

[Redacted]

From: [Redacted]
Sent: Wednesday, May 14, 2025 6:11 PM
To: [Redacted]
Cc: [Redacted]
Subject: Notice of the Annual Meeting of the Stockholders of Sun Life of Canada (Philippines), Inc. to be held on 04 June 2025 at 10:30 a.m. to 10:45 a.m. at the Board Room, 6th Floor Sun Life Centre, 5th Avenue corner Rizal Drive, BGC, Taguig City
Attachments: Annex A. DRAFT Minutes of the 2024 Annual Stockholders Meeting.pdf; Annex B. SLOCPI 2025 BOD Write Up (ASHM).pdf

NOTICE OF THE ANNUAL MEETING OF THE STOCKHOLDERS

SUN LIFE OF CANADA (PHILIPPINES), INC.
 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive,
 Bonifacio Global City, Taguig City, Metro Manila, Philippines

To the Stockholders:

Notice is hereby given that **Sun Life of Canada (Philippines), Inc.** will hold its Annual Stockholders' Meeting on 04 June 2025 at 10:30 a.m. to 10:45 a.m. to be held at the Board Room, 6th Floor Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City. The Stockholders may also attend the meeting through the following Zoom link:

[Redacted]	
Meeting ID	[Redacted]
Connect via Zoom app	[Redacted]
<i>Connect Via the Zoom app to use computer audio and save the toll charge</i>	

The Organizational Meeting of the Board of Directors will be held shortly after the Annual Stockholders' Meeting.

The meeting agenda for the Annual Meeting of the Stockholders shall be as follows:

1. Call to Order
2. Roll Call/Certification of Notice and Quorum
3. Approval of the Minutes of the 2024 Annual Stockholders' Meeting

4. Matters arising from the Previous Meeting's Minutes
5. Confirmation and Ratification of All Acts and Proceedings of the Board of Directors and Corporate Officers
6. Annual Report on Operations
7. Election of Directors for 2025-2026
8. Re-appointment of External Auditor for 2025-2026
9. Other Matters, if any.

The following items shall require a vote from the Stockholders. We recommend that a vote FOR the following items be cast:

- **Approval of the minutes of the previous meeting.** The Stockholders are requested to approve the minutes of the 2024 Annual Stockholders' Meeting held on 04 June 2024. Attached as **Annex "A"**.
- **Matters arising from the Previous Meeting's Minutes.** The relevant officers will discuss outstanding matters for information/notation of Stockholders.
- **Confirmation and Ratification of the Acts of the Board of Directors and Officers.** The Stockholders are requested to confirm, ratify, and approve all the decisions and actions taken by the Directors and Officers for the term 2025 - 2026.
- **Annual Report on Operations.** The President will report on the Corporation's operations for the year 2024. The stockholders will then be requested to note the Annual Report.
- **Election of Directors for the Term 2025 - 2026.** The Stockholders are requested to vote for the following nominees* for director: Benedicto C. Sison, Jonathan Juan D.C. Moreno, Bennet Li, Jose Alphonso T. Sala. Attached as **Annex "B"** containing the nominees' respective short write-ups.
- **Re-appointment of External Auditor for Audit Year 2025.** The Stockholders are requested to vote for the appointment of Navarro Amper & Co./Deloitte Touche Tohmatsu as the External Auditor for the Audit Year of 2025.

**Names and write-ups of the nominees for SLOCPI Independent Directors – to follow*

PROCEDURES FOR PARTICIPATION AND VOTING

1. Stockholders may attend and participate in the meeting either physically or by remote communication, through the Zoom link provided above. Stockholders who attend through any of these means shall be considered present for the purpose of determining quorum.
2. For the election of Directors, each stockholder has one vote per share multiplied by the number of directors to be elected. A stockholder can divide his/her votes among the candidates in accordance with his/her preference.
3. Each proposed resolution will be shown on the screen when taken up at the meeting.
4. Stockholders will be given the opportunity to ask questions and raise comments by remote communication during each presentation. Stockholders may also email their questions and comments in advance to the Corporate Secretary or the Assistant Corporate Secretary through the email addresses provided below.

5. The proceedings of the meeting will be recorded.

Should you have comments, questions or concerns, kindly inform the Corporate Secretary, Atty. Anna Katrina C. Kabigting-Ibero, with email address at [REDACTED] and/or the Assistant Corporate Secretary, Atty. Raizulli M. Nolasco, with email address at Raizulli Nolasco [REDACTED]

Thank you.

