

SEC Number: **CS201517778**

File Number: _____

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

(Company's Full Name)

**Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City, Metro Manila, Philippines**

(Company's Address)

8555-8888

(Telephone No.)

December 31

(Fiscal Year Ending)
(Month & Day)

SEC FORM 17-A ANNUAL REPORT

Form Type

Amendment Designation (If applicable)

December 31, 2023

Period Ended Date

OPEN-END INVESTMENT COMPANY

Secondary License Type and File Number

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended December 31, 2023
2. SEC Identification Number CS201517778
3. BIR Tax Identification No. XXXXXXXXXX
4. Exact name of registrant as specified in its charter

Sun Life Prosperity Dollar Wellspring Fund, Inc.

5. Metro Manila, Philippines Province, Country or other jurisdiction of
incorporation or organization
6. (SEC Use Only)
Industry Classification Code:

7. Sun Life Centre, 5th Avenue cor. Rizal Drive, Bonifacio Global City, Taguig City 1634
Address of principal office Postal Code

8. (02) 8555-8888
Registrant's telephone number, including area code

9. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of December 31, 2023)
<u>Common Shares, PHP 1.00 Par Value</u>	<u>4,375,464 shares</u>

10. Are any or all of these securities listed on the Philippine Stock Exchange?

Yes No

11. Check whether the registrant:

(a) Has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports).

Yes No

(b) Has been subject to such filing requirements for the past 90 days.

Yes No

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

The Sun Life Prosperity Dollar Wellspring Fund, Inc. (the "Fund") is a registered open-end investment company under the Investment Company Act (R.A. 2629) and the Securities Regulation Code (R.A. 8799). It was incorporated on September 4, 2015, under SEC Registration No. CS201517778.

Sun Life Asset Management Company, Inc. ("SLAMCI"), a wholly owned subsidiary of Sun Life of Canada (Philippines), Inc. ("SLOCPI"), acts as the Fund Manager and Principal Distributor. The Fund aims to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt, and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities. For 2023, income of the Fund is composed of the following:

Interest Income from fixed-income securities	15.98%
Dividend income	12.20%
Interest Income from cash and cash equivalents	1.58%
Miscellaneous Income	0.80%
Trading Losses	-130.56%

Incorporation

The Fund was incorporated on September 4, 2015, with 6,000,000 authorized shares with a par value of PHP 1.00. The SEC approved the registration on March 22, 2016.

Approved changes

On September 7, 2015, the shareholders approved the blanket increase of the Fund's authorized share capital up to 100,000,000,000 shares with a par value of P1.00 per share. The increase will be implemented by the Chairman of the Board of Directors and President of SLAMCI acting jointly in tranches.

On September 21, 2017, the Chairman of the Board of Directors of the Fund and the President of SLAMCI jointly authorized the increase in Authorized Capital Stocks by Four Million Pesos (P4,000,000) divided into Four Million (4,000,000) shares at a par value of P1 per share. This increases the authorized capital stock from P6,000,000 divided into 6 million shares to P10,000,000 divided into 10 million shares.

In April 2018, requirements were already provided to SEC based on the evaluator's initial comments.

On July 25, 2018, the SEC approved the additional 4 million shares increase in authorized capital stock, from 6 million shares to 10 million shares at a par value of P1.00 per share.

On September 18, 2018, the SEC received the registration statement filed by the Fund to register the approved 4,000,000 shares.

On October 23, 2019, SEC approved the registration statement for the 4,000,000 shares increase.

Stock Dividend

On November 13, 2020, 4,196,301 shares or 70.39% of the outstanding capital stock as at September 30, 2020 were present in person or by proxy and by majority of the Board of Directors present, the declaration of 1.88% stock dividends to shareholders of record as of November 26, 2020 has been approved. The payout date was on November 27, 2020.

On November 12, 2021, 4,191,633 shares or 69.24% of the outstanding capital stock as at September 30, 2021 were present in person or by proxy and by majority of the Board of Directors

present, the declaration of 1.58% stock dividends to shareholders of record as of November 25, 2021 has been approved. The payout date was on November 26, 2021.

On November 9, 2022, 3,716,841 shares or 66.68% of the outstanding share capital as at September 30, 2022 were present in person or by proxy and by majority of the Board of Directors present, the declaration of 1.46% stock dividends to shareholders of record as of November 24, 2022 has been approved. The payout date was on November 25, 2022.

Current state

As at December 31, 2023 the Fund has 4,375,464 issued and outstanding shares out of the 10,000,000 authorized share capital with a par value of P1.00 per share.

The Fund's common shares are available through SLAMCI's registered representatives and eligible securities dealers that have entered into an agreement with SLAMCI to sell shares.

The Fund is part of the seventeen (17) Sun Life Prosperity Funds which offer excellent value to investors as a result of SLAMCI's collective experience in fund management, strong investment philosophy, remarkable investment performance and strong organizational structure. However, it should be noted that past performance of any fund manager is no guarantee of future results. It is only an indication of their capabilities to deal with rapid changes in the economy and market conditions in the future.

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 times a year without paying documentary stamp taxes.

The financial statements have been prepared on the historical cost basis, except for certain financial assets measured at fair value and certain financial instruments carried at amortized cost. Fair value movements on financial assets are taken through the statement of comprehensive income. The change to marked-to-market thus provides equitable treatment between investors coming in and out of the Fund.

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 shares 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.

There are many potential advantages to investing in mutual funds and in the Offer Shares. However, in deciding to invest, the investor is strongly advised to also consider the risks involved in investing in mutual funds, and in the Offer Shares, as well as the risks that the Fund faces, given its underlying assets whose respective values essentially affect the Fund's overall net asset value.

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. Since the Fund may invest in both equity and fixed income securities, it is subject to two types of market risks: (1) Interest Rate Risk applicable to fixed income investments of the Fund; and (2) Equity Price Risk applicable to the equity investments of the Fund.

Interest Rate Risk: Interest Rate Risk is a type of Market Risk which is applicable to the Fund's investments in bonds, if any. This refers to the increase/decrease of a bond-price due to movement in market factors such as changes in interest rates. A change in interest rates is the period when interest rates rise or fall thus causing the decline or increase in the market price of the bonds held by the Fund, if any. This risk is minimized by closely

monitoring the direction of interest rates and aligning it with the appropriate strategy of the Fund.

Equity 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 Fund'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.

Credit Risk: Investments in bonds carry the risk that the issuer of the bonds might not be able to meet its interest and principal payments. In which case, the value of the bonds will be adversely affected and may result in a write-off of the concerned asset held by the Fund, resulting to a significant decrease in its NAVPS. To mitigate this 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. The credit quality of the Issuer/Borrower/Counterparty is reviewed periodically to ensure that excellent credit standing is maintained.

Fund Manager Risk: The performance of the Funds is also dependent on the Fund Manager's skills. Hence, the Fund may underperform in the market and/or in comparison with similar funds due to investment decisions made by the Fund Manager and may also fail to meet the Fund's investment objectives. The Board of Directors of the Funds, however, shall ensure that all investment policies and restrictions enumerated in this Prospectus are strictly followed.

Liquidity Risk: The Funds are usually able to service redemptions of investors within 7 business 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 enough cash to pay for the redemptions within the normal 7-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.

Dilution Risk: Being an open-end mutual fund, various investors may effectively subscribe to any amount of shares of the Fund. You then face the risk of your investments being diluted by the shares of the other investors of the Fund. The influence that the investors can exert over the control and management of the Fund decreases proportionately. 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 any single investor can exercise control of the Fund. 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.

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 shares 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. You carry the risk of losing the value of your investment, without any guarantee 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 the 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 level of self-insurance, is maintained to provide protection against potential losses.

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.

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.

Passive Management Risk: Some Funds may invest in other mutual funds that are not actively managed, such as index funds. Passively managed funds would not sell a security if the security's issuer was in financial trouble, unless the security is removed from the applicable index being replicated. The passively managed fund must continue to invest in the securities of the index, even if the index is performing poorly. That means the passively managed fund won't be able to reduce risk by diversifying its investments into securities listed on other indices. As a result, the performance of a passively managed fund may differ significantly from the performance of an actively managed fund. This may in turn affect the performance of a Fund that invests in such passively managed fund.

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 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: Given its investment objective - provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities – the Fund is classified as a balanced investment.

Item 2. Properties

The Fund has financial assets in the form of cash in banks, fixed income securities, and investments in global mutual funds. As prescribed by SEC Rules, all of its assets are held by its custodian bank, Citibank, N.A.

Office space of the Fund is provided by SLAMCI pursuant to the Management Agreement between them. The Fund does not intend to acquire any real property in the course of its business.

Item 3. Legal Proceedings

There is no material pending legal proceeding to which the Fund or any of its affiliates is a party, or of which any of their property is the subject.

Item 4. Submission of Matters to a Vote of Security Holders

During the Annual Stockholders' Meeting held on 11 July 2023, the Fund was able to meet the required quorum of majority of the outstanding capital stock. As such, the following were elected as directors for the term 2023 – 2024: Benedicto C. Sison, Valerie N. Pama, Cesar Luis F. Bate (independent), Aleli Angela G. Quirino (independent), and Oscar S. Reyes (independent).

The stockholders present or represented unanimously approved the following:

1. The minutes of the Annual Stockholders' Meeting held on 13 July 2022;
2. The minutes of the Continuation Meeting held on 09 September 2022;
3. The minutes of the Special Stockholders' Meeting held on 09 November 2022;
4. All acts and proceedings of the Board and Corporate Officers (confirmation and ratification thereof);
5. Appointment of Navarro, Amper & Co. (Deloitte Touche Tohmatsu) as External Auditor for 2023.

Likewise, the following amendments to their respective By-Laws were approved after obtaining the affirmative vote of a majority of their outstanding capital stock:

1. Amendment of Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication; Section 2 (Special Meetings) to align with the Section 49 of the Revised Corporation Code
2. Amendment of Article I, Section 3 (Notices) of the By-Laws to align the notice period for stockholders' meetings with the issuances of the Securities and Exchange Commission and to allow for the sending of the notices electronically.
3. Amendment of Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code

4. Amendment of Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors.
5. Amendment of Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies.
6. Amendment of Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
7. Amendment of Article VI, Section 1 (b) (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
8. Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations, and to clean up the provisions.
9. Amendment of Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
10. Amendment of Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
11. Amendment of Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
12. Amendment of Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
13. Amendment of Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
14. Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
15. Amendment of Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
16. Amendment of Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuance of the Securities and Exchange Commission
17. Amendment of Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian.
18. Amendment of Article XI, Section 3 (Auditors) to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor.
19. Amendment of Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised Corporation Code
20. Amendment of Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors and prohibited from participating in the determination of their own per diems or compensation.
21. Amendment of Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors
22. Amendment of Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers
23. Amendment of Article II, Section 2 (Nomination Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees

Due to the failure to meet the requirement that 2/3 of the outstanding capital stock should be present in person or by proxy, the following items were resubmitted for the approval of the stockholders on 08 September 2023:

1. Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations

2. Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."
3. Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
4. Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Registrant's Common Equity and Related Stockholder Matters

1. Market Information

The shares of the Fund are traded over-the-counter. The Fund's common stocks are available through registered representatives and eligible securities dealers that have entered into an agreement to sell shares with the Fund's Principal Distributor, SLAMCI.

The following table shows the ranges of high and low prices (NAVPS) of the Fund's common shares for each quarter within the last two calendar years:

	2023		2022	
	High	Low	High	Low
Q1	1.0215	0.9714	1.1984	1.0890
Q2	1.0103	0.9847	1.1218	1.0038
Q3	1.0227	0.9605	1.0505	0.9544
Q4	1.0424	0.9378	1.0000	0.9414

The Fund's NAVPS is published daily through Business World, Business Mirror, and Sun Life Websites.

Below table shows the investment company return information of the Fund in the last five (5) recently completed fiscal years:

Year on year yield (1-year)	7.4528%
3 Year - Simple	-9.1353%
5Year - Simple	10.4940%

2. Holders

The Fund has approximately 740 shareholders as of December 31, 2023.

On 14 September 2016, SEC *en banc* approved the confidential treatment of the list of Top 20 shareholders of the Fund, including the 5% and 10% beneficial owners. This is to protect the investors' privacy, which is a privilege they enjoy when they invest in other shared investment vehicles, such as unit investment trust funds, and when they invest in bank deposits.

The following table shows the number of institutional and retail investors and the percentage of their investments, and the geographic concentration of investments as of December 31, 2023.

% Ownership of Institutional Investors	% Ownership of Retail Investors
22.53%	77.47%

Area	Percentage of Investments
LUZON	94%
VISAYAS	4%
MINDANAO	2%
TOTAL	100%

3. Dividends

The Board of Directors of the Fund has the power to fix and determine the amount to be reserved or provided for declaration and payment of dividends from the Fund's unrestricted retained earnings. The amount of such dividends (either in cash, stock, property or a combination of the foregoing) will depend on the Fund's profits, cash flows, capital expenditure, financial condition, and other factors and will follow SEC's guidelines on determining retained earnings available for dividend declaration. The existence of surplus profit is a condition precedent before a dividend can be declared. The surplus profits or income must be a bona fide income founded upon actual earnings or profits. Actual earnings or profits shall be the net income for the year based on the audited financial statements, adjusted for unrealized items, which are considered not available for dividend declaration. Taking into account the Fund's cash flows, capital expenditure, investment objective and financial condition, at least 10% of the actual earnings or profits may be declared by the Board of Directors as dividends.

Cash dividends and property dividends may be declared by the Board of Directors and no stockholder approval is required. Stock dividends paid on the Offer Shares are subject to approval by both the Board of Directors and the stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Fund at a stockholders' meeting called for such purpose.

Under the Revised Corporation Code, Corporations with surplus profit in excess of 100% of its paid-in capital stock are required to declare dividends (cash or stock) and distribute it to its stockholders.

Dividends so declared will be automatically reinvested in additional shares on behalf of the shareholders, without sales charges, at the NAVPS on the payment date established for such dividends. As such, shareholders realize their gains when shares are redeemed. Shareholders may also elect not to have dividends reinvested and receive payment in cash, net of tax.

Item 6. Management's Discussion and Analysis or Plan of Operation.

The Performance of the Fund could be measured by the following indicators:

1. **Increase/Decrease in Net Assets Value per Share (NAVPS.)** NAVPS is computed by dividing net assets (total assets less total liabilities) by the total number of shares issued and outstanding plus the total number of shares outstanding due to deposit for future subscriptions (DFFS) and for conversion to shares, if any, as of the end of the reporting day. Any increase or decrease in NAVPS translates to a prospective capital gain or capital loss, respectively, for the Fund's shareholders.
2. **Net Investment Income.** Represents the total earnings of the Fund from its investment securities, less operating expenses and income tax. This gauges how efficiently the Fund has utilized its resources in a given time period.

3. **Assets Under Management (AUM).** The assets under the Fund's disposal. This measures the profitability of the Fund (increase/decrease brought about by its operational income) as well as investor confidence (increase/decrease brought about by investor subscriptions/redemptions).
4. **Cash Flow.** Determines whether the Fund was able to achieve the optimal level of liquidity by being able to meet all its scheduled payments, while maintaining at the same time the maximum investments level and minimum cash level.

Accounting Policies for Financial Assets at Fair Value through Profit and Loss

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Fund commits to purchase or sell the asset.

At initial recognition, the Fund measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss (FVTPL), transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities carried at FVTPL are expensed in profit or loss.

Classification and subsequent measurement

The Fund classifies its financial assets in the following measurement categories:

- FVTPL;
- Fair value through other comprehensive income (FVTOCI); and
- Amortized cost

Classification of financial assets will be driven by the entity's business model for managing the financial assets and the contractual cash flows of the financial assets.

A financial asset is to be measured at amortized cost if: a) the objective of the business model is to hold the financial asset for the collection of the contractual cash flows, and b) the contractual cash flows under the instrument represent solely payment of principal and interest (SPPI).

All other debt and equity instruments must be recognized at fair value.

All fair value movements on financial assets are taken through the statement of comprehensive income, except for equity investments that are not held for trading, which may be recorded in the statement of comprehensive income or in reserves (without subsequent recycling to profit or loss).

Debt instruments

Subsequent measurement of debt instruments depends on the Fund's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Fund classifies its debt instruments:

- **Amortized cost.** Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.
- **FVTPL.** Assets that do not meet the criteria for amortized cost are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of

comprehensive income within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in finance income.

Amortized cost and effective interest method

The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period.

For financial instruments, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses (ECL), through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

Interest income is recognized using the effective interest method for debt instruments measured subsequently at amortized cost. For financial instruments other than POCI financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired.

Equity instruments

The Fund subsequently measures all equity investments at FVTPL, except where the Fund's Management has elected, at initial recognition, to irrevocably designate an equity instrument at FVTOCI. The Fund's policy is to designate equity investments as FVTOCI when those investments are held for the purposes other than to generate investment returns. When the election is used, fair value gains and losses are recognized in other comprehensive income (OCI) and are not subsequently reclassified to profit or loss, including disposal. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in profit or loss as other income when the Fund's right to receive payment is established.

Changes in the fair value of financial assets at FVTPL are recognized in net realized gains (losses) on investments in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value.

FINANCIAL MARKETS REVIEW (2023)

INVESTMENT APPROACH

The Sun Life Prosperity Dollar Wellspring Fund is a multi-asset fund that aims to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities.

The fund ended 2023 with an equity exposure of 35.6% while 64.4% was in cash and fixed income. For the equity sleeve, preferred geographical positions were US and Japan. For the fixed income sleeve, duration was kept slightly overweight versus benchmark.

MARKET OUTLOOK

Global equities posted strong returns for 2023, with the MSCI All-Country World Index delivering 23% gains. Coming into 2023, market participants were somewhat skeptical of the prospects of equities given the bleak outlook. Inflation was still elevated. Monetary policy globally was very restrictive. While the economy held up thus far, recessionary worries were quite high.

There were several tipping points which turned the tide and improved market sentiment. Firstly, the US labor market surprised on the upside. This firmly anchored consumer demand and supported economic growth. The demise of several US regional banks and Credit Suisse triggered a flight to quality,

which benefited the technology mega caps. Enjoying structural tailwinds from artificial intelligence, there were a select group of companies dubbed the Magnificent Seven which posted 20% EPS growth for the year. They contributed to bulk of the S&P 500 returns in 2023. Thirdly, as inflation sustained its downward trajectory, Fed policy started to soften culminating in its December meeting where they admitted to the market that they were done with raising interest rates. These ignited a broad-based year-end rally which capped of an exceptional year for global equities.

For 2024, our Sun Life year end return target is 8%-18%, with EPS expanding at around 9% and P/E multiples reverting back to 18x, its 10Y average. Several assumptions to our view include:

- Global growth will continue to slow due to the lagged effects of monetary tightening and waning fiscal stimulus. Nonetheless, we believe the global economy will skirt a recession buoyed by resilient consumption.
- Price pressures will continue to weaken allowing global central banks to balance the growth and inflation trade-off.
- Absence of a strong fiscal impulse, Chinese stagnation will persist as structural property issues and weak confidence will be a source of economic drag.

Key risks to our view are as follows:

- A potential hard landing as interest rates remain elevated.
- Escalation of geopolitical tensions which could result in a re-entanglement of supply chains leading to a possible spike in inflation.
- China L-shaped recovery as policy measures continue to be insufficient to reverse deflationary forces.

FINANCIAL STATEMENT ANALYSIS

Material Changes in the 2023 Financial Statements

Statement of Financial Position and Statements of Changes in Equity – 31 December 2023 and 31 December 2022

	31-Dec-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Audited	Audited			
Cash and cash equivalents	\$ 136,231	\$ 157,403	(\$ 21,172)	-13.45%	Liquidity requirements are met.
Financial assets at fair value through profit or loss	4,462,158	5,112,303	(650,145)	-12.72%	The decrease was due to net disposal of investments in global mutual funds listed equity securities which was partly offset by the unrealized gains earned during the period.
Accrued interest receivable	4,106	2,768	1,338	48.34%	Collection of interest depends on the scheduled interest payments of each asset.
Total Assets	\$ 4,602,495	\$ 5,272,474	(\$ 669,979)	-12.71%	
Accrued expenses and other payables	5,641	5,688	(47)	-0.83%	The decrease was due to decreased in custodianship fees payable which was partly offset by the increased in outstanding payable to investors for redemption of their investments processed on or before end of the reporting period, which are usually settled four (4) days after the transaction date.
Payable to fund manager	6,891	7,818	(927)	-11.86%	The decrease was due to lower AUM for the period compared with the AUM in the prior year.
Due to brokers	35,041	-	35,041	100.00%	This account refers to outstanding amounts payable to brokers in relation to purchase of investment in equity securities during the period, which are usually settled three (3) days after the transaction date.
Income tax payable	111	36	75	208.33%	Income tax payable for the year of 2023.
Total Liabilities	\$ 47,684	\$ 13,542	\$ 34,142	252.12%	
Share capital	142,732	142,732	-	0.00%	
Additional paid in capital	6,257,459	6,299,704	(42,245)	-0.67%	
Retained earnings	276,860	(49,557)	326,417	-658.67%	Net income earned for the period.
Treasury Shares	(2,122,240)	(1,133,947)	(988,293)	87.16%	Due to net acquisition of treasury shares during the period.
Net Assets	\$ 4,554,811	\$ 5,258,932	(\$ 704,121)	-13.39%	Decrease is due to net acquisition of treasury shares partially offset by net income earned for the period.
Net Assets Value per Share	\$ 1.0410	\$ 0.9716	\$ 0.0694	7.14%	

There were no known trends, demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing the Fund's liquidity in any material way.

There was no contingent liability reflected in the accompanying audited financial statements.

The Fund does not anticipate having any cash flow or liquidity problems as it complies with the liquidity requirements per ICA-IRR 6.10. The Fund was able to meet all its monetary obligations to its shareholders (for redemption) and creditors for the period covered. It does not foresee any event that could trigger a direct or contingent financial obligation that is material to its operations.

There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Fund with unconsolidated entities/other persons created during the reporting period. Likewise, there are no material commitments for capital expenditures, known trends, events, or uncertainties that have had or that are reasonably expected to have a material impact on net income/revenue from the continuing operations of the Fund.

There are no other significant events and transactions from the last annual reporting period that is required for disclosure this year.

