

**PRELIMINARY PROSPECTUS**

**SUN LIFE PROSPERITY PESO VOYAGER FEEDER FUND, INC.**

**(Open-end Investment Company, Unitized Mutual Fund)**

The Fund only offers units of participation. The participation units consist of one hundred billion (100,000,000,000) units of Unit Class U – Philippine Peso (Unhedged) to be offered at current Net Asset Value per Unit

**Sun Life Asset Management Company, Inc.**  
*Investment Company Adviser and Principal Distributor*  
8<sup>th</sup> Floor, Sun Life Centre  
5<sup>th</sup> Avenue corner Rizal Drive, Bonifacio Global City, Taguig City  
Tel. No. (632) 8-555-8888

**The date of this Prospectus is 28 April 2022.**

**THE SECURITIES AND EXCHANGE COMMISSION HAS NOT APPROVED THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE AND SHOULD BE REPORTED IMMEDIATELY TO THE SECURITIES AND EXCHANGE COMMISSION.**

**SUN LIFE PROSPERITY PESO VOYAGER FEEDER FUND, INC.**  
*(A corporation organized under Philippine laws)*

This Prospectus relates to the offer of 100,000,000,000 units of Unit Class U – Philippine Peso (Unhedged of the Sun Life Prosperity Peso Voyager Feeder Fund, Inc. a Feeder Fund (the “Fund”), each to be sold at the current Net Asset Value per Unit (“NAVPU”).

**Philippine Peso Unhedged Unit Class:** Total gross proceeds of the 100,000,000,000 participation units of Unit Class U are estimated at PHP 100,000,000,000 (computed by multiplying 100,000,000,000 offer units by PHP 1.0000/unit offer price).

The net proceeds from the sale of securities will be used to invest in equity or equity-linked securities<sup>1</sup> issued by corporations globally, or through diversified investment companies or collective investment schemes invested in such securities. The Fund shall be classified as a Feeder Fund, where at least ninety percent (90%) of the net assets of the mutual fund company is invested in a single collective investment scheme, which is not a Feeder Fund. For a more detailed discussion, please refer to the section entitled “Use of Proceeds”.

The participation units are being offered in the Philippines through Sun Life Asset Management Company, Inc. (“SLAMCI”). SLAMCI is being paid the following fees: (a) as the Fund’s adviser and manager, an annual fee of up to 1.00% of assets under management (“AUM”), estimated at PHP 1,120,000,000.00 per annum for Unit Class U , inclusive of VAT; and (b) as the Fund’s distributor, an annual fee of up to 0.75% of AUM, estimated at PHP 840,000,000.00 per annum for Unit Class U , inclusive of VAT. For a more detailed discussion on the Investment Company Adviser, please refer to the section entitled “Plan Of Distribution”.

All of the offered units will have identical rights and privileges, and may be owned by any person or entity, regardless of nationality. The unitholders are not entitled to any dividends. The Fund may allow non-guaranteed unit-paying and/or income-paying feature/s if so declared and approved by the Board of Directors of the Fund, and accordingly permitted by the Securities and Exchange Commission.

The Fund shall not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own offer units.

Unless otherwise stated, the information contained in this Prospectus has been supplied by the Fund, which accepts full responsibility for the accuracy of the information and confirms, having made all reasonable inquiries, that to the best of its knowledge and belief, there are no material facts the omission of which would make any statement in this Prospectus misleading in any material respect. Neither the delivery of this Prospectus nor any sale made hereunder shall, under any circumstances, create any implication that the information contained herein is correct as of any time subsequent to the date hereof.

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<sup>1</sup> Equity-linked securities are instruments that are dependent on equity markets. Equity-linked securities often limit the gains the investor derives from the equity market in exchange for more downside protection. For a more detailed discussion, please refer to the Glossary section.

**A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS BEEN FILED WITH THE SECURITIES AND EXCHANGE COMMISSION BUT HAS NOT YET BEEN DECLARED EFFECTIVE. NO OFFER TO BUY THE SECURITIES CAN BE ACCEPTED AND NO PART OF THE PURCHASE PRICE CAN BE ACCEPTED OR RECEIVED UNTIL THE REGISTRATION STATEMENT HAS BECOME EFFECTIVE, AND ANY SUCH OFFER MAY BE WITHDRAWN OR REVOKED, WITHOUT OBLIGATION OR COMMITMENT OF ANY KIND, AT ANY TIME PRIOR TO NOTICE OF ITS ACCEPTANCE GIVEN AFTER THE EFFECTIVE DATE. AN INDICATION OF INTEREST IN RESPONSE HERETO INVOLVES NO OBLIGATION OR COMMITMENT OF ANY KIND. THIS PROSPECTUS SHALL NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY.**

**VALERIE N. PAMA**  
President

SUBSCRIBED AND SWORN TO BEFORE ME this \_\_\_\_ day of \_\_\_\_\_ 2022 in \_\_\_\_\_, affiant exhibiting to me her Passport P7158454B issued by DFA Manila on 8 July 2021.

Doc No. \_\_\_\_\_;  
Page No. \_\_\_\_\_;  
Book No. \_\_\_\_\_;  
Series of 2022.

**SUMMARY OF FEES, COMMISSIONS AND OTHER CHARGES TO BE DEDUCTED FROM THE FUND  
AND PAID BY SHAREHOLDERS/UNITHOLDERS**

<b>Management Fee<sup>2</sup></b>	1.00% p.a. of AUM (excluding VAT)	
<b>Distribution Fee<sup>2</sup></b>	0.75% p.a. of AUM (excluding VAT)	
<b>Transfer Agency Fee<sup>2</sup></b>	0.15% p.a. of AUM (excluding VAT)	
<b>External Audit Fee</b>	PHP 150,000 (excluding VAT) Professional Fee (PF) + 4% of PF for Out-of-Pocket Expenses	
<b>Regulatory Fee (SEC) for the Maintenance of the Issuance of Units</b>	0.01% p.a. of average net asset value	
<b>Directors' Fees</b>	The Fund forecasts a total Independent Directors' per diem of PHP 81,635 for 2022	
<b>Legal Fees</b>	The Fund incurred legal fees amounting to PHP 420,000 for 2022	
<b>Sales Loads / Redemption Fees</b>		
<b>OPTION A: FRONT-END</b>	<b>FRONT-END Load Rate</b> (excluding VAT)	
	Less than Php 100,000	Up to 2.00%
	Php 100,000 to less than Php 1,000,000	Up to 1.50%
	Php 1,000,000 to less than Php 5,000,000	Up to 1.00%
	Php 5,000,000 and up	Up to 0.50%
<b>OPTION B: BACK-END</b>	<b>BACK-END Load Rate</b> Based on Market Value at Time of Redemption (excluding VAT)	
	Redemption on: 1 <sup>st</sup> Year	Up to 5.00%
	Redemption on: 2 <sup>nd</sup> Year	Up to 4.00%
	Redemption on: 3 <sup>rd</sup> Year	Up to 3.00%
	Redemption on: 4 <sup>th</sup> Year	Up to 2.00%
	Redemption on: 5 <sup>th</sup> Year	Up to 1.00%
	Redemption on: Beyond 5 Years	None

<sup>2</sup> The Target Fund of the Sun Life Prosperity Peso Voyager Feeder Fund, Inc. is the Sun Life Prosperity World Voyager Fund, Inc. Rule 7.9 of the ICA-Implementing Rules and Regulations has been amended by SEC Memorandum Circular No. 33, Series of 2020, stating that the Fund Manager can invest the funds of the feeder fund to a target fund that is administered by the fund manager or its related party/company provided that (i) there shall be no cross-holding between the feeder fund and the target fund, where the cross-holding refers to the holding of securities in another by two (2) or more funds; (ii). all initial charges on the target fund are waived; and (iii). the management fee shall be charged only once, either at the level of the feeder fund, or at the level of the target fund. As such, *Management, Distribution and Transfer Agency Fees* will be waived to comply with the above-mentioned circular.

## NAVPU PRICING AND APPLICABILITY

Due to the nature of the Sun Life Prosperity Peso Voyager Feeder Fund, Inc. and its underlying investments (i.e. the Fund is denominated in Philippine Pesos, while its underlying investments is in US Dollars, **NAVPU Applicability will be Trade Date + Two (2) Business Days:**

Offer Price	The Offer Price per Offer Unit is the applicable NAVPU on Trade Date.
Trade Date	A business day when a subscription or redemption is received in good order before cut-off time
NAVPU Applicability	Trade Date + 2 Business Days (except on Launch Date, NAVPU Applicability will be T+0)

### SAMPLE SUBSCRIPTION AND REDEMPTION SCHEDULES

<b>1. NAVPU Applicability – LAUNCH DATE</b>				
Subscriptions received by SLAMCI or its authorized distributors by 12 o'clock noon on launch day will be processed at the applicable NAVPU on that day. Settlement of launch day subscriptions will be on Trade Date (T+0)	Business Day 0 (Launch Date)  Investor submits subscription request <u>before</u> 12 o'clock noon.  Investor receives units based on end-of-day NAVPU			
<b>2. NAVPU Applicability – AFTER LAUNCH DATE</b>				
<u>Subscriptions</u>	<u>Business Day 0 (Trade Date)</u>	<u>Business Day 1</u>	<u>Business Day 2</u>	<u>Business Day 3</u>
Subscriptions received by SLAMCI or its authorized distributors by 12 o'clock noon on a business day will be processed at the applicable NAVPU on Trade Date. Settlement of subscription will be Trade Date + 2 Business Days.	Investor submits subscription request <u>before</u> 12 o'clock noon.		Computed NAVPU for the Day will be applicable for subscriptions received before Cut-off on Trade Day.	
	Investor submits subscription request <u>after</u> 12 o'clock noon. Subscription order will be processed on Business Day 1	Subscription requests submitted (i) on this day before 12 o'clock noon, and (ii) requests after 12 o'clock noon on Business Day 0 will be processed on this day.	Investor receives units.	Computed NAVPU for the Day will be applicable for (i) subscriptions received before Cut-off on Business Day 1 and (ii) requests after 12 o'clock noon on Business Day 0
<u>Redemptions</u>	<u>Business Day 0 (Trade Date)</u>	<u>Business Day 1</u>	<u>Business Day 2</u>	<u>Business Day 3</u>
The redemption price is the applicable NAVPU on Trade Date if the order ticket is received on or before 12 o'clock noon. After 12 o'clock noon, the order ticket is deemed to have been received the following business day, and the redemption price will be the applicable NAVPU of the next business day.	Investor submits redemption request <u>before</u> 12 o'clock noon.		Computed NAVPU for the Day will be applicable for redemptions received before Cut-off on Trade Day.	
	Investor submits redemption request <u>after</u> 12 o'clock noon. Redemption order will be processed on Business Day 1	Redemption requests submitted (i) on this day before 12 o'clock noon, and (ii) requests after 12 o'clock noon on Business Day 0 will be processed on this day.	Investor receives proceeds following normal settlement schedule	Computed NAVPU for the Day will be applicable for (i) redemptions received before Cut-off on Business Day 1 and (ii) requests after 12 o'clock noon on Business Day 0

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## PRINCIPAL PARTIES TO THE OFFER

### REGISTRANT

**Sun Life Prosperity Peso Voyager Feeder Fund, Inc.**

Sun Life Centre, 5<sup>th</sup> Avenue Corner Rizal Drive, Bonifacio Global City, Taguig City

e-mail: [sunlink@sunlife.com](mailto:sunlink@sunlife.com)

website: [www.sunlifefunds.com](http://www.sunlifefunds.com)

Telephone No. 8-849-9888

Fax No. 8-849-9744

### INVESTMENT COMPANY ADVISER, DISTRIBUTOR AND TRANSFER AGENT

**Sun Life Asset Management Company, Inc.**

8<sup>th</sup> Floor, Sun Life Centre

5<sup>th</sup> Avenue Corner Rizal Drive, Bonifacio Global City, Taguig City

e-mail: [sunlink@sunlife.com](mailto:sunlink@sunlife.com)

website: [www.sunlifefunds.com](http://www.sunlifefunds.com)

Telephone No. 8-555-8888

Fax No. 8-849-9744

### CUSTODIAN

**Independent Oversight Entity**

Effective January 27, 2022

### LEGAL COUNSEL

**Nisce Mamuric Guinto Rivera & Alcantara Law Offices**

8th Floor, 139 Corporate Center

Valero Street, Salcedo Village

Makati City 1227, Philippines

Effective January 27, 2022

### INDEPENDENT AUDITOR

**Navarro Amper & Company/ Deloitte Touche Tohmatsu**

19/F Net Lima Plaza

5<sup>th</sup> Avenue corner 26<sup>th</sup> Street

Bonifacio Global City, Taguig City

Effective January 27, 2022



## GLOSSARY

ACS	Authorized Capital Stock
AUM	Assets Under Management
AMLC	Anti-Money Laundering Council
BSP	Bangko Sentral Ng Pilipinas
Business Day	A day in which all of the markets where the Fund's assets are traded and open for clearing of funds and trading in securities, and each business day will end at the hour and minute when such last exchange closes for trading of securities for the day.
Collective Investment Scheme (CIS)	Shall refer to an arrangement whereby funds are solicited from the investing public for the purpose of investing, reinvesting and trading securities of other assets allowed under the Investment Company Act.
Dealers	Eligible securities dealers that have entered into an agreement to sell shares/units with the Fund's Principal Distributor
Deferred Sales Load	Sales charge that is paid when shares/units are redeemed (also called "back-end load")
Equity-linked Securities	Equity-linked securities are instruments that are dependent on equity markets. The returns on such securities are based on the performance of the underlying equity market that is linked to the security. Equity-linked securities often limit the gains the investor derives from the equity market in exchange for more downside protection. Examples of such a security are Equity-linked notes (ELN) and convertible bonds.
FATCA	Foreign Account Tax Compliance Act
Feeder Fund	Fund structure where at least ninety percent (90%) of the net assets of the mutual fund company is invested in a single collective investment scheme
Fund or Registrant	Sun Life Prosperity Peso Voyager Feeder Fund, Inc.
Fund-of-Funds	Fund structure where more than fifty percent (50%) of the net assets of the mutual fund company is invested in more than one (1) collective investment scheme
Income Paying Feature	Privilege to receive non-guaranteed stream of income in the form of cash to unit holders. The income distribution shall come from cash dividends or coupon/interest earned and received from investment outlets. Such income distribution shall decrease the net asset value of the fund, and consequently, a decline in the Net Asset Value per Unit (NAVPU) similar to the effect of dividend declaration on stock prices.
NAVPS	Net Asset Value Per Share  Shall refer to the computed NAV on a per share basis at the close of the day. It is calculated by dividing the Fund's total net assets by the number of its outstanding shares.
NAVPU	Net Asset Value Per Unit  Shall refer to the computed NAV on a per unit basis at the close of the day. It is calculated by dividing the Fund's total net assets by the number of its outstanding units.
Offer	The offering for subscription of additional participation units at an offer price of the current NAVPU.
Offer Units	Philippine Peso Unhedged Unit Class: One Hundred Billion (100,000,000,000) units of Unit Class U

Option A or “Front-end Load”	Option A or front-end load is a sales charge applied upon purchase of shares/units. Under this purchase option, the investor may redeem his shares/units free of charge at any time, unless the Fund has an imposed holding period. Sales load fee will be paid to the investor’s mutual fund dealer not exceeding 2% of the total purchase cost plus VAT when shares/units of the Fund are bought.
Option B or “Back-end Load”	Option B or Back-end load is a fee that investors pay when selling mutual fund shares/units, which amounts to a percentage of the value of the shares/units being sold.  This allows all of an investor’s money to be invested, with no initial sales commission deducted. However, the investor agrees to pay SLAMCI a deferred sales charge (“DSC”) plus VAT, should the investor redeem the investment, or a portion thereof, within a prescribed investment period.
Peso / PHP	The currency of the Republic of the Philippines
PIFA	Philippine Investment Funds Association, Inc.
Principal Distributor	Sun Life Asset Management Company, Inc., The entity mainly responsible for selling the Fund’s shares/units
R. A. No. 2629	Investment Company Act
R. A. No. 8799	The Securities Regulation Code
R. A. No. 9160	Anti-Money Laundering Act Of 2001, as amended.
R.A. No. 10168	The Terrorism Financing Prevention and Suppression Act of 2012
R.A. No. 10173	Data Privacy Act of 2012
“\$” or “US\$”	The currency of the United States of America
Redemption Fee	The fees paid to the Fund that is not a sales charge and is expressed as a percentage of the amount redeemed.
SEC or the Commission	Securities and Exchange Commission
SLAMCI or Investment Company Adviser	Sun Life Asset Management Company, Inc.
SLFPI	Sun Life Financial Plans, Inc.
SLOCPI	Sun Life of Canada (Philippines), Inc.
Sun Life Prosperity Funds	Sun Life of Canada Prosperity Bond Fund, Inc. Sun Life of Canada Prosperity Balanced Fund, Inc. Sun Life of Canada Prosperity Philippine Equity Fund, Inc. Sun Life Prosperity Peso Starter Fund, Inc. Sun Life Prosperity GS Fund, Inc. Sun Life Prosperity Dollar Advantage Fund, Inc. Sun Life Prosperity Dollar Abundance Fund, Inc. Sun Life Prosperity Dynamic Fund, Inc. Sun Life Prosperity Philippine Stock Index Fund, Inc. Sun Life Prosperity Dollar Wellspring Fund, Inc. Sun Life Prosperity World Voyager Fund, Inc. Sun Life Prosperity Dollar Starter Fund, Inc. Sun Life Prosperity Achiever Fund 2028, Inc. Sun Life Prosperity Achiever Fund 2038, Inc. Sun Life Prosperity Achiever Fund 2048, Inc. Sun Life Prosperity World Equity Index Feeder Fund, Inc. Sun Life Prosperity Peso Voyager Feeder Fund, Inc.
Target Fund	Shall refer to either a local or foreign Collective Investment Scheme where a Feeder Fund, Fund-of-Funds, or Co-Managed Fund invests in

Trade Date	A business day when a subscription or redemption is received in good order before cut-off time
UITF	Unit Investment Trust Fund
Unitized Mutual Fund	Shall refer to a mutual fund company that issues units of participation, each of which represents an undivided interest in the pool of investment assets of the scheme
Unit Paying Feature	Privilege to receive non-guaranteed stream of income in the form of additional units to unit holders. The unit distribution shall come from cash dividends or coupon/interest earned and received from investment outlets. Such income distribution shall decrease the net asset value of the fund, and consequently, a decline in the Net Asset Value per Unit (NAVPU) similar to the effect of dividend declaration on stock prices.
Units / Units of Participation	Represents an undivided interest in the pool of investment assets in a <i>Unitized Mutual Fund</i>

## SUMMARY

The following summary is qualified in its entirety by the more detailed information appearing elsewhere in this Prospectus. Certain terms used herein are defined under “Glossary”.

