustee expenses.** The fund compensates each Trustee who is not an employee of the Advisor or its affiliates. The costs of paying Trustee compensation and expenses are allocated to the fund based on its net assets relative to other funds within the John Hancock group of funds complex.

**Interfund lending program.** Pursuant to an Exemptive Order issued by the SEC, the fund, along with certain other funds advised by the Advisor or its affiliates, may participate in an interfund lending program. This program provides an alternative credit facility allowing the fund to borrow from, or lend money to, other participating affiliated funds. At period end, no interfund loans were outstanding. The fund's activity in this program during the period for which loans were outstanding was as follows:

Borrower or Lender	Weighted Average Loan Balance	Days Outstanding	Weighted Average Interest Rate	Interest Income (Expense)
Lender	\$61,400,000	3	0.889%	\$4,550

#### Note 5 — Fund share transactions

Transactions in fund shares for the six months ended September 30, 2022 and for the year ended March 31, 2022 were as follows:

	Six Months Ended 9-30-22		Year Ended 3-31-22	
	Shares	Amount	Shares	Amount
<b>Class A shares</b>				
Sold	7,691,689	\$183,236,022	17,271,449	\$459,849,087
Distributions reinvested	—	—	3,233,445	81,870,828
Repurchased	(7,801,351)	(186,358,003)	(11,461,015)	(303,540,324)
<b>Net increase (decrease)</b>	<b>(109,662)</b>	<b>\$(3,121,981)</b>	<b>9,043,879</b>	<b>\$238,179,591</b>
<b>Class C shares</b>				
Sold	225,160	\$5,415,096	670,446	\$17,752,159
Distributions reinvested	—	—	165,026	4,168,561
Repurchased	(374,153)	(8,979,956)	(2,123,525)	(57,000,431)
<b>Net decrease</b>	<b>(148,993)</b>	<b>\$(3,564,860)</b>	<b>(1,288,053)</b>	<b>\$(35,079,711)</b>

	Six Months Ended 9-30-22		Year Ended 3-31-22	
	Shares	Amount	Shares	Amount
<b>Class I shares</b>				
Sold	59,431,941	\$1,507,947,596	158,975,602	\$4,421,157,908
Distributions reinvested	—	—	30,847,582	819,003,301
Repurchased	(69,862,088)	(1,781,433,750)	(101,293,916)	(2,817,335,655)
<b>Net increase (decrease)</b>	<b>(10,430,147)</b>	<b>\$(273,486,154)</b>	<b>88,529,268</b>	<b>\$2,422,825,554</b>
<b>Class R2 shares</b>				
Sold	291,879	\$7,265,018	738,603	\$20,534,775
Distributions reinvested	—	—	216,500	5,726,413
Repurchased	(509,881)	(12,745,875)	(1,225,374)	(34,017,394)
<b>Net decrease</b>	<b>(218,002)</b>	<b>\$(5,480,857)</b>	<b>(270,271)</b>	<b>\$(7,756,206)</b>
<b>Class R4 shares</b>				
Sold	380,028	\$9,624,399	1,442,449	\$40,248,996
Distributions reinvested	—	—	322,842	8,561,772
Repurchased	(585,931)	(14,838,253)	(1,581,351)	(43,886,059)
<b>Net increase (decrease)</b>	<b>(205,903)</b>	<b>\$(5,213,854)</b>	<b>183,940</b>	<b>\$4,924,709</b>
<b>Class R6 shares</b>				
Sold	24,541,732	\$635,543,432	50,998,138	\$1,417,851,144
Distributions reinvested	—	—	10,321,964	273,841,708
Repurchased	(21,554,522)	(556,160,776)	(30,824,404)	(858,350,948)
<b>Net increase</b>	<b>2,987,210</b>	<b>\$79,382,656</b>	<b>30,495,698</b>	<b>\$833,341,904</b>
<b>Total net increase (decrease)</b>	<b>(8,125,497)</b>	<b>\$(211,485,050)</b>	<b>126,694,461</b>	<b>\$3,456,435,841</b>

#### Note 6 — Purchase and sale of securities

Purchases and sales of securities, other than short-term investments, amounted to \$3,953,378,938 and \$4,075,621,662, respectively, for the six months ended September 30, 2022.