Statement of Comprehensive Income for the Years Ended – 31 December 2023 and 31 December 2022

	31-Dec-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Audited	Audited			
Investment Loss	(\$ 85,436)	(\$ 358,748)	\$ 273,312	-76.18%	The decrease in investment loss was mainly due to the lower net trading losses incurred upon disposal of securities and was partly offset with the slight decreased in the interest and dividend income earned.
Investment Expense	858	1,197	(339)	-28.32%	Dependent on the percentage of the amount of stock trading as sold and purchased for the period.
Operating Expenses	101,165	132,643	(31,478)	-23.73%	The decrease was due to lower AUM for the period compared with the AUM in the prior year.
Net Unrealized Gains (Losses) on Investments	514,399	(742,966)	1,257,365	-169.24%	Due to impact of favorable market condition of foreign investments during the period.
Provision for Income Tax	523	466	57	12.23%	Income tax under MCIT and final taxes of interest income earned from fixed income investments and term deposits.
Net Investment Income (Loss)	\$ 326,417	(\$ 1,236,020)	\$ 1,562,437	-126.41%	

Average daily net asset value in 2023 and in 2022 is \$4,705,925.68 and \$6,000,856, respectively.

The Fund has no unusual nature of transactions or events that affect assets, liabilities, equity, net income or cash flows.

There were no commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Fund which are not reflected in the accompanying audited financial statements. The management of the Fund is of the opinion that there were no income or losses from these items that will have any material effect on its audited financial statements.

There were no known material events subsequent to the end of the annual reporting period that have not been reflected in the Fund's audited financial statements as at the period ended December 31, 2023. There were no significant elements of income or loss that did not arise from the Fund's continuing operations.

There were no changes in estimates of amount reported in the current financial year or changes in estimates of amounts reported in prior financial years.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of the Fund.

The Fund is guided by its investment policies and legal limitations. All the proceeds from the sale of shares, including the original subscription payments at the time of incorporation constituting the paid-in capital, is held by the pertinent custodian banks.

The Fund is governed by the following fundamental investment policies:

1. As a Fund-of-Funds, the Fund shall be subject to the following:
 - a) It shall invest more than fifty percent (50%) of net assets in more than one (1) collective investment scheme
 - b) The Target Fund shall not be a Feeder Fund;
 - c) The Target Funds are CIS established by another fund manager/s, asset management company/ies or fund operator/s;
 - d) The Target Fund shall provide ample protection to the investors of the Fund-of-Funds. If the Target Fund is a foreign fund, it shall have assessed to have broadly implemented the IOSCO Principles relevant to collective investment schemes;
 - e) The Target Fund publishes Quarterly/Semi-Annual and Annual Reports
 - f) Investment limit of fifteen percent (15%) in non-collective investment scheme or entity;
 - g) The investment objectives of the Target Fund is aligned with that of the Fund-of-Funds;
 - h) The Fund-of-Funds is compliant with Rule 6.10 of the Implementing Rules and Regulations of the Investment Company Act;
 - i) The Target Fund is supervised by a regulatory authority, as follows:
 1. A local Target Fund shall either be registered with the Commission or approved by the Bangko Sentral ng Pilipinas;
 2. A Target Fund constituted in another economy shall be registered/authorize/approved, as the case may be in its home jurisdiction by a regulatory authority that is an ordinary or associate member of the IOSCO
 - j) 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.
2. It does not issue senior securities;
3. 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 30% for all its borrowings;
4. It does not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own share capital;
5. 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;
6. It does 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. It does not purchase or sell commodity futures contracts;
8. 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 Fund;
9. The asset mix in each type of security is determined from time to time, as warranted by economic and investment conditions;
10. Subscribers are required to settle their subscriptions in full upon submission of their application for subscriptions;
11. It may use various techniques to hedge investment risks; and
12. It does not change its investment objectives without the prior approval of a majority of its shareholders and prior notice to the SEC.

The Investment Policies refer to the following:

1. Investment Objective – to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities.
2. Benchmark – 68% Bloomberg Barclays Global Aggregate Total Return Index Value Unhedged USD + 30% MSCI ACWI + 2% 30-Day US Dollar Deposit Savings Rate.
3. Asset Allocation Range – the Fund shall allocate its funds available for investments among cash and other deposit substitute, fixed-income securities and equity securities based on certain proportion as approved by Management.

Item 7. Financial Statements

Copies of the following audited financial statements are attached as Exhibits:

1. Statements of Financial Position, 2023, 2022
2. Statements of Comprehensive Income, 2023, 2022, 2021
3. Statements of Changes in Equity, 2023, 2022, 2021
4. Statements of Cash Flows, 2023, 2022, 2021
5. Notes to Financial Statements

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

Navarro Amper & Co. /Deloitte Touche Tohmatsu, with address at 19/F Net Lima Plaza, 5th Avenue corner 26th Street, Bonifacio Global City, Taguig City, Philippines, has acted as external auditor of the Fund since its incorporation.

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

External Audit Services/Audit and Audit-Related Fees

For 2023 and 2022, aggregate fees billed for professional services rendered by the external auditor for the audit of the Fund's annual financial statements and services normally provided by external auditors in connection with statutory and regulatory filings amounted to \$3,142 and \$2,798, respectively inclusive of VAT and out of pocket expenses. There were no other payments made to the auditor for any other service, including assurance, tax, and related services.

External auditors of the Fund are designated in accordance with Section 29 of the ICA subject to ratification at the annual stockholders' meeting by the vote of a majority of the outstanding voting securities attending.

The Fund's Board of Directors has an Audit and Compliance Committee, which is composed of Mr. Oscar S. Reyes (Committee Chairperson and independent director), Atty. Aleli Angela G. Quirino (independent director), and Mr. Cesar Luis F. Bate (independent director) as members. The Audit and Compliance Committee has considered and endorsed for the approval of the Board of Directors the external auditor's service fees, which were so approved.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers

1. Directors and Executive Officers

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

The following are the incumbent Directors and Executive Officers of the Fund:

<i>Name</i>	<i>Citizenship</i>	<i>Position</i>	<i>Age</i>	<i>Term of Office</i>	<i>Period Served</i>
Benedicto C. Sison	██████████ American	Director/Chairman	██████████	July 2018 - present	6 terms
Valerie N. Pama	██████████	Director/President	●	March 2022 – present	2 terms
Aleli Angela G. Quirino	██████████	Independent Director	●	2018 - present	6 terms
Cesar Luis F. Bate	██████████	Independent Director	●	November 2021 – present	3 terms
Oscar S. Reyes	██████████	Independent Director	●	September 2022 - present	2 terms
Jeanemar S. Talaman	██████████	Treasurer	●	September 2022 – present	2 terms
Maria Teresa A. Co	██████████	Chief Compliance Officer	●	August 2023 – present	
Anna Katrina C. Kabigting-Ibero	██████████	Corporate Secretary	●	April 2020 -present	4 terms
Frances Ianna S. Canto	██████████	Assistant Corporate Secretary	●	September 2020 - present	4 terms
Ria V. Mercado	██████████	Chief Risk Officer	●	2015-present	9 terms

A brief write-up on the business experience of the incumbent directors and executive officers of the Fund follows:

BENEDICTO C. SISON

Chairman (2018 to present)

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

VALERIE N. PAMA

President / Director (March 2022 – present)

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.

Ms. Pama is also the Chairman and Director of Grepalife Asset Management Corporation (December 2021 to present). She is the President and Director of eighteen (18) 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., Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (March 2022 to present) and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present).

Currently, Ms. Pama is a Trustee and Vice President of Sun Life Financial-Philippines Foundation, Inc. (October 2020 and December 2022, respectively, to present), Member (2015 to present) and Trustee (2018-2023) of Filipina CEO Circle, Member of Management Association of the Philippines (2015 to present), Financial Executives of the Philippines (2013 to present) and Makati Business Club (August 2019 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”) and Director and/or President of thirteen (13) Sun Life Prosperity Funds (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 was also a Director of BESTSERVE Financial Ltd. (HKG) (2021 to 2022).

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, 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 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.

ALELI ANGELA G. QUIRINO

Independent Director (2018 to present)

Atty. Aleli Angela G. Quirino is an Independent Director of Sun Life of Canada Prosperity Balanced Fund, Inc. (2009 to present); Sun Life Prosperity Dynamic Fund, Inc.; (2012 to present); Sun Life Prosperity Dollar Starter Fund, Inc. (2017 to present); Sun Life Prosperity GS 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 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. (2018 to present); and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). She is also an Independent Director of the Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation, and Grepalife Fixed Income Fund Corporation ("Grepalife Funds") (2011 to present).

Atty. Quirino was Of Counsel of Angara Abello Concepcion Regala & Cruz Law Offices (ACCRA Law) (2009 – 2023). She is the Chairman of First Line Healthcare Diagnostics Center, Inc. (2021 to present). She is the Vice-Chairman (2015 to present) of the Board of Trustees and Past President (2009 to 2015) of the Ateneo de Manila Law Alumni Association, Inc., and is a Trustee and Corporate Secretary of the Assumption College, Inc. (1996 to present). She is an Advisory Council Member of the Intellectual Property Association of the Philippines, Inc. (2012 to present). She is also the Past President of the ASEAN Intellectual Property Association (2017 to 2019) and Chairman Emeritus of the ASEAN Philippine Intellectual Property Association, Inc. She is an EXCO member of the Association Internationale de la Propriete Intellectuelle (2004 to present).

Atty. Quirino received her Bachelor of Arts and Bachelor of Science in Education (magna cum laude) from Assumption College and Bachelor of Laws (with honors) from the Ateneo de Manila University.

OSCAR S. REYES

Independent Director (September 2022 to present)

Mr. Oscar S. Reyes is an Independent Director of the fourteen (14) Sun Life Prosperity Funds, namely: Sun Life Prosperity GS Fund, Inc. (2011 to present), Sun Life Prosperity Dynamic Fund, Inc. (2012 to present), Sun Life Prosperity Dollar Abundance Fund, Inc. (2006 to present), Sun Life Prosperity Dollar Advantage Fund, Inc. (2002 to present), Sun Life of Canada Prosperity Balanced Fund, Inc. (July 2018 to present), Sun Life of Canada Philippine Equity Fund, Inc. (July 2018 to present); Sun Life Prosperity

World Equity Index Feeder Fund, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2028, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2038, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2048, Inc. (March 2018 to present); Sun Life Prosperity Dollar Starter Fund, Inc. (July 2021 to present); Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present); Sun Life Prosperity World Income Fund, Inc. (August 2022 to present) and Sun Life Prosperity Dollar Wellspring Fund, Inc. (September 2022 to present). He is also an Independent Director of the Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation, and Grepalife Fixed Income Fund Corporation (2011 to present) and Sun Life Financial Plans, Inc. (2006 to present).

Mr. Reyes other current positions are : Chairman, Pepsi Cola Products Phils Inc.; Independent Director, PXP Energy Corp, DM Wenceslao and Associates Inc, Philippine Dealing System Holdings Corp, Philippine Dealing & Exchange Corp, Philippine Depository & Trust Corp, Philippine Securites Settlement Corp, Team Energy Corp., Pioneer Life Corp, Navitas Holdings Inc, Eramen Minerals Inc, Petrolift Corp, Alviera Country Club; Member of the Advisory Board, Basic Energy Corp, Pioneer Insurance & Surety Corp, Pioneer Intercontinental Corp, 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.

CESAR LUIS F. BATE

Independent Director (November 2021 to present)

Mr. Cesar Luis F. Bate is an Independent Director of ten (10) Sun Life Prosperity Funds namely: Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., and Sun Life Prosperity World Equity Index Feeder Fund, Inc.

Currently, Mr. Bate is the Managing Director of LMN Advisors/Partners Inc. (“LMN”). He established the consultancy firm LMN in October 2006 after being a stockbroker for 20 years. Prior to LMN, Mr. Bate was head of the Philippine operations of Macquarie Securities Philippines from 2004 to 2006. From 1995 to 2004, he was President of Dutch-owned ING Securities Philippines which was the country’s largest stock brokerage house for years under his ten-year tenure. Mr. Bate started his career as a stockbroker with the local house A&A Securities in 1987 and joined British-owned Baring Securities as Head of Philippine sales in 1992.

Mr. Bate is the President of the Celisons Property Co. Inc. (2018 to present), an Independent Director of RM Commercial REIT, Inc. (2021 to present) and Director of Acacia Lane, Inc. (1980 to present). He is concurrently a Trustee of the Metropolitan Museum of Manila (2023 to present). He was also a Member of the Board of Trustees of Jose Rizal University (2007 to 2016).

Mr. Bate graduated with a Bachelor of Science in Management Engineering from Ateneo de Manila University in 1983.

JEANEMAR S. TALAMAN

Treasurer (September 2022 to present)

Ms. Jeanemar S. Talamán is the Treasurer of Sun Life Prosperity Funds. She was the Treasurer and Head of Finance of Sun Life Investment Management and Trust Corporation (SLIMTC) (2020 to 2022). In that role, she was responsible for the overall finance function of the Company which covers Accounting, Financial Reporting, Internal Controls and Capital Management among others.

Prior to joining SLIMTC, Ms. Talamán was the Financial Accounting and Reporting Manager of Sun Life Philippines where she handled financial reporting requirements of the Sun Life Asset Management Company, Inc, (SLAMCI), Sun Life Prosperity Funds (Funds managed by SLAMCI), Sun Life Grepa

Financial, Inc. and Sun Life Financial Philippine Holding Company, Inc. Concurrent to her role as Financial Reporting Manager, Ms. Talaman was also the Finance System Administration Manager responsible for ensuring the security and efficiency of finance system applications for all Sun Life Philippine entities. She has held various roles in Finance, including, Manager of Financial Planning and Analysis (May 2014 to July 2015), Manager, Accounts Reconciliation (June 2012 to April 2014) and she has been instrumental in setting up the Accounts Reconciliation team of Sun Life Malaysia in 2013. Ms. Talaman has more than 15 years of extensive experience in asset management industry, financial reporting for insurance business, taxation and regulatory reporting, treasury operations, project management, financial planning and management reporting.

Ms. Talaman is a Certified Public Accountant and a member of the Philippine Institute of Certified Public Accountants. She earned her Bachelor of Science in Accountancy degree from the University of San Agustin (Iloilo City) with academic distinction. She had satisfactorily completed the one-year course on Trust Operations and Investment Management from the Trust Institute Foundation of the Philippines.

MARIA TERESA A. CO

Chief Compliance Officer, Money Laundering Reporting Officer,
and Data Protection Officer (August 2023 to present)

Maria Teresa Co is the Chief Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer of Sun Life Philippines, including the Sun Life Prosperity Funds, with effect on 14 August 2023. In addition to her role with Sun Life Philippines, she is also acting as the Asia Conduct Risk lead in collaboration with the Regional Office.

Ms. Co has more than thirty (30) years of work experience in the fields of Accounting, Operations, Compliance and Internal Audit with multinational companies. She is a Certified Public Accountant and a Securities and Exchange Commission (SEC) Certified Compliance Officer for Pre-need companies (education and pension plans).

Her career started with Citibank, N. A. under Philippines Operations before working with Sun Life Philippines from 2002 to 2007, overseeing life, asset management and pre-need compliance including exposure to Regional Internal Audit role.

Ms. Co's overseas career covered vast experiences as Regional Compliance professional in AXA China Insurance Limited, New York Life International, Prudential Corporation Asia Regional, Chubb (formerly ACE Life), and Group AIA, overseeing corporate and distribution compliance, regulatory developments, issues, and projects across Asia.

Before returning to Sun Life Philippines, Ms. Co was the Head of Compliance for Pru Life Insurance Corporation of U.K. (Pru Life UK), responsible for various mandates in the fields of Regulatory and Sales Compliance, AML, Financial Crimes, Fraud, Anti-Bribery and Corruption, Data Privacy, and Quality Assurance reviews.

ANNA KATRINA C. KABIGTING-IBERO

Corporate Secretary (April 2020 to present)

Atty. Anna Katrina C. Kabigting-Ibero is the Corporate Secretary of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity 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), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present).

Atty. Ibero is also the Corporate Secretary of Sun Life of Canada (Philippines), Inc., Sun Life Asset Management Company, Inc., Sun Life Financial Plans, Inc., Sun Life Financial Philippine Holding Company, Inc., Sun Life Financial – Philippines Foundation, Inc., Grepalife Asset Management Corporation, 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), Sun Life Investment Management and Trust Corporation (September 2020 to present), and Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (April 2020 to present).

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. 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 (September 2020 to present)

Atty. Frances Ianna S. Canto is the Assistant Corporate Secretary of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity 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., and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). 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), and Sun Life of Canada (Philippines), Inc. and Sun Life Financial Philippines Foundation, Inc. (September 2022 to 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.

RIA V. MERCADO

Chief Risk Officer (2015-present)

Ms. Ria V. Mercado has been the Head of Risk Management of Sun Life Philippines since 2015. She is also the Chief Risk Officer of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity 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 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 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., (2015 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January

2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 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, (July 2019 to present). She is also the Chief Risk Officer of Sun Life Asset Management Company, Inc., Grepalife Asset Management Corporation, Sun Life of Canada (Philippines), Inc., Sun Life Grepa Financial, Inc. (July 2015 to present) and Sun Life Financial – Philippines Foundation, Inc. (December 2019 to present).

Prior to joining Sun Life in 2015, she was with Deutsche Knowledge Services (DKS), where she was Debt and Client Risk & Control Lead. In this capacity, she was responsible for risk and control initiatives and for proactively identifying and mitigating operations risks through quality assurance initiatives. Prior to DKS, she was with Standard Chartered Bank where she rose from Graduate Associate to AVP – Unit Operational Risk Manager.

Ms. Mercado holds a Master in Business Management degree from the Asian Institute of Management. She is a BS Business Administration graduate of the University of the Philippines (Diliman).

2. Incorporators

The following are the incorporators of the Fund:

1. Rizalina G. Mantaring
2. Ma. Karenina M. Casas
3. Valerie N. Pama
4. Melito S. Salazar, Jr.
5. Oscar M. Orbos

3. Significant Employees

The Fund has no significant employees.

4. Family Relationships

There are no family relationships up to fourth civil degree either by consanguinity or affinity among directors, executive officers, or persons nominated by the Fund to become its directors or executive officers.

5. Material Pending Legal Proceedings

The Fund has no knowledge of any material pending legal proceedings to which any of the directors and executive officers of the Fund is a party of which any of their property is the subject.

There was no bankruptcy petition filed by or against any business of which any of the directors and executive officers of the Fund was a general partner or executive officer either at the time of bankruptcy or within two years prior to that time.

No director and executive officer of the Fund was convicted by final judgment in a criminal proceeding, domestic or foreign and neither is any director or officer subject to any pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses.

No director and executive officer of the Fund is being subject to any order, judgment or decree not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities, or banking activities.

No director and executive officer of the Fund is being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation and the judgment has not been reversed, suspended or vacated.

Item 10. Executive Compensation**1. Compensation of Executive Officers.**

The executive officers of the Fund do not receive any form of compensation from their appointment up to the present.

2. Compensation of Directors.

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 PHP 20,000.00 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 PHP 15,000.00 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 PHP 15,000.00 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.

Total per diem received by the Fund’s directors for the year 2023 and 2022 are \$4,961 and \$6,041 respectively.

The Board had four (4) regular quarterly meetings for 2023 including the organizational board meeting after the annual shareholders’ meeting. For the four (4) meetings and with three (3) members of the Board who are external directors entitled to receive per diem, the Fund forecasts a total directors’ per diem of PHP 240,000 (approximately \$4,267) for the year 2024. The external directors are also forecasted to receive a total of PHP 15,286 (approximately \$272) as retainer’s fees for 2024.

Item 11. Security Ownership of Certain Beneficial Owners and Management**1. Security ownership of more than 5% of the Fund’s outstanding capital stock as of December 31, 2023**

<i>Title of Class</i>	<i>Name of Record Owner/ Address</i>	<i>Relationship with the Issuer</i>	<i>Name of Beneficial Owner/Relationship with Record Owner</i>	<i>Citizenship</i>	<i>Number of Shares Held</i>	<i>Percent of Class</i>
Common	SLAMCI 8 th Floor Sun Life Centre, 5 th Ave. Corner Rizal Drive, Bonifacio Global City, Taguig City	More than 5% ownership	Both the Record (R) & Beneficial (B) Owner	Filipino	792,170	18.10%

Mr. Gerald L. Bautista, President of SLAMCI, has the power to vote or dispose of the shares or direct the voting or disposition of the shares held by SLAMCI. The directors may be reached through the Corporate Secretary, 6th Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City.

On 14 September 2016, the SEC *en banc* approved the confidential treatment of the list of Top 20 shareholders of the Sun Life Prosperity Funds, including its the 5% and 10% beneficial owners. This is to protect the investors' privacy, which is a privilege they enjoy when they invest in other shared investment vehicles, such as unit investment trust funds, and when they invest in bank deposits.

This list includes shareholders owning more than 5% of the Fund's outstanding capital stock as of December 31, 2022, if any.

2. Security Ownership of Management as of December 31, 2023:

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	Benedicto C. Sison	1	Beneficial (B) and Record (R)		0.00%
Common	Valerie N. Pama	1	B & R		0.00%
Common	Aleli Angela G. Quirino	1	B & R		0.00%
Common	Oscar S. Reyes	1	B & R		0.00%
Common	Cesar Luis F. Bate	1	B & R		0.00%

The above individual owners can be reached at c/o the Corporate Secretary, 6th Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City.

3. Voting Trust Holders of 5% or More

No holder of 5% or more of the Fund's common shares has any voting trust or similar agreement that vest voting rights or other powers to a voting trustee.

4. Change in Control

The Fund has no knowledge of any arrangement that may result in a change of control of the Fund.

Item 12. Certain Relationships and Related Transactions

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

Director/Officer	Fund	SLAMCI
Benedicto C. Sison	Chairman	Director
Maria Teresa A. Co	Chief Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer	Chief Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer
Jeanemar S. Talaman	Treasurer	Treasurer
Anna Katrina C. Kabigting-Ibero	Corporate Secretary	Corporate Secretary
Frances Ianna S. Canto	Assistant Corporate Secretary	Assistant Corporate Secretary
Ria V. Mercado	Chief Risk Officer	Chief Risk 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.

PART IV - CORPORATE GOVERNANCE

Item 13. Compliance with Leading Practice on Corporate Governance

The Fund is committed to performing its obligations following sound standards of business and financial practices and assesses the level of compliance of the Board of Directors and top-level management with its Manual on Corporate Governance through the Corporate Governance Self-Rating Form.

Likewise, the Fund requires the directors to answer a Board Effectiveness Questionnaire to determine their outlook on current practices and further enhance their performance. Internal audit and compliance units of the Fund also actively ensure that the Fund meets its regulatory and moral obligations to the government agencies and the general public, respectively.