### THE FUND

The Fund is a Philippine corporation registered as an open-end investment company under R. A. 2629 and R. A. 8799 on 3 January 2022 under SEC Registration No. 2021120037098-11. The Fund's investment objective is to invest at least 90% of its net assets in a global equity fund, which aims to generate long-term appreciation through diversified investments in equity and equity-lined securities issued by corporations domiciled in developed and emerging markets, or through diversified investment companies invested in such securities.

Open-end mutual fund companies in the Philippines are organized as stock corporations, and are allowed to issue shares and/or units. The Fund shall not offer *common shares*, only *units* of participation of the Philippine Peso Unhedged Unit Class.

### FINANCIAL HIGHLIGHTS

For the Period Ended	31-January-22	
	Unaudited	
Investment Income	P	2,240
Operating Expenses		(275,223)
Provision for Income Tax		(448)
Net Investment Income (Loss)		(273,431)
Total Assets		15,001,792
Liabilities		(275,223)
Net Assets		14,726,569
Net Assets Value per Share	P	0.1473

*\*The Company has not yet started commercial operations*

### RISKS OF INVESTING

Prospective investors should carefully consider the matters addressed under “Risk Factors” before making an investment decision regarding the Offer Units. Each of these matters could have adverse consequences to the Fund.

These risks (as described and explained under “Risk Factors”) include:

- Market Risk
- Foreign Exchange Risk
- Liquidity Risk
- Large Transaction Risk
- Non-Guarantee
- Regulatory Risk
- Operational Risk
- Taxation Risk
- Counterparty Risk
- Foreign Investment Risk

- Geographic Concentration Risk
- Underlying Fund Risk

The enumerated risks could adversely affect the redemption value of the securities for the unitholders resulting in losses should the unitholder redeem his units when the NAVPU of the Fund is below his acquisition cost, among others. For a more detailed discussion of these risks to be considered in connection with an investment in the Fund's units, see "Risk Factors".

### TERMS OF THE OFFER

The Fund is offering 100,000,000,000 units of Unit Class U – Philippine Peso (Unhedged) at offer price of the current NAVPU. The Participation Units are being offered in the Philippines through SLAMCI. Unit Class U – Philippine Peso (Unhedged) shall have an initial NAVPU and par value of P0.01.

Target Fund	Sun Life Prosperity World Voyager Fund, Inc. For details about the Fund, visit <a href="http://bit.ly/worldvoyager">bit.ly/worldvoyager</a>
Minimum Initial Investment	PHP 10,000.00
Minimum Subsequent Investment	PHP 1,000.00
Maintaining Balance	PHP 10,000.00
Minimum Redemption Amount	PHP 1,000.00  Should the units of the investor fall below the maintaining balance after redemption, SLAMCI may, without notice, redeem the remaining units and pay the proceeds to the investor. The Fund reserves the right to change the minimum maintaining balance from time to time as it deems necessary, subject to the approval of the SEC.
Offer Price	The offer price per offer unit is the applicable NAVPU on trade date for Unit Class U – Philippine Peso (Unhedged).
Notification Rights	Unitholders are entitled to be notified of any material change to the Registration Statement and the Subscription agreement. Unitholders shall be notified of any material change/s to the Registration Statement and/or the Subscription Agreement at least thirty (30) days prior to its effective date.
Voting Rights	Unitholders do not have voting rights.
Eligibility	Both Philippine nationals and non-Philippine nationals can subscribe to the Fund's units.
Application/Subscription Payment	and Units of the Fund are sold on cash basis only. Installment sales will not be made.

	<p>Units of the Fund are offered for sale on a continuous basis at the NAVPU through SLAMCI's registered representatives and dealers. The dealers and registered representatives are required to forward to SLAMCI the prescribed and complete documents to purchase units of the Fund on the same business day they are received. For purposes of facilitating transactions, the completed documents may be submitted electronically through fax or on-line, or any mode of transmittal which SLAMCI may establish and deem acceptable from time to time. All payments to be forwarded to and received by SLAMCI should come with and must be supported by the appropriate documents. Payments must also be forwarded and received by SLAMCI through mediums recognized and accredited by SLAMCI. The investor's account will be credited for the subscription only when the payment is in the form of cash, cheque or electronic transfer. The subscription will not be processed into the investor's account until the payments have become available to the Fund for investment deployment. Investors should inquire with their banks the clearing time required for each form of payment and when their investments will be available to the Fund. Applicable bank charges will be deducted from the investible amount.</p> <p>To reduce the adverse effect to existing investors of large redemptions in the Fund, a subscription may be amended or rejected if it makes the investor a holder of 10% or more of the Fund's net assets on subscription date. For Joint OR and AND accounts, shares/units will be divided proportionately among the investors, rounded to the nearest whole number for shares or two (2) decimal places for units. Any excess shall belong to the principal investor.</p>										
Sales Loads	The investor may choose to buy shares/units of the Funds on a "front-end" (Option A) or a "back-end" (Option B) basis, as described below:										
Option A	<p>Sales load fee will be paid to the investor's mutual fund dealer not exceeding 2% of the total purchase cost plus VAT when shares/units of the Fund are bought.</p> <p>Under this purchase option, the investor may redeem his shares/units free of charge at any time, unless the Fund has an imposed holding period. In this case, an early redemption fee of up to 1% plus VAT may be charged.</p> <p style="text-align: center;">Exhibit 1.0 Front-End Load Rate</p> <table border="1" data-bbox="651 1535 1414 1791"> <thead> <tr> <th data-bbox="651 1535 1224 1661"></th> <th data-bbox="1224 1535 1414 1661"><b>FRONT-END Load Rate</b> (excluding VAT)</th> </tr> </thead> <tbody> <tr> <td data-bbox="651 1661 1224 1692">Less than Php 100,000</td> <td data-bbox="1224 1661 1414 1692">Up to 2.00%</td> </tr> <tr> <td data-bbox="651 1692 1224 1724">Php 100,000 to less than Php 1,000,000</td> <td data-bbox="1224 1692 1414 1724">Up to 1.50%</td> </tr> <tr> <td data-bbox="651 1724 1224 1755">Php 1,000,000 to less than Php 5,000,000</td> <td data-bbox="1224 1724 1414 1755">Up to 1.00%</td> </tr> <tr> <td data-bbox="651 1755 1224 1791">Php 5,000,000 and up</td> <td data-bbox="1224 1755 1414 1791">Up to 0.50%</td> </tr> </tbody> </table>		<b>FRONT-END Load Rate</b> (excluding VAT)	Less than Php 100,000	Up to 2.00%	Php 100,000 to less than Php 1,000,000	Up to 1.50%	Php 1,000,000 to less than Php 5,000,000	Up to 1.00%	Php 5,000,000 and up	Up to 0.50%
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Php 5,000,000 and up	Up to 0.50%										
Option B	Allows all of an investor's money to be invested, with no initial sales commission deducted. However, the investor agrees to pay SLAMCI a deferred sales charge ("DSC") plus VAT, should the										

	<p>investor redeem the investment, or a portion thereof, within a prescribed investment period.</p> <p style="text-align: center;">Exhibit 2.0 Back-End Load Rate</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="width: 60%;"></th> <th style="text-align: center;"><b>BACK-END Load Rate</b> Based on Market Value at Time of Redemption (excluding VAT)</th> </tr> </thead> <tbody> <tr> <td>Redemption on: 1<sup>st</sup> Year</td> <td style="text-align: center;">Up to 5.00%</td> </tr> <tr> <td>Redemption on: 2<sup>nd</sup> Year</td> <td style="text-align: center;">Up to 4.00%</td> </tr> <tr> <td>Redemption on: 3<sup>rd</sup> Year</td> <td style="text-align: center;">Up to 3.00%</td> </tr> <tr> <td>Redemption on: 4<sup>th</sup> Year</td> <td style="text-align: center;">Up to 2.00%</td> </tr> <tr> <td>Redemption on: 5<sup>th</sup> Year</td> <td style="text-align: center;">Up to 1.00%</td> </tr> <tr> <td>Redemption on: Beyond 5 Years</td> <td style="text-align: center;">None</td> </tr> </tbody> </table>		<b>BACK-END Load Rate</b> Based on Market Value at Time of Redemption (excluding VAT)	Redemption on: 1 <sup>st</sup> Year	Up to 5.00%	Redemption on: 2 <sup>nd</sup> Year	Up to 4.00%	Redemption on: 3 <sup>rd</sup> Year	Up to 3.00%	Redemption on: 4 <sup>th</sup> Year	Up to 2.00%	Redemption on: 5 <sup>th</sup> Year	Up to 1.00%	Redemption on: Beyond 5 Years	None
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Redemption on: 3 <sup>rd</sup> Year	Up to 3.00%														
Redemption on: 4 <sup>th</sup> Year	Up to 2.00%														
Redemption on: 5 <sup>th</sup> Year	Up to 1.00%														
Redemption on: Beyond 5 Years	None														
<p>Minimum Holding Period / Early Redemption Fee</p>	<p>If an investment is redeemed within thirty (30) days from date of original investment, a penalty fee computed at 1.00% of the redeemed amount will be charged to the investor. Redemption on transferred shares/units under Option “B” will also be subjected to applicable deferred sales charge. (See Exhibit 2.0).</p>														
<p>Subscription Process</p>	<p>Subscriptions received by SLAMCI or its authorized distributors by 12 o'clock noon on a business day will be processed at the applicable NAVPU on Trade Date. <b>Settlement of subscription will be Trade Date + 2 Business Days.</b></p> <p>SLAMCI reserves the right to reject any specific subscription or to restrict purchases by a particular investor, for example, when such purchase is contrary to the best interests of the other unitholders or would otherwise disrupt the management of the Fund. This decision will be made within two (2) business days after receipt of the subscription and, in the event of a rejection, the subscription amount will be returned as soon as possible to the investor without interest and after deducting applicable bank charges.</p>														
<p>Cut Off Period</p>	<p>If received after 12 o'clock noon, subscriptions will be processed at the applicable NAVPU of the next business day.</p>														
<p>Redemption Process</p>	<p>Units are redeemable at any time at their applicable NAVPU. However, for units purchased under the Option B sales load, there will be a redemption fee computed based on applicable deferred sales charge of the redeemed amount on investments redeemed within five (5) years from the date of investment. Further, redemption of transferred units originally will be subjected to the applicable deferred sales charge.</p> <p>A unitholder may request for the redemption of his/her units by delivering an order ticket or any document to be prescribed and recognized by SLAMCI for redemption, to the appropriate registered representative, dealer or to SLAMCI. The order ticket for redemption must be accompanied by the appropriate certificate(s), if applicable, representing the units to be redeemed.</p> <p>The redemption price is the applicable NAVPU on Trade Date if the order ticket is received on or before 12 o'clock noon. After 12 o'clock noon, the order ticket is deemed to have been received the</p>														

	<p>following business day, and the redemption price will be the applicable NAVPU of the next business day.</p> <p>Payment upon redemption will be made either by issuing a cheque to the registered unitholder or through bank remittance. Payments for units redeemed, less any redemption charges and taxes applicable, will be made by the Fund within seven (7) business days from its receipt of the request for redemption. Payment made through bank remittance may be subjected to applicable bank charges, subject to the investor's arrangement with the remitting and receiving bank. SLAMCI reserves the right to deduct any applicable bank charges from the redemption value. For payment made through cheque issuance, investor will receive payment within seven (7) banking days from date of redemption for the amount redeemed.</p> <p>The Commission motu proprio, or upon the request of a Fund Manager, may suspend the redemption of securities of the Fund if:</p> <ul style="list-style-type: none"> <li>a. The exchange, where eighty percent (80%) of the securities in the Fund's portfolio, is suspended;</li> <li>b. Eighty percent (80%) of the securities in the Fund's portfolio, could not be traded or liquidated; or</li> <li>c. Whenever necessary or appropriate in the public interest or for the protection of investors</li> </ul> <p>The Commission shall provide the period of suspension of redemption which shall not be more than twenty-one (21) business days, unless an extension is approved by the Commission En Banc.</p> <p>If the request for suspension of redemption of shares/units is made by the Fund Manager, for any of the grounds mentioned above, the approval of the Independent Oversight Entity must be secured.</p> <p>The SEC may, whenever necessary or appropriate, in the public interest or for the protection of investors, suspend the redemption of securities of open-end companies.</p> <p>No deferred sales charge or redemption fee is imposed on redemptions on transferred units in case of death of the unit holder. In order to qualify for this waiver, redemption must be made within 1 year of a unit holder's death. SLAMCI must be notified in writing of such death at the time of the redemption request either by the legal heir or administrator of the estate appointed by the court. SLAMCI must be provided with satisfactory evidence of the death, identity of the heirs, or appointment of the administrator, or such other documents necessary to process the redemptions.</p>
NAVPU Applicability	<b>Trade Date + 2 Business Days</b>
Restriction on Issue, Transfer and Ownership of Units	SLAMCI and its nominees shall not be allowed to purchase any securities other than the offer units of the Fund.



<p>Inter Fund Transfers from and to the Sun Life Prosperity Peso Voyager Feeder Fund</p>	<p><b><u>Transfers FROM the Sun Life Prosperity Peso Voyager Feeder Fund</u></b></p> <p>At any time, an investor who purchased shares/units of the Fund may request through a registered representative that such shares/units be redeemed and the proceeds reinvested in shares/units of one (1) or more eligible SLAMCI-managed funds, subject to sales load upon entry.</p> <p><b><u>Transfers TO the Sun Life Prosperity Peso Voyager Feeder Fund</u></b></p> <p>Transfers from other eligible Sun Life Prosperity Funds managed by SLAMCI to the Sun Life Prosperity Peso Voyager Feeder Fund is allowed. However, the investor's original purchase option may not be changed upon such transfer. If the investor originally purchased on a front-end basis, then the investor cannot shift to the back-end option when transferring.</p> <p>A transfer of back-end shares/units does not trigger a deferred sales charge ("DSC"). The new shares/units purchased on the transfer are deemed to have the same date of purchase as the original shares/units that were redeemed to make the transfer.</p> <p>The minimum transfer amount to the Sun Life Prosperity Peso Voyager Feeder Fund is PHP 1,000.00, provided that the investor already has the minimum required investment with the Fund. The order ticket to transfer must be made through the registered representative or dealer who must forward the order ticket to transfer to SLAMCI on the same day. On SLAMCI's receipt of an order ticket to transfer, units and/or shares from other funds will be redeemed, subject to the foregoing provisions on redemption, and the proceeds of redemption will be applied to the purchase of units of the Fund, at the applicable NAVPU.</p> <p>A switch transaction to the Fund shall be accepted if its value falls below minimum transfer amount due to market movement between switch out transaction date and switch in settlement date.</p>
<p>Pre-Emptive Right</p>	<p>No unit holder shall, because of his ownership of a unit, have a pre-emptive or other right to purchase, subscribe for, or take any part of any stock, unit or of any other securities convertible into carrying options or warrants to purchase stock of the registrant.</p>
<p>Issuance of Certificate of Participation</p>	<p>Certificates of Participation will only be issued if so requested in writing by the unit holder. A fee of PHP1,000.00 per certificate will be charged to replace lost certificates.</p> <p>Unit holders are given official receipts and confirmation slips upon subscription. Units are recorded on a register by SLAMCI, and unit holders who do not elect to receive certificates have the same rights as if certificates had been issued to them.</p>
<p>Automatic Closure of Accounts</p>	<p>Accounts will be marked "inactive" if, after one (1) year, the account has zero (0) balance, and had no financially activity. Account will automatically be closed after two (2) years of inactivity.</p>

## **RISK DISCLOSURE STATEMENT**

### **I. GENERAL WARNING**

The price of securities can and does fluctuate, and any individual security may experience upward or downward movements, and may even become valueless. There is an inherent risk that losses may be incurred rather than profit made as a result of buying and selling of securities.

Past performance is not a guide to future performance.

There is an extra risk of losing money when securities are bought from smaller companies. There may be a big difference between the buying price and the selling price of these securities.

An investor deals in a range of investments each of which may carry a different level of risk.

### **II. PRUDENCE REQUIRED**

The risk of disclosure does not purport to disclose all the risk and other significant aspects of investing in these securities. An investor should undertake his own research and study on the trading of securities before commencing any trading activity. He may request information on the securities and issuer thereof from the commission, which are available to the public.

### **III. PROFESSIONAL ADVICE**

The investor should seek professional advice if he is uncertain or has not understood any aspect of the securities or the nature of risks involved in trading of securities, especially high-risk securities.