#### Note 7 — Investment in affiliated underlying funds

The fund may invest in affiliated underlying funds that are managed by the Advisor and its affiliates. Information regarding the fund's fiscal year to date purchases and sales of the affiliated underlying funds as well as income and capital gains earned by the fund, if any, is as follows:

Affiliate	Ending share amount	Beginning value	Cost of purchases	Proceeds from shares sold	Realized gain (loss)	Change in unrealized appreciation (depreciation)	Dividends and distributions		Ending value
							Income distributions received	Capital gain distributions received	
John Hancock Collateral Trust*	—	\$33,247,148	\$81,993,703	\$(115,238,748)	\$(105)	\$(1,998)	\$7,614	—	—

\* Refer to the Securities lending note within Note 2 for details regarding this investment.

**Note 8 — Coronavirus (COVID-19) pandemic**

The COVID-19 disease has resulted in significant disruptions to global business activity. A widespread health crisis such as a global pandemic could cause substantial market volatility, exchange-trading suspensions, and closures, which may lead to less liquidity in certain instruments, industries, sectors or the markets generally, and may ultimately affect fund performance.

## SHAREHOLDER MEETING

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The fund held a Special Joint Meeting of Shareholders on Friday, September 9, 2022. The following proposal was considered by the shareholders:

THE PROPOSAL PASSED ON SEPTEMBER 9, 2022

**Proposal:** To elect eight Trustees as members of the Board of Trustees of each of the Trusts.

	<b>Total votes for the nominee</b>	<b>Total votes withheld from the nominee</b>
<b>Independent Trustees</b>		
James R. Boyle	1,409,775,493.514	15,295,731.365
Frances G. Rathke	1,409,882,732.809	15,188,492.070
Noni L. Ellison	1,411,065,236.157	14,005,988.722
Dean Garfield	1,409,601,084.314	15,470,140.565
Patricia Lizarraga	1,410,809,328.457	14,261,896.422
<b>Non-Independent Trustees</b>		
Andrew G. Arnott	1,410,004,927.170	15,066,297.709
Marianne Harrison	1,410,636,974.305	14,434,250.574
Paul Lorentz	1,409,775,645.079	15,295,579.800

## EVALUATION OF ADVISORY AND SUBADVISORY AGREEMENTS BY THE BOARD OF TRUSTEES

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This section describes the evaluation by the Board of Trustees (the Board) of John Hancock Funds III (the Trust) of the Advisory Agreement (the Advisory Agreement) with John Hancock Investment Management, LLC (the Advisor) and the Subadvisory Agreement (the Subadvisory Agreement) with Boston Partners Global Investors, Inc. (the Subadvisor), for John Hancock Disciplined Value Mid Cap Fund (the fund). The Advisory Agreement and Subadvisory Agreement are collectively referred to as the Agreements. Prior to the June 21-23, 2022 videoconference<sup>1</sup> meeting at which the Agreements were approved, the Board also discussed and considered information regarding the proposed continuation of the Agreements at the videoconference meeting held on May 24-25, 2022. The Trustees who are not “interested persons” of the Trust as defined by the Investment Company Act of 1940, as amended (the “1940 Act”) (the “Independent Trustees”) also met separately to evaluate and discuss the information presented, including with counsel to the Independent Trustees and a third-party consulting firm.

### Approval of Advisory and Subadvisory Agreements

At videoconference meetings held on June 21-23, 2022, the Board, including the Trustees who are not parties to any Agreement or considered to be interested persons of the Trust under the 1940 Act, reapproved for an annual period the continuation of the Advisory Agreement between the Trust and the Advisor and the Subadvisory Agreement between the Advisor and the Subadvisor with respect to the fund.

