

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Manning & Napier Fund, Inc. - Pro-Blend Conservative Term Series		26-3682918	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Manning & Napier Fund Services	1-800-466-3863	mfservice@manning-napier.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and ZIP code of contact	
290 Woodcliff Drive		Fairport, NY 14450	
8 Date of action		9 Classification and description	
November 4, 2022		0.692071-for-1 reverse stock split Class I 0.649731-for-1 reverse stock split Class L 0.651270-for-1 reverse stock split Class R	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
56382P690 Class I 56382P633 Class L 563821628 Class R	N/A	MNCIX Class I MNCCX Class L MNCRX Class R	N/A

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 ▶ Effective at the close of business on November 4, 2022, the Manning & Napier Fund, Inc. Pro-Blend Conservative Term Series conducted a 0.692071 share split on the Series' Class I. Pursuant to the reverse stock split, every 100 shares issued and outstanding on Pro-Blend Conservative Class I converted into 69.207 shares.
The Manning & Napier Fund, Inc Pro-Blend Conservative Term Series conducted a 0.649731 share split on the Series' Class L. Pursuant to the reverse stock split, every 100 shares issued and outstanding on Pro-Blend Conservative Class L converted into 64.973 shares. The Manning & Napier Fund, Inc. Pro-Blend Conservative Term Series
conducted a 0.651270 share split on the Series' Class R. Pursuant to the reverse stock split, every 100 shares issued and outstanding on Pro-Blend Conservative Class R converted into 65.127 shares.

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 ▶ The reverse stock split was a non-taxable transaction. Upon the effective date of the reverse stock split, each shareholder of Pro-Blend Conservative Term Series Class I received 69.207 shares in exchange for every 100 shares held, Class L received 64.973 shares in exchange for every 100 share held, and Class R received 65.127 shares in exchange for every 100 shares held.. As a result of the reverse stock split, shareholders will be required to allocate the aggregate tax basis in their shares held immediately prior to the reverse stock split among the shares held immediately after the transaction (including fractional shares deemed received).

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 ▶ *While the basis "per share" is impacted, the basis of the shareholder's total investment remained the same.