## **RISK FACTORS**

The Fund Manager's overall risk management framework establishes policies, operating guidelines, risk tolerance limits and practices for risk management. Its risk management program is designed to:

- avoid risks that could materially affect the value of the Fund,
- contribute to sustainable earnings,
- take risks that the Fund can manage in order to increase returns, and
- provide transparency of the Fund's risks through internal and external reporting.

The Fund is in the business of accepting risks for appropriate return and takes on those risks that meet its investment objectives. The program design aligns risk management with the Fund's vision and strategy and embeds it within the business management practices of the business groups. In pursuing its investment objectives, the Fund Manager is responsible for ensuring that all significant risks are appropriately identified, assessed, managed, reported and monitored.

The Board of Directors of the Fund is ultimately responsible for ensuring that risk management policies and practices are in place. The Board has oversight role with respect to ensuring the identification of major areas of risk and development of strategies to manage those risks, and to review compliance with risk management policies implemented by the Fund. The Fund's Risk Officer reports to the audit and compliance committee of the Board of Directors. Her duties and responsibilities include, among others:

- Monitoring the investments of the Fund to ensure that all identified gaps in management's risk and management processes are resolved on a timely basis;
- Provide leadership to facilitate management's understanding of the risk management framework, policies and processes;

- Ensuring that the Philippine risk management organization is appropriately staffed with individuals who have the requisite skills and competencies, and that the organization structure and reporting relationships are appropriate and sufficiently independent;
- Organizing and participating in the risk workshops of the annual risk identification process; ensuring that business units identify plausible risk scenarios;
- Ensuring that risk-based measurement and reporting metrics, including risk limits and exception reporting are established; assigning risk category to the final risk lists;
- Providing expertise in the development of action plans to address the risks identified;
- Reviewing and updating the risk report quarterly; identifying and escalating as appropriate any missed target dates for key risk action plans; and
- Providing documented quarterly status updates on key risks to the audit and compliance committee.

### **Key Risk Processes**

The Fund has established a formal risk identification program whereby key risks that may impact its business are identified. Exposure to these risks is assessed on a qualitative and quantitative basis. Risk control programs and action plans are established for mitigating the exposure.

The Fund has adopted risk management policies to provide a consistent approach to measurement, mitigation and control, and monitoring of risk exposures.

### **Risk Categories**

The Company's activities expose it to a variety of operational and financial risks such as market risk, foreign exchange risk, liquidity risk, large transaction risk, non-guarantee, regulatory risk, operational risk, taxation risk, counterparty risk, foreign investment risk, geographic concentration risk, passive management risk, and underlying fund risk. These risks are enumerated below in order of importance.

**Market Risk:** Market risk is the risk of possible decline in the value of the Fund due to fluctuations in prices of the fund's assets.

**Equity Price Risk:** For equity investments, changes in prices of equity refer to the equity investments held by the Fund either for strategic or trading purposes. These equity investments, if any, are subject to the daily price fluctuations, as determined by market forces. Hence, prices may vary as a result of the general economic and political conditions, as well as developments in the company's operations and overall profitability. To manage this risk, the equity investments included in the Fund's portfolio are carefully selected based on their fundamental soundness.

**Foreign Exchange Risk:** The Fund is exposed to foreign exchange risk arising from currency exposures other than the base currency of the Fund and its Target Fund. Significant fluctuation in the exchange rates could significantly affect the Fund's financial position. Thus, the main foreign exchange risk arises from recognized assets and liabilities denominated in currencies other than in which the investments of the Fund are expected to be settled. Investors should note that the Fund is denominated in Philippine Peso and invests in a US dollar denominated Target Fund.

Philippine Peso Unhedged Unit Class does not have any currency hedging between PHP and USD. Investors in this unit class are fully exposed to fluctuations in the USD/PHP exchange rate.

**Liquidity Risk:** The Fund is usually able to service redemptions of investors within seven (7) banking days after receiving the notice of redemption by paying out redemptions from available cash or cash equivalents. When redemptions exceed these liquid holdings, the Funds will have to sell less-liquid assets, and during periods of extreme market volatility, the Funds may not be able to find a buyer for such assets. As such, the Funds may not be able to generate sufficient cash from its sale of assets to meet the redemptions within the normal seven (7) banking day period. To mitigate this risk, the Fund maintains adequate highly liquid assets in the form of cash, cash equivalents and near cash assets in its portfolio.

**Large Transaction Risk:** If an investor in a Fund makes a large transaction, the Fund's cash flow may be affected. For example, if an investor redeems a large number of units of a Fund, that Fund may be forced to sell securities at unfavorable prices to pay for the proceeds of redemption. This unexpected sale may have a negative impact on the net asset value of the Fund. To mitigate this risk, the Fund may impose single investor limits to the ownership of the fund, when necessary. This limits the extent to which redemptions from any single investor can impact the Fund's cash flow. The Fund may also impose an anti-dilution levy or fee for significant orders, to protect the interest of the remaining investors of the Fund, when necessary.

**Non-Guarantee:** Unlike deposits made with banks, an investment in the Fund is neither insured nor guaranteed by the PDIC. Hence, investors carry the risk of losing the value of their investment, without any guaranty in the form of insurance. Moreover, as with any investment, it is important to note that past performance of the Fund does not guarantee its future success.

**Regulatory Risk:** The Funds' operations are subject to various regulations, such as those affecting accounting of assets and taxation. These regulations do change, and as a result, investors may experience lower investment returns or even losses depending on what such a regulatory change entails. For example, higher taxes would lower returns, and a mandated precautionary loan loss provisions could result in the Fund experiencing a loss in the value of assets. To mitigate this risk, the Fund adopts global best practices. Further, it maintains regular communications with the relevant government agencies to keep itself abreast of the issues giving them concern, and to have the opportunity to help them set standards for good governance. The Fund's investment manager, SLAMCI, also takes an active participation in the Philippine Investment Funds Association, Inc. ("PIFA"), an association of mutual fund companies in the Philippines.

**Operational Risk:** This is the risk of loss resulting from inadequate or failed internal processes, controls, people and systems. Categories of operational risks may fall under: sales and distribution, human resources, information technology, processes and people, accounting and finance, model risk, legal and regulatory and third party relationships. The Fund ensures that internal controls and practices are consistent with enterprise wide policies supporting the management of operational risks. The Fund has established business specific guidelines. Comprehensive investment program, including appropriate levels of self-insurance, is maintained to provide protection against potential losses.

**Taxation Risk:** Gains realized by investors upon redemption of shares in a mutual fund are not subject to personal income tax (R.A. 8424). However, since the fund will only issue units, investors are advised to consult their own professional advisers as to the tax implications of subscribing for, purchasing, holding, and redeeming units of the Fund.

**Counterparty Risk:** The Fund is exposed to risks arising from solvency of its counterparties (e.g. custodian, broker, banks) and their ability to respect the conditions of contracts or transactions. To mitigate the risk, each Issuer/Borrower/Counterparty passes through a stringent credit process to determine whether its credit quality complies with the prescribed standards of the Fund. Further, the credit quality of the Issuer/Borrower/Counterparty is reviewed periodically to ensure that excellent credit standing is maintained.

**Foreign Investment Risk:** The Fund invests in securities issued by corporations in, or governments of, countries other than the Philippines. Investing in foreign securities can be beneficial in expanding your investment opportunities and portfolio diversification, but there are risks associated with foreign investments, including:

- companies outside of the Philippines may be subject to different regulations, standards, reporting practices and disclosure requirements than those that apply in the Philippines;
- the legal systems of some foreign countries may not adequately protect investor rights;
- political, social or economic instability may affect the value of foreign securities;
- foreign governments may make significant changes to tax policies, which could affect the value of foreign securities; and

- foreign governments may impose currency exchange controls that prevent a Fund from taking money out of the country.

To mitigate this risk, the Fund will only invest in securities that are domiciled in a country that is regulated by a credible regulatory authority.

**Geographic Concentration Risk:** Some Funds may invest a relatively large portion of their assets in issuers located in a single country, a small number of countries, or a particular geographic region. As a result, the performance of these Funds could be closely tied to the market, currency, economic, political, regulatory, geopolitical or other conditions in such countries or region, and could be more volatile than the performance of funds with more geographically-diversified holdings. The Fund manages this risk by complying with the exposure limits determined by the investment manager.

**Underlying Fund Risk:** Some Funds may pursue its investment objectives indirectly by investing in shares of other mutual funds, including exchange-traded funds, in order to gain access to the strategies pursued by those underlying funds. There can be no assurance that any use of such multi-layered fund of fund structures will result in any gains for a Fund. If an underlying fund that is not traded on an exchange suspends redemptions, a Fund will be unable to value part of its portfolio and may be unable to redeem shares. Underlying funds that are traded on an exchange are subject to the following risks that do not apply to conventional mutual funds: (i) an exchange-traded fund's units often trade on the exchange at a premium or discount to the net asset value of such units; (ii) an active trading market for an exchange-traded fund's units may not develop or be maintained, and (iii) there is no assurance that the exchange-traded fund will continue to meet the listing requirements of the exchange. The Fund manages this risk by conducting comprehensive due diligence on the underlying funds as well as their respective investment managers.

The above risk factors are by no means exhaustive. New and/or unidentified risks may arise given the fast changing financial markets and economic environment.

#### **CLASSIFICATION OF THE FUND INTO HIGH, MODERATE OR LOW RISK INVESTMENT; PROSPECTIVE INVESTORS**

The Fund's investment objective is to invest at least 90% of its net assets in a global equity fund which aims to generate long-term appreciation through diversified investments in equity and equity-linked securities issued by corporations domiciled in developed and emerging markets, or through diversified investment companies invested in such securities. The Fund is for retail and corporate investors, and is classified as an **aggressive** investment.

#### **CONFLICT OF INTEREST POLICY**

The Fund Manager and its employees are prohibited from engaging in fraudulent, deceptive or manipulative conduct. The interests of the Fund and its employees must never conflict with or appear to conflict with those of the Fund and its stakeholders. Where such a situation may arise, the Fund Manager will seek to ensure that all stakeholders are treated fairly, and that Fund Manager employees act in the best interests of each stakeholder.

The Fund Manager and its employees are required to take reasonable steps to identify and disclose existing material conflicts of interest as well as material conflicts of interest that would be expected to arise between the Fund Manager and the Fund. The Fund Manager must respond to such conflicts by avoiding or otherwise controlling the conflict, and by disclosing such conflicts to the Fund.

#### **USE OF PROCEEDS**

**Philippine Peso Unhedged Unit Class:** Total gross proceeds of the 100,000,000,000 participation units of Unit Class U are estimated at PHP 100,000,000,000 (computed by multiplying 100,000,000,000 offer units by PHP 1.0000/unit offer price).

Proceeds from the sale of the Offer Units shall be invested in equity or equity-linked securities issued by corporations globally, or through diversified investment companies or collective investment schemes invested in such securities. The Fund shall invest at least ninety percent (90%) of its net assets in a global equity fund which aims to generate long-term appreciation through diversified investments in equity and equity-linked securities issued by corporations domiciled in developed and emerging markets, or through diversified investment companies invested in such securities. The Fund's investment manager shall be guided by the Fund's Investment Policies and legal limitations. All the proceeds from the sale of units/shares, including the original subscription payments at the time of incorporation constituting the paid in capital of the Fund shall be held by the custodian and/or reported to the Independent Oversight Entity, as applicable.

The Fund shall not make loans to other interested persons such as members of its Board of Directors, officers of the Fund and any of its affiliates/affiliated corporations. The Fund shall not acquire assets or finance the acquisition of other business. It does not have any existing debt, thus, proceeds shall not be utilized to settle any existing indebtedness or obligation.

Expenses charged to the Fund include, but are not limited to, remuneration of the members of the Board who are not officers and/or employees of SLOCPI and/or SLAMCI, transfer, management and distribution fees and annual fees based on the average net asset value of the unitized fund. Pre-operating expenses will be charged to the seed capital under shares and all subsequent expenses will be for the account of the offered units. You may refer to Summary of Fees on page 4 for the expenses which shall be deducted or paid out of the gross proceeds.

The participation units are being offered in the Philippines through Sun Life Asset Management Company, Inc. ("SLAMCI"). SLAMCI is being paid the following fees: (a) as the Fund's adviser and manager, an annual fee of up to 1.00% of assets under management ("AUM"), estimated at PHP 1,120,000,000.00 per annum for Unit Class U, inclusive of VAT; and (b) as the Fund's distributor, an annual fee of up to 0.75% of AUM, estimated at PHP 840,000,000.00 per annum for Unit Class U, inclusive of VAT.

The Fund Manager shall shoulder the expenses incurred in the registration and offering of units.

The proceeds from the sale of the Offer Units will not be used to reimburse any officer, director, employee or unit holder for service rendered, assets previously transferred, money loaned or advanced or otherwise.

#### **DETERMINATION OF OFFERING PRICE**

The offer price will be the applicable NAVPU on Trade Date. NAVPU is computed by dividing net asset value (total assets less total liabilities) by the total number of units issued and outstanding, as of the end of the reporting day.

Completed subscriptions received by SLAMCI or its authorized distributors by 12 o'clock noon will be processed at the applicable NAVPU determined by SLAMCI at the close of business that day. If received after 12 o'clock noon, subscriptions will be processed at the applicable NAVPU calculated on the next business day.

#### **PRICE DETERMINATION OF THE ASSET**

The value of the assets shall be determined based on the following:

- a. If quoted in an organized market, based on official closing price or last known transacted price;
- b. If unquoted or quoted investments where the transacted prices are not represented or not available to the market, based on fair value; Provided further that in determining the fair value of investments, the Fund Manager shall, with due care and good faith:

- Have reference to the price that the Investment Company would reasonably expect to receive upon the sale of the investment at the time the fair value is determined;
- Document the basis and approach for determining the fair value.

### **NET ASSET VALUE CALCULATION**

The net asset value shall be calculated by adding:

- The aggregate market value of the portfolio securities and other assets;
- The cash on hand;
- Any dividends on stock trading ex-dividend; and
- Any accrued interest on portfolio securities,

And subtracting:

- Taxes and other charges against the fund not previously deducted;
- Liabilities
- Accrued expenses and fees; and
- Cash held for distribution to investors of the fund on a prior date.

### **PUBLICATION OF THE NET ASSET VALUE PER UNIT (NAVPU)**

The Fund Manager (SLAMCI) shall compute and post the net asset value per unit of the Fund on a daily basis and shall:

- Publish such daily prices in at least two (2) newspapers of general circulation in the Philippines, which may be done through industry organization/s; **or**
- Upload daily in its website or industry association, through digital portals such as its website or social media accounts; or post them daily in a conspicuous place at the principal office of the investment company as well as in all its branches or correspondent offices which are designated redemption centers.

### **PLAN OF DISTRIBUTION**

The Fund does not have any underwriter, and has not entered into any underwriting agreement. There are no units designated to specified persons. There is no plan to apply for listing in any exchange the units of the Registrant. Thus, none of the Registrant's units are to be allocated to an exchange and/or to its members.

### **PRINCIPAL DISTRIBUTOR**

SLAMCI serves as the Fund's Principal Distributor. An annual fee of up to 1.00% of the Fund's average net asset value is paid by the Fund to SLAMCI as compensation for the latter's services and facilities. As principal distributor, SLAMCI will continuously offer for sale units of the Fund through its registered representatives legally qualified to sell the Fund's units and dealers with whom it has entered into distribution agreements. The proceeds received by SLAMCI as Principal Distributor will be used to cover expenses such, but not limited to, as commission and other compensation due to dealers and other selling personnel, costs of establishing and maintaining sales offices and transportation and communication charges. Compensation received by SLAMCI as Principal Distributor is exclusive of back-end fees that may be charged directly to the investor.

Any order for units may be rejected by SLAMCI. The SEC, the Fund, or SLAMCI may suspend the continuous offering of units to the general public at any time in response to conditions in the securities markets or otherwise and may thereafter resume such offering from time to time. Neither SLAMCI nor the eligible agents are permitted to withhold placing orders to benefit themselves from a price change.

All proceeds from sale of shares/units/securities, including the original subscription/payments at the time of incorporation constituting the paid-in capital of the Fund shall be held by the designated custodian, and/or reported to the Independent Oversight Entity, as applicable.

The Fund's units are available through the Principal Distributor, its online platform, agents & employees who are Certified Investment Solicitors and Mutual Fund Sub-Distributors that have entered into an agreement to sell units with the Principal Distributor.

SLAMCI, as the Fund's Principal Distributor will be in-charge of monitoring the Fund's distribution in all its accredited channels and sub-distributors. This includes monitoring of their compliance with the Investment Company Act and its implementing rules and regulations.

The Fund and SLAMCI executed a Distribution Agreement effective 27 January 2022 and notarized on 4 February 2022 in order for SLAMCI to act as Principal Distributor.

### **CUSTODIANS OF PORTFOLIO SECURITIES**

The Fund will not have any custodian. The holdings of the Fund will be reported to the Independent Oversight Entity, as allowed and in compliance with SEC Memorandum Circular Number 33 Series of 2020.

### **INVESTMENT COMPANY ADVISER**

1. SLAMCI is an Investment Company Adviser incorporated on 18 January 2000 and started commercial operations on 1 May 2000. Its primary purpose is to manage, provide and render management and technical advice and service for mutual funds, corporations, natural persons and other entities and in connection therewith, as far as may be permitted by law, to purchase, subscribe for or otherwise acquire, mortgage, sell or otherwise dispose of, and deal in securities of every kind and description including, but not limited to, stocks, bonds, notes, commercial papers and to promote, manage and participate in the distribution of any securities, to the extent provided by law.
2. SLAMCI is a licensed Investment Company Adviser and holds a current license from the SEC. The license of SLAMCI was renewed on November 29, 2021.