In considering the Advisory Agreement and the Subadvisory Agreement, the Board received in advance of the meetings a variety of materials relating to the fund, the Advisor and the Subadvisor, including comparative performance, fee and expense information for a peer group of similar funds prepared by an independent third-party provider of fund data, performance information for an applicable benchmark index; and, with respect to the Subadvisor, comparative performance information for comparably managed accounts, as applicable, and other information provided by the Advisor and the Subadvisor regarding the nature, extent and quality of services provided by the Advisor and the Subadvisor under their respective Agreements, as well as information regarding the Advisor’s revenues and costs of providing services to the fund and any compensation paid to affiliates of the Advisor. At the meetings at which the renewal of the Advisory Agreement and Subadvisory Agreement are considered, particular focus is given to information concerning fund performance, comparability of fees and total expenses, and profitability. However, the Board notes that the evaluation process with respect to the Advisor and the Subadvisor is an ongoing one. In this regard, the Board also took into account discussions with management and information provided to the Board (including its various committees) at prior meetings with respect to the services provided by the Advisor and the Subadvisor to the fund, including quarterly performance reports prepared by management containing reviews of investment results and prior presentations from the Subadvisor with respect to the fund. The information received and considered by the Board in connection with the May and June meetings and throughout the year was both written and oral. The Board also considered the nature, quality, and extent of non-advisory services, if any, to be provided to the fund by the Advisor’s affiliates, including distribution services. The Board considered the Advisory Agreement and the Subadvisory Agreement separately in the course of its review. In doing so, the Board noted the respective roles of the Advisor and Subadvisor in providing services to the fund.

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<sup>1</sup>On June 19, 2020, as a result of health and safety measures put in place to combat the global COVID-19 pandemic, the Securities and Exchange Commission issued an exemptive order (the “Order”) pursuant to Sections 6(c) and 38(a) of the Investment Company Act of 1940, as amended (the “1940 Act”), that temporarily exempts registered investment management companies from the in-person voting requirements under the 1940 Act, subject to certain requirements, including that votes taken pursuant to the Order are ratified at the next in-person meeting. The Board determined that reliance on the Order was necessary or appropriate due to the circumstances related to current or potential effects of COVID-19 and therefore, the Board’s May and June meetings were held via videoconference in reliance on the Order. This exemptive order supersedes, in part, a similar earlier exemptive order issued by the SEC.



Throughout the process, the Board asked questions of and requested additional information from management. The Board is assisted by counsel for the Trust and the Independent Trustees are also separately assisted by independent legal counsel throughout the process. The Independent Trustees also received a memorandum from their independent legal counsel discussing the legal standards for their consideration of the proposed continuation of the Agreements and discussed the proposed continuation of the Agreements in private sessions with their independent legal counsel at which no representatives of management were present.

### **Approval of Advisory Agreement**

In approving the Advisory Agreement with respect to the fund, the Board, including the Independent Trustees, considered a variety of factors, including those discussed below. The Board also considered other factors (including conditions and trends prevailing generally in the economy, the securities markets, and the industry) and did not treat any single factor as determinative, and each Trustee may have attributed different weights to different factors. The Board's conclusions may be based in part on its consideration of the advisory and subadvisory arrangements in prior years and on the Board's ongoing regular review of fund performance and operations throughout the year.

*Nature, extent, and quality of services.* Among the information received by the Board from the Advisor relating to the nature, extent, and quality of services provided to the fund, the Board reviewed information provided by the Advisor relating to its operations and personnel, descriptions of its organizational and management structure, and information regarding the Advisor's compliance and regulatory history, including its Form ADV. The Board also noted that on a regular basis it receives and reviews information from the Trust's Chief Compliance Officer (CCO) regarding the fund's compliance policies and procedures established pursuant to Rule 38a-1 under the 1940 Act. The Board observed that the scope of services provided by the Advisor, and of the undertakings required of the Advisor in connection with those services, including maintaining and monitoring its own and the fund's compliance programs, risk management programs, liquidity management programs and cybersecurity programs, had expanded over time as a result of regulatory, market and other developments. The Board considered that the Advisor is responsible for the management of the day-to-day operations of the fund, including, but not limited to, general supervision of and coordination of the services provided by the Subadvisor, and is also responsible for monitoring and reviewing the activities of the Subadvisor and other third-party service providers. The Board considered the significant risks assumed by the Advisor in connection with the services provided to the fund including entrepreneurial risk in sponsoring new funds and ongoing risks including investment, operational, enterprise, litigation, regulatory and compliance risks with respect to all funds.