[REDACTED]
Legal Department | Sun Life Philippines

[REDACTED]
6F Sun Life Centre Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634



The new My Sun Life PH is here!



SUN LIFE OF CANADA (PHILIPPINES), INC.

MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS

Held on 04 June 2024 from 9:46 a.m. to 9:48 a.m. at the
6F Boardroom Sun Life Centre, Bonifacio Global City, Taguig City
and via Zoom Videoconference

PRESENT:	No. of Shares Held:
JOSE ISIDRO N. CAMACHO*	1
GAURAV MISHRA	1
FRANCISCO S.A. SANDEJAS*^	1
MANJIT SINGH^	1
BENNET LI^	1
BENEDICTO C. SISON	1
SUN LIFE OF CANADA (NETHERLANDS) B.V. <i>represented by its proxy, Benedicto C. Sison</i>	4,999,996 =====
Total:	5,000,002

ALSO PRESENT:

EDGAR S. TORDESILLAS
MARIA SACHIKO A. PANG
CANDY S. ESTEBAN
IVAN P. CORCUERA
RIA V. MERCADO
MARIA TERESA A. CO
JOEL O. BUNGABONG
JOHN PAUL PALPALLATOC
ABIGAIL L. VIAJE
ALFONSO D. QUITANGON
PAOLO P. MACAPAGAL
ANNA KATRINA C. KABIGTING-IBERO
FRANCES IANNA S. CANTO
KAREN ANN M. MERZA

*Independent Director

^Joined via Zoom Videoconference

1. CALL TO ORDER

Mr. Jose Isidro N. Camacho, Chairman, called the meeting of the Stockholders of Sun Life of Canada (Philippines), Inc. (the "Corporation" or "SLOCPI") to order and presided over the same. Atty. Frances Ianna S. Canto, Assistant Corporate Secretary, recorded the minutes thereof.

2. CERTIFICATION OF NOTICE AND QUORUM

The Corporate Secretary, Atty. Anna Katrina C Kabigting-Ibero, confirmed and certified the existence of a quorum.

3. MINUTES OF THE PREVIOUS MEETINGS

Upon motion duly made and seconded, the Stockholders approved the minutes of the Annual Meeting held on 06 June 2023 and the Special Meeting held on 13 March 2024.

Shareholder	Ownership	Vote
SUN LIFE OF CANADA (NETHERLANDS) B.V. (represented by its proxy, Benedicto C. Sison)	4,999,996	Approve
Jose Isidro N. Camacho	1	Approve
Gaurav Mishra	1	Approve
Bennet Li	1	Approve
Francisco S.A. Sandejas	1	Approve
Manjit Singh	1	Approve
Benedicto C. Sison	1	Approve
<i>Total Approving: 100% of the outstanding capital stock</i>		
<i>Total Dissenting: 0</i>		
<i>Total Abstaining: 0</i>		

4. MATTERS ARISING FROM THE PREVIOUS MEETING

The Corporate Secretary informed the Stockholders that there were no matters arising from the previous meeting.

5. RATIFICATION OF THE ACTS OF THE BOARD OF DIRECTORS AND OFFICERS

Upon motion duly made and seconded, the Stockholders approved the following resolution:

“RESOLVED, that all resolutions, acts and proceedings of the Board of Directors and the corporate officers of Sun Life of Canada (Philippines), Inc., 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.”

Shareholder	Ownership	Vote
SUN LIFE OF CANADA (NETHERLANDS) B.V. (represented by its proxy, Benedicto C. Sison)	4,999,996	Approve
Jose Isidro N. Camacho	1	Approve
Gaurav Mishra	1	Approve
Bennet Li	1	Approve
Francisco S.A. Sandejas	1	Approve
Manjit Singh	1	Approve
Benedicto C. Sison	1	Approve
<i>Total Approving: 100% of the outstanding capital stock</i>		
<i>Total Dissenting: 0</i>		
<i>Total Abstaining: 0</i>		

6. ANNUAL REPORT ON OPERATIONS

Mr. Alfonso D. Quitangon, Chief Agency Officer, informed the Stockholders that the Report on Operations is the same report previously presented to the Board of Directors during the March 2024 meeting. Inasmuch as almost all the stockholders were already familiar with the report and had no questions or comments, the stockholders noted the report and moved to the next item on the agenda.