In a letter dated 05 July 1999 addressed to the PIFA<sup>3</sup>, the SEC advised of the suspension of the implementation of SEC-BED Memorandum Circular No. 1, Series of 1999, which required investment managers and/or advisers to secure a license as a securities broker on or before 30 June 1999.

There is no arrangement whereby SLAMCI has the right to designate or nominate a member or members of the Board of Directors of the Fund. Thus, there is no director so designated or nominated pursuant to an agreement between SLAMCI and the Fund.

There is no unit designated to be sold to specified persons. No unit is to be designated to an exchange and/or its members, or by an exchange to its members.

3. SLAMCI's registered office address is at the 8<sup>th</sup> Floor Sun Life Centre, Bonifacio Global City, Taguig City.
4. The services provided by SLAMCI are subject to the supervision of its officers and directors. They include marketing the Fund, being responsible for investments, investor communications, fund accounting, unit holder record-keeping and other day-to-day administration of matters related to the corporate existence of the Fund, maintenance of records and preparation of unit holder reports, Board of Directors' meetings and annual Shareholders' Meetings.

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<sup>3</sup>Then called the Investment Company Association of the Philippines.



As compensation for the management services and facilities provided by SLAMCI, an annual fee of up to 1.00% of AUM shall be paid by the Fund.

The Fund is responsible for its own operating expenses. At times, SLAMCI may reduce its fees and/or pay expenses in order to reduce the Fund's aggregate annual operating expenses. This arrangement may be revised or discontinued by SLAMCI at any time.

5. As Investment Company Adviser, SLAMCI is also primarily responsible for the execution of the Fund's portfolio transactions and the allocation of brokerage commissions. SLAMCI makes investment decisions, prepares and makes available research and statistical data, and invests with respect to the purchase and sale of securities on behalf of the Fund, including the selection of brokers and dealers to carry out the transactions, all in accordance with the Fund's investment objective and policies. SLAMCI maintains records and furnishes or causes to be furnished all required reports.
6. SLAMCI may, at its expense, engage the services of consultants and other persons or firms to furnish SLAMCI statistical and other information, advice regarding economic factors and trends, information with respect to technical and scientific developments, and such other information, advice and assistance as SLAMCI may desire, including investment management and other related duties.
7. The current officers and directors of SLAMCI, the Investment Adviser of the Fund are the following:

Name	Position
Ingrid Johnson	Chairman/Director
Gerald L. Bautista	President/Director
Benedicto C. Sison	Director
Francisco S.A. Sandejas	Independent Director
Erlinda S. Echanis	Independent Director
Sherwin S. Sampang	Treasurer
Anna Katrina C. Kabigting-Ibero	Corporate Secretary
Frances Ianna S. Canto	Asst. Corp. Secretary
Ma. Jemilyn S. Camania	Compliance Officer

See "Directors, Executive Officers, Promoters and Control Persons" for qualifications of the above-mentioned officers and directors.

8. SLAMCI may delegate or outsource any of its functions with other parties necessary in the operation of SLAMCI and of the Fund. Such delegation or outsourcing should be compliant with applicable rules such as the Implementing Rules of the Investment Company Act. SLAMCI shall continue to perform oversight responsibility over the appointment of a delegate or outsource and shall undertake the necessary measures, if, upon proper finding, the appointment of a delegate or outsource, is not in the interest of the Fund and its shareholders.

#### **TRANSFER AGENT**

SLAMCI also serves as the Fund's Transfer Agent. Transfer Agency services include, but are not limited to, account/certificate registration, processing of dividend and capital gains cheques, periodic preparation and mailing of unit holder statements and management reports, as required.

In consideration of the services to be rendered by the Transfer Agent, the Fund shall pay the Transfer Agent an amount equivalent to an annual fee of up to 0.15% of Unit Class U's average net asset value as stipulated in the Transfer Agent Agreement between the Fund and SLAMCI. Fees will begin to accrue on the first day of the Fund's operations.

The Fund and SLAMCI entered into a Transfer Agent Agreement effective 27 January 2022 and notarized on 4 February 2022, pursuant to which SLAMCI shall act as the Fund's Transfer Agent.

## **INVESTOR COMPLAINT HANDLING**

In case of complaints, investors may contact:

Sun Life Asset Management Company, Inc. (SLAMCI)  
8<sup>th</sup> Floor, Sun Life Centre  
5<sup>th</sup> Avenue Corner Rizal Drive, Bonifacio Global City, Taguig City  
E-mail: [sunlink@sunlife.com](mailto:sunlink@sunlife.com)  
Website: [www.sunlifefunds.com](http://www.sunlifefunds.com)  
Telephone No.: 8-849-9888

For any inquiries and complaints relating to our services and products, the Investor may call SLAMCI's Client Care Center at 849-9888. If you are calling from the province, you may call toll-free at **1-800-10-SUNLIFE (1800-10-78-65433)** from any PLDT line. Client Care Center business hours are from 8:00 AM to 7:00 PM, Mondays to Fridays.

Investor may also send an e-mail at [sunlink@sunlife.com](mailto:sunlink@sunlife.com) or write a letter addressed to **Sun Life Asset Management – Investor Services**, 8F Sun Life Centre, 5<sup>th</sup> Avenue Corner Rizal Drive, Bonifacio Global City, Taguig 1634. Your complaints are logged in our system for monitoring purposes. SLAMCI endeavors to resolve your complaint at the soonest possible time. A company representative will reply to your complaint sent through e-mail within 24 hours upon receipt.

A Code of Business Conduct in dealing with sensitive information covers SLAMCI employees. Rest assured that all Investor information and details about any complaint would remain private and confidential. Investor may also check Sun Life's privacy policy at <https://apps.sunlife.com.ph/privacy>.

Alternatively, you may contact the Securities and Exchange Commission at <http://imessagemo.sec.gov.ph/login.php>. SLAMCI is regulated by the Securities and Exchange Commission (SEC).

## **INDEPENDENT OVERSIGHT ENTITY**

The Fund's Audit Committee serves as its Independent Oversight Entity. The Audit Committee is now entirely composed of Independent Directors. The mandate of the Audit Committee was expanded so it could perform the responsibilities of an Independent Oversight Committee effective 27 January 2022. The charter of the Audit Committee was also amended to include the roles and responsibilities of an IOE.

## **INDEPENDENT NET ASSET VALUE CALCULATOR**

Citibank serves as the Fund's Independent Net Asset Value Calculator. The Fund Manager and Citibank signed a Services Agreement effective 28 December 2020. Citibank calculates and cross-checks the Fund's net asset value (NAV) every business day.

## **DESCRIPTION OF SECURITIES TO BE REGISTERED**

At incorporation, the Fund had an ACS of PHP 1,500,000 divided into One Hundred Fifty Million (150,000,000) unclassified common shares with a par value of PHP0.01 per share.

This Prospectus relates to the offer of One Hundred Billion (100,000,000,000) units of Unit Class U – Philippine Peo (Unhedged of the the Sun Life Prosperity Peso Voyager Feeder Fund, Inc. pursuant to R.A. No. 2629 and its implementing rules and regulations.

## SECURITIES OF THE FUND

Unless otherwise modified by the Fund, Unitholders have the following rights,

- (1) **Notification Rights.** Unitholders are entitled to be notified of any material change to the Registration Statement and the Subscription Agreement. Unitholders shall be notified of any material change/s to the Registration Statement and/or the Subscription Agreement at least thirty (30) days prior to its effective date.
- (2) **Right of Redemption.** The holder of any units of the Fund, upon its presentation to the Fund or to any of its duly authorized representatives, is entitled to receive by way of redemption approximately his proportionate share of the Fund's current net assets or the cash equivalent thereof. Payments for the redeemed shares shall be made within seven (7) banking days from receipt of the request for redemption.
- (3) **Dissolution rights.** Upon dissolution of the Fund, the Fund shall payout the applicable redemption price to its Unitholders under a distribution process to be determined by the Board of Directors of the Fund. The Fund shall submit a Redemption Plan to the Commission prior to its dissolution.
- (4) **Dividends.** The unitholders are not entitled to any dividends. The Fund may allow non-guaranteed unit-paying and/or income-paying feature/s if so declared and approved by the Board of Directors of the Fund, and accordingly permitted by the Securities and Exchange Commission.
- (5) **Modification of Rights of Unitholders.** The rights of Unitholders of the Fund shall not be modified except by amendment of the Fund's Registration Statement or Subscription/Redemption Agreement.
- (6) **Reports and Statements.** Unitholders shall receive accounts, reports and statements either in hard/physical copies or by electronic means. The unitholder has the option to request for a physical copy within one month from the notification of availability, and shall receive this within ten (10) business days from the date of written request or whenever practicable in case of any fortuitous events.

Other than the above and those provided by law, there are no other material rights accorded to the unitholders. Unitholders do not have voting and pre-emptive rights.

## INTERESTS OF NAMED EXPERTS AND INDEPENDENT COUNSEL

### LEGAL MATTERS

Certain legal matters under Philippine law will be passed upon for the Fund by Nisce Mamuric Guinto Rivera & Alcantara Law Offices. Except as otherwise disclosed herein, no independent counsel has or will receive any direct or indirect interest in the Fund or in any securities thereof (including options, warrants or rights thereto) or acted or will act as promoter, underwriter, voting trustee, director or employee of the Fund.

### INDEPENDENT AUDITORS

The Financial Statements of the Fund together with the notes thereto have been examined by Navarro Amper & Company / Deloitte Touche Tohmatsu ("Deloitte"), independent public accountants, as indicated in their report with respect thereto and included herein. The reports have been so included in reliance upon the authority of these experts in giving such reports. Deloitte has given, and not withdrawn, its consent to the inclusion of these reports as they appear herein.

Deloitte will continue being the external auditors for the Fund. Deloitte will not have any direct or indirect interest in the Fund or in any securities thereof (including options, warrants or rights thereto) nor has it acted at any time as promoter, underwriter, voting trustee, director, officer or employee of the Fund.

## INFORMATION WITH RESPECT TO THE REGISTRANT

### DESCRIPTION OF BUSINESS

#### The Fund

The Fund is a Philippine corporation registered as an open-end investment company under R. A. 2629 and R. A. 8799 on 3 January 2022 under SEC Registration No. 2021120037098-11. The Fund's investment objective is to invest at least 90% of its net assets in a global equity fund which aims to generate long-term appreciation through diversified investments in equity and equity-linked securities issued by corporations domiciled in developed and emerging markets, or through diversified investment companies invested in such securities.

**The Fund is considered as a Feeder Fund where at least ninety percent (90%) of the net assets of the Fund shall be invested in a single collective investment scheme.**

The Fund is part of the Sun Life Prosperity Funds (the "Funds"). The Sun Life Prosperity Funds make investing simple, accessible and affordable. The Sun Life Prosperity Funds offer a unique "family of funds" to choose from. The "family of funds" concept allows investors to modify their investment strategies over time, by letting them transfer from one fund to another, as their needs dictate, as much as ten (10) times a year without paying any documentary stamp taxes.

#### Distribution

For a detailed discussion of the Fund's distribution methods, please refer to the section on "Plan of Distribution".

#### Competition

The Fund principally competes directly with other mutual funds in the Philippines and with the Unit Investment Trust Funds ("UITFs") offered by commercial banks, in terms of returns and the associated risks of the return. The Fund's market strength is its wide distribution network that provides strategic distribution of Fund units and the financial stability and reputation of its Investment Company Adviser, SLAMCI. The Fund intends to compete principally based on the reputation of SLAMCI for superior investment performance and corporate governance coupled with its distribution network and superior backroom operations.

The Fund participates in the mutual funds sector, which is a sub-sector of the financial services industry. There are no national geographical boundaries as the nature of the industry and prevailing technology make it possible for the various players to offer their services to almost any place in the country.

In terms of net asset value, the group of funds managed by SLAMCI on a consolidated basis is the third largest in its field. Below are the top three (3) mutual fund companies in the Philippines in terms of Net Asset Value (NAV) as of 31 December 2021:

<b>Mutual Fund Company/Investment Company Adviser</b>	<b>Net Asset Value (in PhP billions)</b>	<b>Market Share</b>
BPI Investment Management, Inc. and Philam Asset Management, Inc.	148.06	50.10%
Sun Life Asset Management Co., Inc.	179.53	40.43%
Philequity Management, Inc.	18.37	4.14%

The Fund falls under the actively global equity feeder fund category (world focus). There are currently no other funds with the similar investment objective in the mutual fund industry.

## **Transactions with and/or Dependence on Related Parties**

SLAMCI is an affiliate of the Fund. It is also the Fund's Principal Distributor, Transfer Agent and Investment Company Adviser. For a fuller discussion, please see "Summary of Principal Agreements" and "Certain Relationships and Related Transactions" on page 54.

## **Investment Objectives, Legal Restrictions and Limitation of Liabilities**

The Fund's investment objective is to invest at least 90% of its net assets in a global equity fund, which aims to generate long-term appreciation through diversified investments in equity and equity-linked securities issued by corporations domiciled in developed and emerging markets, or through diversified investment companies invested in such securities.

The Fund is governed by the following fundamental investment policies:

1. As a **Feeder Fund**, the Fund shall be subject to the following:
  - a. The Fund shall invest more than ninety percent (90%) of its net assets in a single collective investment scheme
  - b. The single entity limit of fifteen percent (15%) shall not be applicable;
  - c. The Target Fund:
    - i. shall not be a feeder fund or co-managed fund;
    - ii. is a CIS established by another fund manager/s, asset management company/ies or fund operator/s;
    - iii. shall provide ample protection to the investors of the feeder fund. If the Target Fund is a foreign fund, it shall have been assessed to have broadly implemented the IOSCO Principles relevant to collective investment schemes;
    - iv. The Target Fund publishes Quarterly/Semi-Annual and Annual Reports;
    - v. The investment objective of the target fund is aligned with that of the feeder fund.
  - d. The Target Fund is supervised by a regulatory authority, as follows:
    - i. A local Target Fund shall either be registered with the Commission or approved by the Bangko Sentral ng Pilipinas;
    - ii. A Target Fund constituted in another economy shall be registered/authorized/approved, as the case may be in its home jurisdiction by a regulatory authority that is an ordinary or associate member of the IOSCO
  - e. Investments in Target Funds shall be held for safekeeping by an institution registered/authorized/approved by a relevant regulatory authority to act as third party custodian and/or reported to the Independent Oversight Entity, as applicable.
  - f. The custodian or Independent Oversight Entity can liaise with the offshore target fund on the transactions of the feeder fund.
2. The Fund shall not issue senior securities.
3. The Fund shall not incur any further debt or borrowing unless at the time of its incurrence or immediately thereafter there is an asset coverage of at least three hundred percent (300%) for all its borrowings. In the event that such asset coverage shall at any time fall below three hundred percent (300%), the Fund shall within three (3) days thereafter, reduce the amount of its borrowings to an extent that the asset coverage of such borrowings shall be at least three hundred percent (300%).
4. The Fund shall not participate in any underwriting or selling group in connection with the public distribution of securities, except its own offer units.
5. The Fund will generally maintain a diversified portfolio. Geographic and asset allocations may vary at any time depending on the investment manager's overall view.

6. The Fund shall not invest more than twenty percent (20%) of its net assets in real estate properties and developments, subject to investment restrictions and/or limitations under applicable law, if any.
7. The Fund shall not purchase or sell commodity futures contracts.
8. The proportion of the Fund's assets that shall be invested in each type of security shall be determined from time to time, as warranted by economic and investment conditions.
9. Subscribers are required to settle their subscriptions in full upon submission of their application for subscriptions.
10. The Fund may use various techniques to hedge investment risks.
11. The Fund will not change its investment objectives without the prior approval of a majority of its shareholders and prior notice to the SEC.

### **Policies With Respect To Security Investments**

1. *Type of securities, which the registrants may invest in, and the proportion of the assets which may be invested in each such type of security.*

The Sun Life Prosperity Peso Voyager Feeder Fund aims to invest at least 90% of its net assets in a global equity fund, which aims to generate long-term appreciation through diversified investments in equity and equity-linked securities issued by corporations domiciled in developed and emerging markets, or through diversified investment companies invested in such securities. For liquidity purposes, unless otherwise prescribed by the Commission, at least ten percent (10%) of the assets of the Fund shall be invested in liquid/semi-liquid assets.

- i. Treasury notes or bills, certificates of indebtedness issued by the BSP which are short-term, and other government securities or bonds and such other evidence of indebtedness or obligations, the servicing and repayment of which are fully guaranteed by the Republic of the Philippines;
- ii. Tradable Long-Term Negotiable Certificate of Time Deposits (LTNCTD)
- iii. Government debt securities where the issuer or the guarantor is a foreign government, sovereign or central bank with an international long-term issuer rating of investment grade.
- iv. Savings or time deposits with government-owned banks or commercial banks, provided that in no case shall any such savings or time deposit accounts be accepted or allowed under a "bearer" or "numbered" account or other similar arrangements.
- v. Money market instruments issued by Philippine regulated qualified buyers or those issued by an investment grade issuing body;
- vi. Other collective schemes wholly invested in liquid/semi-liquid assets.

The Fund may implement a decreased investment of less than ten percent (10%) of its assets in liquid/semi-liquid assets, provided, however, that it shall submit a notarized liquidity contingency plan, signed by the president of the fund and its fund manager.

2. *Percentage of assets, which the Fund may invest in the securities of any one issuer.*

The maximum investment of the Fund in any single enterprise or issuer shall not exceed the amount equivalent to fifteen percent (15%) of the Fund's net asset value, except obligations of the Philippine Government or its instrumentalities.