In considering the nature, extent, and quality of the services provided by the Advisor, the Trustees also took into account their knowledge of the Advisor's management and the quality of the performance of the Advisor's duties, through Board meetings, discussions and reports during the preceding year and through each Trustee's experience as a Trustee of the Trust and of the other trusts in the John Hancock group of funds complex (the John Hancock Fund Complex).

In the course of their deliberations regarding the Advisory Agreement, the Board considered, among other things:

- (a) the skills and competency with which the Advisor has in the past managed the Trust's affairs and its subadvisory relationship, the Advisor's oversight and monitoring of the Subadvisor's investment performance and compliance programs, such as the Subadvisor's compliance with fund policies and objectives, review of brokerage matters, including with respect to trade allocation and best execution and the Advisor's timeliness in responding to performance issues;
- (b) the background, qualifications and skills of the Advisor's personnel;
- (c) the Advisor's compliance policies and procedures and its responsiveness to regulatory changes and fund industry developments;

- (d) the Advisor's administrative capabilities, including its ability to supervise the other service providers for the fund, as well as the Advisor's oversight of any securities lending activity, its monitoring of class action litigation and collection of class action settlements on behalf of the fund, and bringing loss recovery actions on behalf of the fund;
- (e) the financial condition of the Advisor and whether it has the financial wherewithal to provide a high level and quality of services to the fund;
- (f) the Advisor's initiatives intended to improve various aspects of the Trust's operations and investor experience with the fund; and
- (g) the Advisor's reputation and experience in serving as an investment advisor to the Trust and the benefit to shareholders of investing in funds that are part of a family of funds offering a variety of investments.

The Board concluded that the Advisor may reasonably be expected to continue to provide a high quality of services under the Advisory Agreement with respect to the fund.

Investment performance. In considering the fund's performance, the Board noted that it reviews at its regularly scheduled meetings information about the fund's performance results. In connection with the consideration of the Advisory Agreement, the Board:

- (a) reviewed information prepared by management regarding the fund's performance;
- (b) considered the comparative performance of an applicable benchmark index;
- (c) considered the performance of comparable funds, if any, as included in the report prepared by an independent third-party provider of fund data; and
- (d) took into account the Advisor's analysis of the fund's performance and its plans and recommendations regarding the Trust's subadvisory arrangements generally.

The Board noted that while it found the data provided by the independent third-party generally useful it recognized its limitations, including in particular that data may vary depending on the end date selected and the results of the performance comparisons may vary depending on the selection of the peer group. The Board noted that the fund outperformed its benchmark index for the three-, five- and ten-year periods ended December 31, 2021 and underperformed for the one-year period. The Board also noted that the fund outperformed its peer group median for the three-, five- and ten-year periods ended December 31, 2021 and underperformed for the one-year period. The Board took into account management's discussion of the fund's performance, including the favorable performance relative to the benchmark index and to the peer group median for the three-, five- and ten-year periods. The Board concluded that the fund's performance has generally been in line with or outperformed the historical performance of comparable funds and the fund's benchmark index.

Fees and expenses. The Board reviewed comparative information prepared by an independent third-party provider of fund data, including, among other data, the fund's contractual and net management fees (and subadvisory fees, to the extent available) and total expenses as compared to similarly situated investment companies deemed to be comparable to the fund in light of the nature, extent and quality of the management and advisory and subadvisory services provided by the Advisor and the Subadvisor. The Board considered the fund's ranking within a smaller group of peer funds chosen by the independent third-party provider, as well as the fund's ranking within a broader group of funds. In comparing the fund's contractual and net management fees to those of comparable funds, the Board noted that such fees include both advisory and administrative costs. The Board noted that net management fees and net total expenses for the fund are higher than the peer group median.