7. ELECTION OF DIRECTORS

The Corporate Secretary reported that the Corporate Governance, Nomination and Remuneration Committee nominates the following as directors for the term 2024 to 2025: Mr. Jose Isidro N. Camacho (independent), Dr. Francisco S.A. Sandejas (independent), Mr. Gaurav Mishra, Mr. Bennet Li, Mr. Benedicto C. Sison, and Mr. Manjit Singh. The Stockholders requested the Corporate Secretary to put on record that Mr. Camacho's election as Independent Director is for a non-extendible period of one year until the next Annual Stockholders' Meeting in June 2025.

Upon motion duly made and seconded, with no comments or objections having been noted, the Stockholders unanimously approved the following resolution:

"RESOLVED, that the following are elected as Directors of Sun Life of Canada (Philippines), Inc., for the period of 2024-2025, to serve until the next Regular Annual Meeting of the Stockholders, and until their successors shall have been duly elected and qualified:

- 1) Jose Isidro N. Camacho (Independent) (*Non-extendible*)
- 2) Francisco S.A. Sandejas (Independent)
- 3) Manjit Singh
- 4) Bennet Li
- 5) Benedicto C. Sison
- 6) Gaurav Mishra"

The Directors thereafter discharged their functions as such.

Shareholder	Ownership	Vote
SUN LIFE OF CANADA (NETHERLANDS) B.V. (represented by its proxy, Benedicto C. Sison)	4,999,996	Approve
Jose Isidro N. Camacho	1	Approve
Gaurav Mishra	1	Approve
Bennet Li	1	Approve
Francisco S.A. Sandejas	1	Approve
Manjit Singh	1	Approve
Benedicto C. Sison	1	Approve
Total Approving: 100% of the outstanding capital stock		
Total Dissenting: 0		
Total Abstaining: 0		

8. APPOINTMENT OF EXTERNAL AUDITOR

Upon motion duly made and seconded, with no comments or objections having been noted, the Committee unanimously approved the following resolutions:

“RESOLVED, that the firm Navarro Amper & Co. /Deloitte Touche Tohmatsu be, as it is hereby, appointed as Sun Life of Canada (Philippines), Inc.’s (the “Corporation”) External Auditor for the audit year 2024.

“RESOLVED FINALLY, that any two (2) of the following officers, acting jointly, namely the President and the Treasurer be, as they are hereby, 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.”

Shareholder	Ownership	Vote
SUN LIFE OF CANADA (NETHERLANDS) B.V. (represented by its proxy, Benedicto C. Sison)	4,999,996	Approve
Jose Isidro N. Camacho	1	Approve
Gaurav Mishra	1	Approve
Bennet Li	1	Approve
Francisco S.A. Sandejas	1	Approve
Manjit Singh	1	Approve
Benedicto C. Sison	1	Approve
Total Approving: 100% of the outstanding capital stock		

<i>Total Dissenting: 0</i> <i>Total Abstaining: 0</i>
--

8. OTHER MATTERS AND ADJOURNMENT

The Chairman opened the floor for questions from the Stockholders on other matters they may want to raise for discussion. Hearing no comments or questions the Annual Stockholders' Meeting was adjourned at 9:48 a.m.

FRANCES IANNA S. CANTO
Assistant Corporate Secretary

Attested by:

JOSE ISIDRO N. CAMACHO
Chairman

FRANCISCO S.A. SANDEJAS

MANJIT SINGH

BENEDICTO C. SISON
(for himself and as proxy of Sun Life of Canada
(Netherlands) B.V)

GAURAV MISHRA

BENNET LI

SUN LIFE OF CANADA (PHILIPPINES), INC**Nominees for the Board of Directors
For the Term 2025 - 2026****BENEDICTO C. SISON**

Director and CEO & Country Head
(01 July 2018 to present)

Mr. Benedicto C. Sison is a Director of Sun Life of Canada (Philippines), Inc.

He is the CEO and Country Head of the Sun Life group of companies in the Philippines from 01 July 2018 to present. He is also a Director of Sun Life Asset Management Company, Inc., and Grepalife Asset Management Corporation (01 July 2018 to present). He is also the Chairman and Director of Sun Life Financial Philippine Holding Company, Inc. (06 December 2021 to present); Sun Life Financial Plans, Inc. (06 May 2024 to present) and of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., (September 2015 to present), Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc. (2017 to present), and Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc. (2018 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present) and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). He is also the Director and Chairman of the Grepalife Funds such as Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation, and Grepalife Fixed Income Fund Corporation (September 2015 to present). He is the Chairman of Sun Life Financial – Philippines Foundation, Inc., (September 2019 to present) where he also serves as Trustee. He was a Senior Advisor to the Board of Trustees of the Philippine Investment Funds Association (PIFA) and served as the President of the Philippine Life Insurance Association (PLIA).