There has been no reported incident of any deviation from the Fund's Manual on Corporate Governance. A strong ethical business culture in the performance of duties is continuously upheld and promoted. Nonetheless, the Fund makes an effort to improve corporate governance of the Fund by holding training sessions for its Board and officers whenever possible.

Compliance with Foreign Account Tax Compliance Act (FATCA)

In accordance with the requirements of the US Internal Revenue Service ("IRS") and the Intergovernmental Agreement ("IGA") between the Government of the United States of America and the Government of the Republic of the Philippines to Improve International Tax Compliance and to Implement FATCA which was signed last July 13, 2015, the Fund has registered with the Internal Revenue Service (IRS) and has obtained its own Global Intermediary Identification Number ("GIIN") as a sponsored entity. Sun Life Asset Management Company, Inc. ("SLAMCI") continues to assume responsibilities for the Fund's FATCA compliance as the Sponsoring Entity and has implemented FATCA onboarding processes and procedures as well as system enhancements to monitor its new and pre-existing account holders who are U.S. Persons and have U.S. Indicia.

The Fund, together with its Sponsoring Entity, SLAMCI, is preparing to comply for FATCA reporting on the date which will be set by the Bureau of Internal Revenue as soon as the IGA has been ratified by the Senate.

PART V – EXHIBITS AND SCHEDULES

A. Audited Financial Statements

1. Statements of Financial Position, 2023, 2022
2. Statements of Comprehensive Income, 2023, 2022, 2021
3. Statements of Changes in Equity, 2023, 2022, 2021
4. Statements of Cash Flows, 2023, 2022, 2021
5. Notes to Financial Statements

B. Reports on SEC Form 17-C

- SIGNATURE PAGE FOLLOWS –

SIGNATURES

Pursuant to the requirements of Section 11 of the RSA and Section 177 of the Revised Corporation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of MAKATI CITY APR 23 2024 2024.

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

Issuer

Pursuant to the requirements of the Revised Securities Act, this annual report has been signed by the following persons in the capacities and on the dates indicated.

By:

[Redacted Signature]

Valerie N. Pama

Principal Executive Officer/President

[Redacted Signature]

Gerald L. Bautista

Principal Operating Officer / SLAMCI President

[Redacted Signature]

Candy S. Esteban

Principal Accounting Officer/CFO

[Redacted Signature]

Jeanemar S. Talaman

Principal Financial Officer/Treasurer/Comptroller

[Redacted Signature]

Anna Katrina C. Kabigting-Ibero

Corporate Secretary

APR 23 2024 MAKATI CITY

SUBSCRIBED AND SWORN to before me this ____ day of _____ 2024, affiants exhibiting their government issued identification cards, as follows:

Name	Government ID No.	Valid Until	Place of Issue
Valerie N. Pama	[Redacted]	07/07/2031	DFA Manila
Gerald L. Bautista	[Redacted]	04/19/2032	DFA Manila
Candy S. Esteban	[Redacted]	05/03/2033	Quezon City
Jeanemar S. Talaman	[Redacted]	06/05/2033	DLRC - Ayala
Anna Katrina C. Kabigting-Ibero	[Redacted]	09/01/2032	Paranaque City

Doc. No. 401;
Page No. 52;
Book No. 76;
Series of 2024.

ATTY ROMEO M. MONFORT
Notary Public City of Makati
Until December 31, 2025
Appointment No. M-032 (2024-2025)
PTR No. 10073908 Jan. 2, 2024 Makati City
IBP No. 391330- Jan. 3, 2014 Pasig / Roll No. 27932
MCLE NO. VII-0027570 issued April 3, 2023
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City



This document contains key information clients of Sun Life Prosperity Dollar Wellspring Fund should know about. More information can be found in the Fund's prospectus. Ask a Sun Life Financial Advisor or contact Sun Life Asset Management Company, Inc., at 8-849-9888 or PHIL-MF-Products@sunlife.com or visit www.sunlifefunds.com.

Launch Date	May 5, 2016	Fund Structure	Mutual Fund (Shares)	Minimum Holding Period	180 days
Fund Size	USD 4,560,769.16	Fund Classification	Multi-Asset Fund-of-Funds	Early Redemption Fee	up to 2%
Net Asset Value Per Share	1.0424	Minimum Subscription	USD 500	Redemption Settlement	T+4 business days
Benchmark	68% Bloomberg Barclays Global Aggregate Total Return Index Value Unhedged USD + 30% MSCI ACWI + 2% 30-Day US Dollar Deposit	Minimum Subsequent Management and Distribution Fee	USD 100	Bloomberg Ticker	SLDWELL PM Equity
		Transfer Agency Fee	1.50%		
			0.15%		

What does the Fund invest in?

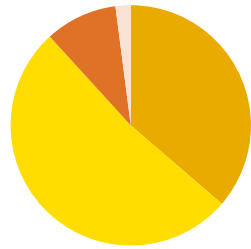
The Sun Life Prosperity Dollar Wellspring Fund aims to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities.

The Fund is suitable for investors with a **balanced risk profile** and medium to long-term investment horizon. This is for investors who want higher yields compared to traditional fixed income securities (e.g., savings accounts, time deposits, bonds) but a lower amount of risk relative to equities.

Top Offshore Mutual Fund Holdings

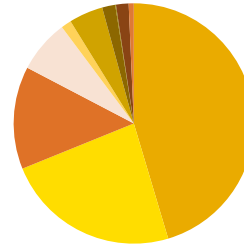
1. Morgan Stanley - Global Bond Fund, 12.46%
2. BlackRock - iShares Core Global Aggregate Bond UCITS ETF, 10.59%
3. J.P. Morgan - Global Research Enhanced Index, 8.85%
4. PIMCO - Global Investors Series Income Fund, 8.25%
5. J.P. Morgan - U.S. Aggregate Bond Fund, 6.28%

Investment Mix



- Offshore Equity Funds, 36.31%
- Offshore Fixed Income Funds, 51.92%
- Government Bonds, 9.72%
- Time Deposits and Other Liquid Assets, 2.04%

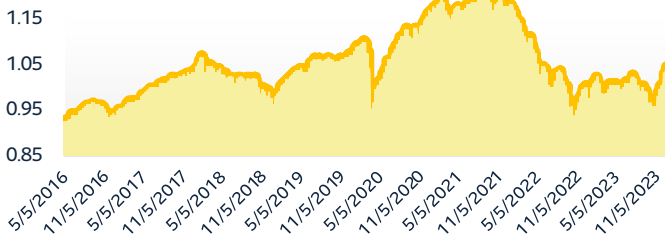
Geographical Allocation



- Global Fixed Income, 45.38%
- Global Equities, 23.49%
- U.S. Equities, 13.80%
- U.S. Fixed Income, 7.13%
- European Equities, 1.38%
- High-Yield Debt, 4.58%
- Asian Fixed Income, 1.76%
- China Equities, 0.10%
- Japan Equities, 1.69%
- Asia ex-Japan Equities, 0.68%

How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	4.14%	7.45%	7.45%	-10.44%	8.90%
Benchmark*	4.31%	10.80%	10.35%	-6.03%	17.17%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

Disclaimer: The underlying funds of the Sun Life Prosperity Dollar Wellspring Fund are valued using their respective NAVPS as of previous day due to the time difference between the Philippines and the domicile countries of these funds. Similarly, data for the MSCI ACWI is as of the previous day to provide investors an accurate comparison of fund performance.

***Bond Benchmark Effectivity Date:**

J.P. Morgan Global Aggregate Bond Index: May 5, 2016 to December 31, 2017
 Bloomberg Barclays Global Aggregate Total Return Index January 1, 2018 to present

Market Review and Outlook

- Global equities rose for the second straight month. The MSCI ACWI rallied by +4.83%. Returns were broad based led by Euro Stoxx 600, +5.50% followed by the S&P 500, +4.53% and Topix, +4.99%. EMs continue to underperform for a third consecutive month with the MSCI Asia ex Japan returning only +3.46% and China Shanghai Composite losing -1.25%.
- US CPI declined to its 2023 low of 3.1% year-on-year as shelter and used car prices normalized. Meanwhile, core inflation remained flat at 4.0% year-on-year or 0.1% month-on-month, notching its eight straight month of declines.
- The Federal Reserve surprised the market with a dovish pause during the December FOMC meeting. Chairman Powell acknowledged the risks have now turned two-sided – balanced between growth and inflation. He also confirmed market speculations that rate hikes have ended given the progress made on combating inflation.
- The Fund maintained a slight overweight duration and asset allocation call versus its benchmark as lower inflation coupled with resilient macro backdrop increased bets of a soft-landing. The equity sleeve has been recalibrated with a material increase in US and Japan exposure.
- On a gross-of-fees basis, the Fund lagged its benchmark year-to-date due to its US small cap growth fund exposure.

DISCLAIMER: Sun Life Asset Management Company, Inc. (SLAMCI) makes no representation as to the accuracy or completeness of the information contained herein. The information contained in this presentation is for information purposes only. It is not intended to provide professional investment, or any other type of advice or recommendation in relation to purchases or sales of securities whether or not they are related to SLAMCI; it does not constitute any guarantee of performance, and neither does it take into account the particular investment objectives, financial situation or needs of individual recipients. Any opinions or estimates herein reflect our judgment as at the date of this presentation and are subject to change at any time without notice. This material is a copyrighted work. You may not share, distribute, revise, transform, or build upon this material without prior written consent of, and proper attribution to Sun Life. All trademarks are the properties of their respective owners.

SLAMCI is regulated by the Securities and Exchange Commission (SEC).

For consumer assistance and financial consumer complaints, you may contact the Corporate Governance and Finance Department (CGFD) through CGFD@sec.gov.ph or 8818-5952 / 5322-7696 loc. 114.



This document contains key information clients of Sun Life Prosperity Dollar Wellspring Fund should know about. More information can be found in the Fund's prospectus. Ask a Sun Life Financial Advisor or contact Sun Life Asset Management Company, Inc., at 8-849-9888 or PHIL-MF-Products@sunlife.com or visit www.sunlifefunds.com.

Launch Date	May 5, 2016	Fund Structure	Mutual Fund (Shares)	Minimum Holding Period	180 days
Fund Size	USD 4,568,964.73	Fund Classification	Multi-Asset Fund-of-Funds	Early Redemption Fee	up to 2%
Net Asset Value Per Share	1.0010	Minimum Subscription	USD 500	Redemption Settlement	T+4 business days
Benchmark	68% Bloomberg Barclays Global Aggregate Total Return Index Value Unhedged USD + 30% MSCI ACWI + 2% 30-Day US Dollar Deposit	Minimum Subsequent Management and Distribution Fee	USD 100	Bloomberg Ticker	SLDWELL PM Equity
		Transfer Agency Fee	1.50%		
			0.15%		

What does the Fund invest in?

The **Sun Life Prosperity Dollar Wellspring Fund** aims to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities.

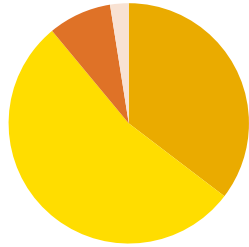
The Fund is suitable for investors with a **balanced risk profile** and medium to long-term investment horizon. This is for investors who want higher yields compared to traditional fixed income securities (e.g., savings accounts, time deposits, bonds) but a lower amount of risk relative to equities.

Top Offshore Mutual Fund Holdings

1. Morgan Stanley - Global Bond Fund, 12.33%
2. BlackRock - iShares Core Global Aggregate Bond UCITS ETF, 9.83%
3. PIMCO - Global Investors Series Income Fund, 9.30%
4. J.P. Morgan - Global Research Enhanced Index, 8.42%
5. J.P. Morgan - U.S. Aggregate Bond Fund, 6.05%

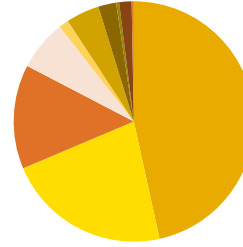
Investment Mix

- Offshore Equity Funds, 35.36%
- Offshore Fixed Income Funds, 53.62%
- Government Bonds, 8.52%
- Time Deposits and Other Liquid Assets, 2.50%



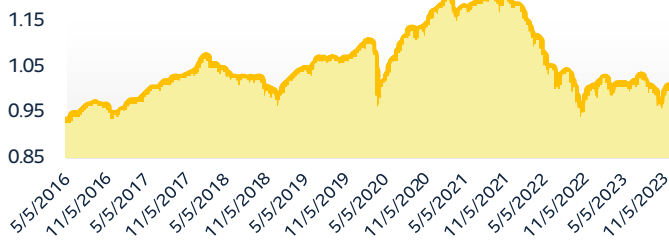
Geographical Allocation

- Global Fixed Income, 46.56%
- Global Equities, 22.06%
- U.S. Equities, 14.01%
- U.S. Fixed Income, 6.80%
- European Equities, 1.31%
- High-Yield Debt, 4.49%
- Asian Fixed Income, 2.40%
- China Equities, 0.40%
- Japan Equities, 1.67%
- Asia ex-Japan Equities, 0.29%



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	6.50%	3.19%	2.08%	-12.55%	2.31%
Benchmark*	6.19%	6.18%	4.94%	-8.62%	9.61%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

Disclaimer: The underlying funds of the Sun Life Prosperity Dollar Wellspring Fund are valued using their respective NAVPS as of previous day due to the time difference between the Philippines and the domicile countries of these funds. Similarly, data for the MSCI ACWI is as of the previous day to provide investors an accurate comparison of fund performance.

*Bond Benchmark Effectivity Date:

J.P. Morgan Global Aggregate Bond Index: May 5, 2016 to December 31, 2017
 Bloomberg Barclays Global Aggregate Total Return Index January 1, 2018 to present

Market Review and Outlook

- Global equities and fixed income both saw a favorable reversal after three months of declines. The MSCI ACWI rose by 9.28% while the Bloomberg Global Aggregate climbed by 5.04%. In USD-terms, Europe was the top performer (Stoxx Europe 600: +9.83%), closely followed by US (S&P 500: +9.13%) and Japan (Topix: +7.73%). Asia ex-Japan (+6.96%) lagged, but still managed to deliver positive returns.
- US CPI sustained its downward trajectory falling to a 2023 low of 3.2% year-on-year, as shelter and used car prices continued to cool. Meanwhile, core inflation also softened to 4.0% year-on-year or 0.2% month-on-month, continuing its seventh straight month of declines.
- Federal Reserve (Fed) officials kept policy rates unchanged during the November FOMC meeting, marking back-to-back months of pause. Nonetheless, the Fed highlighted that it remains data dependent, opting to keep rate hikes on the table should inflationary risks resurface.
- The Fund maintained a slight overweight duration and asset allocation call versus its benchmark as lower inflation coupled with resilient macro backdrop increased bets of a soft-landing. The equity sleeve has been recalibrated with a material increase in US and Japan exposure.
- On a gross-of-fees basis, the Fund lagged its benchmark year-to-date due to its exposure to China and US small cap growth funds.

DISCLAIMER: Sun Life Asset Management Company, Inc. (SLAMCI) makes no representation as to the accuracy or completeness of the information contained herein. The information contained in this presentation is for information purposes only. It is not intended to provide professional investment, or any other type of advice or recommendation in relation to purchases or sales of securities whether or not they are related to SLAMCI; it does not constitute any guarantee of performance, and neither does it take into account the particular investment objectives, financial situation or needs of individual recipients. Any opinions or estimates herein reflect our judgment as at the date of this presentation and are subject to change at any time without notice. This material is a copyrighted work. You may not share, distribute, revise, transform, or build upon this material without prior written consent of, and proper attribution to Sun Life. All trademarks are the properties of their respective owners.

SLAMCI is regulated by the **Securities and Exchange Commission (SEC)**.

For consumer assistance and financial consumer complaints, you may contact the **Corporate Governance and Finance Department (CGFD)** through CGFD@sec.gov.ph or 8818-5952 / 5322-7696 loc. 114.



This document contains key information clients of Sun Life Prosperity Dollar Wellspring Fund should know about. More information can be found in the Fund's prospectus. Ask a Sun Life Financial Advisor or contact Sun Life Asset Management Company, Inc., at 8-849-9888 or PHIL-MF-Products@sunlife.com or visit www.sunlifefunds.com.

Launch Date	May 5, 2016	Fund Structure	Mutual Fund (Shares)	Minimum Holding Period	180 days
Fund Size	USD 4,332,011.94	Fund Classification	Multi-Asset Fund-of-Funds	Early Redemption Fee	up to 2%
Net Asset Value Per Share	0.9399	Minimum Subscription	USD 500	Redemption Settlement	T+4 business days
Benchmark	68% Bloomberg Barclays Global Aggregate Total Return Index Value Unhedged USD + 30% MSCI ACWI + 2% 30-Day US Dollar Deposit	Minimum Subsequent Management and Distribution Fee	USD 100	Bloomberg Ticker	SLDWELL PM Equity
		Transfer Agency Fee	1.50%		
			0.15%		

What does the Fund invest in?

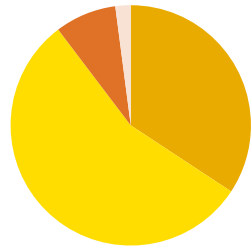
The Sun Life Prosperity Dollar Wellspring Fund aims to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities.

The Fund is suitable for investors with a **balanced risk profile** and medium to long-term investment horizon. This is for investors who want higher yields compared to traditional fixed income securities (e.g., savings accounts, time deposits, bonds) but a lower amount of risk relative to equities.

Top Offshore Mutual Fund Holdings

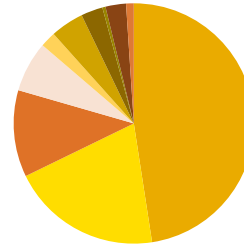
1. Morgan Stanley - Global Bond Fund, 12.35%
2. PIMCO - Global Investors Series Income Fund, 9.41%
3. BlackRock - iShares Core Global Aggregate Bond UCITS ETF, 8.96%
4. J.P. Morgan - Global Research Enhanced Index, 8.03%
5. State Street Global Advisors - SPDR MSCI ACWI ETF, 6.52%

Investment Mix



- Offshore Equity Funds, 34.26%
- Offshore Fixed Income Funds, 55.41%
- Government Bonds, 8.26%
- Time Deposits and Other Liquid Assets, 2.07%

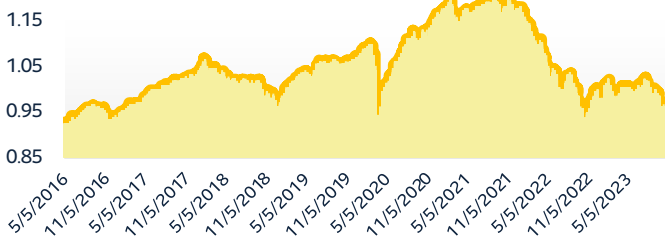
Geographical Allocation



- Global Fixed Income, 47.57%
- Global Equities, 20.23%
- U.S. Equities, 11.67%
- U.S. Fixed Income, 6.82%
- European Equities, 2.09%
- High-Yield Debt, 4.48%
- Asian Fixed Income, 2.93%
- China Equities, 0.42%
- Japan Equities, 2.76%
- Asia ex-Japan Equities, 1.04%

How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	-2.14%	-3.11%	-0.66%	-14.78%	-3.88%
Benchmark*	-1.38%	-0.08%	2.90%	-9.43%	4.32%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

Disclaimer: The underlying funds of the Sun Life Prosperity Dollar Wellspring Fund are valued using their respective NAVPS as of previous day due to the time difference between the Philippines and the domicile countries of these funds. Similarly, data for the MSCI ACWI is as of the previous day to provide investors an accurate comparison of fund performance.

***Bond Benchmark Effectivity Date:**

J.P. Morgan Global Aggregate Bond Index: May 5, 2016 to December 31, 2017
 Bloomberg Barclays Global Aggregate Total Return Index January 1, 2018 to present

Market Review and Outlook

- Global equities and fixed income declined for a third consecutive month. The former fell by -2.99% while the latter lost -1.20% in October. US equities (-2.10%) proved to be the most resilient over the month while Europe (-3.62%), Japan (-4.34%) and Asia ex-Japan (-3.87%) lagged the global index.
- US CPI came in at 3.7% year-on-year for the second consecutive month in September as the cost of shelter and gas continued to rise. However, core inflation, which excludes food and energy, continued to cool and moved lower for the sixth consecutive month.
- The US Federal Reserve (Fed) kept its policy rate unchanged for the second consecutive meeting last November 1. The Fed reiterated that it remains open to a rate hike in its December meeting though as there is still a ways to go before inflation returns to its 2% target.
- The Fund maintained a slight overweight duration and asset allocation call versus its benchmark as lower inflation coupled with resilient macro backdrop increased bets of a soft-landing. The equity sleeve has been recalibrated with a material increase in US and Japan exposure.
- On a gross-of-fees basis, the Fund lagged its benchmark year-to-date due to its exposure to China and US small cap growth funds.

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SECURITIES AND EXCHANGE COMMISSION

THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City
1209 Trunk Line No:02-5322-7696 Email Us:www.sec.gov.ph/imessagemo@sec.gov.ph



The following document has been received:

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Company Information

SEC Registration No.: CS201517778

Company Name: SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

Industry Classification: J66940

Company Type: Stock Corporation

Document Information

Document ID: OST10415202482196388

Document Type: Financial Statement

Document Code: FS

Period Covered: December 31, 2023

Submission Type: Annual

Remarks: None

Acceptance of this document is subject to review of forms and contents

Mariel Javal

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Subject: Fwd: Your BIR AFS eSubmission uploads were received

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To: PHIL-FIN.SLPWellspring <PHIL-FIN.SLPWellspring@sunlife.com>
Cc: PHIL-FIN.SLPWellspring <PHIL-FIN.SLPWellspring@sunlife.com>
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Hi SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.,

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- EAFS009123698ITRTY122023.pdf
- EAFS009123698RPTTY122023.pdf

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- <None>

Transaction Code: **AFS-0-VSWX4WN0VYRVMNVMMZY2WWY098LJHJA5**
Submission Date/Time: **Apr 13, 2024 09:11 AM**
Company TIN: **009-123-698**

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Bureau of Internal Revenue
Republic of the Philippines

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REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF FINANCE
BUREAU OF INTERNAL REVENUE

FILING REFERENCE NO.