The Board took into account management's discussion of the fund's expenses. The Board took into account management's discussion with respect to the overall management fee and the fees of the Subadvisor, including the amount of the advisory fee retained by the Advisor after payment of the subadvisory fee, in each case in light of the services rendered for those amounts and the risks undertaken by the Advisor. The Board also noted that the Advisor pays the subadvisory fee, and that such fees are negotiated at arm's length with respect to the Subadvisor. In addition, the Board took into account that management had agreed to implement an overall fee waiver across the complex, including the fund, which is discussed further below. The Board also noted actions taken over the past several years to reduce the fund's operating expenses. The Board also noted that, in addition, the fund has breakpoints in its contractual management fee schedule that reduces management fees as assets increase. The Board also noted that the fund's distributor, an affiliate of the Advisor, has agreed to waive a portion of its Rule 12b-1 fee for a share class of the fund. The Board reviewed information provided by the Advisor concerning the investment advisory fee charged by the Advisor or one of its advisory affiliates to other clients (including other funds in the John Hancock Fund Complex) having similar investment mandates, if any. The Board considered any differences between the Advisor's and Subadvisor's services to the fund and the services they provide to other comparable clients or funds. The Board concluded that the advisory fee paid with respect to the fund is reasonable in light of the nature, extent and quality of the services provided to the fund under the Advisory Agreement.

Profitability/Fall out benefits. In considering the costs of the services to be provided and the profits to be realized by the Advisor and its affiliates from the Advisor's relationship with the Trust, the Board:

- (a) reviewed financial information of the Advisor;
- (b) reviewed and considered information presented by the Advisor regarding the net profitability to the Advisor and its affiliates with respect to the fund;
- (c) received and reviewed profitability information with respect to the John Hancock Fund Complex as a whole and with respect to the fund;
- (d) received information with respect to the Advisor's allocation methodologies used in preparing the profitability data and considered that the Advisor hired an independent third-party consultant to provide an analysis of the Advisor's allocation methodologies;
- (e) considered that the John Hancock insurance companies that are affiliates of the Advisor, as shareholders of the Trust directly or through their separate accounts, receive certain tax credits or deductions relating to foreign taxes paid and dividends received by certain funds of the Trust and noted that these tax benefits, which are not available to participants in qualified retirement plans under applicable income tax law, are reflected in the profitability information reviewed by the Board;
- (f) considered that the Advisor also provides administrative services to the fund on a cost basis pursuant to an administrative services agreement;
- (g) noted that affiliates of the Advisor provide transfer agency services and distribution services to the fund, and that the fund's distributor also receives Rule 12b-1 payments to support distribution of the fund;
- (h) noted that the Advisor also derives reputational and other indirect benefits from providing advisory services to the fund;
- (i) noted that the subadvisory fee for the fund is paid by the Advisor and is negotiated at arm's length;
- (j) considered the Advisor's ongoing costs and expenditures necessary to improve services, meet new regulatory and compliance requirements, and adapt to other challenges impacting the fund industry; and

- (k) considered that the Advisor should be entitled to earn a reasonable level of profits in exchange for the level of services it provides to the fund and the risks that it assumes as Advisor, including entrepreneurial, operational, reputational, litigation and regulatory risk.

Based upon its review, the Board concluded that the level of profitability, if any, of the Advisor and its affiliates from their relationship with the fund was reasonable and not excessive.

Economies of scale. In considering the extent to which economies of scale would be realized as the fund grows and whether fee levels reflect these economies of scale for the benefit of fund shareholders, the Board:

- (a) considered that the Advisor has contractually agreed to waive a portion of its management fee for certain funds of the John Hancock Fund Complex, including the fund (the participating portfolios) or otherwise reimburse the expenses of the participating portfolios (the reimbursement). This waiver is based upon aggregate net assets of all the participating portfolios. The amount of the reimbursement is calculated daily and allocated among all the participating portfolios in proportion to the daily net assets of each fund;
- (b) reviewed the fund's advisory fee structure and concluded that: (i) the fund's fee structure contains breakpoints at the subadvisory fee level and that such breakpoints are reflected as breakpoints in the advisory fees for the fund; and (ii) although economies of scale cannot be measured with precision, these arrangements permit shareholders of the fund to benefit from economies of scale if the fund grows. The Board also took into account management's discussion of the fund's advisory fee structure; and
- (c) the Board also considered the effect of the fund's growth in size on its performance and fees. The Board also noted that if the fund's assets increase over time, the fund may realize other economies of scale.