PAK LAM BENNET LI

Director (03 May 2024 to present)

Mr. Bennet Li is a Director of Sun Life of Canada (Philippines), Inc.. He is also a Director of Sun Life Financial Plans, Inc. and Sun Life Financial Philippine Holding Company, Inc. (May 2024 to present).

Mr. Li is the SVP, Chief Financial Officer of Sun Life Asia. He is also the Country Manager of Mainland China, overseeing Sun Life's joint venture business in China.

Mr. Li joined Sun Life in 2002 as an Actuarial Analyst and has held various actuarial roles in Group Retirement Services and Group Benefits in the Canadian operations. He moved to the Regional Office in Hong Kong in 2011 supporting various M&A transactions, he was a core member of the team that led the market entry into Vietnam and Malaysia, as well as the buy-up in India and Indonesia.

He currently serves on the Boards of Sun Life Everbright Life Insurance Company, Sun Life Everbright Asset Management Company and Sun Life Consultancy and Management (Beijing) Co., Ltd.

Mr. Li is a Fellow of the Society of Actuaries and the Canadian Institute of Actuaries. He holds a Master of Arts Degree in Economics from the University of Toronto.

JONATHAN JUAN D.C. MORENO

Incoming Director

Mr. Jonathan Juan D.C. Moreno is a highly seasoned business executive with more than 20 years of experience in leading and advising organizations both domestically and internationally. Known as a strategy execution expert who "gets things done the right way", he has successfully led and managed organizations (with full P&L responsibility) and complex projects involving multiple shareholders and stakeholders.

A "transformation expert" who takes a values-centered, customer-focused, and results-driven approach; Mr. Moreno has hands-on experience in working closely with boards, founder-entrepreneurs, and CEOs in re-sharing business models, building & implementing strategies and other transformational programs for various organizations ranging from not-for-profit; advisory; mining; banking; capital markets; FMCG; public sector; travel & hospitality; manufacturing; retail; property; engineering; telecommunications; logistics; health care; transportation and fintech.

Mr. Moreno's ability to quickly understand the "logic" of a business and working in complex & challenging environments, have enabled him to succeed and excel in undertakings even those new to him. Through the years, he has built an extensive network of leaders and influencers in the business, government, and civil society sectors, including multilateral agencies and regulatory bodies both domestically and internationally. This network has enabled him to be more effective in the various roles he played.

A former Navy officer and a graduate of the Philippine Military Academy, he has an MBA from the Asian Institute of Management and Melbourne Business School (as an exchange student). He has likewise taken special courses in Yale School of Management, U.S.A, and Nottingham University Business School, U.K.(under the Chevening Program).

He is a graduate of the Advance Management Program at the IESE Business School, University of Navarra in Barcelona, Spain, was part of the First SGV-MAP NexGen CEO Transformative Leadership Program, a 9-month program for high-performing new and future CEOs below 50.

Mr. Moreno held the position of President and CEO of AF Payments Inc., a partnership between two of the country's biggest conglomerates, the Ayala Group and First Pacific Group, that won the bid to design, build the Automated Fare Collection System of the country's operating rail lines (LRT 1&2, and MRT 3) under the Public-Private Partnership scheme. Its payments system is now being used in a growing network of public transport systems (i.e. buses, ferries and jeepneys) using its contactless smart cards (with about 11M cards issued to date), QR applications and other platform technology under the brand name beep™.

JOSE ALPHONSO T. SALA

Incoming Director

Mr. Jose Alphonso T. Sala is currently the Asia Head of Strategy, Investment Management & Client Impact, Sun Life Financial Asia.

Mr. Sala has over 30 years of experience, including Head of Strategy / CFO roles at Sun Life, J.P. Morgan (Corporate & Investment Bank, Private Bank, Asset Management) and senior roles at global management consulting firms (EY, BCG, ATK).

Mr. Sala's career focuses on developing and implementing business strategies and rapidly growing and transforming financial services businesses (Insurance, Private Bank, Investment Management, Investment Bank, Corporate Bank, Retail Bank and Credit Cards) in Asia, Europe and the United States. His work in Asia has spanned Hong Kong, Mainland China, Taiwan, Japan, Korea, India, Singapore, Thailand, Malaysia, Indonesia, the Philippines, Vietnam, Australia and New Zealand.

Mr. Sala's expertise includes portfolio, business & client segment strategies; M&A, JVs & partnerships; market entry; sales management & client analytics; performance management & reporting; cross-business synergies; organization & governance.