TIN	:	[REDACTED]
Name	:	SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.
RDO	:	044
Form Type	:	1702
Reference No.	:	462400058975708
Amount Payable (Over Remittance)	:	5,981.00
Accounting Type	:	C - Calendar
For Tax Period	:	12/31/2023
Date Filed	:	04/06/2024
Tax Type	:	IT

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BIR e-Payment

Ms. SHAMIRA ANGELA P JUANO

Your corporation is **SUN LIFE GROUP OF COMPANIES.**

Your last login was on Apr 11, 2024, 06:03:22 PM

BIR e-Payment Details

Account 0000009032117290/Wellspring - BIR-PHP-SA

Payment Date 04/11/2024


 **Successful**

Transaction Status

Workflow Status

Approved

Status


 Last Updated on 04/12/2024 05:00:12

 **Workflow Progress**

Reference Number BR-04092024-200237-965970

Filing Reference Number 462400058975708

Payment Transaction Number 240696793

TIN 

Branch Number 000

RDO Code 044

Transacting Bank Code 26000

Depository Bank Code 26000

Taxpayer Name	SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
Tax Type	IT
Tax Return Period	12/31/2023
Quarter	0
Amount Due	PHP 5,981.00
Actual Amount Paid	PHP 5,981.00

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Republika ng Pilipinas
Kagawaran ng Pananalapi
Kawanihan ng Rentas Internas

eFPS Payment Details

TIN : XXXXXXXXXX
 Name : SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.
 Tax Period : 12/31/2023
 Reference Number : 462400058975708
 Tax Type : IT - Annual Income Tax Return (REGULAR)

Payment Transaction Number	: 240696793						
Date	: 04/09/2024						
Cash Amount Paid	: 5,981.00						
Bank	: 026000 - RCBC						
Origin	Bank Code	Amount	Number	Date	Status	Message	CBR BCS No.
Pending Online Confirmation	026000	5,981.00	-		Unknown	60 - Details of Payment were redirected to the corresponding Bank. Please verify with your Bank.	56527
Batch Confirmation	026000	5,981.00	04092024200237965970	04/11/2024	Authorized	0 - Successful	56527
Batch Acknowledgment	026000	5,981.00	04092024200237965970	04/11/2024	Authorized	0 - Successful	56527

Total Payments (Successful/Unsuccessful): 5,981.00
Total Payments (Successful) : 5,981.00



**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

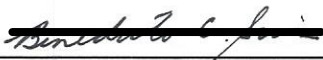
The Management of Sun Life Prosperity Dollar Wellspring Fund, Inc. (the "Company") is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, as at December 31, 2023 and 2022, and for the years ended December 31, 2023, 2022 and 2021, in accordance with the Philippine Financial Reporting Standards and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

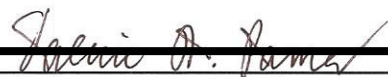
Those charged with governance are responsible for overseeing the Company's financial reporting process.

Those charged with governance review and approve the financial statements including the schedules attached therein, and submits the same to the stockholders.

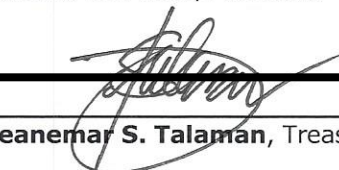
Navarro Amper & Co., the independent auditor appointed by the stockholders for the periods December 31, 2023 and 2022, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders has expressed its opinion on the fairness of presentation upon completion of such audit.



Benedicto C. Sison, Chairman of the Board



Valerie N. Pama, President



Jeanemar S. Talaman, Treasurer

Signed this 25th day of March 2024.



APR 01 2024

CITY OF MAKATI

Subscribed and sworn to me before this ___ day of _____ 2024 at _____, affiants exhibiting to me competent evidence of identity, as follows:

Name	Government Issued ID	Date/Place Issued
Benedicto C. Sison	Passpo [REDACTED]	24 Nov 2021/DFA Manila
Valerie N. Pama	Passpo [REDACTED]	8 July 2021/DFA Manila
Jeanemar S. Talaman	Driver's [REDACTED]	05 June 2033/ DLRC - Ayala

WITNESS MY HAND AND SEAL on the date and place above written:

Doc. No. 182
Page No. 18
Book No. 781
Series of 2024.

ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBP No. 05729- Lifetime Member
MCLE Compliance No. VII-0022734
valid until April 14, 2025
Appointment No. M-39 (2023-2024)
PTR No. 10073909 Jan. 2, 2024 / Makati
Makati City Roll No. 40091
101 Urban Ave. Campos Rueda Bldg.
Bray. Flo Del Pilar, Makati City

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Shareholders
SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
(An Open-end Investment Company)
Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sun Life Prosperity Dollar Wellspring Fund, Inc. (the "Company"), which comprise the statements of financial position as at December 31, 2023 and 2022, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years ended December 31, 2023, 2022 and 2021, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years ended December 31, 2023, 2022 and 2021, in accordance with Philippine Financial Reporting Standards ("PFRS").

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing ("PSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines ("Code of Ethics") together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Deloitte.

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About Deloitte Philippines

In the Philippines, services are provided by Navarro Amper & Co., a duly registered professional partnership.



Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with PFRS, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.



Report on Other Legal and Regulatory Requirements

Report on the Supplementary Information Required by the Bureau of Internal Revenue

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information in Note 22 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such supplementary information is the responsibility of Management and has been subjected to the auditing procedures applied in our audits of the basic financial statements. In our opinion, the supplementary information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Navarro Amper & Co.

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[REDACTED] valid from June 7, 2021 to September 22, 2024

By:

[REDACTED]

/ Lloyd Ryan C. Morano
Partner

[REDACTED]

issued on March 10, 2023; effective until March 9, 2026
January 18, 2024, Taguig City

Taguig City, Philippines
April 8, 2024



SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF FINANCIAL POSITION

(In US Dollars)

		December 31	
	Notes	2023	2022
ASSETS			
Current Assets			
Cash in banks	6	\$ 136,231	\$ 157,403
Financial assets at fair value through profit or loss	7	4,462,158	5,112,303
Accrued interest receivable	8	4,106	2,768
		\$4,602,495	\$5,272,474
LIABILITIES AND EQUITY			
Current Liabilities			
Accrued expenses and other payables	10	\$ 5,641	\$ 5,688
Payable to fund manager	11	6,891	7,818
Due to brokers	9	35,041	-
Income tax payable		111	36
Total Current Liabilities		47,684	13,542
Equity			
Share capital	12	142,732	142,732
Additional paid-in capital	13	6,257,459	6,299,704
Retained earnings		276,860	(49,557)
		6,677,051	6,392,879
Treasury shares	12	(2,122,240)	(1,133,947)
Total Equity		4,554,811	5,258,932
		\$4,602,495	\$5,272,474
Net Asset Value Per Share	14	\$ 1.0410	\$ 0.9716

See Notes to Financial Statements.

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF COMPREHENSIVE INCOME

(In US Dollars)

For the Years Ended December 31

	Notes	2023	2022	2021
Investment Income (Loss)				
Net realized gains (loss) on investments	7	(\$111,549)	(\$387,561)	\$807,358
Dividend income	7	10,426	11,698	14,705
Interest income	15	15,004	16,995	5,529
Others		683	120	42
		(85,436)	(358,748)	827,634
Investment Expenses				
Commission	9	858	1,197	265
Net Investment Income (Loss)		(86,294)	(359,945)	827,369
Operating Expenses				
Management and transfer fees	11	47,448	60,237	74,049
Distribution fees	11	39,540	50,173	61,706
Directors' fees	11	4,961	6,041	8,764
Custodian fees		2,435	8,639	3,296
Professional fees		3,142	2,798	3,240
Taxes and licenses		3,150	2,779	2,042
Printing and supplies		22	24	32
Miscellaneous		467	1,952	914
		101,165	132,643	154,043
Profit (Loss) Before Net Unrealized Gains (Loss) on Investments				
		(187,459)	(492,588)	673,326
Net Unrealized Gain (Loss) on Investments	7	514,399	(742,966)	(599,786)
Profit (Loss) Before Tax		326,940	(1,235,554)	73,540
Income Tax Expense	18	523	466	112
Total Comprehensive Income (Loss) for the Year		\$326,417	(\$1,236,020)	\$73,428
Basic earnings (loss) per share	16	\$ 0.068	(\$0.215)	\$ 0.012
Diluted earnings (loss) per share	16	\$ 0.068	(\$0.215)	\$ 0.012

See Notes to Financial Statements.

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF CHANGES IN EQUITY

(In US Dollars)

For the Years Ended December 31

	Notes	Share Capital	Additional Paid-in Capital	Retained Earnings	Treasury Shares	Total
Balance, January 1, 2021	12	\$ 140,801	\$6,361,847	\$1,191,485	\$ -	\$ 7,694,133
Total comprehensive income for the year		-	-	73,428	-	73,428
Transactions with owners:	12					
Issuance of shares during the year		1,931	-	-	-	1,931
Acquisition of treasury shares during the year		-	-	-	(1,237,492)	(1,237,492)
Reissuance of treasury shares during the year		-	10,783	-	621,541	632,324
Total transactions with owners	12	1,931	10,783	-	(615,951)	(603,237)
Balance, December 31, 2021	12,13	142,732	6,372,630	1,264,913	(615,951)	7,164,324
Total comprehensive income for the year		-	-	(1,236,020)	-	(1,236,020)
Transactions with owners:	12					
Acquisition of treasury shares during the year		-	-	-	(981,607)	(981,607)
Reissuance of treasury shares during the year		-	(64,143)	-	376,378	312,235
Issuance of stock dividends		-	(8,783)	(78,450)	87,233	-
Total transactions with owners	12	-	(72,926)	(78,450)	(517,996)	(669,372)
Balance, December 31, 2022	12,13	142,732	6,299,704	(49,557)	(1,133,947)	5,258,932
Total comprehensive loss for the year		-	-	326,417	-	326,417
Transactions with owners:	12					
Acquisition of treasury shares during the year		-	-	-	(1,264,191)	(1,264,191)
Reissuance of treasury shares during the year	12	-	(42,245)	-	275,898	233,653
Total transactions with owners	12	-	(42,245)	-	(988,293)	(1,030,538)
Balance, December 31, 2023	12,13	\$142,732	\$6,257,459	\$276,860	(\$2,122,240)	\$4,554,811

See Notes to Financial Statements.

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF CASH FLOWS

(In US Dollars)

For the Years Ended December 31

	Notes	2023	2022	2021
Cash Flows from Operating Activities				
Profit (Loss) before tax		\$ 326,940	(\$ 1,235,554)	\$ 73,540
Adjustments for:				
Net unrealized loss (gains) on investments	7	(514,399)	742,966	599,786
Net realized loss (gains) on investments	7	111,549	387,561	(807,358)
Interest income	15	(15,004)	(16,995)	(5,529)
Operating cash flows before working capital changes		(90,914)	(122,022)	(139,561)
Increase (Decrease) in:				
Accrued expenses and other payables		(47)	2,255	(1,252)
Payable to fund manager		(927)	(2,674)	(594)
Cash used in operations		(91,888)	(122,441)	(141,407)
Acquisition of financial assets at fair value				
through profit or loss	7,9	(6,220,786)	(7,092,626)	(5,374,321)
Proceeds from disposal of financial assets at fair value				
through profit or loss	7,9	7,308,822	7,583,464	6,081,586
Interest received		13,666	17,164	3,765
Income taxes paid		(448)	(443)	(167)
Net cash generated from operating activities		1,009,366	385,118	569,456
Cash Flows from Financing Activities				
Proceeds from issuance of share capital	12	-	-	1,931
Payments on acquisition of treasury shares	12	(1,264,191)	(981,607)	(1,237,492)
Proceeds from reissuance of treasury shares	12	233,653	312,235	632,324
Net cash used in financing activities		(1,030,538)	(669,372)	(603,237)
Net Decrease in Cash in banks		(21,172)	(284,254)	(33,781)
Cash in banks, Beginning		157,403	441,657	475,438
Cash in banks, End		\$ 136,231	\$ 157,403	\$ 441,657

See Notes to Financial Statements.

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.

(An Open-end Investment Company)

NOTES TO FINANCIAL STATEMENTS

AS AT DECEMBER 31, 2023 AND 2022 AND FOR THE YEARS ENDED DECEMBER 31, 2023, 2022 AND 2021

1. CORPORATE INFORMATION

Sun Life Prosperity Dollar Wellspring Fund, Inc. (the "Company") was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on September 4, 2015. The Company is a registered open-end investment company under the Investment Company Act (Republic Act "R.A." No. 2629) and the Securities Regulation Code (R.A. No. 8799), formerly known as the Revised Securities Act (B.P. No. 178). The Company's investment objective is to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities issued by corporations globally, or through diversified investment companies invested in such securities. As an open-end investment company, its shares are redeemable anytime based on the Net Asset Value Per Share (NAVPS) at the time of redemption.

The Company appointed Sun Life Asset Management Company, Inc. (SLAMCI), an investment management company incorporated in the Philippines and a wholly owned subsidiary of Sun Life of Canada (Philippines), Inc. (SLOCPI), as its fund manager, adviser, administrator, distributor and transfer agent and provider of management, distribution and all required operational services, as disclosed in Note 11.

As at December 31, 2023 and 2022, SLAMCI owns 18.10% and 14.64%, respectively, of the Company's share capital. The Company's registered office address and principal place of business is at the Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City.

2. FINANCIAL REPORTING FRAMEWORK AND BASIS OF PREPARATION AND PRESENTATION

Statement of Compliance

The Company's financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), which include all applicable PFRS, Philippine Accounting Standards (PAS) and interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC), Philippine Interpretations Committee (PIC) and Standing Interpretations Committee (SIC) as approved by the Financial and Sustainability Reporting Standards Council (FSRSC) and the Board of Accountancy (BOA), and adopted by the SEC.

Basis of Preparation and Presentation

The financial statements of the Company have been prepared on the historical cost basis, except for certain financial assets measured at fair value and certain financial instruments carried at amortized cost.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Functional and Presentation Currency

These financial statements are presented in United States Dollar (USD), the currency of the primary economic environment in which the Company operates. All amounts are recorded to the nearest dollar, except when otherwise indicated.

3. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

Adoption of New and Revised Accounting Standards Effective as at Reporting Period Ended December 31, 2023

The Company adopted all accounting standards and interpretations as at December 31, 2023. The new and revised accounting standards and interpretations that have been published by the International Accounting Standards Board (IASB) and approved by the FSRSC in the Philippines, were assessed to be applicable to the Company's financial statements, are as follows:

Amendments to PAS 1 Presentation of Financial Statements and PFRS Practice Statement 2 Making Materiality Judgements, Disclosure Initiative – Accounting Policies

The Company has adopted the amendments to PAS 1 for the first time in the current year. The amendments change the requirements in PAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term 'significant accounting policies' with 'material accounting policy information'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

The supporting paragraphs in PAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material.

The FSRSC has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in PFRS Practice Statement 2.

The Company has adopted the amendments by disclosing 'material accounting policy information' instead of 'significant accounting policy' , and removing the accounting policies not considered as material.

Amendments to PAS 12 Income Taxes— International Tax Reform—Pillar Two Model Rules

The Company has adopted the amendments to PAS 12 for the first time in the current year. The FSRSC amends the scope of PAS 12 to clarify that the Standard applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including tax law that implements qualified domestic minimum top-up taxes described in those rules.

The amendments introduce a temporary exception to the accounting requirements for deferred taxes in PAS 12, so that an entity would neither recognise nor disclose information about deferred tax assets and liabilities related to Pillar Two income taxes.

Following the amendments, the Company is required to disclose that it has applied the exception and to disclose separately its current tax expense (income) related to Pillar Two income taxes.

The amendments have no impact on the financial statements as Congress has not enacted a law recognizing the applicability of Pillar Two Reform in the Philippines.

New Accounting Standards Effective after the Reporting Period Ended December 31, 2023

At the date of authorization of these financial statements, the company has not applied the following PFRS pronouncements that have been issued but are not yet effective:

Effective for annual periods beginning on or after January 1, 2024

- Amendments to PAS 1 Presentation of Financial Statements—Classification of Liabilities as Current or Non-current
- Amendments to PAS 1 Presentation of Financial Statements—Non-current Liabilities with Covenants
- Amendments to PAS 7 Statement of Cash Flows and PFRS 7 Financial Instruments: Disclosures—Supplier Finance Arrangements
- Amendments to PFRS 16 Leases—Lease Liability in a Sale and Leaseback

Effective for annual periods beginning on or after January 1, 2025

- Amendments to PAS 21 The Effects of Changes in Foreign Exchange Rates—Lack of Exchangeability
- PFRS 17 Insurance Contracts (including the June 2020 and December 2021 Amendments to PFRS 17)

Effective date is deferred indefinitely

- Amendments to PFRS 10 Consolidated Financial Statements and PAS 28 Investments in Associates and Joint Ventures—Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Management anticipates that the adoption of the new or revised PFRSs in future periods will not have a material impact on the financial statements in the period of their initial adoption.

4. MATERIAL ACCOUNTING POLICY INFORMATION

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss (FVTPL), transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities carried at FVTPL are expensed in profit or loss.

Classification and Subsequent Measurement

The Company classifies its financial assets in the following measurement categories:

- FVTPL;
- Fair value through other comprehensive income (FVTOCI); and
- Amortized cost

Classification of financial assets will be driven by the entity's business model for managing the financial assets and the contractual cash flows of the financial assets.

A financial asset is to be measured at amortized cost if: a) the objective of the business model is to hold the financial asset for the collection of the contractual cash flows, and b) the contractual cash flows under the instrument represent solely payment of principal and interest (SPPI).

All other debt and equity instruments must be recognized at fair value.

All fair value movements on financial assets are taken through the statement of comprehensive income, except for equity investments that are not held for trading, which may be recorded in the statement of comprehensive income or in reserves (without subsequent recycling to profit or loss).

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Company classifies its debt instruments:

- Amortized cost. Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.
- FVTPL. Assets that do not meet the criteria for amortized cost are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of comprehensive income within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in finance income.

Amortized cost and effective interest method

The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period.

For financial instruments, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses (ECL), through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

Interest income is recognized using the effective interest method for debt instruments measured subsequently at amortized cost. For financial instruments other than POCI financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired.

Equity instruments

The Company subsequently measures all equity investments at FVTPL, except where the Company's Management has elected, at initial recognition, to irrevocably designate an equity instrument at FVTOCI. The Company's policy is to designate equity investments as FVTOCI when those investments are held for the purposes other than to generate investment returns. When the election is used, fair value gains and losses are recognized in other comprehensive income (OCI) and are not subsequently reclassified to profit or loss, including disposal. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in profit or loss as other income when the Company's right to receive payment is established.

Changes in the fair value of financial assets at FVTPL are recognized in net realized gains (losses) on investments in the statement of profit or loss as applicable. Impairment

losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value.

Impairment of financial assets

The Company recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before considering any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition

The Company derecognizes a financial asset only when the contractual rights to the asset's cash flows expire or when the financial asset and substantially all the risks and rewards of ownership of the asset are transferred to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain/loss that had been recognized in OCI and accumulated in equity is recognized in profit or loss, with the exception of equity investment designated as measured at FVTOCI, where the cumulative gain/loss previously recognized in OCI is not subsequently reclassified to profit or loss.

Financial Liabilities and Equity Instruments

Financial liabilities

All financial liabilities are measured subsequently at amortized cost using the effective interest method or at FVTPL. Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Financial liabilities measured subsequently at amortized cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held-for-trading, or (iii) designated as at FVTPL, are measured subsequently at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the

financial liability, or (where appropriate) a shorter period, to the amortized cost of a financial liability.

The Company's financial liabilities classified under this category include accrued expenses and other payables, due to brokers and payable to fund manager.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Equity instruments

Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Share capital

Share capital consisting of ordinary shares is classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax. Any excess of proceeds from issuance of shares over its par value is recognized as additional paid-in capital.

Retained earnings (deficit)

Retained earnings represent accumulated profit attributable to equity holders of the Company after deducting dividends declared. Retained earnings may also include effect of changes in accounting policy as may be required by the standard's transitional provisions.

Repurchase, disposal and reissuance of share capital (treasury shares)

When share capital recognized as equity is repurchased, the amount of the consideration paid, which includes directly attributable cost, net of any tax effects, is recognized as a reduction from equity. Repurchased shares are classified as treasury shares and are presented in the reserve for own share account. When treasury shares are sold or reissued subsequently, the amount received is recognized as increase in equity, and the resulting surplus or deficit on the transaction is presented as additional paid-in capital.

Revenue Recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control of a product or service to a customer.

Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proportion basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Dividend income

Dividend income from investments is recognized when the shareholders' rights to receive payments have been established, usually at ex-dividend rate, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Realized gains or losses

Gains or losses arising on the disposal of investments are determined as the difference between the sales proceeds and the carrying amount of the investments and is recognized in profit or loss.

Fair value gains or losses

Gains or losses arising from changes in fair values of investments are disclosed under the policy on financial assets.

Other income

Other income is income generated outside the normal course of business and is recognized when it is probable that the economic benefits will flow to the Company and it can be measured reliably.

Expense Recognition

Expenses are recognized in profit or loss when incurred.

Expenses in the statements of comprehensive income are presented using the function of expense method. Investment expenses are transaction costs incurred in the purchase and sale of investments. Operating expenses are costs attributable to the administrative and other business expenses of the Company including management fees and custodianship fees.

Fair Value

In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Levels 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

Related Party Transactions

Parties are considered related if one party has control, joint control, or significant influence over the other party in making financial and operating decisions. An entity that is a post-employment benefit plan for the employees of the Company and the key management personnel of the Company are also considered to be related parties.

Taxation

Income tax expense represents the sum of the current tax, final tax and deferred tax expense.

Current tax

The current tax expense is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statements of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's current tax expense is calculated using 25% regular corporate income tax (RCIT) rate or 1% minimum corporate income tax (MCIT), rate in July 1, 2020 to June 30, 2023 and 25% RCIT rate or 2% MCIT rate, whichever is higher, effective July 1, 2023, respectively.

Final tax

Final tax expense represents final taxes withheld on interest income from cash and cash equivalents and fixed-income securities and final taxes withheld on proceeds from sale of listed equity securities.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and these relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and deferred taxes for the year

Current and deferred taxes are recognized in profit or loss, except when they relate to items that are recognized in OCI or directly in equity, in which case, the current and deferred taxes are also recognized in OCI or directly in equity, respectively.

Foreign Currency

Transactions in currencies other than functional currency of the Company are recorded at the rates of exchange prevailing on the dates of the transactions. At the end of each reporting period, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at the end of the reporting period.

Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date the fair value was determined. Gains and losses arising on retranslation are included in profit or loss for the year, except for exchange differences arising on non-monetary assets and liabilities when the gains and losses of such non-monetary items are recognized directly in equity. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are not retranslated.

Earnings (Loss) per Share

The Company computes its basic earnings (loss) per share by dividing profit or loss for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the period.