The Fund shall not invest, in aggregate more than twenty percent (20%) of its net assets in transferrable securities, money market securities, deposits and OTC financial derivatives issued by a any single business group, provided the investments in OTC financial derivatives with non-investment grade or unrated counterparty shall not exceed five percent (5%) of the net assets of the Fund.

Deposits of the Fund shall not exceed twenty percent (20%) of its net assets in a single bank/non-bank with quasi bank license excluding monies for liquidation of a revoked Investment Company.

3. *Percentage of outstanding securities of any one issuer, which the Fund may acquire.*

The total investment of the Fund shall not exceed ten percent (10%) of the outstanding voting securities of any investee company.

4. *Other Investment Restrictions*

Unless otherwise approved by the Commission, the investments of the Fund in the following shall not exceed five percent (5%) of the net assets of the Fund:

- i. Deposits placed with a non-investment grade or unrated deposit taking institution
- ii. Debt securities or money market instruments not dealt in an organized market or issued by an unrated or non-investment grade issuing body and
- iii. Unlisted shares
- iv. Over-the-counter financial derivatives with non-investment grade or unrated counterparty

The aggregate investments of (i), (ii), (iii), and (iv) shall not exceed fifteen percent (15%) of the net assets of the Fund.

For the avoidance of doubt, the exposure to a counterparty of an OTC financial derivative should be measured based on the maximum potential loss that may be incurred by the investment company if the counterparty defaults, subject to the calculation method.

The aggregate fifteen percent (15%) limit does not apply to deposits, debt securities or money market instruments or OTC financial derivatives where the:

- i. Deposit-taking institution, issuing body or counterparty is rated investment grade only with a national rating scale, which refers to a rating falling within the top four (4) long-term credit ratings or the top three (3) short-term credit ratings provided on an international scale; and
- ii. The jurisdiction in which the issuing body or counterparty is domiciled has a sovereign credit rating that is at least investment grade.

5. *Investments in Derivatives*

In investing in financial derivatives instruments for the Fund, the Fund Manager shall see to it that employs a risk-management process which captures the risks associated with the use of financial derivatives and satisfies all the following requirements on an ongoing basis:

- i. The global exposure, calculated based on the commitment approach, to financial derivatives or embedded financial derivatives must not exceed twenty percent (20%) of the net assets of the Fund;
- ii. The Fund must, at all times, be capable of meeting all its payment and delivery obligations incurred by transactions involving financial derivative instruments;

In the case of financial derivatives which will, or may at the option of the Fund, be cash-settled, the scheme should hold, at all times, liquid assets sufficient to cover the Fund's obligations.

In the case of financial derivatives which will, or may at the option of the counterparty, require physical delivery of the underlying assets, the Fund should hold the underlying assets in sufficient quantities to meet the delivery obligation at all times. If the fund manager deems the underlying assets to be sufficiently liquid, the Fund may hold as coverage other liquid assets in sufficient quantities, provided that such alternative assets may be readily converted into the underlying asset at any time to meet the delivery obligations.

- iii. The Fund Manager shall not act as a counterparty to an OTC derivatives invested into by the Fund.

6. *Investment in other companies for the purpose of exercising control or management.*

The Fund has no intention of exercising control or management over other companies.

7. *The Fund shall not purchase from or sell to any of its officers or directors or the officers or directors of its Investment Adviser, Manager or Distributor or firms of which any of them are members, any security other than the Fund's own offer units.*

8. *The total operational expenses of the Fund shall not exceed ten percent (10%) of its average investment fund or net worth as shown in its previous Audited Financial Statements.*

9. *Until the SEC provides otherwise, the Fund shall not short sell securities or invest in any of the following:*

- i. Margin purchases of securities (investment in partly paid shares are excluded),
- ii. Commodity futures contracts,
- iii. Precious metals, and
- iv. Unlimited liability investments such as a general partnership.

10. *Minimum investment is PHP 10,000.00 while subsequent investment is PHP 1,000.00*

11. SEC Memorandum Circular No. 10, series of 2006 requires that investment in bonds and evidence of indebtedness registered and traded on an organized market in a foreign country whose issue and issuer borrower are rated at least BBB.

12. Investments in foreign securities shall be in accordance with SEC Memorandum Circular No. 7, series of 2005, as amended entitled "Guidelines on the Evaluation of Foreign Investments by Mutual Fund Companies."

**Due to the Fund's Feeder Fund classification, where at least ninety percent (90%) of the net assets of the Fund shall be invested in a single collective investment scheme, Investment Policy Numbers 2 and 3 will not be applicable, provided the Fund shall adhere to the requirements for it to be classified as a Feeder Fund.**



### **Limitation of Liabilities**

To the extent allowed by law, the Fund and/or the Fund Manager's liability shall be limited to those arising from willful default or gross negligence. The Fund Manager shall not be liable for act or omission where such action or inaction, in the good faith judgment of the Fund Manager, was then necessary, reasonable or appropriate for the proper and advantageous administration and management of the Fund. The investment risks, including but not limited to credit risk, market risk, taxation risk, regulatory risk, interest risk and liquidity associated with the Fund are to be borne solely by the investor. The liability of the investors is limited to their investments in the Fund.

Any director or officer of the Fund Manager is not protected against any liability to the Fund or to its shareholders to which it would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of its office.

### **Annual Shareholders' Meeting**

The annual shareholders' meeting of the Fund shall be held at the Fund's principal office every second Wednesday of July of each year or on such other date as the board of directors may determine, unless such day is a legal holiday, in which case it shall be held on the next business day following.

### **Prevention of Money-Laundering and Terrorist Financing**

As part of the Fund's responsibility for the prevention of money-laundering under the Anti-Money Laundering Act of 2001 (R. A. 9160), as amended, the Terrorism Financing Prevention and Suppression Act of 2012 (R.A. 10168) and other relevant rules and regulations, the Fund or an entity acting on its behalf may require evidence verifying the identity of a prospective purchaser of shares/units and the source of the relevant funds. Whether or not such evidence will be required and, if so, the nature and extent of such evidence will depend on the particular circumstances. The Fund and any entity acting on its behalf reserve the right to request such information as considered necessary to verify the identity of a proposed purchaser of shares/units in each case, and the Fund has absolute discretion to refuse to accept a subscription for shares/units in the event of delay or failure in the provision of any such information required. The Fund and /or relevant government agencies shall immediately preserve the subject property or funds upon receipt of the notice of a freeze order, in accordance with the order of the court of competent jurisdiction or the AMLC. The owner or holder of the property or funds shall be given a copy of the notice of the freeze order.

### **Compliance with Data Privacy Act of 2012 (Republic Act No. 10173)**

The investor acknowledges that the Company, its employees, duly authorized representatives, related companies, third party service providers and vendors, shall process and share his/her information with any person or organization to (i) service this account, (ii) process transactions and enforce this contract, and (iii) pursue its legitimate and lawful rights and interests and other purposes allowed under privacy laws and regulations.

The personal data of the investor shall be retained throughout the existence of his/her account(s) and/or until expiration of the retention limit set by laws and regulations from account closure and the period set for destruction or disposal of records. The investor certifies that he/she has read, understood and agree with the declarations and authorizations above, including Sun Life's privacy policy found in <https://apps.sunlife.com.ph/privacy>.

### **Compliance with Foreign Account Tax Compliance Act**

In compliance with local and foreign regulatory requirements, the Fund requires the investor to notify the Fund in writing and provide the required details or documents within thirty (30) days from a change of your circumstances. Change of circumstances means any change in the investor's circumstances which results

in the Fund being subject to tax reporting and withholding requirements under local and/or foreign laws applicable to the investor or investor's property (such as the US Foreign Account Tax Compliance Act). There is a change of circumstances if there is a change in the investor's contact information, identification documents, place of residence, citizenship of the owner or beneficiary, or other circumstances as defined under applicable laws;

Failure to accomplish the foregoing gives the Fund the right to exercise any of the following: a) continue the account on the same terms and conditions; b) continue the investment on the same terms and conditions and deduct from it any amounts that the Fund has to withhold under the applicable laws; or c) terminate your account. The right to terminate the account will only be exercised after the investor has failed to provide the required information within thirty (30) days from written notice from the Fund and only after the Fund is unable to transfer your policy or take any steps other than termination in order to comply with applicable laws.

### **Effect of Existing or Probable Governmental Regulations on the Business**

Senate and congressional bills amending R. A. 2629, which is the main law that regulates the mutual fund industry, have been filed. The most prominent of these are the bills on the proposed Collective Investment Schemes Law ("CISL"). One of the noteworthy provisions of the CISL bills is the exemption of mutual fund companies from certain requirements of the Corporation Code as regards increasing ACS. If passed into law, this would be of possible benefit to the mutual fund companies which, with their numerous stockholders, find it difficult to obtain the votes of stockholders representing at least 2/3 of the outstanding capital stock to approve certain corporate actions. SLAMCI, through PIFA, participates in the hearing and deliberation of the CISL bill. SLAMCI expects the regulatory environment to improve with the passage of the CISL bill to the benefit of investors.

### **Procedures to Ensure Compliance with Relevant Laws and Regulations**

The Fund, through its Fund Manager, has a Risk Management Framework for the effective management of compliance risk and regulatory requirements. Compliance risk management is supported by the Three Lines of Defence (TLD) model, Management in the first line (1LOD), Compliance in the second line (2LOD), and Internal Audit in the third line (3LOD).

This procedure describes the responsibilities of Management and Compliance Team for regulatory compliance management.

#### *Management*

Following the TLD model, the Management of Sun Life Philippines the Fund Manager, as 1LOD, owns the risk intrinsic to its business, including compliance risk, and has the responsibility to manage these risks. Management is responsible for day-to-day compliance to applicable laws and regulations.

1. Establish processes to identify new and changing regulatory requirements applicable to the specific activities, products and markets of Sun Life Philippines the Fund
2. Assess the inherent risk of the requirements and conduct periodic risk assessments in cooperation with Compliance, including Regulatory Compliance Management, Anti-Money Laundering and Anti-Terrorist Financing, Market Conduct, Anti-Bribery and Corruption, and Privacy
3. Implement adequate day-to-day controls, including monitoring and testing the effectiveness of these controls and remediating any gaps or deficiencies identified in the testing
4. Update or enhance controls, as needed, in response to changes in regulatory requirements, products, services, strategic plans and other activities
5. Communicate the regulatory requirements to the business and to relevant third parties
6. Support the ongoing training on regulatory compliance and policy requirements
7. Identify and report relevant information and maintain adequate documentation

### *Compliance Team*

Compliance, as 2LOD, is responsible for supporting 1LOD in establishing the compliance risk management processes and for monitoring and testing the effectiveness of 1LOD's internal controls.

1. Monitor Sun Life Philippines' the Fund's compliance with regulatory requirements
2. Oversee and assist Management in identifying and managing compliance risks relevant to the activities of Sun Life Philippines the Fund
3. Participate in relevant trade associations, attend industry conferences, review relevant publications, and have contact with regulators to learn best practices and proposed legislation that may affect Sun Life Philippines' the Fund's business and general requirements and regulations
4. Establish and/or implement local operating guidelines as may be required to give effect to compliance-related policies including those issued by the Board of Directors
5. Promote compliance awareness to 1LOD employees to reduce compliance risk and assist Management in designing and making available compliance-related training
6. Promote, facilitate, monitor, and assess compliance with regulatory requirements and provide effective challenge to 1LOD on compliance issues
7. Work with relevant business units to monitor compliance-related complaint activities within Sun Life Philippines, and report on patterns and trends observed from said activities to Management
8. Provide opinions on matters that bear potential compliance risk and escalate them through appropriate channels
9. Conduct compliance program (e.g., Market Conduct, Privacy, Anti-Money Laundering and Anti-Terrorist Financing, Prevention of Bribery and Corruption, etc.)

### **Major Risks Involved in the Business of the Fund**

For a detailed discussion on the major risks involved in the business of the Fund, including procedures undertaken to identify, assess and manage such risks, please see "Risk Factors."

### **Employees**

The Fund does not employ personnel. Day-to-day operations are carried out by SLAMCI pursuant to the terms and conditions of the Management Agreement and Distribution Agreement between the Fund and SLAMCI.

### **Unitholder's Privileges**

Certain privileges granting reduced sales charge and waivers may be extended by SLAMCI to qualified investors who will apply for them.

The investor must notify SLAMCI at the time of transaction about his qualification and intention to avail and apply for specific privileges. Failure to notify SLAMCI ahead of time about his eligibility and intention to avail will allow SLAMCI to process the transaction subject to normal sales load charges.

SLAMCI reserves the right to approve or deny a unitholder's application for certain privileges according to the criteria it has set. These privileges may be revised or discontinued by SLAMCI at any time.

#### 1. Waiver of Front End Sales Load (Option A) for Qualified Investors

Front-end zero load may be granted by SLAMCI to former participants in a benefit or retirement plan, who will convert his mutual fund retirement benefit and contribution into an individual, joint or ITF account with Sun Life Prosperity Funds. The same benefit may also be granted to participants of a retirement plan with at least 100 members and PHP5 Million or dollar equivalent in total asset value or any other requirements or qualifications that may be established by SLAMCI.

## 2. Free 10% Back End Redemption

An investor may be entitled to redeem up to 10% of his total shares/units under back-end without the application of a redemption fee or DSC subject to certain conditions as established by SLAMCI. An investor's free redemption entitlement shall be based on the total number of shares / units owned under Option B as of December 31 of the prior calendar year for investment amounts great than Php 5 million. This privilege may be extended only to partial redemptions and is not applicable to full redemptions of back-end investments. Redemption in excess of the allowed 10% will be subject to regular Back-End Fees.

This one-time privilege per year is automatically applied on the investor's first redemption during the year. Free redemption entitlement is not cumulative. Unexercised entitlement cannot be carried forward to future redemptions within the same year or succeeding calendar years.

If redeemed after five (5) years, the investment shall no longer be subject to any redemption fee.

## 3. Reduced Sales Charge Plan

### **Privilege Of Accumulation (POA)**

Investors may qualify for a reduced front-end sales load by combining subscriptions to one or more of the Sun Life Prosperity Funds, under the following conditions:

1. The total AUM of the investor under front-end sales load option is at least PHP100,000.00 or its dollar equivalent, and this can be obtained by adding:
  - The current subscription made by the investor and "member/s of the immediate family", as defined below; and
  - The aggregate net asset value of all the outstanding subscriptions (at the close of the business day preceding the date of the current subscription) made by the investor and member/s of the immediate family.
2. The total subscription of the investor under front-end sales load option is at least PHP100,000.00 or its dollar equivalent, and this can be obtained by adding:
  - The current subscription made by the investor and member/s of the immediate family; and
  - The original value of all previous subscriptions, net of redemptions, made by the investor and member/s of the immediate family.
3. "Member of the immediate family" is defined as:
  - Spouse
  - Child
  - Grandchild
  - Parent
  - Sibling
  - Grandparents
4. The following accounts are not included for purposes of determining whether an investor qualifies under this privilege:
  - Shares, units or investments held by an investor through a Retirement Plan/Defined Benefit Plan or other employer-employee sponsored benefit plan
  - Shares / units held through a Trust Account under Institutional Dealers (account held in the name of the Financial Intermediary on the investor's behalf)
  - Shares / units held by Corporations or business establishments of the investors.

- Shares / units held under the zero-load option and back-end sales load option

This privilege is not automatic and should be exercised by the investor. Investors should provide all necessary information AT THE TIME OF PURCHASE regarding accounts eligible to be combined under this plan. Otherwise, SLAMCI will not retroact the privilege. SLAMCI reserves the right to revise or discontinue this privilege at any time.

## **DESCRIPTION OF PROPERTY**

The Fund has financial assets in the form of cash, equities and fixed income securities. It does not own any real property. As prescribed by SEC rules, all of the Fund's assets must be held by the custodian bank and/or reported to the Independent Oversight Entity as disclosed on the inside back cover of this Prospectus.

## **LEGAL PROCEEDINGS**

There is no material pending legal proceeding to which the Fund, its Fund Manager or any of its subsidiaries or affiliates is a party or in which any of its properties are the subject of the proceeding.

## **MARKET PRICE FOR REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS**

### **Market Information**

The units of the Fund are traded over-the-counter, hence, there is no public trading for the registrant's units.

### **Holders**

As of January 31, 2022, the Fund has six (6) shareholders, and no unit holders.

## **MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS**

### **Financial Position as of January 31, 2022**

At incorporation, the Fund had an authorized capital stock of 150 Million common shares with a par value of PHP 0.01 per share.

Out of the present authorized capital of 150 Million shares, the Fund has 100 Million shares issued and outstanding with a par value of PHP0.01 per share.

The Fund is in the process of completing its requirements for the registration of the approved capital stock. Pre-operating expenses incurred amounted to PHP 275,223 which represents filing fees for the registration of shares and professional fees. Pre-operating expenses will be charged to the seed capital under shares and all subsequent expenses will be for the account of the offer units.

The capital structure of the Fund consists of issued capital. The PHP 15,000,000 subscription represents seed capital from Sun Life Asset Management Company Inc. The Fund manages capital and Net Asset Value per Unit (NAVPU) to ensure that the Company's net asset value remains competitive and appealing to prospective investors.

The Fund has not yet started commercial operations. For the next twelve (12) months, the Fund is expected to commence official operations as an investment company. In terms of cash requirements, the Fund is currently compliant. It may raise additional funds in the next twelve (12) months as the investor base grows.

Income is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be measured reliably. Income is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the normal course of business.

