

SUN LIFE FINANCIAL PLANS, INC.

MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS

Held on 01 March 2023 at 11:23 a.m. to 11:27 a.m.

Stockholders Present:	Number of Shares Held:	
	Common	Preferred
SUN LIFE OF CANADA (PHILIPPINES), INC. <i>- represented by Benedicto C. Sison</i>	2,999,995	2,000,000
FRANCISCO S.A. SANDEJAS*	1	0
BENEDICTO C. SISON	1	0
MARIA SACHIKO A. PANG	1	0
LUCY C.L. CHOU	1	0
OSCAR S. REYES*	1	0
<i>Total number of shares represented</i>	<u>3,000,000</u>	<u>2,000,000</u>
<i>Out of the total outstanding shares of</i>	3,000,000	2,000,000

ALSO PRESENT:

LEO CARL T. CHIN
CANDY S. ESTEBAN
ABIGAIL L. VIAJE
RIA V. MERCADO
IVAN P. CORCUERA
GAURAV MISHRA
PIA ANGELICA C. JAVIER
EDGAR S. TORDESILLAS
ANNA KATRINA C. KABIGTING-IBERO
HOPE JAN C. CANDIDO
MARIA JUNIFER L. MALIGLIG

**Independent Director*

1. CALL TO ORDER

Ms. Lucy C.L. Chou, Chairman, called the Annual Meeting of the Stockholders of Sun Life Financial Plans, Inc. ("SLFPI" or the "Corporation") to order and presided over the same. The Assistant Corporate Secretary, Atty. Hope Jan C. Candido, recorded the meeting and was requested to prepare the minutes of the meeting.

2. CERTIFICATION OF NOTICE AND QUORUM

The Corporate Secretary, Atty. Anna Katrina C Kabigting-Ibero, certified that all stockholders of the Corporation were duly notified of the meeting and that there was a quorum to transact business, there being present and/or represented by proxy 100% of the outstanding capital stock. Mr. Benedicto C. Sison holds the proxy for Sun Life of Canada (Philippines), Inc., the 100% owner of the Corporation.

3. MINUTES OF THE PREVIOUS MEETING

Upon motion duly made and seconded, with no objections, dissenting, or abstaining votes having been recorded, the minutes of the meeting held on 02 March 2022 were unanimously approved.

4. MATTERS ARISING FROM THE MINUTES OF THE PREVIOUS MEETING

There were no matters arising from the previous meeting and the stockholders proceeded to the next item on the agenda.

5. CONFIRMATION AND RATIFICATION OF ALL ACTS AND PROCEEDINGS OF THE BOARD OF DIRECTORS AND CORPORATE OFFICERS

After discussion, upon motion duly made and seconded, the stockholders unanimously approved the following resolution, with no objections, dissenting or abstaining votes having been recorded:

"RESOLVED, that all resolutions, acts, and proceedings of the Board of Directors and the corporate officers of Sun Life Financial Plans, Inc. from 2022 up to the present be, as they are hereby, approved, confirmed, and ratified as if each of such resolutions, acts, and proceedings had been adopted with specific and special authorization by the stockholders in a meeting duly convoked and held."

6. ANNUAL REPORT ON OPERATIONS

Ms. Maria Sachiko A. Pang, President, dispensed with the Annual Report on Operations since the matter was already presented in the: (a) Business Highlights as of Q3 2022 in the Board Meeting of the Corporation held on 05 December 2022; and (b) Financial Review Summary as of Q4 2022 in the Audit, Compliance and Corporate Governance Committee Meeting of the Corporation held on 01 March 2023.

The Stockholders agreed with Ms. Pang’s request and proceeded with the next item on the agenda.

7. ELECTION OF DIRECTORS FOR 2023-2024

Upon motion duly made and seconded, the stockholders unanimously approved the following resolution, with no objections, dissenting or abstaining vote having been recorded:

“RESOLVED, that the following be, as they are hereby, elected as the Directors of Sun Life Financial Plans, Inc. for the year 2023-2024 and until their successors shall have been duly elected and qualified:

“Chia-Ling Chou a.k.a Lucy Chou, Chairman
 Maria Sachiko A. Pang
 Benedicto C. Sison
 Oscar S. Reyes (independent)
 Francisco S.A. Sandejas (independent).”

8. APPOINTMENT OF EXTERNAL AUDITOR

After discussion, and upon motion made and duly seconded, the stockholders unanimously approved the following resolution, with no objections dissenting or abstaining vote recorded:

“RESOLVED, that the firm Navarro Amper & Co./ Deloitte Touche Tohmatsu be appointed as the External Auditor of Sun Life Financial Plans, Inc. (the “Corporation”) for the audit year 2023.

“RESOLVED FURTHER, that any two (2) of the following officers, acting jointly, namely, the President and Treasurer, be appointed as the Corporation’s representatives to execute and sign, on behalf of the Corporation, such deeds and instruments as may be necessary to implement the foregoing.”

Tabulation of Votes for items 3, 5, 7 and 8		
Shareholder	Ownership	Vote
SUN LIFE OF CANADA (PHILIPPINES), INC. <i>(represented by its proxy, Benedicto C. Sison)</i>	4,999,995	Approve
Lucy C.L. Chou	1	Approve
Francisco S.A. Sandejas	1	Approve

Maria Sachiko A. Pang	1	Approve
Benedicto C. Sison	1	Approve
Oscar S. Reyes	1	Approve
Total Approving: 5,000,000 / 5,000,000 or 100% of the outstanding capital stock		
Total Dissenting: 0		
Total Abstaining: 0		

9. OTHER MATTERS and ADJOURNMENT

There being no other matter to discuss, the meeting was adjourned at 11:27 a.m.

HOPE JAN C. CANDIDO
Assistant Corporate Secretary

Attested by:

LUCY C.L. CHOU

BENEDICTO C. SISON
*(as Proxy holder of SLOCPI
and Stockholder)*

MARIA SACHIKO A. PANG

OSCAR S. REYES

FRANCISCO S.A. SANDEJAS