For the purpose of calculating diluted earnings (loss) per share, profit or loss for the year attributable to ordinary equity holders of the Company and the weighted average number of shares outstanding are adjusted for the effects of DFFS which are dilutive potential ordinary shares.

Net Asset Value per Share (NAVPS)

The Company computes its NAVPS by dividing the total net asset value as at the end of the reporting period by the number of issued and outstanding shares and shares to be issued on deposits for future stock subscriptions.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, Management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on the historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical Judgments in Applying Accounting Policies

The following are the critical judgments, apart from those involving estimations, that Management has made in the process of applying the Company's accounting policies that have the most significant effect on the amounts recognized in the financial statements.

Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgment reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortized cost that are derecognized prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

The Company measures its financial assets at amortized cost if the financial asset qualifies for both SPPI and business model test. The Company's business model is to hold the asset and to collect its cash flows which are SPPI. All other financial assets that do not meet the SPPI and business model test are measured at FVTPL.

As at December 31, 2023 and 2022, the Company's financial assets measured at FVTPL amounted to \$4,462,158 and \$5,112,303, respectively, as disclosed in Note 7, and financial assets measured at amortized cost amounted to \$140,337 and \$160,171, respectively, composed of cash in banks and accrued interest receivables as disclosed in Note 6 and 8, respectively.

Models and assumptions used

The Company uses various models and assumptions in measuring the fair value of financial assets. Judgment is applied in identifying the most appropriate model for each type of asset, as well as for determining the assumptions used in these models.

The Company's model and assumptions used in measuring the fair value of financial assets and estimating ECL are disclosed in Notes 17 and 20, respectively.

Functional currency

Based on the economic substance of the underlying circumstances relevant to the Company, the functional currency of the Company has been determined to be the US dollar (USD). The USD is the currency of the primary economic environment in which the Company operates. It is the currency being used to report the Company's results of operations.

Puttable shares designated as equity instruments

The Company's share capital met the specified criteria to be presented as equity. The Company designated its redeemable share capital as equity instruments since the Company's share capital met the criteria specified in PAS 32, Financial Instruments: Presentation, to be presented as equity.

A puttable financial instrument includes a contractual obligation for the issuer to repurchase or redeem that instrument for cash or another financial asset on exercise of the put. As an exception to the definition of a financial liability, an instrument that includes such an obligation is classified as an equity instrument if it has met all the following features:

- a. it entitles the holder to a pro rata share of the entity's net assets in the event of the entity's liquidation. The entity's net assets are those assets that remain after deducting all other claims on its assets;
- b. it is in the class of instruments that is subordinate to all other classes of instruments;
- c. all financial instruments in the class of instruments that is subordinate to all other classes of instruments have identical features;
- d. apart from the contractual obligation for the issuer to repurchase or redeem the instrument for cash or another financial asset, the instrument does not include any contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the entity, and it is not a contract that will or may be settled in the entity's own equity instruments; and
- e. the total expected cash flows attributable to the instrument over the life of the instrument are based substantially on the profit or loss, the change in the recognized net assets or the change in the fair value of the recognized and unrecognized net assets of the entity over the life of the instrument (excluding any effects of the instrument).

As at December 31, 2023 and 2022, the recognized amount of share capital representing puttable shares in the statements of financial position amounted to \$142,732, as disclosed in Note 12.

Key Sources of Estimation Uncertainty

The following are the Company's key assumptions concerning the future and other key sources of estimation uncertainty at the end of each reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Deferred tax assets

The Company reviews the carrying amount at the end of each reporting period and reduces deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. However, there is no assurance that the Company will generate sufficient taxable profit that will allow all or part of its deferred tax assets to be utilized.

Based on Management's expectation of the Company's future taxable income, the Company did not recognize the deferred tax assets as at December 31, 2023 and 2022, as disclosed in Note 18.

Determining the fair value of investments in debt securities classified as financial assets at FVTPL

The Company carries its investments in traded debt securities at fair value, which requires the use of accounting estimates and judgment. Since market interest rate is a significant component of fair value measurement, fair value would differ if the Company applied a different set of reference rates in the valuation methodology. Any change in the fair value of these financial assets would affect profit or loss and equity.

As at December 31, 2023 and 2022, the carrying amounts of investments in debt securities classified as financial assets at FVTPL amounted to \$443,389 and \$374,721, respectively, as disclosed in Note 7.

6. CASH IN BANKS

This account consists of:

	2023	2022
Cash in banks	\$136,231	\$157,403

Cash in banks earned interest amounting \$31, \$26 and \$43 at average rates of 0.03%, 0.05% and 0.01% in 2023, 2022 and 2021, respectively, as disclosed in Note 15.

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

This account consists of:

	2023	2022
Global mutual funds	\$ 3,115,179	\$4,033,946
Global exchange traded funds	903,590	703,636
Investments in fixed-income securities	443,389	374,721
	\$ 4,462,158	\$5,112,303

Financial assets at FVTPL are composed of investments in global mutual funds, global exchange traded funds and fixed-income securities in the form of dollar-denominated government bonds.

Investment in global mutual funds and global exchange traded funds are investments to foreign-based securities.

Investments in fixed-income securities are composed of treasury bonds.

The Company recognized dividend income from global mutual funds amounting to \$10,426, \$11,698, and \$14,705 in 2023, 2022 and 2021, respectively.

Interest income earned on fixed-income securities amounted to \$14,973, \$16,969, and \$5,486, in 2023, 2022 and 2021, respectively, as disclosed in Note 15. Average interest rates earned on these investments are also disclosed in Note 15.

Accrued interest receivable amounted to \$4,106 and \$2,768 as at December 31, 2023 and 2022, respectively, as disclosed in Note 8.

Net gains and (losses) on investments recognized in profit or loss arising from financial assets at FVTPL are as follows:

	2023	2022	2021
Net realized gains (losses)			
on investments in:			
Equity securities	(\$56,930)	(\$294,180)	\$840,406
Fixed-income securities	(54,619)	(93,381)	(33,048)
	(111,549)	(387,561)	807,358
Net unrealized gains			
(losses) on investments in:			
Equity securities	457,345	(616,852)	(643,011)
Fixed-income securities	57,054	(126,114)	43,225
	514,399	(742,966)	(599,786)
	\$402,850	(\$1,130,527)	\$207,572

Net gains and losses on investments in equity securities are composed of global exchange traded and mutual funds while fixed-income securities pertain to dollar-denominated bonds.

The movements in the financial assets at FVTPL are summarized as follows:

	2023	2022	2021
Balance, January 1	\$ 5,112,303	\$6,713,668	\$7,283,361
Additions	6,255,827	7,092,626	5,324,321
Disposal	(7,420,371)	(7,951,025)	(5,294,228)
Unrealized gains (losses)	514,399	(742,966)	(599,786)
Balance, December 31	\$ 4,462,158	\$5,112,303	\$6,713,668

The following presents the breakdown of the maturity profile of the principal amounts of fixed-income securities:

	2023	2022
Due after five years through ten years	\$ 117,000	\$ 82,000
Due after ten years	383,000	421,000
	\$500,000	\$503,000

8. ACCRUED INTEREST RECEIVABLE

	Note	2023	2022
Fixed-income securities	7	\$4,106	\$2,768

9. DUE TO BROKERS

Due to brokers account pertains to amounts payable to brokers for the purchase of investments processed on or before the reporting period, which are settled three days after the transaction date.

Due to brokers amounted to \$35,041 and nil as at December 31, 2023 and 2022, respectively.

Commissions are paid to brokers when buying and selling shares of stock. Commission expense amounting to \$858, \$1,197, and \$265 in 2023, 2022 and 2021, respectively, are paid to brokers when buying and selling shares of stock.

10. ACCRUED EXPENSES AND OTHER PAYABLES

This account consists of:

	2023	2022
Professional fees	\$ 3,102	\$2,843
Due to investors	1,628	643
Withholding and documentary stamp taxes	770	926
Custodianship fees	141	1,276
	\$ 5,641	\$5,688

Accrued expenses and other payables are non-interest bearing and are normally settled within one year.

Due to investors account pertains to amounts payable to investors for the redemption of their investments processed on or before the reporting period, which are usually paid four days after the transaction date.

11. RELATED PARTY TRANSACTIONS

In the normal course of business, the Company transacts with companies which are considered related parties under PAS 24, *Related Party Disclosures*.

The details of transactions with related parties and the amounts paid or payable are set out below:

Nature of Transaction	Transactions During the Period			Outstanding Payable		Term	Condition	Notes
	2023	2022	2021	2023	2022			
SLAMCI-Fund Manager								
Management Distribution and Transfer fees	\$ 86,988	\$110,410	\$135,755	\$ 6,891	\$7,818	Non-interest bearing; 1.65% of average daily net assets; settled in cash on or before the 15 th day of the following month	Unsecured; Unguaranteed;	a
Key Management Personnel								
Director's Fee	\$ 4,961	\$6,041	8,764	-	-	Payable on demand; Settled in cash	Unsecured; Unguaranteed;	b
Entities Under Common Control								
Sun Life Prosperity Dollar Advantage Fund, Inc						Non-interest bearing; Settled in cash on the day of transaction	Unsecured;	c
Sale	\$171,422	-	-	-	-			

Details of the Company's related party transactions are as follows:

a. Investment Management

On September 7, 2015, the Company and SLAMCI entered into a Management and Distribution Agreement (MDA) wherein SLAMCI will act as its fund manager, adviser, administrator, distributor and transfer agent and will provide management, distribution and all required operational services. Under the MDA, SLAMCI will receive aggregate fees for these services at an annual rate of 1.50% of the net assets on each valuation day. Moreover, under the Transfer Agency Agreement, SLAMCI receives aggregate fees for these services at an annual rate of 0.15% of the net assets attributable to shareholders on each valuation day. The agreement shall take effect upon commencement of the Company's commercial operations.

On July 13, 2022, the Board of Directors of the Company and SLAMCI jointly approved to continue its MDA and Transfer Agency Agreements based on the provisions of ICA 2018 IRR (Implementing Rules and Regulations of the Investment

Company Act 2018) published by the SEC on January 11, 2018. The agreements shall remain to continue in effect from year to year as approved by the respective Board of Directors of the Company and SLAMCI.

Management, distribution and transfer fees charged by SLAMCI to the Company in 2023, 2022 and 2021 amounted to \$86,988, \$110,410 and \$135,755, respectively. Accrued management fees as at December 31, 2023 and 2022 amounted to \$6,891 and \$7,818, respectively, shown as "Payable to fund manager" in the statements of financial position.

b. Remuneration of Directors

Remuneration of Directors is presented in the statements of comprehensive income under "Directors' fees" amounting to \$4,961, \$6,041, and \$8,764 in 2023, 2022 and 2021, respectively, which are usually paid to directors based on the number of meetings held and attended. There were no accrued directors' fees as at December 31, 2023 and 2022.

Except for the Board of Directors, the Company has no management personnel and employees. Pursuant to the Company's MDA with SLAMCI, the latter provides all the staff of the Company, including executive officers and other trained personnel.

c. Purchase and Sale of Investments

These types of transactions are buy and sell of the same security between portfolios of two separate affiliated legal entities and whose assets are managed by Investments Department of SLAMCI until July 25, 2021 and Sun Life Investment Management and Trust Corporation from July 26, 2021 onwards. Portfolio Managers determine that this is appropriate and in the best interest of certain portfolios and ensure that the trade will be executed in a manner that is fair and equitable to both parties involved in the cross trade.

12. EQUITY

Movements are as follows:

	2023		2022		2021	
	Shares	Amount	Shares	Amount	Shares	Amount
Authorized: at P1.00 par value	10,000,000	P10,000,000	10,000,000	P10,000,000	10,000,000	P10,000,000
Issued and fully paid:						
At January 1	6,487,796	\$142,732	6,487,796	\$142,732	6,400,040	\$140,801
Issuance during the year	-	-	-	-	87,756	1,931
At December 31	6,487,796	\$142,732	6,487,796	\$142,732	6,487,796	\$142,732
Treasury shares:						
At January 1	1,075,349	\$1,133,947	507,417	\$ 615,951	-	\$ -
Acquisition	1,270,706	1,264,191	947,592	981,607	1,399,367	1,237,492
Reissuance	(233,723)	(275,898)	(379,660)	(463,611)	(891,950)	(621,541)
At December 31	2,112,332	\$ 2,122,240	1,075,349	\$1,133,947	507,417	\$ 615,951

Fully paid ordinary shares with a par value of P1.00 carry one vote per share and carry a right to dividends.

Incorporation

The Company was incorporated on September 4, 2015 with 6,000,000 authorized shares with a par value of 1.00. The SEC approved the registration on March 22, 2016.

Approved changes

On September 7, 2015, the shareholders approved the blanket increase of the Company's authorized share capital up to 100,000,000 shares with a par value of P1.00 per share. The increase will be implemented by the Chairman of the Board of Directors and President of SLAMCI acting jointly in tranches.

On September 21, 2017, the Chairman of the Board of Directors of the Company and the President of SLAMCI jointly authorized the increase in Authorized Share Capital by Four Million Pesos (P4,000,000) divided into Four Million (4,000,000) shares at a par value of P1 per share. This increases the authorized share capital from P6,000,000 divided into 6 million shares to P10,000,000 divided into 10 million shares.

In April 2018, requirements were already provided to SEC based on the evaluator's initial comments.

On July 25, 2018, the SEC approved the additional 4 Million shares increase in authorized share capital, from 6 Million shares to 10 Million shares at a par value of P1.00 per share.

On September 18, 2018, the SEC received the registration statement filed by the Company to register the approved 4,000,000 shares.

On October 23, 2019, SEC approved the registration statement for the 4,000,000 shares increase.

Stock dividends

On November 13, 2020, 4,196,301 shares or 70.39% of the outstanding share capital as at September 30, 2020 were present in person or by proxy and by majority of the Board of Directors present, the declaration of 1.88% stock dividends to shareholders of record as of November 26, 2020 has been approved. The payout date was on November 27, 2020.

On November 12, 2021, 4,191,633 shares or 69.24% of the outstanding share capital as at September 30, 2021 were present in person or by proxy and by majority of the Board of Directors present, the declaration of 1.58% stock dividends to shareholders of record as of November 25, 2021 has been approved. The payout date was on November 26, 2021.

On November 9, 2022, 3,716,841 shares or 66.68% of the outstanding share capital as at September 30, 2022 were present in person or by proxy and by majority of the Board of Directors present, the declaration of 1.46% stock dividends to shareholders of record as of November 24, 2022 has been approved. The payout date was on November 25, 2022.

Current state

As at December 31, 2023, the Company has 4,375,464 issued and outstanding shares out of the 10,000,000 authorized share capital with a par value of P1.00 per share.

The annual summary of the transactions affecting the Company's outstanding shares is as follows:

Year	NAVPS, end	Issuances	Redemptions	Balances
2015	\$0.9909	1,500,000	-	1,500,000
2016	\$1.0082	4,146,839	(124,808)	5,522,031
2017	\$1.1122	3,140,724	(740,711)	7,922,044
2018	\$1.0100	3,991,237	(5,962,768)	5,950,513
2019	\$1.1287	443,890	(400,791)	5,993,612
2020	\$1.2023	1,166,995	(760,567)	6,400,040
2021	\$1.1980	979,706	(1,399,367)	5,980,379
2022	\$0.9716	379,660	(947,592)	5,412,447
2023	\$1.0410	233,723	(1,270,706)	4,375,464

The total number of shareholders as at December 31, 2023, 2022 and 2021 are 740, 714, and 697, respectively.

Redeemable shares

Redeemable shares carry one vote each, and are subject to the following:

a. Distribution of dividends

Each shareholder has a right to any dividends declared by the Company's Board of Directors and approved by 2/3 of its outstanding shareholders.

b. Denial of pre-emptive rights

No shareholder shall, because of his ownership of the shares, has a pre-emptive or other right to purchase, subscribe for, or take any part of shares or of any other securities convertible into or carrying options or warrants to purchase shares of the registrant.

c. Right of redemption

The holder of any share, upon its presentation to the Company or to any of its duly authorized representatives, is entitled to receive, by way of redemption, approximately his proportionate share of the Company's current net assets or the cash equivalent thereof. Shares are redeemable at any time at their net assets value less any applicable sales charges and taxes.

13. ADDITIONAL PAID IN CAPITAL

Additional paid-in capital of \$6,257,459, \$6,299,704 and \$6,372,630 as at December 31, 2023, 2022 and 2021, respectively, pertains to excess payments over par value from investors and from reissuance of treasury shares.

14. NET ASSET VALUE PER SHARE (NAVPS)

NAVPS is computed as follows:

	Note	2023	2022
Total equity		\$4,554,811	\$5,258,932
Outstanding shares	12	4,375,464	5,412,447
NAVPS		\$1.0410	\$0.9716

NAVPS is based on issued, outstanding and fully paid shares minus treasury shares. The expected cash outflow on redemption of these equity shares is equivalent to computed NAVPS as at reporting period.

15. INTEREST INCOME

This account consists of interest income on the following:

	Notes	2023	2022	2021
Fixed-income securities	7	\$ 14,973	\$16,969	\$5,486
Cash in banks	6	31	26	43
		\$ 15,004	\$16,995	\$5,529

Interest income is recorded gross of final withholding tax which is shown as "Income tax expense" account in the statements of comprehensive income.

Average interest rates of investments and cash in banks in 2023, 2022 and 2021 are as follows:

	2023	2022	2021
Fixed-income securities	3.32%	2.23%	1.94%
Cash in banks	0.03%	0.05%	0.01%

16. EARNINGS (LOSS) PER SHARE

The calculation of the basic and diluted earnings (loss) per share is based on the following data:

	2023	2022	2021
Total comprehensive income (loss) for the year	\$326,417	(\$1,236,020)	\$73,428
Weighted average number of shares:			
Issued and outstanding	4,789,072	5,747,659	6,100,805
Basic earnings (loss) per share	\$0.068	(\$0.215)	\$0.012

As at December 31, 2023 and 2022, the Company has no potential dilutive ordinary shares.

17. FAIR VALUE OF FINANCIAL INSTRUMENTS

Assets and liabilities measured at fair value on a recurring basis

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value classified under level 1 based on the degree to which the inputs to fair value are observable.

	Note	Level 1
December 31, 2023		
Global mutual funds	7	\$ 3,115,179
Global exchange traded funds	7	903,590
Investments in fixed-income securities	7	443,389
		\$ 4,462,158
December 31, 2022		
Global mutual funds	7	\$4,033,946
Global exchange traded funds	7	703,636
Investments in fixed-income securities	7	374,721
		\$5,112,303

The fair value of fixed-income securities is based on quoted prices of either done deals or bid rates. Investments in mutual funds and global exchange traded funds are valued at their published NAVPS as at reporting date.

Financial assets and liabilities not measured at fair value

Cash in banks, accrued interest receivable, due to brokers, accrued expenses and other payables excluding withholding and documentary stamp taxes, and payable to fund manager have short-term maturities, hence, their carrying amounts are considered their fair values.

18. INCOME TAXES

Details of income tax expense are as follows:

	2023	2022	2021
MCIT	\$322	\$248	\$183
Final tax	201	218	6
Effects of change in tax rate	-	-	(77)
	\$523	\$466	\$112

The reconciliation between income tax expense and the product of accounting profit multiplied by 25% in 2023, 2022 and 2021 is as follows:

	2023	2022	2021
Accounting profit (loss) before tax	\$326,940	(\$1,235,554)	\$73,540
Tax expense (benefit) at 25%	81,735	(\$308,889)	\$18,385
Adjustment for income subject to lower tax rate	(137)	(146)	(4)
Tax effects of:			
Unrecognized Net Operating Loss Carry-Over (NOLCO)	19,316	26,621	33,518
Unrecognized MCIT	322	248	183
Changes in current tax expense due to the change in income tax rate	-	-	(77)
Net realized (gains) loss on investments	27,887	96,890	(201,840)
Net unrealized fair value (gains) loss on investments	(128,600)	185,742	149,947
	\$ 523	\$ 466	\$ 112

On March 26, 2021, the Republic Act (RA) 11534 also known as "Corporate Recovery and Tax Incentives for Enterprises Act" or "CREATE" Act was passed into law which reduced the corporate income tax rates and rationalized the current fiscal incentives by making it time-bound, targeted and performance-based.

Among others, the Act includes the following significant revisions:

1. Effective July 1, 2020, domestic corporations with total assets not exceeding P100 million and net taxable income of P5 million and below shall be subject to 20% income tax rate while the other domestic corporations and resident foreign corporations will be subject to 25% tax income tax rate;
2. Minimum corporate income tax (MCIT) rate is reduced to from 2% to 1% from July 1, 2020 to June 30, 2023;

The tax rate used in the reconciliations above is the corporate tax rate of 25% in 2023, 2022 and 2021 payable by the Company.

Details of the Company's NOLCO from previous years are as follows (in Philippine Peso) :

Year of Incurrence	Year of Expiry	Beginning Balance	Addition	Expired	2023 Balance
2022	2025	P5,943,293	P -	P -	P5,943,293
2023	2026	-	4,281,649	-	4,281,649
		P5,943,293	P4,281,649	P -	P10,224,940

Details of the Company's NOLCO covered by Revenue Regulations (RR) No. 25-2020 is as follows (in Philippine Peso):

Year of Incurrence	Year of Expiry	Beginning Balance	Addition	Expired	2023 Balance
2020	2025	P 6,177,820	P -	-	P 6,177,820
2021	2026	6,834,133	-	-	6,834,133
		P13,011,953	P -	-	P13,011,953

Pursuant to Section 4 COVID-19 Response and Recovery Interventions paragraph (bbbb) of Republic Act No. 11494 also known as "Bayanihan to Recover As One Act" and to RR No. 25-2020 of Bureau of Internal Revenue, the NOLCO incurred by the Company for taxable years 2021 and 2022 shall be carried over as a deduction from gross income for the next five consecutive taxable years immediately following the year of such loss.

Details of MCIT are as follows (in Philippine Peso):

Year Incurred	Year of Expiry	Amount	Applied Previous Year	Applied Current Year	Expired	Unapplied
2020	2023	P14,869	-	-	P14,869	P -
2021	2024	9,335	-	-	-	9,335
2022	2025	13,816	-	-	-	13,816
2023	2026	17,838	-	-	-	17,838
		P55,858	P -	P -	P 14,869	P40,989

Deferred tax on NOLCO and MCIT was not recognized since Management believes that future taxable income will not be available against which the deferred tax asset can be utilized.

The Company's interest income from cash in banks are already subjected to final tax therefore, excluded from the computation of taxable income subject to RCIT and MCIT.