### **Approval of Subadvisory Agreement**

In making its determination with respect to approval of the Subadvisory Agreement, the Board reviewed:

- (1) information relating to the Subadvisor's business, including current subadvisory services to the Trust (and other funds in the John Hancock Fund Complex);
- (2) the historical and current performance of the fund and comparative performance information relating to an applicable benchmark index and comparable funds;
- (3) the subadvisory fee for the fund, including any breakpoints, and to the extent available, comparable fee information prepared by an independent third party provider of fund data; and
- (4) information relating to the nature and scope of any material relationships and their significance to the Trust's Advisor and Subadvisor.

Nature, extent, and quality of services. With respect to the services provided by the Subadvisor, the Board received information provided to the Board by the Subadvisor, including the Subadvisor's Form ADV, as well as took into account information presented throughout the past year. The Board considered the Subadvisor's current level of staffing and its overall resources, as well as received information relating to the Subadvisor's compensation program. The Board reviewed the Subadvisor's history and investment experience, as well as information regarding the qualifications, background, and responsibilities of the Subadvisor's investment and compliance personnel who provide services to the fund. The Board also considered, among other things, the Subadvisor's compliance program and any disciplinary history. The Board also considered the Subadvisor's risk assessment and monitoring process. The Board reviewed the Subadvisor's regulatory history, including whether it was involved in any regulatory actions or investigations as well as material litigation, and any settlements and amelioratory actions undertaken, as appropriate. The Board noted that the Advisor conducts regular, periodic reviews of the Subadvisor and its

operations, including regarding investment processes and organizational and staffing matters. The Board also noted that the Trust's CCO and his staff conduct regular, periodic compliance reviews with the Subadvisor and present reports to the Independent Trustees regarding the same, which includes evaluating the regulatory compliance systems of the Subadvisor and procedures reasonably designed to assure compliance with the federal securities laws. The Board also took into account the financial condition of the Subadvisor.

The Board considered the Subadvisor's investment process and philosophy. The Board took into account that the Subadvisor's responsibilities include the development and maintenance of an investment program for the fund that is consistent with the fund's investment objective, the selection of investment securities and the placement of orders for the purchase and sale of such securities, as well as the implementation of compliance controls related to performance of these services. The Board also received information with respect to the Subadvisor's brokerage policies and practices, including with respect to best execution and soft dollars.

Subadvisor compensation. In considering the cost of services to be provided by the Subadvisor and the profitability to the Subadvisor of its relationship with the fund, the Board noted that the fees under the Subadvisory Agreement are paid by the Advisor and not the fund.

The Board also relied on the ability of the Advisor to negotiate the Subadvisory Agreement with the Subadvisor, which is not affiliated with the Advisor, and the fees thereunder at arm's length. As a result, the costs of the services to be provided and the profits to be realized by the Subadvisor from its relationship with the Trust were not a material factor in the Board's consideration of the Subadvisory Agreement.

The Board also received information regarding the nature and scope (including their significance to the Advisor and its affiliates and to the Subadvisor) of any material relationships with respect to the Subadvisor, which include arrangements in which the Subadvisor or its affiliates provide advisory, distribution, or management services in connection with financial products sponsored by the Advisor or its affiliates, and may include other registered investment companies, a 529 education savings plan, managed separate accounts and exempt group annuity contracts sold to qualified plans. The Board also received information and took into account any other potential conflicts of interest the Advisor might have in connection with the Subadvisory Agreement.

In addition, the Board considered other potential indirect benefits that the Subadvisor and its affiliates may receive from the Subadvisor's relationship with the fund, such as the opportunity to provide advisory services to additional funds in the John Hancock Fund Complex and reputational benefits.

Subadvisory fees. The Board considered that the fund pays an advisory fee to the Advisor and that, in turn, the Advisor pays a subadvisory fee to the Subadvisor. As noted above, the Board also considered the fund's subadvisory fees as compared to similarly situated investment companies deemed to be comparable to the fund as included in the report prepared by the independent third party provider of fund data, to the extent available. The Board noted that the limited size of the Lipper peer group was not sufficient for comparative purposes. The Board also took into account the subadvisory fees paid by the Advisor to the Subadvisor with respect to the fund and compared them to fees charged by the Subadvisor to manage other subadvised portfolios and portfolios not subject to regulation under the 1940 Act, as applicable.