The Fund manages its capital to ensure that the Fund will be able to continue as a going concern while maximizing returns to stakeholders through investments in high-quality debt securities.

The Fund is guided by its investment policies and legal limitations. All the proceeds from the sale of shares/units, including the original subscription payments at the time of incorporation constituting the paid-in capital, is held by the pertinent custodian banks and/or reported to the Independent Oversight Entity, as applicable.

The Fund is also governed by the following fundamental investment policies:

1. It does not issue senior securities.
2. It does not intend to incur any debt or borrowing. In the event that borrowing is necessary, it can do so only if, at the time of its incurrence or immediately thereafter, there is asset coverage of at least 300% for all its borrowings.
3. It does not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own share capital.
4. It generally maintains a diversified portfolio. Asset class and geographic concentrations may vary at any time depending on the investment manager's view on the prospects.
5. It does not invest directly in real estate properties and developments.
6. It does not purchase or sell commodity futures contracts.
7. It does not engage in lending operations to related parties such as the members of the board of directors, officers of the Fund and any affiliates, or affiliated corporations of the company.
8. The asset mix in each type of security is determined from time to time, as warranted by economic and investment conditions.
9. It does not change its investment objectives without the prior approval of a majority of its shareholders.

### **Top Five Key Performance Indicators**

The performance of a Fund is important to its investors. Oftentimes, it is used when making investment decisions. That is why Key Performance Indicators (KPI), a set of quantifiable measures, is necessary to gauge its performance in terms of meeting the Fund's investment objective while consistently following its investment policy.

#### **I. Total Return**

The performance of a mutual fund is always expressed in terms of its total return, which is the sum of the change in a Fund's Net Asset Value (NAV), its dividends and its capital gains distributions over a given period of time, net of its expenses.

#### **II. Market Conditions**

A Fund's true performance potential needs to be evaluated within the context of the market environment prevailing during the different periods used.

It is most relevant to investors to measure the performance of a fund within a 10-year time frame as it will most likely cover a mix of market conditions that may be translated into a more reliable long-term indicator of the Fund Manager's investment management abilities.

### **III. Benchmarks**

Benchmarking is one of the most important aspects of a mutual fund's total return performance. A fund's performance metrics only have meaning if they are compared to appropriate "guideposts," or benchmarks.

Given the Fund's objective to invest in a target fund that tracks the MSCI All-Country World Index (ACWI), its performance is measured against 96% MSCI ACWI (PHP terms) + 4% 30-day USD Deposit.

### **IV. Peer Comparisons**

Mutual funds are also compared to their peers, or peer groups, and relevant fund categories. For example, it is common for investment research materials to compare a global equity fund, like the Sun Life Prosperity Peso Voyager Feeder Fund, to funds similar in nature (peers or peer group). While this information is made available to the Fund's investor, the same may be found in the website of the Investment Company Association of Philippines at [www.pifa.com.ph](http://www.pifa.com.ph).

### **V. Asset Size**

Open-ended mutual funds grow their asset size in two ways:

- Increase in the value of the underlying assets as a result of the strong performance of equity securities and/or bonds in the fund's portfolio. When the underlying assets in a portfolio increase in value, the fund's asset size increases.
- The inflow of investors' money. This is why a fund's asset size will continue to grow even if it has a negative return.

The increase in a Fund's asset size signifies solid fund management skills which combined with favorable market conditions backed by a strong economic outlook illustrates how effectively a fund manager has performed and the extent to which value has been added through active management.

The second indicates investor confidence in the fund manager, the company, or both.

Most analysts check whether the performance of a mutual fund is attributable to personnel who have since left the fund. While there is no magic number when it comes to fund manager tenure, it should provide some investor comfort to know that with respect to the Fund, the Fund Manager and the Fund's top management have been with the Fund for at least 5 years. Furthermore, the company, having been in the business for decades combined with a record of consistent strong performance indicates a stability and resilience capable of withstanding the different stages of the business cycle.

## **CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURES**

There has been no disagreement with Deloitte on any accounting and financial disclosures.

### **Audit and Audit-Related Fees**

The audit fees for the period ended January 31, 2022 is PHP 174,720. These fees pertain to the audit of the financial statements of the Fund in relation to statutory and regulatory filings.

There are no other assurance and related services rendered by the external auditor for the last two fiscal years that are reasonably related to the performance of the audit of the Fund's financial statements.

## **Tax Fees**

There are no professional services rendered by the external auditor for the last two fiscal years for tax accounting, compliance, advice, planning and any other form of tax services.

## **All Other Fees**

There are no other fees billed by the external auditor for any other products and services for the last two fiscal years.

The Fund's audit and compliance committee reviews the client service plan and service fee proposal presented by the external auditor and recommends such for the approval of the Board of Directors, if found acceptable.

## **DIRECTORS, EXECUTIVE OFFICERS, PROMOTERS AND CONTROL PERSONS**

### **Directors and Executive Officers**

The Board of Directors is responsible for conducting all the businesses of the Fund. It shall exercise general supervision over the duties performed by the Investment Company Adviser, Distributor, Transfer Agent and Custodian of the Fund.

The Fund has five (5) directors, all of whom must be pre-screened and shortlisted by the Fund's nomination committee in accordance with the qualifications and disqualifications set forth in the Fund's Manual on Corporate Governance prior to their election. All elected directors hold office for one (1) year until the stockholders elect their successors annually during the annual meeting or adjournment thereof, or at any special meeting called for that purpose.

The following are the Fund's current directors and officers:

<b>Name</b>	<b>Citizenship</b>	<b>Position</b>	<b>Age</b>	<b>Term of Office</b>
Benedicto C. Sison	Filipino and American	Chairman/Director	60	2022 - present
Valerie N. Pama	Filipino	President/Director	58	2022-present
Gerald L. Bautista	Filipino	Director	43	2022 - present
Cielito F. Habito	Filipino	Independent Director	68	2022 - present
Oscar S. Reyes	Filipino	Independent Director	75	2022 - present
Teresita J. Herbosa	Filipino	Independent Director	71	2022 - present
Sherwin S. Sampang	Filipino	Treasurer	42	2022 - present
Anna Katrina C. Kabigting-Ibero	Filipino	Corporate Secretary	42	2022 - present
Frances Ianna S. Canto	Filipino	Asst. Corp. Sec.	32	2022 - present
Jemilyn S. Camania	Filipino	Compliance Officer	45	2022 - present

Below is a description of each director/officer's business experience during the last 5 years.

### **BENEDICTO C. SISON** **Chairman and Director**

Mr. Benedicto C. Sison is the CEO and Country Head of the Sun Life group of companies in the Philippines from 01 July 2018. He is also the President of Sun Life Financial Philippine Holding Company, Inc. (December 2015 to present) and serves as the Director and Chairman of the sixteen 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 Peso Starter Fund, Inc. (formerly 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., and Sun Life Prosperity Achiever Fund 2048, Inc. (2018 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 Vice President of Sun Life Financial – Philippines Foundation, Inc., (September 2015 to present) where he also served as Trustee (September 2010 to September 2013). He is currently a Senior Advisor to the Board of Trustees of the Philippine Investment Funds Association (PIFA) and Treasurer of the Philippine Life Insurance Association (PLIA).

Prior to his current role, Mr. Sison served as the Chief Strategy and Financial Management Officer of Sun Life of Canada (Philippines), Inc. (April 2015 to 2018). He also served as Chief Financial Officer of Sun Life Financial Asia (November 2012 to March 2015), Director of Sun Life Hong Kong Limited (December 4, 2012 to May 14, 2015), Commissioner of PT. Sun Life Indonesia Services (February 21, 2013 to July 5, 2013) and Commissioner of PT. Sun Life Indonesia (April 19, 2013 to April 23, 2015). He was also the Director/CFO and Treasurer of Sun Life Financial Philippine Holding Company, Inc. (September 2010 to December 2013), CFO and Treasurer of Sun Life Financial Plans, Inc. (September 2010 to December 2013), Director of Great Life Financial Assurance Corporation (July 2012 to September 2013) and Chief Financial Officer and Treasurer of Sun Life Asset Management Company, Inc. (September 2010 to June 2013) and Sun Life of Canada (Philippines), Inc. (September 2010 to October 2012). He also served as the Finance Director – Asia Pacific of Con-Agra International Food Group (September 2006 to August 2010).

He brings to the job a wealth of international finance experience gained primarily from ConAgra Foods, Inc., a multi-billion dollar global consumer products company. He held various positions with increasing responsibility in the areas of audit, financial control, planning and management in ConAgra's US, India and Asia-Pacific Operations. He was the Finance Director for the Asia Pacific Region, based in China, prior to joining Sun Life. Benedict also worked in the academe as well as in the aerospace, defense and public transit industries in the USA.

Mr. Sison is a Magna Cum Laude graduate of BS Business Administration from the University of the Philippines (1983). He earned his Master's degree in Business Administration, Major in Finance/Accounting (1988) from the Graduate School of Management of the University of California Riverside. He is a Certified Public Accountant (CPA) and is a member of the American Institute of CPAs.

**VALERIE N. PAMA**  
**President and Director**

Ms. Valerie N. Pama is currently the Chief Asset Management Officer ("CAMO") of Sun Life of Canada (Philippines), Inc. Since November 1, 2019, Ms. Pama, in her capacity as CAMO, has been responsible for the expansion and development of the various initiatives to drive the profitability and growth of Sun Life's overall asset management business providing strategic direction and development of long-term plans and policies.

Currently, Ms. Pama is a Member and Trustee of Sun Life Financial-Philippines Foundation, Inc. (October 2020 to present), Member and Trustee of Filipina CEO Circle (2015 and 2018, respectively to present), Member of Management Association of the Philippines (2015 to present) and Financial Executives of the Philippines (2013 to present).

Ms. Pama is also the Chairman and Director of Grepalife Asset Management Corporation (December 2021 to present). She is the President and Director of seventeen (17) Sun Life Prosperity Funds, i.e. Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life of Canada Prosperity Bond, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity

Peso Starter Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (March 2022 to present). She is also the Director of BESTSERVE Financial Ltd. (HKG) (January 2021 to present).

Ms. Pama was previously the Director and President of Sun Life Investment Management and Trust Corporation (September 2020 to June 2021), responsible for its establishment and preparations for operations. She was a Director and President of Sun Life Asset Management Company, Inc. ("SLAMCI") (2011 to 2020) and Director and/or President of thirteen (13) Sun Life Prosperity Funds, i.e. Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., (formerly, "Sun Life Prosperity Money Market Fund, Inc."), Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc. and Sun Life Prosperity World Equity Index Feeder Fund, Inc. (2011 to 2020). She was also a Director and/or President of three (3) Grepalife Funds i.e. Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation (formerly, "Grepalife Bond Fund Corporation"), and Grepalife Fixed Income Fund Corporation (2011 to 2018). Ms. Pama was formerly the President of the Sun Life Prosperity Funds and the Grepalife Funds (2011 to 2013).

She also served as the Chief Operating Officer of SLAMCI (2011 to 2012) before being appointed as its President in 2013. With over seven years as President of SLAMCI, Ms. Pama has made tremendous contributions by leading it into becoming the number one non-bank asset management company. Under her vision and leadership, the company achieved great milestones: growing from three (3) mutual funds to sixteen (16) mutual funds to over Php100 Billion in Assets Under Management (AUM), launch of the Sun Life Prosperity Card, expanding the sales force into having the most number of Mutual Fund- licensed advisors in the industry and garnering numerous awards from the Philippine Investment Funds Association (PIFA). Another noteworthy recognition for SLAMCI under her management was being named the best asset management company for the Philippines from Euromoney's 2018 Private Banking and Wealth Management survey.

Ms. Pama is a veteran banker, having been in the industry for 20 years. She started her career with Citibank N.A. in 1990 as a Management Associate, wherein she obtained exposure in various segments of the business, assuming progressively senior roles over the years. She had worked in treasury/capital markets, loans, equity sales, customer funding sales, brokerage and money market sales. By the time she retired from Citibank N.A. in 2009, Ms. Pama was the President of Citicorp Financial Services and Insurance Brokerage Inc.

Prior to joining Sun Life, Ms. Pama was a Product Development consultant for ING Bank's Investment Management Group.

Ms. Pama was a member of the Board of Trustees of the Philippine Investment Funds Association (PIFA) from 2011 to 2020 and served as its Chairman from 2013 to 2015. This enabled her to represent the mutual fund industry in advocating investor literacy, customer protection and regulatory advancements to government agencies, key market players and the general public.

Ms. Pama is a graduate of the Ateneo de Manila University with a Bachelor of Science degree in Management Engineering. She obtained her Masters in Business Administration in International Business and Finance, with a minor in Business Economics from Katholieke Universiteit Leuven in Belgium. She was awarded With Distinction by the university for her exemplary academic performance on her final year.

**GERALD L. BAUTISTA**  
**Director**

Mr. Gerald L. Bautista is a Director of the Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), and Sun Life Prosperity World Equity Index Feeder Fund, Inc. (September 2020). He is also the President and the Head of Distribution of Sun Life Asset Management Company, Inc. (October 2020). He joined the company in 2008 and has been instrumental for the growth and expansion of the bank, brokerage and online channel business for Sun Life Asset Management. He took on the role as Head of the Agency channel in 2019; wherein he institutionalized sales growth strategies, risk policies and distribution channel management practices.

Mr. Bautista has been in the mutual fund industry for two decades now. Prior to joining the financial sector, he had a short stint with the government under the Foreign Service Institute, Dept. of Foreign Affairs as a research assistant. Thereafter, he joined the asset management industry as a Business Development Officer and subsequently handled Institutional Sales for Philam Asset Management, Inc. After his post-graduate program, he moved to the banking industry with Standard Chartered Bank handling Trust Marketing functions and was promoted as Product Manager handling various financial instruments, including mutual funds, structured notes, time deposits and bancassurance products. In 2008, Sun Life Asset Management hired him to further develop and expand its distribution channels.

He is a graduate of De La Salle University, Manila with a Bachelor of Arts degree in Political Science. He took his higher education at Oxford Brookes University Business School in Oxford, United Kingdom where he obtained a Master's degree in Business Administration focusing on Global Marketing Strategy (with Merit). He is a Certified Investment Solicitor (CIS) with the Securities & Exchange Commission.

**CIELITO F. HABITO**  
**Independent Director**

Dr. Cielito F. Habito is an Independent Director of Sun Life Prosperity GS Fund, Inc.; Sun Life of Canada Prosperity Balanced Fund, Inc.; Sun Life of Canada Prosperity Balanced Fund, Inc.; Sun Life of Canada Prosperity Philippine Equity Fund, Inc.; Sun Life Prosperity Philippine Stock Index Fund, Inc.; Sun Life Prosperity Dollar Abundance Fund, Inc.; Sun Life Prosperity Dollar Advantage Fund, Inc.; Sun Life Prosperity Dollar Wellspring Fund, Inc.; Sun Life Prosperity World Voyager Fund, Inc.; Sun Life Prosperity Achiever Fund 2038, Inc.; and Sun Life Prosperity Achiever Fund 2048, Inc.; Sun Life of Canada Prosperity Bond Fund, Inc.; Sun Life Prosperity Peso Starter Fund, Inc. (July 2021).

He is a Professor of Economics at the Ateneo de Manila University, where he is also a Senior Fellow and former Director (2001-2012) of the Ateneo Center for Economic Research and Development. He also serves as Chairman of Brain Trust Inc., Operation Compassion Philippines, and the Board of Advisers of the TeaM Energy Center for Bridging Leadership at the Asian Institute of Management; Independent Director of First Gen Corporation; Trustee of the Ramon Magsaysay Award Foundation and the Ramos Peace and Development Foundation; Independent Trustee of the Manila Water Foundation; and Member of the National Advisory Council of WWF-Philippines (also known as Kabang Kalikasan sa Pilipinas), JICA-Philippines Advisory Committee, and the World Bank Civil Society Advisory Group.

He had also previously served in the Boards of Manila Water Company, Metropolitan Bank & Trust Company, Metrobank Card Corporation, Frontier Oil Corporation, Mutual Fund Company of the Philippines, One Wealthy Nation (OWN) Fund, Steel Corporation of the Philippines, Philsteel Holdings, Solidbank and Lepanto Consolidated Mining Co.

He served in the Cabinet of former President Fidel V. Ramos throughout his presidency in 1992-1998 as Secretary of Socioeconomic Planning, and Director-General of the National Economic and Development Authority (NEDA). Before joining government, he was Professor and Chair at the Department of Economics of the University of the Philippines-Los Baños (UPLB). He had also worked as Visiting Fellow of the Asian Development Bank Institute in Tokyo, Visiting Professor at the Asian Institute of Management and De La

Salle Graduate School of Business, Visiting Research Fellow at the Center for Southeast Asian Studies in Kyoto University, Teaching Fellow at Harvard University and Research Consultant at the World Bank. Dr. Habito is the recipient of numerous awards including the Presidential Award (2019) and Most Outstanding Alumnus Award (1993) of the UPLB Alumni Association, Philippine Legion of Honor (1998), The Outstanding Young Men (TOYM) of 1991, and the Gawad Lagablab (Outstanding Alumnus Award) of the Philippine Science High School (1991).

He graduated with a Bachelor of Science in Agriculture, Summa cum laude from the University of the Philippines-Los Baños in 1975. He earned a Master of Economics from the University of New England (Australia) in 1978 and Master of Arts in Economics (1981) and Ph.D. in Economics (1984) from Harvard University.

**OSCAR S. REYES**  
**Independent Director**

Mr. Oscar S. Reyes, is an Independent Director of the Sun Life of Canada Prosperity Balanced 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 GS Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., and Sun Life Prosperity World Equity Index Feeder Fund, Inc. (July 2021). He is also an Independent Director of the Grepalife Dollar Bond Corporation, Grepalife Bond Fund Corporation, and Grepalife Fixed Income Fund Corporation (“Grepalife Funds”) (2011 to present).