Realized gains on redemption of investments in mutual funds and traded funds are exempted from tax and are therefore excluded from the computation of taxable income subject to RCIT and MCIT.

19. CONTINGENCIES

The Company has no pending legal cases as at December 31, 2023 and 2022 that may have a material effect on the Company's financial position and results of operations.

20. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks: market risk, which includes interest rate and equity price risks, credit risk and liquidity risk. The Fund Manager exerts best efforts to anticipate events that would negatively affect the value of the Company's assets and takes appropriate actions to counter these risks. However, there is no guarantee that the strategies will work as intended. The policies for managing specific risks are summarized below.

Market risk

The Company's activities expose it primarily to the financial risks of changes in interest rates and movements in NAVPS of investments in global exchange traded funds and mutual funds. The Company has insignificant exposure to foreign exchange risk since foreign currency denominated transactions are minimal. There has been no change on the manner in which the Company manages and measures these risks.

Interest rate risk

Interest rate risk refers to the possibility that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest.

The primary source of the Company's interest rate risk relates to cash in banks and fixed-income securities. The interest rates of these financial assets are disclosed in Notes 6, 7 and 15.

The risk is managed by the Fund Manager by actively monitoring the prevailing interest rate environment. The duration of the portfolio is reduced during periods of rising rates and widening credit spreads to maximize interest income potential. Conversely, the same is increased during periods of falling rates and narrowing credit spreads.

A 50 basis points increase or decrease in the interest rates had been determined for sensitivity analysis based on the exposure to interest rates for financial assets at FVTPL and loans receivables at the end of each reporting period. The same is used for reporting interest rate risk internally to key management personnel and represents Management's assessment of the reasonable effect of the maximum possible movement in interest rates.

The following table details the increase or decrease in net profit if interest rates had been 50 basis points higher or lower and all other variables are held constant for the years ended 2023, 2022 and 2021:

Change in Interest Rates	Increase (Decrease) in Net Profit (Loss)		
	2023	2022	2021
+50 basis	(\$30,672)	(\$29,008)	(\$39,168)
-50 basis	34,297	32,732	45,064

In Management's opinion, the sensitivity analysis is unrepresentative of the inherent interest rate risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Equity price risk

The Company is exposed to equity price risks arising from investments in global exchange traded funds and mutual funds.

The risk is managed by the Fund Manager by actively monitoring the movements in NAVPS of investments in global exchange traded funds and mutual funds.

Based on the exposure to equity price risks at the end of each reporting period, if NAVPS of investments in global exchange traded funds and mutual funds had been 2% higher or lower, profit or loss for the years ended December 31, 2023, 2022 and 2021 would have increased or decreased by \$78,890, \$93,001, and \$123,937, respectively.

Other than interest and equity price risks discussed above, there are no other market risks which will significantly affect the Company's performance.

In Management's opinion, the sensitivity analysis is unrepresentative of the inherent equity price risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company aims to maintain an appropriate level of liquidity which means having sufficient liquidity to be able to meet all obligations promptly under foreseeable adverse circumstances, while not having excessive liquidity.

The Company maintains at least ten percent of the fund in liquid/semi-liquid assets in the form of cash in banks, investments in mutual funds, and other collective schemes wholly invested in liquid/semi-liquid assets to assure necessary liquidity. This is also in compliance to Section 6.10 of the Implementing Rules and Regulations of the Investment Company Act series of 2018.

The Fund Manager manages liquidity risks by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities. The table had been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

	Less than One Month	One Month to One Year	Total
2023			
Accrued expenses and other payables	\$ -	\$ 4,871	\$ 4,871
Due to broker	35,041		35,041
Payable to fund manager	6,891	-	6,891
	\$41,932	\$ 4,871	\$ 46,803
2022			
Accrued expenses and other payables	\$ -	\$4,762	\$ 4,762
Payable to fund manager	7,818	-	7,818
	\$7,818	\$4,762	\$ 12,580

The difference between the carrying amount of accrued expenses and other payables disclosed in the statements of financial position and the amount disclosed in this note pertains to withholding and documentary stamp taxes that are not considered financial liabilities.

The following table details the Company's expected maturity for its financial assets. The table had been drawn up based on the contractual maturities of the financial assets including interest that will be earned on those assets, except when the Company anticipates that the cash flows will occur in a different period.

	Average Effective Interest Rate	Less than One Year	One to Five Years	Five to Ten Years	More than Ten Years	Total
2023						
Cash in banks	0.03%	\$ 136,231	\$ -	\$ -	\$ -	\$ 136,231
Financial assets at FVTPL	3.32%	16,754	67,015	198,685	605,804	888,258
Accrued interest receivable		4,106	-	-	-	4,106
		\$157,091	\$67,015	\$198,685	\$605,804	\$1,028,595
2022						
Cash in banks	0.05%	\$157,403	\$ -	\$ -	\$ -	\$157,403
Financial assets at FVTPL	2.23%	11,644	46,575	138,836	608,412	805,467
Accrued interest receivable		2,768	-	-	-	2,768
		\$171,815	\$46,575	\$138,836	\$608,412	\$965,638

The Company expects to meet its obligations from operating cash flows and proceeds from maturing financial assets and sale of financial assets at FVTPL.

21. CAPITAL RISK MANAGEMENT

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximizing returns to stakeholders through the optimization of the mix of high-quality debt and equity securities.

The Company is guided by its Investment Policies and Legal Limitations. All the proceeds from the sale of shares, including the original subscription payments at the time of incorporation constituting the paid-in capital, is held by the pertinent custodian banks.

The capital structure of the Company consists of issued capital as disclosed in Note 12.

The Company manages capital and NAVPS, as disclosed in Notes 12, 13 and 14, to ensure that the Company's net asset value remains competitive and appealing to prospective investors.

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

- a. As a **Fund-of-Funds**, the Company shall be subject to the following:
 - a. It shall invest more than fifty percent (50%) of net assets in more than one (1) collective investment scheme;

- b. The Target Fund shall not be a Feeder Fund;
- c. The Target Funds are CIS established by another fund manager/s, asset management company/ies or fund operator/s;
- d. The Target Fund shall provide ample protection to the investors of the Fund-of-Funds. If the Target Fund is a foreign fund, it shall have assessed to have broadly implemented the IOSCO Principles relevant to collective investment schemes;
- e. The Target Fund publishes Quarterly/Semi-Annual and Annual Reports;
- f. Investment limit of fifteen percent (15%) in non-collective investment scheme or entity;
- g. The investment objectives of the Target Fund is aligned with that of the Fund-of-Funds;
- h. The Fund-of-Funds is compliant with Rule 6.10 of the Implementing Rules and Regulations of the Investment Company Act;
- i. 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/authorize/approved, as the case may be in its home jurisdiction by a regulatory authority that is an ordinary or associate member of the IOSCO
- j. 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.

- b. It does not issue senior securities;
- c. 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 30% for all its borrowings;
- d. It does not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own share capital;
- e. 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;
- f. It does 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;
- g. It does not purchase or sell commodity futures contracts;
- h. It does not engage in lending operations to related parties such as the members of the Board of Directors, officers of the Company and any affiliates, or affiliated corporations of the Company;
- i. The asset mix in each type of security is determined from time to time, as warranted by economic and investment conditions;
- j. Subscribers are required to settle their subscriptions in full upon submission of their application for subscriptions;
- k. It may use various techniques to hedge investment risks; and
- l. It does not change its investment objectives without the prior approval of a majority of its shareholders and prior notice to the SEC.

The Investment Policies refer to the following:

- a. Investment Objective – to provide moderate and consistent returns through diversified investments in fixed income securities such as sovereign debt, corporate debt and other non-traditional investments and in equity or equity-linked securities

issued by corporations globally, or through diversified investment companies invested in such securities.

- b. Benchmark – 68% Bloomberg Barclays Global Aggregate Total Return Index Value Unhedged USD + 30% MSCI ACWI + 2% 30-Day US Dollar Deposit Savings Rate.
- c. Asset Allocation Range – the Company shall allocate its funds available for investments among cash and other deposit substitute, fixed-income securities and equity securities based on certain proportion as approved by Management.

Other matters covered in the investment policy include the fees due to be paid to the Fund Manager with management and distribution fees each set at an annual rate of 1.50% of the net assets on each valuation day.

In compliance with SEC Memorandum Circular No. 21, Series of 2019 signed on September 24, 2019 in relation to independent Net Asset Value (NAV) calculation, SLAMCI (Fund Manager) engaged Citibank, N.A. Philippines to service its fund accounting functions including calculation of its NAV every dealing day. In December 2020, SLAMCI implemented the outsourced fund accounting to all Sun Life Prosperity Funds.

As at December 31, 2023 and 2022, the Company is in compliance with the above requirements and minimum equity requirement of the SEC of P50,000,000.

	2023	2022
Equity	\$ 4,554,811	\$5,258,932
Total assets	4,602,495	5,272,474
Equity ratio	0.9896:1	0.9974:1

22. SUPPLEMENTARY INFORMATION REQUIRED BY THE BUREAU OF INTERNAL REVENUE (BIR) UNDER REVENUE REGULATIONS NO. 15-2010

The following information on taxes, duties and license fees paid or accrued during the 2023 taxable year is presented for purposes of filing with the BIR and is not a required part of the basic financial statements.

Documentary stamp taxes

Documentary stamp taxes incurred by the Company during 2023 amounted to P1,805 representing taxes in connection with the issuance of the Company's share certificates to its shareholders. The documentary stamp tax being paid by the Company to the BIR includes those charged against the shareholders' investment for share certificate issuances in excess of ten (10) inter-fund transfers per calendar year.

Other taxes and licenses

Details of other taxes and licenses and permit fees paid and accrued in 2023 are as follows:

Charged to Operating Expenses	
MSCI license fee	P94,266
Business tax	42,728
Registration and filing fees	33,075
Residence or community tax	1,700
	P171,769

Withholding taxes

Withholding taxes paid and accrued and/or withheld consist of:

	Paid	Accrued	Total
Expanded withholding taxes	P379,340	P38,294	P417,634

Deficiency tax assessments

The Company has no tax assessments and tax cases in 2023.

23. APPROVAL OF FINANCIAL STATEMENTS

The financial statements of the Company were reviewed and endorsed by the Audit and Compliance Committee for the approval of the Board of Directors on March 25, 2024.

The Board of Directors approved the issuance of the financial statements also on March 25, 2024.

* * *

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULE

To the Board of Directors and Shareholders
SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
(An Open-end Investment Company)
Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City

We have audited the financial statements of Sun Life Prosperity Dollar Wellspring Fund, Inc. (the "Company") as at December 31, 2023 and 2022 and for the years ended December 31, 2023, 2022 and 2021, in accordance with Philippine Standards on Auditing on which we have rendered an unqualified opinion dated April 8, 2024.

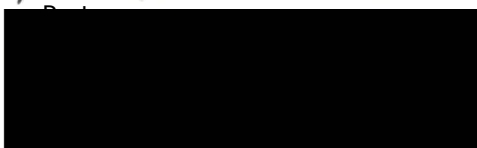
Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information on the attached schedule showing the reconciliation of the retained earnings available for dividend declaration as at December 31, 2023 and other supplementary information shown in schedules A-H, as required by the Securities and Exchange Commission under the SRC Rule 68, as Revised, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information are the responsibility of Management and have been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Navarro Amper & Co.
BOA Registration No. 0004, valid from June 7, 2021 to September 22, 2024
TIN 005299331

By:



/ Lloyd Ryan C. Moraño



dated on March 10, 2023; effective until March 9, 2026
February 18, 2024, Taguig City

Taguig City, Philippines
April 8, 2024

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SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.
RECONCILIATION OF RETAINED EARNINGS
AVAILABLE FOR DIVIDEND DECLARATION
As at December 31, 2023

		2023
Unappropriated Retained Earnings, beginning of reporting period (see Footnote 2)	-	(857,651)
Add: Category A: Items that are directly credited to Unappropriated Retained Earnings		
Reversal of Retained Earnings Appropriations	-	-
Effect of restatements or prior-period adjustments	-	-
Others (describe nature)	-	-
	-	-
Less: Category B: Items that are directly dedited to Unappropriated Retained Earnings		
Dividend declaration during the reporting period	-	-
Retained Earnings appropriated during the reporting period	-	-
Effect of restatements or prior-period adjustments	-	-
Others (describe nature)	-	-
	-	-
Unappropriated Retained Earnings, as adjusted	-	(857,651)
Add/Less: Net income (loss) for the current year		326,417
Less: Category C.1: Unrealized income recognized in the profit or loss during the reporting period (net of tax)		
• Equity in net income of associate/joint venture, net of dividends declared	-	-
• Unrealized foreign exchange gain (except those attributable to Cash and Cash Equivalents)	-	-
• Unrealized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	514,399	-
• Unrealized fair value gain of Investment Property	-	-
• Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS (describe nature)	-	-
Sub-total	-	514,399
Add: Category C.2: Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)		
• Realized foreign exchange gain (except those attributable to Cash and Cash Equivalents)	-	-
• Realized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-	-
• Realized fair value gain of Investment Property	-	-
• Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	-
Sub-total	-	-
Add: Category C.3: Unrealized income recognized in the profit or loss in prior periods but reversed in the current reporting period (net of tax)		
• Reversal of previously recorded foreign exchange gain (except those attributable to Cash and Cash Equivalents)	-	-
• Reversal of previously recorded fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-	-
• Reversal of previously recorded fair value gain of Investment Property	-	-
• Reversal of other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	-
Sub-total	-	-
Adjusted Net Income/Loss	-	(187,982)
Add: Category D: Non-actual losses recognized in profit or loss during the reporting period (net of tax)		
• Depreciation on revaluation increment (after tax)	-	-
Sub-total	-	-
Add/Less Category E: Adjustments related to relief granted by the SEC and BSP (see Footnote 3)		
• Amortization of the effect of reporting relief	-	-
• Total amount of reporting relief granted during the year	-	-
• Others (describe nature)	-	-
Sub-total	-	-
Add/Less Category F: Other items that should be excluded from the determination of the amount of available for dividends distribution		
• Net movement of treasury shares (except for reacquisition of redeemable shares)	-	(988,293)
• Net movement of deferred tax asset not considered in reconciling items under the previous categories	-	-
• Net movement in deferred tax assets and liabilities related to same transactions, e.g., set up of ROU and lease liability, set up of asset and asset retirement obligation, and set-up of service concession asset and concession payable.	-	-
• Adjustments due to deviation from PFRS/GAAP - gain (loss)	-	-
• Others (describe nature)	-	-
Sub-total	-	(988,293)
Total Retained Earnings, end of the reporting period available for dividend	-	(2,033,926)

SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.

Schedule of Financial Soundness Indicators and Financial Ratios

December 31, 2023 and December 31, 2022

	Formula	2023	2022
<i>Current/ Liquidity Ratios</i>			
a. Current ratio	Current Assets/Current Liabilities	96.52:1	389.34:1
b. Quick ratio	Quick Assets/Current Liabilities	96.52:1	389.34:1
c. Cash ratio	Cash/Current Liabilities	2.86:1	11.62:1
d. Days in receivable	Receivable/Revenue * No. of days	N/A	N/A
e. Working capital ratio	(Current Assets-Current Liabilities)/Current Liabilities	95.52:1	388.34:1
f. Net working capital to sales ratio	Working Capital / Total Revenue	-53.31:1	-14.66:1
g. Defensive Interval Ratio	360* (Quick Assets / Proj. Daily Operating Expense)	16378.18:1	14309.77:1
<i>Solvency Ratios</i>			
a. Long-term debt to equity ratio	Noncurrent Liabilities/Total Equity	N/A	N/A
b. Debt to equity ratio	Total Liabilities/Total Equity	0.01:1	0.003:1
c. Long term debt to total asset ratio	Noncurrent Liabilities/Total Assets	N/A	N/A
d. Total debt to asset ratio	Total Liabilities/Total Assets	0.01:1	0.003:1
Asset to equity ratio	Total Assets/Total Equity	1.01:1	1:1
Interest rate coverage ratio	Earning Before Income Tax/Interest Expense	N/A	N/A
<i>Profitability Ratio</i>			
a. Earnings before interest and taxes (EBIT) margin	EBIT/Revenue	-382.67%	344.41%
b. Earnings before interest, taxes and depreciation and amortization (EBITDA) margin	EBITDA/Revenue	-382.67%	344.41%
c. Pre-tax margin	EBT/Revenue	-382.67%	344.41%
d. Effective tax rate	Income Tax/EBIT	0.16%	-0.04%
e. Post-tax margin	Net Income After Tax/Revenue	-382.06%	344.54%
f. Return on equity	Net Income After Tax/Average Common Equity	6.65%	-19.90%
g. Return on asset	NIAT/Average Total Assets	6.61%	-19.85%
Capital intensity ratio	Total Assets/Revenue	-53.87:1	-14.7:1
Fixed assets to total assets	Fixed assets/Total assets	N/A	N/A
Dividend payout ratio	Dividends paid/Net Income	N/A	-0.06:1

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
Schedule Required under SRC Rule 68

i. Percentage of Investment in a Single Enterprise to Net Asset Value

As of December 31, 2023 and December 31, 2022

	2023			2022		
	Investment (Market Value)	Net Asset Value	% over NAV	Investment (Market Value)	Net Asset Value	% over NAV
Treasury Notes (ISIN)						
US912810SZ21	32,961	4,554,811	0.72%	33,172	5,258,932	0.63%
US912810SU34	13,450	4,554,811	0.30%	13,519	5,258,932	0.26%
US912810TB44	19,148	4,554,811	0.42%	57,769	5,258,932	1.10%
US91282CDY49	**	4,554,811	0.00%	44,273	5,258,932	0.84%
US912810TD00	37,092	4,554,811	0.81%	84,563	5,258,932	1.61%
US912810TG31	40,967	4,554,811	0.90%	113,663	5,258,932	2.16%
US91282CEP23	**	4,554,811	0.00%	27,764	5,258,932	0.53%
US91282CFV81	27,540	4,554,811	0.60%	**	**	-
US912810TL26	58,751	4,554,811	1.29%	**	**	-
US912810TN81	37,281	4,554,811	0.82%	**	**	-
US91282CJJ18	52,703	4,554,811	1.16%	**	**	-
US912810TT51	55,088	4,554,811	1.21%	**	**	-
US912810TV08	28,301	4,554,811	0.62%	**	**	-
US91282CHT18	40,106	4,554,811	0.88%	**	**	-
Mutual Funds						
BLACK ROCK GLOBAL FUNDS-ASIAN TIGER BOND FUND	70,646	4,734,963	1.49%	155,265	5,258,932	2.95%
MFS MERIDIAN FUNDS-EUROPEAN RESEARCH FUND	30,822	4,734,963	0.65%	76,178	5,258,932	1.45%
WELLINGTON GLOBAL QUALITY GROWTH FUND	**	4,734,963	0.00%	115,275	5,258,932	2.19%
MORGAN STANLEY US ADVANTAGE FUND	31	4,734,963	0.00%	21	5,258,932	0.00%
MORGAN STANLEY INVESTMENT FUNDS - GLOBAL BOND FUND	566,114	4,734,963	11.96%	414,673	5,258,932	7.89%
SPDR MSCI ACWI UCITS ETF	205,980	4,734,963	4.35%	164	5,258,932	0.00%
JPMORGAN FUNDS-INCOME FUND	90,566	4,734,963	1.91%	352,915	5,258,932	6.71%
MFS MERIDIAN FUNDS - GLOBAL HIGH YIELD FUND	2,514	4,734,963	0.05%	2,223	5,258,932	0.04%
JPMORGAN INVESTMENT FUNDS - US SELECT EQUITY FUND	238,456	4,734,963	5.04%	183,098	5,258,932	3.48%
MFS MERIDIAN FUNDS - CONTINENTAL EUROPEAN EQUITY FUND	24,717	4,734,963	0.52%	11,657	5,258,932	0.22%
NEW CAPITAL WEALTHY NATIONS BOND FUND	50,513	4,734,963	1.07%	-	5,258,932	3.26%
ISHARES CORE GLOBAL AGGREGATE BOND UCITS ETF	480,991	4,734,963	10.16%	648,479	5,258,932	12.33%
JPMORGAN FUNDS - GLOBAL RESEARCH ENHANCED INDEX EQUITY	403,153	4,734,963	8.51%	227,368	5,258,932	4.32%
NOMURA FUNDS IRELAND - ASIA EX JAPAN HIGH CONVICTION FUND	**	4,734,963	0.00%	41,845	5,258,932	0.80%
JPM FUNDS - CHINA FUND	7	4,734,963	0.00%	12,154	5,258,932	0.23%
JPMORGAN FUNDS - JPM US AGGREGATE BOND FUND	285,752	4,734,963	6.03%	504,800	5,258,932	9.60%
INVESCO JAPANESE EQUITY VALUE DISCOVERY FUND	68,496	4,734,963	1.45%	86,497	5,258,932	1.64%
WELLINGTON GLOBAL BOND FUND	3	4,734,963	0.00%	322,270	5,258,932	6.13%
ISHARES CORE MSCI WORLD UCITS ETF	**	4,734,963	0.00%	73	5,258,932	0.00%
NEW CAPITAL UCITS FUND PLC - NEW CAPITAL GLOBAL EQUITY CONVICTION FUND	119,910	4,734,963	2.53%	25,245	5,258,932	0.48%
NEW CAPITAL US SMALL CAP GROWTH FUND	119	4,734,963	0.00%	10,197	5,258,932	0.19%
PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC -INCOME FUND	376,110	4,734,963	7.94%	551,002	5,258,932	10.48%
THREADNEEDLE LUX - GLOBAL FOCUS	41	4,734,963	0.00%	131,662	5,258,932	2.50%
BLACKROCK GLOBAL FUNDS - INDIA FUND	27,559	4,734,963	0.58%	16,591	5,258,932	0.32%
BLACKROCK GLOBAL FUNDS - UNITED KINGDOM FUND	208	4,734,963	0.00%	168	5,258,932	0.00%
FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN MUTUAL GLOBAL DISCOVERY FUND	30	4,734,963	0.00%	207,839	5,258,932	3.95%
FTIF - FRANKLIN U.S. OPPORTUNITIES FUND	198,727	4,734,963	4.20%	51,071	5,258,932	0.97%
HSBC GLOBAL INVESTMENT FUNDS - ASIA HIGH YIELD BOND	**	4,734,963	0.00%	4	5,258,932	0.00%
HSBC JAPAN SUSTAINABLE EQUITY UCITS ETF	16	4,734,963	0.00%	13	5,258,932	0.00%
ISHARES USD ULTRASHORT BOND UCITS ETF	100	4,734,963	0.00%	54,907	5,258,932	1.04%
NIKKO AM GLOBAL UMBRELLA FUND - NIKKO AM GLOBAL EQUITY FUND	**	4,734,963	0.00%	131,165	5,258,932	2.49%
NOMURA FUNDS IRELAND - NOMURA US HIGH YIELD BOND FUND	181,881	4,734,963	3.84%	195	5,258,932	0.00%
ISHARES CORE MSCI EM IMI UCITS ETF	32	4,734,963	0.00%	**	**	**
ISHARES USD TREASURY BOND 1-3YR UCITS ETF	5	4,734,963	0.00%	**	**	**
ISHARES USD TREASURY BOND 20+YR UCITS ETF FUND	5	4,734,963	0.00%	**	**	**
INVESCO GLOBAL INVESTMENT GRADE CORPORATE BOND FUND	107	4,734,963	0.00%	**	**	**
INVESCO GLOBAL INVESTMENT GRADE CORPORATE BOND FUND	256,959	4,734,963	5.43%	**	**	**
SCHRODER ISF CHINA OPPORTUNITIES	4,219	4,734,963	0.09%	15,389	5,258,932	0.29%
SCHRODER ISF US LARGE CAP	117,133	4,734,963	2.47%	174,570	5,258,932	3.32%
SCHRODER ISF ASIAN EQUITY YIELD	**	4,734,963	0.00%	41,095	5,258,932	0.78%
SCHRODER ISF GLOBAL SUSTAINABLE GROWTH TOTAL SCHRODER	387	4,734,963	0.01%	**	**	**
TOTAL SCHRODER	121,739	4,734,963	2.57%	231,053	5,258,932	4.39%
ISHARES CORE MSCI WORLD IRRRF	216,461	4,734,963	4.57%	**	**	**

ii. Total Investment of the Fund to the Outstanding Securities of an Investee Company
As of December 31, 2023 and December 31, 2022

