

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Manning &amp; Napier Fund, Inc. - World Opportunities Series</b>		2 Issuer's employer identification number (EIN) <b>16-1501064</b>	
3 Name of contact for additional information <b>Manning &amp; Napier Fund, Inc. - Fund Services</b>	4 Telephone No. of contact <b>1-800-466-3863</b>	5 Email address of contact <b>MFSERVICE@manning-napier.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>290 Woodcliff Drive</b>		7 City, town, or post office, state, and ZIP code of contact <b>Fairport, NY 14450</b>	
8 Date of action <b>September 21, 2018</b>		9 Classification and description <b>Regulated Investment Company</b>	
10 CUSIP number <b>563821545</b>	11 Serial number(s)	12 Ticker symbol <b>EXWAX</b>	13 Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On September 21, 2018 the Manning & Napier Fund, Inc. - World Opportunities Series ("Acquired Series") merged into the Manning & Napier Fund, Inc. - Overseas Series ("Acquiring Series") in a tax-free reorganization. Pursuant to the terms of the merger, shares of the Acquired Series were exchanged for shares of the Acquiring Series on the valuation of the shares on September 21, 2018.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ A shareholder's aggregate basis in the shares of the Acquiring Series will be the same as their aggregate basis in shares of the Acquired Series that were surrendered in exchange for the shares of the Acquiring Series.

For each share of the Acquired Series surrendered, shareholders received 0.330372 shares of Class S of the Acquiring Series.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ There was no change to the aggregate basis as a result of this reorganization. The exchange ratios for this tax-free reorganization were based on the net asset values ("NAVs") of the Acquired Series and the Acquiring Series as of September 21, 2018. The NAVs as of September 21, 2018 are as follows:

Manning & Napier Fund, Inc. - World Opportunities Series	\$8.1668
Manning & Napier Fund, Inc. - Overseas Series	\$24.72 for Class S