Subadvisor performance. As noted above, the Board considered the fund's performance as compared to the fund's peer group median and the benchmark index and noted that the Board reviews information about the fund's performance results at its regularly scheduled meetings. The Board noted the Advisor's expertise and resources in monitoring the performance, investment style and risk-adjusted performance of the Subadvisor. The Board was mindful of the Advisor's focus on the Subadvisor's performance. The Board also noted the Subadvisor's long-term performance record for similar accounts, as applicable.

The Board's decision to approve the Subadvisory Agreement was based on a number of determinations, including the following:

- (1) the Subadvisor has extensive experience and demonstrated skills as a manager;

- (2) the performance of the fund has generally been in line with or outperformed the historical performance of comparable funds and the fund's benchmark index;
- (3) subadvisory fee is reasonable in relation to the level and quality of services being provided under the Subadvisory Agreement; and
- (4) noted that the subadvisory fees are paid by the Advisor not the fund and that the subadvisory fee breakpoints are reflected as breakpoints in the advisory fees for the fund in order to permit shareholders to benefit from economies of scale if the fund grows.

\* \* \*

Based on the Board's evaluation of all factors that the Board deemed to be material, including those factors described above, the Board, including the Independent Trustees, concluded that renewal of the Advisory Agreement and the Subadvisory Agreement would be in the best interest of the fund and its shareholders. Accordingly, the Board, and the Independent Trustees voting separately, approved the Advisory Agreement and Subadvisory Agreement for an additional one-year period.

# More information

## Trustees

Hassell H. McClellan, *Chairperson*  
Steven R. Pruchansky, *Vice Chairperson*  
Andrew G. Arnott<sup>†</sup>  
James R. Boyle  
Peter S. Burgess<sup>\*</sup>  
William H. Cunningham<sup>\*</sup>  
Grace K. Fey  
Noni L. Ellison<sup>^</sup>  
Dean C. Garfield<sup>^</sup>  
Marianne Harrison<sup>†</sup>  
Deborah C. Jackson  
Patricia Lizarraga<sup>\*,^</sup>  
Paul Lorentz<sup>†</sup>  
Frances G. Rathke<sup>\*</sup>  
Gregory A. Russo

## Officers

Andrew G. Arnott  
*President*  
Charles A. Rizzo  
*Chief Financial Officer*  
Salvatore Schiavone  
*Treasurer*  
Christopher (Kit) Sechler  
*Secretary and Chief Legal Officer*  
Trevor Swanberg  
*Chief Compliance Officer*

<sup>†</sup> Non-Independent Trustee

<sup>\*</sup> Member of the Audit Committee

<sup>^</sup> Elected to serve as Independent Trustee effective as of September 9, 2022.

<sup>‡</sup> Elected to serve as Non-Independent Trustee effective as of September 9, 2022.

The fund's proxy voting policies and procedures, as well as the fund proxy voting record for the most recent twelve-month period ended June 30, are available free of charge on the Securities and Exchange Commission (SEC) website at [sec.gov](http://sec.gov) or on our website.

All of the fund's holdings as of the end of the third month of every fiscal quarter are filed with the SEC on Form N-PORT within 60 days of the end of the fiscal quarter. The fund's Form N-PORT filings are available on our website and the SEC's website, [sec.gov](http://sec.gov).

We make this information on your fund, as well as **monthly portfolio holdings**, and other fund details available on our website at [jihinvestments.com](http://jihinvestments.com) or by calling 800-225-5291.

You can also contact us:

**800-225-5291**  
**[jihinvestments.com](http://jihinvestments.com)**

**Regular mail:**  
John Hancock Signature Services, Inc.  
P.O. Box 219909  
Kansas City, MO 64121-9909

**Express mail:**  
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430 W 7<sup>th</sup> Street  
Suite 219909  
Kansas City, MO 64105-1407

## Investment advisor

John Hancock Investment Management LLC

## Subadvisor

Boston Partners Global Investors, Inc.