	2023			2022		
	Total Investment	Outstanding Securities of an Investee Company	% over Investee	Total Investment	Outstanding Securities of an Investee Company	% over Investee
Treasury Notes (ISIN)						
US912810SZ21	50,000	**	**	50,000	**	-
US912810SU34	21,000	**	**	21,000	**	-
US912810TB44	30,000	**	**	90,000	**	-
US91282CDY49	**	**	**	52,000	**	-
US912810TD00	53,000	**	**	120,000	**	-
US912810TG31	51,000	**	**	140,000	**	-
US91282CEP23	**	**	**	30,000	**	-
US91282CFV81	27,000	**	**	-	**	-
US912810TL26	59,000	**	**	-	**	-
US912810TN81	40,000	**	**	-	**	-
US91282CJJ18	50,000	**	**	-	**	-
US912810TT51	54,000	**	**	-	**	-
US912810TV08	25,000	**	**	-	**	-
US91282CHT18	40,000	**	**	-	**	-
Mutual Funds						
BLACK ROCK GLOBAL FUNDS-ASIAN TIGER BOND FUND	1,841	58,492,444	0.00%	4,280	88,455,072	0.00%
MFS MERIDIAN FUNDS-EUROPEAN RESEARCH FUND	116	3,761,336	0.00%	327	9,508,485	0.00%
WELLINGTON GLOBAL QUALITY GROWTH FUND	**	**	0.00%	3,350	180,281,690	0.00%
MORGAN STANLEY US ADVANTAGE FUND	0.26	34,883,664	0.00%	0.26	50,510,478	0.00%
MORGAN STANLEY INVESTMENT FUNDS - GLOBAL BOND FUND	12,461	21,025,023	0.06%	9,666	20,970,065	0.05%
SPDR MSCI ACWI UCITS ETF	1,026	12,651,405	0.01%	1	12,493,129	0.00%
JPMORGAN FUNDS-INCOME FUND	673	73,960,631	0.00%	2,766	77,231,228	0.00%
MFS MERIDIAN FUNDS - GLOBAL HIGH YIELD FUND	10	929,665	0.00%	10	1,059,107	0.00%
JPMORGAN INVESTMENT FUNDS - US SELECT EQUITY FUND	347	10,528,207	0.00%	341	8,468,086	0.00%
MFS MERIDIAN FUNDS - CONTINENTAL EUROPEAN EQUITY FUND	1,195	4,113,256	0.03%	664	1,066,982	0.06%
NEW CAPITAL WEALTHY NATIONS BOND FUND	387	6,656,993	0.01%	1,389	11,649,363	0.01%
ISHARES CORE GLOBAL AGGREGATE BOND UCITS ETF	107,894	290,754,973	0.04%	150,024	168,377,754	0.09%
JPMORGAN FUNDS - GLOBAL RESEARCH ENHANCED INDEX EQUITY	1,116	3,008,297	0.04%	790	2,688,209	0.03%
NOMURA FUNDS IRELAND - ASIA EX JAPAN HIGH CONVICTION FUND	**	**	0.00%	224	1,208,121	0.02%
JPM FUNDS - CHINA FUND	0.17	88,198,259	0.00%	227	110,056,142	0.00%
JPMORGAN FUNDS - JPM US AGGREGATE BOND FUND	15,555	253,006,067	0.01%	28,928	225,117,057	0.01%
INVESCO JAPANESE EQUITY VALUE DISCOVERY FUND	3,276	5,066,385	0.06%	5,287	6,173,732	0.09%
WELLINGTON GLOBAL BOND FUND	0.34	91,758,264	0.00%	33,930	200,421,941	0.02%
ISHARES CORE MSCI WORLD UCITS ETF	**	**	0.00%	1	595,695,329	0.00%
NEW CAPITAL UCITS FUND PLC - NEW CAPITAL GLOBAL EQUITY CONVICTION FUND	552	2,075,704	0.03%	143	2,346,721	0.01%
NEW CAPITAL US SMALL CAP GROWTH FUND	1	563,354	0.00%	57	640,396	0.01%
PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC -INCOME FUND	21,918	4,295,513	0.51%	34,807	3,799,019,608	0.00%
THREADNEEDLE LUX - GLOBAL FOCUS	2	114,414,115	0.00%	6,099	81,121,130	0.01%
BLACKROCK GLOBAL FUNDS - INDIA FUND	466	**	0.00%	331	8,280,515	0.00%
BLACKROCK GLOBAL FUNDS - UNITED KINGDOM FUND	1	**	0.00%	1	1,562,952	0.00%
FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN MUTUAL GLOBAL DISCOVERY FUND	1	**	0.00%	8,257	19,371,176	0.04%
FTIF - FRANKLIN U.S. OPPORTUNITIES FUND	2,599	**	0.00%	932	95,739,263	0.00%
HSBC GLOBAL INVESTMENT FUNDS - ASIA HIGH YIELD BOND	**	**	0.00%	0.47	229,165,888	0.00%
HSBC JAPAN SUSTAINABLE EQUITY UCITS ETF	1	**	0.00%	1	11,583,139	0.00%
ISHARES USD ULTRASHORT BOND UCITS ETF	1	**	0.00%	550	3,065,635	0.02%
NIKKO AM GLOBAL UMBRELLA FUND - NIKKO AM GLOBAL EQUITY FUND	**	**	0.00%	6,175	24,379,657	0.03%
NOMURA FUNDS IRELAND - NOMURA US HIGH YIELD BOND FUND	486	7,976,582	0.01%	1	10,264,154	0.00%
ISHARES CORE MSCI EM IMI UCITS ETF	1	**	0.00%	**	**	-
ISHARES USD TREASURY BOND 1-3YR UCITS ETF	1	**	0.00%	**	**	-
ISHARES USD TREASURY BOND 20+YR UCITS ETF FUND	1	**	0.00%			
INVESCO GLOBAL INVESTMENT GRADE CORPORATE BOND FUND	20,761	91,020,276	0.02%			
SCHRODER ISF CHINA OPPORTUNITIES	12	2,867,794	0.00%	36	3,810,908	0.00%
SCHRODER ISF US LARGE CAP	351	9,797,712	0.00%	647	8,803,273	0.01%
SCHRODER ISF ASIAN EQUITY YIELD	**	**	0.00%	1,143	29,023,754	0.00%
SCHRODER ISF GLOBAL SUSTAINABLE GROWTH	1	15,746,610	0.00%	-	**	-
TOTAL SCHRODER	364	**	-	1,827	**	-
ISHARES CORE MSCI WORLD IRRRF	2,380	**	-	**	-	-

iii Total Investment in Liquid or Semi-Liquid Assets to Total Assets
As of December 31, 2023 and December 31, 2022

	2023	2022
Total Liquid and Semi-Liquid Assets	4,602,495	5,272,474
TOTAL ASSETS	4,602,495	5,272,474
Total Investment in Liquid or Semi-Liquid Assets to Total Assets	100.00%	100.00%

iv. Total Operating Expenses to Total Net Worth
As of December 31, 2023 and December 31, 2022

	2023	2022
Total Operating Expenses	101,165	132,643
Average Daily Net Worth	4,705,926	6,000,856
Total Operating Expenses to Average Daily Net Worth	2.15%	2.21%

v. Total Assets to Total Borrowings
As of December 31, 2023 and December 31, 2022

	2023	2022
Total Assets	4,602,495	5,272,474
Total Borrowings	47,684	13,542
Total Assets to Total Borrowings	9652.07%	38934.23%

** Figures not available

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

**Additional Requirements for Issuers of Securities to the Public
Required by the Securities and Exchange Commission
As at December 31, 2023**

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E. Long-Term Debt	<u>N.A.</u>
F. Indebtedness to Related Parties	<u>3</u>
G. Guarantees of Securities of Other Issuers	<u>N.A.</u>
H. Capital Stock	<u>4</u>

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

SCHEDULE A - FINANCIAL ASSETS
As at December 31, 2023

Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount shown in the Balance Sheet	Income Received and Accrued
Treasury Bonds and Notes Issued by the Nat'l. Government	500,000.00	\$ 443,389	\$ 13,653
Mutual Funds:			
BLACK ROCK GLOBAL FUNDS-ASIAN TIGER BOND FUND	1,841	70,646	
MFS MERIDIAN FUNDS-EUROPEAN RESEARCH FUND	116	30,822	
MORGAN STANLEY US ADVANTAGE FUND FUND	0.26 12,461	31 566,114	
SPDR MSCI ACWI UCITS ETF	1,026	205,980	
JPMORGAN FUNDS-INCOME FUND	673	90,566	
MFS MERIDIAN FUNDS - GLOBAL HIGH YIELD FUND	10	2,514	
JPMORGAN INVESTMENT FUNDS - US SELECT EQUITY FUND FUND	347 1,195	238,456 24,717	
NEW CAPITAL WEALTHY NATIONS BOND FUND	387	50,513	
ISHARES CORE GLOBAL AGGREGATE BOND UCITS ETF	107,894	480,991	
JPMORGAN FUNDS - GLOBAL RESEARCH ENHANCED INDEX EQUITY	1,116	403,153	
JPM FUNDS - CHINA FUND	0	7	
JPMORGAN FUNDS - JPM US AGGREGATE BOND FUND	15,555	285,752	
INVESCO JAPANESE EQUITY VALUE DISCOVERY FUND	3,276	68,496	
WELLINGTON GLOBAL BOND FUND	0	3	
NEW CAPITAL UCITS FUND PLC - NEW CAPITAL GLOBAL EQUITY CONVICTION FUND	552	119,910	
NEW CAPITAL US SMALL CAP GROWTH FUND FUND	1 21,918	119 376,110	
THREADNEEDLE LUX - GLOBAL FOCUS	2	41	
BLACKROCK GLOBAL FUNDS - INDIA FUND	466	27,559	
BLACKROCK GLOBAL FUNDS - UNITED KINGDOM FUND	1	208	
MUTUAL GLOBAL DISCOVERY FUND	1	30	
FTIF - FRANKLIN U.S. OPPORTUNITIES FUND	2,599	198,727	
HSBC GLOBAL INVESTMENT FUNDS - ASIA HIGH YIELD BOND -	-	-	
HSBC JAPAN SUSTAINABLE EQUITY UCITS ETF	1	16	
ISHARES USD ULTRASHORT BOND UCITS ETF FUND	1 486	100 181,881	
ISHARES CORE MSCI EM IMI UCITS ETF	1	32	
ISHARES USD TREASURY BOND 1-3YR UCITS ETF	1	5	
ISHARES USD TREASURY BOND 20+YR UCITS ETF	1	5	
CURRENCY FUND FUND	1 20,761	107 256,959	
SCHRODER ISF CHINA OPPORTUNITIES	12	4,219	
SCHRODER ISF US LARGE CAP	351	117,133	
SCHRODER ISF GLOBAL SUSTAINABLE GROWTH	1	387	
ISHARES CORE MSCI WORLD IRRRF	2,380	216,461	
	195,433	4,018,769	10,426
	695,433	\$ 4,462,158	\$ 24,079

SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.
Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

SCHEDULE F - INDEBTEDNESS TO RELATED PARTIES
As at December 31, 2023

Name of Related Party	Relationship	Balance at beginning of period	Balance at end of period
Sun Life Asset Management Company, Inc.	Fund Manager	\$7,818	\$6,891
TOTAL		\$7,818	\$6,891

SUN LIFE PROSPERITY DOLLAR WELLSRING FUND, INC.
Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City



SCHEDULE H - CAPITAL STOCK
As at December 31, 2023

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding	Number of Shares reserved for options, warrants, conversion and other rights	Number of Shares Held By		
				Related Parties	Directors, Officers and Employees	Others
Share Capital						
Ordinary Shares	10,000,000	6,487,796	-	792,170	5	5,695,621
Treasury Shares	-	(2,112,332)	-	-	-	(2,112,332)
TOTAL	10,000,000	4,375,464	-	792,170	5	3,583,289

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 sunlife_sec_communications
To: ICTD Submission <ictdsubmission@sec.gov.ph>
Cc: PHIL-CorpSecTeam; Anna Katrina C Kabigting-Ibero; Paolo P Macapagal
Fri 3/10/2023 6:17 PM

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-  Sun Life Prosperity Dollar We... 490 KB

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Gentlemen:

We respectfully submit the attached Current Report (SEC Form 17-C) of **Sun Life Prosperity Dollar Wellspring Fund, Inc.** We likewise submit our Online Certification, pursuant to SEC Notice dated 12 May 2021 with the subject "Revised Guidelines on the Submission of Documents, Issuance of Payment Assessment Form, Other Requests and Compliance."

Please let me know if you have questions or concerns.

Thank you and best regards,

Atty. Anna Katrina C. Kabigting-Ibero | Counsel | Legal Department | [Sun Life Financial](#)
632.555.8888 loc. 5699 | AnnaKatrina.Kabigting-Ibero@sunlife.com
6F Sun Life Centre Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634

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SEC Identification Number

S U N L I F E P R O S P E R I T Y D O L L A R

W E L L S P R I N G F U N D , I N C .

(Company's Full Name)

S U N L I F E C E N T R E 5 T H A V E .

C O R . R I Z A L D R I V E , B O N I F A C I O

G L O B A L C I T Y , T A G U I G C I T Y

(Business Address: No. Street City/Town/Province)

Anna Katrina Kabigting-Ibero

(Contact Person)

8555-8888 loc. 5699

(Company Telephone Number)

SEC 17 - C

1 2

Month

(Fiscal Year)

3 1

Day

(Form Type)

4th Wed. of June

Month

Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. 10 March 2023

Date of Report (Date of earliest event reported)

2. SEC Identification Number CS201517778

3. BIR Tax Identification No. [REDACTED]

4. Sun Life Prosperity Dollar Wellspring Fund, Inc.

Exact name of issuer as specified in its charter

5. Metro Manila, Philippines

Province, country or other jurisdiction of incorporation

6. (SEC Use Only)

Industry Classification Code:

7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634

Address of principal office

Postal Code

8. (632) 8555-8888

Issuer's telephone number, including area code

9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 10 March 2023)
<u>Common (Unclassified)</u>	<u>4,853,954</u>

10. Indicate the item numbers reported herein: Item 9 (b).

During the regular meeting of the Board of Directors of the Issuer held on 08 March 2023 at 11:30 a.m. at the Board Room, 6th Floor Sun Life Centre, 5th Avenue cor. Rizal Drive, Bonifacio Global City, Taguig City, where a quorum was present and acting throughout, the following matters were unanimously approved:

Item 9 (b) - Other Events.

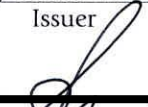
- 2022 Audited Financial Statements, as endorsed by its Audit and Compliance Committee
- Related Party Transactions Operation Guideline, as revised, and as endorsed by its Audit and Compliance Committee
- Holding of the Annual Stockholders' Meeting on 11 July 2023 via Zoom Video Communications ("Zoom")
- Closing of the Issuer's Stock & Transfer Book on 30 April 2023 for the purpose of determining the stockholders entitled to notice of, to attend and vote at the Annual Stockholders' Meeting
- Manual on Corporate Governance, as revised, and as endorsed by its Corporate Governance Committee
- Amendments to the: (1) Fund Management Agreement and (2) Marketing and Distribution Agreement between Sun Life Asset Management Company, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dollar Wellspring Fund, Inc.

Issuer



Anna Katrina C. Kabigting-Ibero, Corporate Secretary

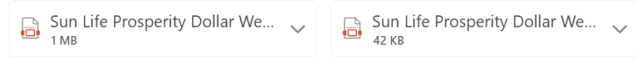
Signature and Title

Date: 10 March 2023

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Gentlemen:

We respectfully submit the attached Current Report (SEC Form 17-C) of **Sun Life Prosperity Dollar Wellspring Fund, Inc.** We likewise submit our Online Certification pursuant to SEC Notice dated 12 May 2021 with the subject "Revised Guidelines on the Submission of Documents, Issuance of Payment Assessment Form, Other Requests and Compliance."

Please let me know if you have questions or concerns.

Thank you and best regards,

Atty. Anna Katrina C. Kabigting-Ibero | Counsel | Legal Department | Sun Life Financial 632.555.8888 loc. 5699 | AnnaKatrina.Kabigting-Ibero@sunlife.com 6F Sun Life Centre Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634

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S U N L I F E P R O S P E R I T Y D O L L A R

W E L L S P R I N G F U N D , I N C .

(Company's Full Name)

S U N L I F E C E N T R E 5TH A V E .

C O R . R I Z A L D R I V E , B O N I F A C I O

G L O B A L C I T Y , T A G U I G C I T Y

(Business Address: No. Street City/Town/Province)

Anna Katrina Kabigting-Ibero
(Contact Person)

8555-8888 loc. 5699
(Company Telephone Number)

SEC 17 - C

1 2 **3 1**
Month Day
(Fiscal Year)

(Form Type)

4th Wed. of June
Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic **Foreign**

To be accomplished by SEC Personnel concerned

File Number

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Document ID

_____ Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. 11 April 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201517778
3. BIR Tax Identification No. [REDACTED]
4. Sun Life Prosperity Dollar Wellspring Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation
6. [REDACTED] (SEC Use Only)
Industry Classification Code:
7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 March 2023)
<u>Common (Unclassified)</u>	<u>4,849,890</u>

10. Indicate the item numbers reported herein: **Item 4 (b) (i). Resignation, Removal or Election of Registrant's Directors or Officers.**

Effective 10 April 2023, Atty. Ma. Jemilyn S. Camania, has resigned from the Corporation and the following were unanimously appointed as interim officers, as follows:

- a. As Interim Compliance Officer: Atty. Maria Pia A. Urgello
- b. As Interim Money Laundering Reporting Officer: Atty. Maria Pia A. Urgello, and in her absence, Marie Desiree L. De Leon
- c. As Interim Data Protection Officer: Atty. Maria Pia A. Urgello

Please refer to Annex "A" for summary of their professional and business experience.

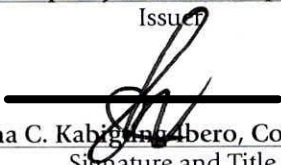
SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dollar Wellspring Fund, Inc.

Issuer

Date: 11 April 2023


Anna Katrina C. Kabigaitan Abero, Corporate Secretary
Signature and Title

MARIA PIA A. URGELLO

Interim Compliance Officer; Interim Money Laundering Reporting Officer;

Interim Data Protection Officer

(11 April 2023 to present)

Atty. Maria Pia A. Urgello, 49 years old, is the Interim Compliance Officer of Sun Life of Canada (Philippines), Inc.; Sun Life Grepa Financial, Inc. Sun Life Financial Plans, Inc.; Sun Life Financial-Philippines Foundation, Inc.; Grepalife Asset Management Corporation; the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation; Sun Life Asset Management Company, Inc.; and the eighteen (18) 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., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Peso Voyager Feeder Fund, Inc., and Sun Life Prosperity World Income Fund, Inc.) (collectively, "Sun Life Philippines").

Atty. Urgello has served as the Deputy Business Unit Compliance Officer of Sun Life Philippines for the last 5 years (16 April 2018 to present).

Prior to joining Sun Life, Atty. Urgello is backed by 20 years of practice and specialization in the field of acquisitions; banking and finance; project finance; capital markets and securitization; corporate and regulatory compliance; contracts, corporate and commercial law, data privacy, labor and human resources; and partnership law. She came most recently from KPMG R.G Manabat & Co. as Director, Internal Legal Counsel and Data Protection Officer (DPO) (2011 to 2018). Prior to this, she held a senior counsel role at Tantoco Villanueva de Guzman & Llamas law firm (2006 to 2011).

Atty. Urgello obtained her Bachelor of Science Management, Major in Legal Management, and Juris Doctor degrees from the Ateneo de Manila University in 1994 and 1998, respectively. She was admitted to the Philippine Bar in 1999.

MARIE DESIREE L. DE DE LEON
Alternate Interim Money Laundering Reporting Officer
(11 April 2023 to present)

Marie Desiree L. De Leon, 48 years old, is currently the Anti-Money Laundering Head of Sun Life Philippines. She earned a Bachelor of Science Degree in Business Management in 1995 from St. Paul College University Manila. She joined Sun Life in May 1995 under the Operations team handling investigation of market conduct cases for over fifteen (15) years. She focused handling AML role in 2015 and started to build a team. With over eight (8) years of experience in handling and implementing Anti-Money Laundering (AML) requirements as set out in the AML regulations, she was assigned as the Alternate Money Laundering Reporting Officer for Sun Life of Canada (Philippines), Inc.; Sun Life Grepa Financial, Inc.; Sun Life Financial Plans, Inc.; Sun Life Financial-Philippines Foundation, Inc.; Grepalife Asset Management Corporation; the three (3) Grepalife Mutual Funds; Sun Life Asset Management Company, Inc.; and the eighteen (18) Sun Life Prosperity Funds.