Mr. Reyes' other current positions are: member of the Advisory Board of PLDT, Inc. and Basic Energy Corporation, Member, Advisory Council of the Bank of the Philippine Islands); Chairman, Pepsi Cola Products Philippines, Inc. Director of PXP Energy Corp. and PLDT Communications and Energy Ventures, Inc., Independent Director of Cosco Capital Inc., D.M. Wenceslao & Associates Inc., Sun Life Financial Plans, Inc., Pioneer Life Inc., Pioneer Insurance & Surety Corporation, Pioneer Intercontinental Insurance, Philippine Dealing System Holdings Corp., Philippine Dealing and Exchange Corporation, Philippine Depository and Trust Corporation, Philippine Securities Settlement Corporation, Team Energy Corporation, among other firms.

He completed his Bachelor of Arts degree in Economics at the Ateneo de Manila University in 1965 (Cum Laude) and did post-graduate studies at the Ateneo Graduate School of Business, Waterloo Lutheran University in Ontario, Canada and the Harvard Business School in Boston, Mass, USA.

**TERESITA J. HERBOSA**  
**Independent Director**

Atty. Teresita J. Herbosa, 70 years old, is currently an Independent Director of Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., and Sun Life Prosperity Dollar Advantage Fund, Inc. (July 2021). Presently, she is also a Director of Telecommunications Connectivity Inc. (December 2019) and a member of the Board of Trustee of CHS Alumnae Foundation Inc. (March 2021).

She was the Chairperson of the Securities and Exchange Commission (“SEC”) from May 2011 to June 2018, and as such occupied other positions such as member of the Anti-Money Laundering Council, Chairperson of the Credit Information Corporation, the Microfinance NGO Regulatory Council, and the Capital Market Development Forum. As SEC Chairperson, Atty. Herbosa was involved in the Asean Capital Markets Forum as Chair of its Committee on Corporate Governance responsible for the first Asean Top 50 Publicly Listed Companies. She initiated and proposed significant amendments to the Corporation Code of 1985 to Congress culminating in the enactment of the Revised Corporation Code in February 2019. She also participated in the passage of the Personal Property Securities Act. As a consequence of the various

reforms under Atty. Herbosa's leadership, for two consecutive years, 2015 and 2016, SEC emerged, based on two nationwide surveys, as number 1 in the sincerity rating particularly in the fight against corruption among 35 government agencies.

Prior to her SEC Chairmanship post, she engaged in the private practice of law at the Angara Abello Concepcion Regala & Cruz Law Offices ("ACCRALAW") specializing in litigation and dispute resolution for 33 years and often cited by foreign legal publications as one of the top litigation lawyers of the country. In July 2019, she re-joined ACCRALAW as Of Counsel, and continues as MCLE and PHILJA lecturer, on corporation and other commercial laws. Presently, she has resumed teaching at UP LAW BGC, DLSU COL BGC and LPU COL Makati.

Atty. Herbosa co-authored in 2019 "The Revised Corporation Code of the Philippines: Its Theories and Applications," and relatedly gives lectures. In line with her advocacy, she participated in the UNICEF-sponsored lecture series "Trainers' Course on Child Sensitive Investigation" for three years for more than 1,500 policemen and in the preparation of the video-taped materials shown at the PHILJA training of Family Court judges. She still lectures for PHILJA but this time on financial crimes and corporate and securities fraud.

She has written numerous law articles such as "Comments Involving Crimes of Moral Turpitude" and the Foreword Vol 92 July 2019, for the Philippine Law Journal, others on various legal topics for the Philippine Star and contributed "Balancing Ethics and Regulation" for the FINEX anniversary publication "Ethics: Black White or Gray" In 2018. From October 2019 to March 2020, she wrote a comprehensive training module for the investigation and prosecution of violations of the Securities Regulation Code in connection with the Anti-Money Laundering Act.

Atty. Herbosa finished AB Political Science *cum laude* at the University of the Philippines Diliman, and her Bachelor of Laws *cum laude* and class salutatorian from the UP College of Law. She also has a Master of Comparative Law degree from the University of Michigan. In 2014, she was awarded the UP Distinguished Alumni Award for Public Service.

### **SHERWIN S. SAMPANG** **Treasurer**

Mr. Sherwin S. Sampang is Sun Life PH's Head of Financial Planning & Analysis (October 2021 to present). Concurrently, Mr. Sampang is the Treasurer of Sun Life Financial Plans, Inc. (October 2017 to present). He joined Sun Life as Head of Finance Systems, Processes and Internal Controls (September 2016 to October 2018). He later assumed the role of Head of Accounting and Controllership (November 2018 to September 2021).

Mr. Sampang has over 20 years of local and international experience in Finance and Audit. Prior to joining Sun Life, he was the Head of Finance of QBE Seaboard Insurance Philippines, Inc. His experience includes financial management leadership covering financial reporting, budgeting, forecasting, strategic planning, cost management, business process re-engineering, taxation and treasury. Prior to QBE Seaboard, he was a Director in the assurance practice of PwC Philippines and has acquired extensive international exposure from his 18-month secondment with Deloitte in Boston, MA, USA. He graduated with a degree in Bachelor of Science in Accountancy from Far Eastern University and attended the Management Development Program of the Asian Institute of Management. Mr. Sampang maintains active membership in the Philippine Institute of Certified Public Accountants (PICPA) and is currently a Board of Director of the Philippine Federation of Pre-Need Plan Companies, Inc.

### **ANNA KATRINA C. KABIGTING-IBERO** **Corporate Secretary**

Atty. Anna Katrina C. Kabigting-Ibero is the Corporate Secretary of the sixteen 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 Dollar Starter 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 Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., (April 2020 to present) and the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation, (April 2020 to present). She is also the Corporate Secretary of Sun Life of Canada (Philippines), Inc., Sun Life Asset Management Company, Inc., Sun Life Financial Plans, Inc., Grepalife Asset Management Corporation, Sun Life Financial Philippine Holding Company, Inc., Sun Life Financial – Philippines Foundation, Inc., and Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (April 2020 to present). She was appointed as Corporate Secretary of Sun Life Investment Management and Trust Corporation last September 2020.

Prior to joining Sun Life in 2014, Atty. Ibero worked as an Associate Lawyer at the David Cui-David Buenaventura and Ang Law Offices (2006 to 2010). She later joined the Bank of the Philippine Islands as a Legal and Compliance Officer of the Bank's Asset Management and Trust Group (2010 to 2014).

Atty. Kabigting-Ibero received her Bachelor of Arts Major in Legal Management (2000) and Bachelor of Laws (2005) from the University of Santo Tomas. She was called to the Bar in 2006.

**FRANCES IANNA S. CANTO**  
**Assistant Corporate Secretary**

Atty. Frances Ianna S. Canto is the Assistant Corporate Secretary of the sixteen 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 Dollar Starter 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 Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc. She is also the Assistant Corporate Secretary of Sun Life Asset Management Company, Inc. and Sun Life Investment Management and Trust Corporation (September 2020 – present).

Prior to joining Sun Life in May 2020, Atty. Canto worked as a Legal and Compliance Officer of Manulife Philippines (March 2017), where she also served as Assistant Corporate Secretary and Alternate Data Protection Officer. Before joining Manulife, Atty. Canto briefly worked as a consultant with the Office of the Secretary of the Climate Change Commission and prior to that, as an Associate Lawyer at the Medialdea Ata Bello and Suarez Law Office (2013-2016).

Atty. Canto received her Juris Doctor degree from the Ateneo de Manila University. She was admitted to the Bar in May 2014.

**JEMILYN S. CAMANIA**  
**Compliance Officer**

Atty. Jemilyn S. Camania is the Chief Compliance Officer of Sun Life of Canada (Philippines), Inc.; Sun Life Financial Plans, Inc.; Sun Life Asset Management Company, Inc.; Sun Life Financial – Philippines Foundation; and the sixteen 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 Dollar Starter Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun

Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., and Sun Life Prosperity Achiever Fund 2048, Inc. (01 April 2020 to present).

Atty. Camania started at Sun Life of Canada (Philippines), Inc. as Assistant Counsel (2004 to 2007), Counsel (2007 to 2011), Senior Counsel (2011 to 2012), and Deputy General Counsel (2012 to 2020) and Head of General Corporate Services (2016 to 2020). She also served as Senior International Counsel for Sun Life Asia (2016 to 2020). She also served as Corporate Secretary of Sun Life of Canada (Philippines), Inc. (2010 to 2020); Sun Life Financial Plans, Inc. (2010 to 2020); Sun Life Asset Management Company, Inc. (2005 to 2020); Sun Life Financial Philippine Holding Company, Inc. (2012 to 2020); Sun Life Financial – Philippines Foundation (2012 to 2020); the sixteen 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 Dollar Starter Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., (2005 to 2020), Sun Life Prosperity Dynamic Fund, Inc. (2012 to 2020), Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc. (2015 to 2020), Sun Life Prosperity World Equity Index Feeder Fund, Inc., and Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., and Sun Life Prosperity Achiever Fund 2048, Inc. (2018 to 2020); Grepalife Asset Management Corporation (2011 to 2020); the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation (2011 to 2020); and the Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (2011 to 2020). Prior to joining Sun Life, she worked as an Associate at the Cayetano Sebastian Ata Dado & Cruz Law Offices (2001 to 2004).

Atty. Camania received her Bachelor of Arts in Psychology (1992) and Bachelor of Laws (2001) degrees from the University of the Philippines (Diliman). She passed the Bar Examinations in 2002. She is also a Fellow, Life Management Institute (2010), Professional, Customer Service (with honors) (2011), and Associate, Insurance Regulatory Compliance (2014) of the Life Office Management Association (LOMA).

### **Officers and Directors of the Investment Company Adviser (SLAMCI)**

#### **INGRID JOHNSON Chairman and Director**

Ingrid has over 25 years of international commercial experience in the insurance and financial services industries. Most recently, she was the Group Finance Director of the then GBP 12 billion market cap dual London and South Africa listed Old Mutual plc, and a member of its various subsidiary boards.

Prior to this, Ingrid spent 21 years with South African listed Nedbank Group, a 53% subsidiary of Old Mutual plc and one of South Africa's four largest banks. During that time, she held several progressively senior roles encompassing both the technical aspects of governance, finance, treasury, risk and capital management with leading large scale sustainable change of the businesses servicing international, corporate, business and retail clients. This culminated in her role as Group Managing Executive: Retail and Business Banking to collaboratively lead 20,000 colleagues in delivering best-in-class client, culture and risk metrics, in addition to achieving sustainable financial performance and advancing leadership diversity.

Originally from Johannesburg, South Africa, Ingrid is a Chartered Accountant and holds Bachelor of Commerce and Bachelor of Accounting degrees from the University of the Witwatersrand in South Africa and completed the Advanced Management Program at the Harvard Business School.

#### **ERLINDA S. ECHANIS Independent Director**

Dr. Echanis, is an Independent Director of SLAMCI. Before that, she was an independent director of the Sun Life Prosperity GS Fund, Inc. (2004 to 2009) and Sun Life of Canada Prosperity Balanced Fund, Inc.

(1999 to 2009). She also serves as an Independent Director of GAMC. She is a distinguished member of the academe, having served as Dean of the UP Virata School of Business (formerly College of Business Administration, University of the Philippines). A Certified Public Accountant, she has been published locally and internationally on subjects such as the fundamentals of management, investment management, financial reporting, corporate finance and the Philippine stock market. She is also the President of Mayer Consultants, Inc. (1997 to present). Dr. Echanis received her Bachelor of Science in Business Administration (major in Accounting) (cum laude), Master of Business Administration and Doctor of Business Administration from the University of the Philippines.

**FRANCISCO S.A. SANDEJAS**  
**Independent Director**

Dr. Francisco S.A. Sandejas is the Founder and Managing Director of Narra Ventures from December 2001 to present, a boutique early-stage investment group that has invested in over 35 high-technology companies, with some notable companies being Inphi (NYSE:IPHI), SiRF (NASDAQ: QCOM), Amulaire, Quintic (NASDAQ: NXPI), Calypto (NASDAQ: MENT) and Sandbridge.

Mr. Sandejas is also the Founder and CEO of Xepto Digital Education from October 2007 to present, a system developer and integrator of the most innovative platform for the delivery of Digital Education content and tools for schools of the developing world. He also founded and chairs Stratpoint Technologies, Inc. from October 2005 to present, one of Southeast Asia's leading software consulting firms for Digital Transformation.

Mr. Sandejas also serves as Independent Board member and Chairman of the Technology Steering Committee of UnionBank of the Philippines from June 2014 to present. He is an Independent Director of Sun Life of Canada (Philippines), Inc. from 2016 to present.

Mr. Sandejas is an active trustee of the Philippine Development Foundation from 2013 to present and co-founder of the Brain Gain Network ([www.BGN.org](http://www.BGN.org)) from 1992 to present, he advises various agencies of the Philippine Government, De La Salle University and the University of the Philippines. He has worked at H&Q Asia Pacific, Applied Materials and Silscape.

Mr. Sandejas graduated with a B.S. Applied Physics degree (*summa cum laude*) from the University of the Philippines. In 1989, he was awarded Ten Outstanding Students of the Philippines. At Stanford where he completed his Ph.D. and M.S. in Electrical Engineering, he co-invented the Grating Light Valve (GLV), one of Stanford's top IP money-makers. Also, he holds 5 international patents in nanotechnology and optoelectronics.

**BENEDICTO C. SISON**  
**Director**

Mr. Benedicto C. Sison is the CEO and Country Head of the Sun Life group of companies in the Philippines from 01 July 2018. He is also the President of Sun Life Financial Philippine Holding Company, Inc. (December 2015 to present) and serves as the Director and Chairman of the sixteen 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 Peso Starter Fund, Inc. (formerly 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., and Sun Life Prosperity Achiever Fund 2048, Inc. (2018 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 Vice President of Sun Life Financial – Philippines Foundation, Inc., (September 2015 to present) where he also



served as Trustee (September 2010 to September 2013). He is currently a Senior Advisor to the Board of Trustees of the Philippine Investment Funds Association (PIFA) and Treasurer of the Philippine Life Insurance Association (PLIA).

Prior to his current role, Mr. Sison served as the Chief Strategy and Financial Management Officer of Sun Life of Canada (Philippines), Inc. (April 2015 to 2018). He also served as Chief Financial Officer of Sun Life Financial Asia (November 2012 to March 2015), Director of Sun Life Hong Kong Limited (December 4, 2012 to May 14, 2015), Commissioner of PT. Sun Life Indonesia Services (February 21, 2013 to July 5, 2013) and Commissioner of PT. Sun Life Indonesia (April 19, 2013 to April 23, 2015). He was also the Director/CFO and Treasurer of Sun Life Financial Philippine Holding Company, Inc. (September 2010 to December 2013), CFO and Treasurer of Sun Life Financial Plans, Inc. (September 2010 to December 2013), Director of Great Life Financial Assurance Corporation (July 2012 to September 2013) and Chief Financial Officer and Treasurer of Sun Life Asset Management Company, Inc. (September 2010 to June 2013) and Sun Life of Canada (Philippines), Inc. (September 2010 to October 2012). He also served as the Finance Director – Asia Pacific of Con-Agra International Food Group (September 2006 to August 2010).

He brings to the job a wealth of international finance experience gained primarily from ConAgra Foods, Inc., a multi-billion dollar global consumer products company. He held various positions with increasing responsibility in the areas of audit, financial control, planning and management in ConAgra's US, India and Asia-Pacific Operations. He was the Finance Director for the Asia Pacific Region, based in China, prior to joining Sun Life. Benedict also worked in the academe as well as in the aerospace, defense and public transit industries in the USA.

Mr. Sison is a Magna Cum Laude graduate of BS Business Administration from the University of the Philippines (1983). He earned his Master's degree in Business Administration, Major in Finance/Accounting (1988) from the Graduate School of Management of the University of California Riverside. He is a Certified Public Accountant (CPA) and is a member of the American Institute of CPAs.

### **GERALD L. BAUTISTA** **President**

Mr. Gerald L. Bautista is a Director of the Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), and Sun Life Prosperity World Equity Index Feeder Fund, Inc. (September 2020). He is also the President and the Head of Distribution of Sun Life Asset Management Company, Inc. (October 2020). He joined the company in 2008 and has been instrumental for the growth and expansion of the bank, brokerage and online channel business for Sun Life Asset Management. He took on the role as Head of the Agency channel in 2019; wherein he institutionalized sales growth strategies, risk policies and distribution channel management practices.

Mr. Bautista has been in the mutual fund industry for two decades now. Prior to joining the financial sector, he had a short stint with the government under the Foreign Service Institute, Dept. of Foreign Affairs as a research assistant. Thereafter, he joined the asset management industry as a Business Development Officer and subsequently handled Institutional Sales for Philam Asset Management, Inc. After his post-graduate program, he moved to the banking industry with Standard Chartered Bank handling Trust Marketing functions and was promoted as Product Manager handling various financial instruments, including mutual funds, structured notes, time deposits and bancassurance products. In 2008, Sun Life Asset Management hired him to further develop and expand its distribution channels.

He is a graduate of De La Salle University, Manila with a Bachelor of Arts degree in Political Science. He took his higher education at Oxford Brookes University Business School in Oxford, United Kingdom where he obtained a Master's degree in Business Administration focusing on Global Marketing Strategy (with Merit). He is a Certified Investment Solicitor (CIS) with the Securities & Exchange Commission.