## Portfolio Managers

Joseph F. Feeny, Jr., CFA  
Steven L. Pollack, CFA

## Principal distributor

John Hancock Investment Management Distributors LLC

## Custodian

State Street Bank and Trust Company

## Transfer agent

John Hancock Signature Services, Inc.

## Legal counsel

K&L Gates LLP

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### **Brokerage account shareholders**

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## ONLINE

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- Visit **jhinvestments.com** to access a range of resources for individual investors, from account details and fund information to forms and our latest insight on the markets and economy.
- Use our **Fund Compare** tool to compare thousands of funds and ETFs across dozens of risk and performance metrics—all powered by Morningstar.
- Visit our online **Tax Center**, where you'll find helpful taxpayer resources all year long, including tax forms, planning guides, and other fund-specific information.
- Follow us on **Facebook, Twitter, and LinkedIn** to get the latest updates on the markets and what's trending now.

## BY PHONE

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Call our customer service representatives at 800-225-5291, Monday to Thursday, 8:00 A.M. to 7:00 P.M., and Friday, 8:00 A.M. to 6:00 P.M., Eastern time. We're here to help!









# John Hancock family of funds

## **U.S. EQUITY FUNDS**

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Blue Chip Growth  
Classic Value  
Disciplined Value  
Disciplined Value Mid Cap  
Equity Income  
Financial Industries  
Fundamental All Cap Core  
Fundamental Large Cap Core  
Mid Cap Growth  
New Opportunities  
Regional Bank  
Small Cap Core  
Small Cap Growth  
Small Cap Value  
U.S. Global Leaders Growth  
U.S. Growth

## **INTERNATIONAL EQUITY FUNDS**

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Disciplined Value International  
Emerging Markets  
Emerging Markets Equity  
Fundamental Global Franchise  
Global Environmental Opportunities  
Global Equity  
Global Shareholder Yield  
Global Thematic Opportunities  
International Dynamic Growth  
International Growth  
International Small Company

## **FIXED-INCOME FUNDS**

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Bond  
California Municipal Bond  
Emerging Markets Debt  
Floating Rate Income  
Government Income  
High Yield  
High Yield Municipal Bond  
Income  
Investment Grade Bond  
Money Market  
Municipal Opportunities  
Opportunistic Fixed Income  
Short Duration Bond  
Short Duration Municipal Opportunities  
Strategic Income Opportunities

## **ALTERNATIVE FUNDS**

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Alternative Asset Allocation  
Diversified Macro  
Infrastructure  
Multi-Asset Absolute Return  
Real Estate Securities  
Seaport Long/Short

**A fund's investment objectives, risks, charges, and expenses should be considered carefully before investing. The prospectus contains this and other important information about the fund. To obtain a prospectus, contact your financial professional, call John Hancock Investment Management at 800-225-5291, or visit our website at [jhinvestments.com](http://jhinvestments.com). Please read the prospectus carefully before investing or sending money.**

## **EXCHANGE-TRADED FUNDS**

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John Hancock Corporate Bond ETF  
John Hancock Mortgage-Backed Securities ET  
John Hancock Multifactor Developed International ETF  
John Hancock Multifactor Emerging Markets ETF  
John Hancock Multifactor Large Cap ETF  
John Hancock Multifactor Mid Cap ETF  
John Hancock Multifactor Small Cap ETF  
John Hancock Preferred Income ETF  
John Hancock U.S. High Dividend ETF

## **ENVIRONMENTAL, SOCIAL, AND GOVERNANCE FUNDS**

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ESG Core Bond  
ESG International Equity  
ESG Large Cap Core

## **ASSET ALLOCATION/TARGET DATE FUNDS**

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Balanced  
Multi-Asset High Income  
Multi-Index Lifetime Portfolios  
Multi-Index Preservation Portfolios  
Multimanager Lifestyle Portfolios  
Multimanager Lifetime Portfolios

## **CLOSED-END FUNDS**

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Asset-Based Lending  
Financial Opportunities  
Hedged Equity & Income  
Income Securities Trust  
Investors Trust  
Preferred Income  
Preferred Income II  
Preferred Income III  
Premium Dividend  
Tax-Advantaged Dividend Income  
Tax-Advantaged Global Shareholder Yield

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 Investment Management

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