**SHERWIN S. SAMPANG**  
**Treasurer**

Mr. Sherwin S. Sampang is Sun Life PH's Head of Financial Planning & Analysis (October 2021 to present). Concurrently, Mr. Sampang is the Treasurer of Sun Life Financial Plans, Inc. (October 2017 to present). He joined Sun Life as Head of Finance Systems, Processes and Internal Controls (September 2016 to October 2018). He later assumed the role of Head of Accounting and Controllership (November 2018 to September 2021).

Mr. Sampang has over 20 years of local and international experience in Finance and Audit. Prior to joining Sun Life, he was the Head of Finance of QBE Seaboard Insurance Philippines, Inc. His experience includes financial management leadership covering financial reporting, budgeting, forecasting, strategic planning, cost management, business process re-engineering, taxation and treasury. Prior to QBE Seaboard, he was a Director in the assurance practice of PwC Philippines and has acquired extensive international exposure from his 18-month secondment with Deloitte in Boston, MA, USA. He graduated with a degree in Bachelor of Science in Accountancy from Far Eastern University and attended the Management Development Program of the Asian Institute of Management. Mr. Sampang maintains active membership in the Philippine Institute of Certified Public Accountants (PICPA) and is currently a Board of Director of the Philippine Federation of Pre-Need Plan Companies, Inc.

**ANNA KATRINA C. KABIGTING-IBERO**  
**Corporate Secretary**

Atty. Anna Katrina C. Kabigting-Ibero is the Corporate Secretary of the sixteen 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 Dollar Starter 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 Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., (April 2020 to present) and the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation, (April 2020 to present). She is also the Corporate Secretary of Sun Life of Canada (Philippines), Inc., Sun Life Asset Management Company, Inc., Sun Life Financial Plans, Inc., Grepalife Asset Management Corporation, Sun Life Financial Philippine Holding Company, Inc., Sun Life Financial – Philippines Foundation, Inc., and Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (April 2020 to present). She was appointed as Corporate Secretary of Sun Life Investment Management and Trust Corporation last September 2020.

Prior to joining Sun Life in 2014, Atty. Ibero worked as an Associate Lawyer at the David Cui-David Buenaventura and Ang Law Offices (2006 to 2010). She later joined the Bank of the Philippine Islands as Legal and Compliance Officer of the Bank's Asset Management and Trust Group (2010 to 2014).

Atty. Kabigting-Ibero received her Bachelor of Arts Major in Legal Management (2000) and Bachelor of Laws (2005) from the University of Santo Tomas. She was called to the Bar in 2006.

**FRANCES IANNA S. CANTO**  
**Assistant Corporate Secretary**

Atty. Frances Ianna S. Canto is the Assistant Corporate Secretary of the sixteen 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 Dollar Starter 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 Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market

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Prior to joining Sun Life in May 2020, Atty. Canto worked as a Legal and Compliance Officer of Manulife Philippines (March 2017), where she also served as Assistant Corporate Secretary and Alternate Data Protection Officer. Before joining Manulife, Atty. Canto briefly worked as a consultant with the Office of the Secretary of the Climate Change Commission and prior to that, as an Associate Lawyer at the Medialdea Ata Bello and Suarez Law Office (2013-2016).

Atty. Canto received her Juris Doctor degree from the Ateneo de Manila University. She was admitted to the Bar in May 2014.

**JEMILYN S. CAMANIA**  
**Compliance Officer**

Atty. Jemilyn S. Camania is the Chief Compliance Officer of Sun Life of Canada (Philippines), Inc.; Sun Life Financial Plans, Inc.; Sun Life Asset Management Company, Inc.; Sun Life Financial – Philippines Foundation; and the sixteen 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 Dollar Starter Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., and Sun Life Prosperity Achiever Fund 2048, Inc. (01 April 2020 to present).

Atty. Camania started at Sun Life of Canada (Philippines), Inc. as Assistant Counsel (2004 to 2007), Counsel (2007 to 2011), Senior Counsel (2011 to 2012), and Deputy General Counsel (2012 to 2020) and Head of General Corporate Services (2016 to 2020). She also served as Senior International Counsel for Sun Life Asia (2016 to 2020). She also served as Corporate Secretary of Sun Life of Canada (Philippines), Inc. (2010 to 2020); Sun Life Financial Plans, Inc. (2010 to 2020); Sun Life Asset Management Company, Inc. (2005 to 2020); Sun Life Financial Philippine Holding Company, Inc. (2012 to 2020); Sun Life Financial – Philippines Foundation (2012 to 2020); the sixteen 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 Dollar Starter Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., (2005 to 2020), Sun Life Prosperity Dynamic Fund, Inc. (2012 to 2020), Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc. (2015 to 2020), Sun Life Prosperity World Equity Index Feeder Fund, Inc., and Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., and Sun Life Prosperity Achiever Fund 2048, Inc. (2018 to 2020); Grepalife Asset Management Corporation (2011 to 2020); the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation (2011 to 2020); and the Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (2011 to 2020). Prior to joining Sun Life, she worked as an Associate at the Cayetano Sebastian Ata Dado & Cruz Law Offices (2001 to 2004).

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### **Incorporators**

The following are the incorporators of the company:

1. Benedicto C. Sison
2. Candy S. Esteban
3. Gerald L. Bautista
4. Cielito F. Habito
5. Oscar S. Reyes
6. Teresita J. Herbosa

### **Significant Employees**

There is no “significant employee” as defined in Part IV(A) (2) of SRC Rule 12 (i.e., any person who is not an executive officer of the corporation but who is expected to make a significant contribution to the business)

### **Family Relationship**

None of the current directors or officers is related to each other up to the 4<sup>th</sup> civil degree of affinity or consanguinity.

### **Involvement In Certain Legal Proceedings**

None of the directors or executive officers of the Fund and the Fund Manager has been involved during the past five (5) years in any legal proceeding which is material to an evaluation of their ability or integrity to serve as such, including, bankruptcy petition, conviction by final judgment, domestic or foreign criminal proceeding, being subject to any order, judgment or decree, or violation of a securities, banking or commodities law.

## **COMPLIANCE WITH LEADING PRACTICES ON CORPORATE GOVERNANCE**

All of the directors and officers of the Fund have attended seminars on corporate governance given by an sec-accredited provider. The Board reviews and updates its Manual on Corporate Governance (“Manual”) at least annually to ensure that it is kept abreast of global leading practices and principles on good corporate governance. To measure or determine the level of compliance of the Board of Directors and Management with the Manual, the Compliance Officer is empowered to: a) Monitor compliance with the provisions and requirements of this Manual; b) Determine violation/s of the Manual and recommend the penalty for violation thereof for further review and approval of the Board; c) Identify and monitor compliance with the rules and regulations of regulatory agencies, and take appropriate corrective measures to address all regulatory issues and concerns; d) Appear before the Commission upon summons on matters relative to this Manual that need to be clarified by the same; and e) Issue a certification every January 30<sup>th</sup> of the year or on such date as may be determined by the proper regulatory authority on the extent of the Fund’s compliance with this Manual for the completed year, explaining the reason/s for the latter’s deviation from the same. Furthermore, the directors accomplish a Board Effectiveness Questionnaire annually to determine their level of compliance, as well as top management’s. There have been no deviations from the manual.

## **EXECUTIVE COMPENSATION**

The Fund’s executive officers and directors who are officers and/or employees of SLOCPI and/or SLAMCI do not receive any form of compensation as such from the time of their appointments up to the present.

The Fund’s directors who are not officers and/or employees of SLOCPI and/or SLAMCI (i.e., “Independent Directors”) receive a per diem for their attendance at regular or special meetings of the Board at the rate of PHP20,000.00 per meeting per independent director (the Fund has three [3] Independent Directors). There

are no other forms of compensation which such Independent Directors are entitled to receive for meetings attended, other than said per diem and a retainer's fee not to exceed PHP15,000.00 per quarter. Payment of such retainer's fee shall be shared by the Fund with the other Sun Life Prosperity Funds which the Independent Director also serves, provided that each independent Director shall receive only a maximum of PHP15,000.00 per quarter from all the Sun Life Prosperity Funds combined. There are no standard arrangements, employment contracts, termination of employment, change-in-control or other arrangements with the directors. Such remuneration to be paid for by the Fund may be adjusted in the future as may be warranted by existing fund levels and other factors.

For year 2022, the Fund forecasts a total Independent Directors' per diem of 420,000.00.

## **SECURITY OWNERSHIP OF CERTAIN RECORD AND BENEFICIAL OWNERS AND MANAGEMENT**

### **Security Ownership of Certain Record and Beneficial Owners as of January 31, 2022**

Title of Class	Name of and Address of Record Owner	Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Number of Shares Held		Percent of Class
Common	SLAMCI 8 <sup>th</sup> Floor Sun Life Centre, 5 <sup>th</sup> Ave. Corner Rizal Drive, Bonifacio Global City, Taguig City	More than 5% owner	Both the Record (R) & Beneficial (B) Owner	99,999,994		99.99%

The President of SLAMCI (Gerald L. Bautista) will exercise voting power over the shares of SLAMCI.

The Directors may be reached through the Corporate Secretary, 6<sup>th</sup> Floor, Sun Life Centre, 5<sup>th</sup> Avenue Corner Rizal Drive, Bonifacio Global City, Taguig City.

### **Security Ownership of Management as of January 31, 2022**

Title of Class	Name of Beneficial Owner	Number of Shares	Nature of Ownership	Citizenship	Percent of Class
Common	Benedicto C. Sison	1	Beneficial (B) and Record ('R)	Filipino and American	0.00%
Common	Gerald L. Bautista	1	B & R	Filipino	0.00%
Common	Cielito F. Habito	1	B & R	Filipino	0.00%
Common	Oscar S. Reyes	1	B & R	Filipino	0.00%
Common	Teresita J. Herbosa	1	B & R	Filipino	0.00%

### **Voting Trust Holders of 5% or More**

No holder of five percent (5%) or more of the Fund's common shares has a voting trust or similar agreement that vests voting rights or other powers to a voting trustee.

## **Changes in Control**

There has been no change in control of the Fund since the beginning of the last fiscal year. There is no arrangement which may result in a change in control of the registrant.

## **CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS**

The following are the interlocking directors and officers of SLAMCI and the Fund:

<b>Director/Officer</b>	<b>Fund</b>	<b>SLAMCI</b>
Benedicto C. Sison	Chairman and Director	Director
Gerald L. Bautista	Director	President
Anna Katrina C. Kabigting-Ibero	Corporate Secretary	Corporate Secretary
Frances Ianna S. Canto	Assistant Corporate Secretary	Assistant Corporate Secretary
Sherwin S. Sampang	Treasurer	Treasurer
Jemilyn S. Camania	Compliance Officer	Compliance Officer

Other than these interlocking directors and officers, management and members of the Board of Directors of the Fund are not involved in any companies that the Fund deals with.

## **SUMMARY OF PRINCIPAL AGREEMENTS**

The following is a summary of the material terms of the principal agreements related to the business of the Fund and should not be considered to be a full statement of the terms and provisions of such agreements. Accordingly, the following summary is qualified by reference to each agreement and is subject to the full text of each agreement.

### **MANAGEMENT AGREEMENT**

The Fund and SLAMCI entered into a Management Agreement effective 27 January 2022 and notarized on 4 February 2022 in order for SLAMCI to provide certain services to the Fund, such as: investment and re-investment of the assets, preparation and submission of such information and data relating to the Fund; coordination of the activities; preparation of reports, circulars and notices and other information as may be required; representation with government offices; accounting, bookkeeping, clerical and other administrative facilities; provision of office space and other administrative facilities to the Fund; and carrying out of due diligence with respect to any broker through whom the Fund deals in the conduct of its investment operations.

The Management Agreement is presented annually to the Board of Directors for its approval. This Agreement shall continue in effect from year to year, provided that continuance is approved annually by the Board of Directors of the Fund and SLAMCI, or by a majority vote of the shareholders.

SLAMCI may, without need of prior approval of or prior notification to the Fund, purchase and sell securities or make other investments for the account of the Fund, within the limits of the Fund's investment objectives, policies or guidelines and subject to the provisions of R. A. 2629.

The Fund agrees to pay SLAMCI an annual fee of up to 1.00% of AUM per unit class, provided that in no case may the total compensation to SLAMCI exceed any maximum limit under R. A. 2629.

### **DISTRIBUTION AGREEMENT**

The Fund and SLAMCI have executed a Distribution Agreement effective 27 January 2022 and notarized on 4 February 2022 in order for SLAMCI to act as Principal Distributor and sell units of the Fund on a best

efforts at a public offering price equal to the NAVPU in effect at the time of the sale and the sales commission payable to SLAMCI, and maintain a record of its transactions.

The Distribution Agreement is presented annually to the Board of Directors for its approval. This Agreement shall continue in effect from year to year, provided that continuance is approved annually by the Board of Directors of the Fund and SLAMCI, or by a majority vote of the shareholders.

The Fund agrees to pay SLAMCI an annual fee of up to 0.75% per unit class of the Fund's average net asset value as compensation for SLAMCI's services and facilities, provided that in no case may the total compensation to SLAMCI exceed any maximum limit under R. A. 2629.

### **TRANSFER AGENT AGREEMENT**

The Fund and SLAMCI entered into a Transfer Agent Agreement effective 27 January 2022 notarized on 4 February 2022, pursuant to which SLAMCI shall act as the Fund's Transfer Agent. SLAMCI's services include but are not limited to, account/certificate registration, processing of dividend and capital gains cheques, periodic preparation and mailing of shareholder statements and management reports, as required.

The Transfer Agency Agreement is presented annually to the Board of Directors for its approval. This Agreement shall continue in effect from year to year, provided that continuance is approved annually by the Board of Directors of the Fund and SLAMCI, or by a majority vote of the shareholders.

In consideration of the services to be rendered by the Transfer Agent, the Fund shall pay the Transfer Agent 0.15% of AUM per unit class. Fees will begin to accrue on the first day of the Fund's operations.

### **Additional Information on the Management, Distribution, and Transfer Agency Agreements**

The Target Fund of the Sun Life Prosperity Peso Voyager Feeder Fund, Inc. is the Sun Life Prosperity World Voyager Fund, Inc. Rule 7.9 of the ICA-Implementing Rules and Regulations has been amended by SEC Memorandum Circular No. 33, Series of 2020, stating that the Fund Manager can invest the funds of the feeder fund to a target fund that is administered by the fund manager or its related party/company provided that (i) there shall be no cross-holding between the feeder fund and the target fund, where the cross-holding refers to the holding of securities in another by two (2) or more funds; (ii). all initial charges on the target fund are waived; and (iii). the management fee shall be charged only once, either at the level of the feeder fund, or at the level of the target fund. As such, *Management, Distribution and Transfer Agency Fees* will be waived to comply with the above-mentioned circular.

### **CUSTODY AGREEMENT**

The holdings of the Fund will be reported to the Independent Oversight Entity. Memorandum Circular Number 33 Series of 2020 provides that all other assets which by their nature cannot be held in custody by a Custodian are subject to the fund manager's record-keeping obligation and oversight function of the Independent Oversight Entity. In such cases, the Independent Oversight Entity must be informed of the records of those assets for which it is satisfied that the investment company holds ownership of such assets.

### **INSTRUMENTS OR STATEMENTS DEFINING THE RIGHTS OF SECURITY HOLDERS**

There are no instruments defining the rights of security holders, including indentures as well as any documents or statements to security holders.

### **TAXATION**

Investors are advised to consult their own professional advisers as to the tax implications of subscribing for, purchasing, holding, and redeeming shares of the Fund. Tax related laws, rules and regulations are factors that are subject to rapid change and which could detrimentally affect the performance of the Fund.

### **REGULATORY FEE/S**

The Fund shall pay an annual fee of 1 basis point based on the average net asset value of the unitized funds per unit class within (30) days from the recently ended calendar year; or not later than 31 January of every year after the registration of the units of the Funds.



## SIGNATURES

Pursuant to the requirements of the Code, this Amended Registration Statement is signed on behalf of the Registrant by the undersigned, thereunto duly authorized, in Taguig City on \_\_\_\_\_ 2022.

By:

**SUN LIFE PROSPERITY PESO VOYAGER FEEDER FUND, INC.**  
*Investment Company*

**BENEDICTO C. SISON**  
*Chairman/Director*

**OSCAR S. REYES**  
*Director*

**TERESITA J. HERBOSA**  
*Director*

**SHERWIN S. SAMPANG**  
*Treasurer*

**ANNA KATRINA C. KABIGTING-IBERO**  
*Corporate Secretary*

**SUN LIFE ASSET MANAGEMENT COMPANY, INC.**  
*Fund Manager*

**BENEDICTO C. SISON**  
*Director*

**ERLINDA S. ECHANIS**  
*Director*

**GERALD L. BAUTISTA**  
*President*

SUBSCRIBED AND SWORN to me before this \_\_\_\_ day of \_\_\_\_\_ 2022, affiants exhibiting to me their identification, as follows:

<u>Name</u>	<u>Passport No/Driver's License</u>	<u>Date/Place of Issuance</u>
Benedicto C. Sison	P8268568B	24 November 2021/ DFA Manila
Oscar S. Reyes	P5302920A	11 December 2017/ DFA NCR East
Teresita J. Herbosa	P8920078A	27 September 2018/ DFA Manila
Sherwin S. Sampang	P9427178A	6 November 2018/ DFA-NCR East
Anna Katrina C. Kabigting-Ibero	N02-96-324358	1 September 2017
Erlinda S. Echanis	P3682811B	29 October 2019/ DFA NCR-Northeast
Gerald L. Bautista	P3872620A	5 August 2017/ DFA NCR South

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 Book No. \_\_\_\_;  
 Series of 2022.