At the moment, her team is composed of four (4) Specialists handling investigation of suspicious transaction cases and AML alerts generated from the AML system, assisting the first line business units (BUs) in implementing AML controls and processes, providing guidance to first line BUs (e.g., acceptability of identification documents, AML requirements for different types of applicants, handling of high risk clients, application of client due diligence), filing of covered and suspicious transactions, conducting training to function-specific staff and performing annual risk assessment.

Ms. De Leon is also involved in Sun Life's projects and initiatives, particularly, if the projects cover clients' onboarding process, new payment channels/facilities and disbursement process.

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To: ICTD Submission <ictdsubmission@sec.gov.ph> ☺️ ↩️ ↩️ ➡️ 📧 🗑️ ⋮
Cc: PHIL-CorpSecTeam; Anna Katrina C Kabigting-Ibero; Paolo P Macapagal Fri 7/14/2023 6:49 PM

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Gentlemen:

We respectfully submit the attached [Current Report \(SEC Form 17-C\)](#) of **Sun Life Prosperity Dollar Wellspring Fund, Inc.** We likewise submit our [Online Certification](#), pursuant to SEC Notice dated 12 May 2021 with the subject "Revised Guidelines on the Submission of Documents, Issuance of Payment Assessment Form, Other Requests and Compliance."

Please let me know if you have questions or concerns.

Thank you and best regards,

Atty. Anna Katrina C. Kabigting-Ibero | Counsel | Legal Department | [Sun Life Financial](#)
632.555.8888 loc. 5699 | AnnaKatrina.Kabigting-Ibero@sunlife.com
6F Sun Life Centre Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634

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SEC Identification Number

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W E L L S P R I N G F U N D , I N C .

(Company's Full Name)

S U N L I F E C E N T R E 5 T H A V E .

C O R . R I Z A L D R I V E , B O N I F A C I O

G L O B A L C I T Y , T A G U I G C I T Y

(Business Address: No. Street City/Town/Province)

Anna Katrina Kabigting-Ibero

(Contact Person)

8555-8888 loc. 5699

(Company Telephone Number)

SEC 17 - C

1 2

Month

(Fiscal Year)

3 1

Day

(Form Type)

4th Wed. of June

Month

Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. **14 July 2023**

Date of Report (Date of earliest event reported)

2. SEC Identification Number **CS201517778**

3. BIR Tax Identification No. [REDACTED]

4. **Sun Life Prosperity Dollar Wellspring Fund, Inc.**

Exact name of issuer as specified in its charter

5. **Metro Manila, Philippines**

Province, country or other jurisdiction of
incorporation

6. [REDACTED] (SEC Use Only)

Industry Classification Code:

7. **Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634**

Address of principal office

Postal Code

8. **(632) 8555-8888**

Issuer's telephone number, including area code

9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class

Number of Shares of Common Stock Outstanding and
Amount of Debt Outstanding
(as of 30 June 2023)

Common (Unclassified)

4,731,224

10. Indicate the item numbers reported herein: **Items 4(b), 4(b)(i) and 9(b).**

A. During the Annual Stockholders' Meeting of the Issuer held on 11 July 2023 at 2:00 p.m. via Zoom Video Conference, during which 2,870,172 shares or 59.54% of the outstanding capital stock ("OCS") as of 30 April 2023 were present in person or by proxy, the following events transpired:

Item 4(b). Election of Directors. The issuer met the requirement of 50%+1 share of the OCS present in person or by proxy. Thus, the following have been duly elected as members of the Board of Directors:

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate (independent)
- Aleli Angela G. Quirino (independent)
- Oscar S. Reyes (independent)

The Independent Directors will submit the required Certification within 30 days from date of the Annual Stockholders' Meeting.

Item 9(b). Other Events. The stockholders present or represented unanimously approved the following:

1. The minutes of the Annual Stockholders' Meeting held on 13 July 2022;
2. The minutes of the Continuation Meeting held on 09 September 2022;
3. The minutes of the Special Stockholders' Meeting held on 09 November 2022;
4. All acts and proceedings of the Board and Corporate Officers (confirmation and ratification thereof);
5. Appointment of Navarro, Amper & Co. (Deloitte Touche Tohmatsu) as External Auditor for 2023.

The Issuer met the requirement of 50%+1 share of the OCS should be present in person or by proxy. Thus, the following items were approved by the stockholders:

1. Amendment of Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication; Section 2 (Special Meetings) to align with the Section 49 of the Revised Corporation Code
2. Amendment of Article I, Section 3 (Notices) of the By-Laws to align the notice period for stockholders' meetings with the issuances of the Securities and Exchange Commission and to allow for the sending of the notices electronically.

3. Amendment of Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code
4. Amendment of Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors.
5. Amendment of Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies.
6. Amendment of Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
7. Amendment of Article VI, Section 1 (b) (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
8. Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations, and to clean up the provisions.
9. Amendment of Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
10. Amendment of Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
11. Amendment of Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
12. Amendment of Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
13. Amendment of Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
14. Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
15. Amendment of Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
16. Amendment of Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuance of the Securities and Exchange Commission
17. Amendment of Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian.
18. Amendment of Article XI, Section 3 (Auditors) to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor.
19. Amendment of Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised Corporation Code
20. Amendment of Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors and prohibited from participating in the determination of their own per diems or compensation.
21. Amendment of Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors
22. Amendment of Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers
23. Amendment of Article II, Section 2 (Nomination Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees

Due to the failure to meet the requirement that 2/3 of the OCS should be present in person or by proxy, the following items were not approved by the stockholders:

1. Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations
2. Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."
3. Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
4. Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares.

The foregoing shall be resubmitted for approval in the continuation of the Annual Stockholders' Meeting on 08 September 2023 at 9:00 a.m. via Zoom.

B. During the continuation of the Joint Regular Meeting and the Organizational Meeting of the Board of Directors immediately after the Annual Stockholders' Meeting, the following events transpired:

Item 4(b)(i). The following were unanimously elected/appointed by the Board:

Chairman:	Benedicto C. Sison
President:	Valerie N. Pama
Treasurer:	Jeanemar S. Talaman
Corporate Secretary:	Anna Katrina C. Kabigting-Ibero
Asst. Corp. Secretary:	Frances Ianna S. Canto
Interim Compliance Officer:	Maria Pia A. Urgello
Interim Data Protection Officer:	Maria Pia A. Urgello
Interim Money Laundering Reporting Officer:	Maria Pia A. Urgello
Risk Officer:	Ria V. Mercado
Internal Auditor:	Joel O. Bungabong
Corporate Governance Committee:	Aleli Angela G. Quirino (Chairman), Benedicto C. Sison and Oscar S. Reyes; and
Audit and Compliance Committee:	Oscar S. Reyes (Chairman), Aleli Angela G. Quirino and Cesar Luis F. Bate
Representatives to the Philippine Investment Funds Association, Inc.:	
Primary:	President/Valerie N. Pama
Alternate:	Any one (1) of the following: Treasurer President (Sun Life Asset Management Company, Inc.) General Counsel (Sun Life Financial Philippines) Treasurer/Chief Financial Officer (SLAMCI) Head (Bank and Alternative Distribution, SLAMCI) Head (MF Agency Sales, SLAMCI)

Item 9 (b). Other Events. The Board unanimously confirmed the continuation of the Management Agreement, Distribution Agreement and Transfer Agency Agreement with Sun Life Asset Management Company, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dollar Wellspring Fund, Inc.

Issuer



Anna Katrina C. Kabigting-Ibero, Corporate Secretary

Signature and Title

Date: 14 July 2023

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CGFD_Sun Life Prosperity Dollar Wellspring Fund, Inc._SEC Form 17-C_22August2023

sunlife_sec_communications
To: ICTD Submission <ictdsubmission@sec.gov.ph>
Cc: PHIL-CorpSecTeam; Anna Katrina C Kabigting-Ibero; Paolo P Macapagal
Tue 8/22/2023 5:07 PM

- Sun Life Prosperity Dollar We... 291 KB
- Sun Life Prosperity Dollar We... 266 KB

2 attachments (557 KB) Save all to OneDrive - Sun Life Financial Download all

Gentlemen:

We respectfully submit the attached Current Report (SEC Form 17-C) of **Sun Life Prosperity Dollar Wellspring Fund, Inc.** We likewise submit our Online Certification, pursuant to SEC Notice dated 12 May 2021 with the subject "Revised Guidelines on the Submission of Documents, Issuance of Payment Assessment Form, Other Requests and Compliance."

Please let me know if you have questions or concerns.

Thank you and best regards,

Atty. Anna Katrina C. Kabigting-Ibero | Counsel | Legal Department | [Sun Life Financial](#)
632.555.8888 loc. 5699 | AnnaKatrina.Kabigting-Ibero@sunlife.com
6F Sun Life Centre Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634

Reply Reply all Forward

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. 18 August 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201517778
3. BIR Tax Identification No. [REDACTED]
4. Sun Life Prosperity Dollar Wellspring Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 July 2023)
<u>Common (Unclassified)</u>	4,647,258

10. Indicate the item numbers reported herein: **Item 4 (b) (i). Resignation, Removal or Election of Registrant's Directors or Officers.**

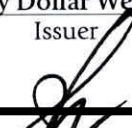
Effective 15 August 2023, Atty. Maria Pia A. Urgello, Interim Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer resigned from the Corporation. On 18 August 2023, Ms. Maria Teresa A. Co was unanimously appointed by the Board of Directors as the Corporation's Compliance Officer, Money Laundering Reporting Officer and Data Protection Officer with effectivity date on 15 August 2023.

Please refer to **Annex "A"** for a summary of her professional and business experience.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dollar Wellspring Fund, Inc.
Issuer



Anna Katrina C. Kabigting-Ibero, Corporate Secretary
Signature and Title

Date: 18 August 2023



MARIA TERESA CO

Maria Teresa Co, 53 years old, has more than thirty years of work experience in the fields of Accounting, Operations, Compliance, and Internal Audit with multinational companies. Ms. Co is a Certified Public Accountant and a Securities and Exchange Commission (SEC) Certified Compliance Officer for Pre-need companies (education and pension plans).

Her career started with Citibank, N. A. under Philippines Operations before working with Sun Life Philippines from 2002 to 2007, overseeing life, asset management and pre-need compliance including exposure to Regional Internal Audit role.

Ms. Co's overseas career covered vast experiences as Regional Compliance professional in AXA China Insurance Limited, New York Life International, Prudential Corporation Asia Regional, Chubb (formerly ACE Life), and Group AIA, overseeing corporate and distribution compliance, regulatory developments, issues, and projects across Asia.

Before returning to Sun Life Philippines, Ms. Co was the Head of Compliance for Pru Life UK (Philippine Operations), responsible for various mandates in the fields of Regulatory and Sales Compliance, AML, Financial Crimes, Fraud, Anti-Bribery and Corruption, Data Privacy, and Quality Assurance reviews.

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CGFD_Sun Life Prosperity Dollar Wellspring Fund, Inc._SEC Form 17-C_12September2023

sunlife_sec_communications

To: ICTD Submission <ictdsubmission@sec.gov.ph> Tue 9/12/2023 2:59 PM

Cc: PHIL-CorpSecTeam; Paolo P Macapagal; Anna Katrina C Kabigting-Ibero

Sun Life Prosperity Dollar We... 541 KB
 Sun Life Prosperity Dollar We... 262 KB

2 attachments (803 KB) Save all to OneDrive - Sun Life Financial Download all

Gentlemen:

We respectfully submit the attached Current Report (SEC Form 17-C) of **Sun Life Prosperity Dollar Wellspring Fund, Inc.** We likewise submit our Online Certification, pursuant to SEC Notice dated 12 May 2021 with the subject "Revised Guidelines on the Submission of Documents, Issuance of Payment Assessment Form, Other Requests and Compliance."

Please let me know if you have questions or concerns.

Thank you and best regards,

Atty. Anna Katrina C. Kabigting-Ibero | Counsel | Legal Department | [Sun Life Financial](#)
 632.555.8888 loc. 5699 | AnnaKatrina.Kabigting-Ibero@sunlife.com
 6F Sun Life Centre Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634

Reply
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COVER SHEET

C S 2 0 1 5 1 7 7 7 8

SEC Identification Number

S U N L I F E P R O S P E R I T Y D O L L A R
W E L L S P R I N G F U N D , I N C .

(Company's Full Name)

S U N L I F E C E N T R E 5 T H A V E .
C O R . R I Z A L D R I V E , B O N I F A C I O
G L O B A L C I T Y , T A G U I G C I T Y

(Business Address: No. Street City/Town/Province)

Anna Katrina Kabigting-Ibero

(Contact Person)

8555-8888 loc. 5699

(Company Telephone Number)

SEC 17 - C

1 2 3 1
Month Day
(Fiscal Year)

(Form Type)

4th Wed. of June

Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

SECURITIES AND EXCHANGE COMMISSION
 SEC FORM 17-C
 CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE
 AND SRC RULE 17.2(c) THEREUNDER

1. **12 September 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS201517778**
3. BIR Tax Identification No. [REDACTED]
4. **Sun Life Prosperity Dollar Wellspring Fund, Inc.**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634**
Address of principal office Postal Code
8. **(632) 8555-8888**
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 August 2023)
<u>Common (Unclassified)</u>	<u>4,616,041</u>

10. Indicate the item numbers reported herein: **Item 9(b).**

During the continuation of the Annual Stockholders' Meeting of the Issuer held on 08 September 2023 at 9:00 a.m. via Zoom Video Conference, during which 2,910,482 shares, representing 60.37% of the voting stock of the corporation as of 30 April 2023 were present in person or in proxy, the following events transpired:

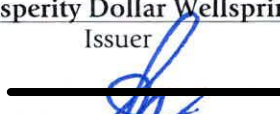
- Item 9(b) Other events.** Due to the failure to meet the requirement that 2/3 of the outstanding capital stock should be present in person or by proxy, the following items were not approved by the stockholders:
1. Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations
 2. Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."
 3. Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
 4. Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares.

The foregoing shall be carried over to the agenda of the next Annual Stockholders' Meeting for approval.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dollar Wellspring Fund, Inc.
Issuer


Anna Katrina C. Kabigting-Ibero, Corporate Secretary
 Signature and Title

Date: **12 September 2023**

From: [ICTD Submission](#)
To: [sunlife_sec_communications](#)
Subject: Re: CGFD_Sun Life Prosperity Dollar Wellspring Fund, Inc_SEC Form 17-L_06April2024
Date: Saturday, April 6, 2024 3:57:19 PM

CAUTION This email originated from outside the organization. Please proceed only if you trust the sender.

Thank you for reaching out to ictdsubmission@sec.gov.ph!

Your submission is subject for Verification and Review of the Quality of the Attached Document only for Secondary Reports. The Official Copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order through the SEC Express at <https://secexpress.ph/>. For further clarifications, please call (02) 8737-8888.

----- NOTICE TO
COMPANIES -----

Please be informed of the reports that shall be filed only through ictdsubmission@sec.gov.ph.

Pursuant to SEC MC Circular No. 3 s 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (pdf) through email at ictdsubmission@sec.gov.ph such as the following SECONDARY REPORTS:

1. 17-A 6. ICA-QR 11. IHAR 16. 39-AR 21. Monthly Reports
2. 17-C 7. 23-A 12. AMLA-CF 17. 36-AR 22. Quarterly Reports
3. 17-L 8. 23-B 13. NPM 18. PNFS 23. Letters
4. 17-Q 9. GIS-G 14. NPAM 19. MCG 24. OPC (Alternate Nominee)
5. ICASR 10. 52-AR 15. BP-FCLC 20. S10/SEC-NTCE-EXEMPT

Further, effective 01 July 2023, the following reports shall be submitted through <https://efast.sec.gov.ph/user/login>.

1. FORM MC 18 7. Completion Report
2. FORM 1 - MC 19 8. Certificate-SEC Form MCG- 2009
3. FORM 2- MC 19 9. Certificate-SEC Form MCG- 2002, 2020 ETC.
4. ACGR 10. Certification of Attendance in Corporate Governance
5. I-ACGR 11. Secretary's Certificate Meeting of Board Directors (Appointment)
6. MRPT

Please be informed that the submission of the abovementioned eleven (11) reports through the ictdsubmission@sec.gov.ph shall no longer be accepted. For further information, please access this link Notice for guidance on the filing of reports:

Likewise, the following reports shall be filed through the Electronic Filing and Submission Tool (eFAST) at <https://efast.sec.gov.ph/user/login> :

1. AFS 7. IHFS 13. SSF

2. GIS 8. LCFS 14. AFS with Affidavit of No Operation
3. BDFS 9. LCIF 15. AFS with NSPO Form 1,2, and 3
4. FCFS 10. OPC_AO 16. AFS with NSPO Form 1,2,3 and 4,5,6
5. FCIF 11. PHFS 17. FS - Parent
6. GFFS 12. SFFS 18. FS – Consolidated

For the submission and processing of compliance in the filing of Memorandum Circular No. 28 Series of 2020, please visit this link – <https://apps010.sec.gov.ph/>

For your information and guidance.

Thank you.

From: sunlife_sec_communications
To: [ICTD Submission](#); [CGFD Account](#)
Cc: [PHIL-FIN_FAR2](#); [Jeanemar Talaman](#)
Subject: CGFD_Sun Life Prosperity Dollar Wellspring Fund, Inc_SEC Form 17-L_06April2024
Date: Saturday, April 6, 2024 3:57:05 PM
Attachments: [Sun Life Prosperity Dollar Wellspring Fund, Inc. SEC Form 17-L_06April2024.pdf](#)

To: CORPORATE GOVERNANCE AND FINANCE DEPARTMENT (CGFD)

Good day.

Please see attached SEC Form 17-L of Sun Life Prosperity Dollar Wellspring Fund, Inc.

Please let me know once you receive this e-mail and its attachment. Thank you.

For any queries / additional comments, kindly contact us at the following e-mail addresses below.

Official email address: sunlife_sec_communications@sunlife.com

Alternative email address: sunlife_sec_communications2@sunlife.com

Official email address of authorized filer: ShamiraAngela.Juano@sunlife.com

Best Regards,

Shamira Angela P Juano | Financial Accounting & Reporting | Finance | Sun Life PH

T: 632 8555 8888 local 5931 | **E:** ShamiraAngela.Juano@sunlife.com

5F Sun Life Centre, Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634



Certification

I, Jeanemar S. Talaman, the Treasurer of Sun Life Asset Management Company, Inc., a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number A199918034 and with principal office at Sun Life Center, 5th Ave. Cor. Rizal Drive Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused this SEC Form 17-L to be prepared on behalf of Sun Life Prosperity Funds (17 Mutual Fund Companies);
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the 17 Mutual Fund companies or the Sun Life Prosperity Funds will comply with the requirements set forth in SEC Notice dated 14 May 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submissions to CGFD.


IN WITNESS WHEREOF, I have hereunto set my hand this 5th day of April 2024.


Jeanemar S. Talaman
Affiant

SUBSCRIBED AND SWORN to before me this APR 05 2024 day of _____, 2024, in CITY OF MAKATI City, Philippines. Affiant exhibiting his/her government issued identification card:

Name	Government ID No.	Valid Until	Place of Issue
Jeanemar S. Talaman	Driver's License [REDACTED]	05 June 2033	DLRC - Ayala

Doc. No. 60
Page No. 13
Book No. XIV
Series of 2024.


ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBP No. 05729 - Lifetime Member
MCLE Compliance No. VII-0022734
valid until April 14, 2025
Appointment No. M-39 (2023-2024)
PTR No. 10073909 Jan. 2, 2024 / Makati
Makati City Reg No. 40091
101 Urban Ave. Campo Quezon Side,
Brgy. Pio Del Pilar, Makati City

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

**NOTIFICATION OF INABILITY TO FILE ALL OR
ANY PORTION OF SEC FORM 17-A OR 17-Q**

GENERAL INSTRUCTIONS

1. This Form may be signed by an executive officer of the issuer or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the issuer by an authorized representative other than an executive officer, evidence of the representative's authority to sign on behalf of the issuer shall be filed with the Form.
2. One signed original and four conformed copies of this Form and attachments thereto must be completed and filed with the Commission and, where any class of the issuer's securities are listed on a Stock Exchange, one with that Stock Exchange, in accordance with SRC Rule 17-1. The information contained in or filed with the Form will be made a matter of the public record in the Commission's and the Exchange's files.
3. A manually signed copy of the Form and amendments thereto shall be filed with the Stock Exchange if any class of securities of the issuer is listed thereon.
4. One signed original and four conformed copies of amendments to the notifications must also be filed on SEC Form 17-L but need not restate information that has been correctly furnished. The Form shall be clearly identified as an amended notification.
5. If the deadline for filing SEC Form 17-A or 17-Q specified in paragraph 2(b)(ii) of SRC Rule 17-1 is not complied with, a fine will be imposed for each day thereafter that the Form is not filed.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

NOTIFICATION OF INABILITY TO FILE ALL OR ANY PORTION OF SEC FORM 17-A OR 17-Q

Check One:

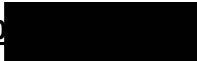
Form 17-A [✓] Form 17-Q []

Period-Ended Date of required filing December 31, 2023

Date of this report April 05, 2024


Nothing in this Form shall be construed to imply that the Commission has verified any information contained herein.

If this notification relates to a portion or portions of the filing checked above, identify the item(s) to which the notification relates: SEC FORM 17-A

1. SEC Identification Number CS201517778 2. BIR Tax Identification No. : 

3. Sun Life Prosperity Dollar Wellspring Fund, Inc.
Exact name of issuer as specified in its charter

4. Bonifacio Global City, Taguig City
Province, country or other jurisdiction of incorporation

5. Industry Classification Code:  (SEC Use Only)

6. 8F Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City 1634

.....
Address of principal office

.....
Postal Code

7. (02) – 8555 8888
Issuer's telephone number, including area code

8. N. A.
Former name, former address, and former fiscal year, if changed since last report.

9. Are any of the issuer's securities listed on a Stock Exchange?

Yes [] No [X]

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:
.....

Part I - Representations

If the subject report could not be filed without unreasonable effort or expense and the issuer seeks relief pursuant to SRC Rule 17-1, the following should be completed. (Check box if appropriate)

(a) The reasons described in reasonable detail in Part II of this Form could not be estimated without unreasonable effort or expense. []

(b) The subject annual report on SEC Form 17-A, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report on SEC Form 17-Q, or portion thereof, will be filed on or before the fifth day following the prescribed due date. [✓]

(c) The accountant's statement or other exhibit required by paragraph 3 of SRC Rule 17-1 has been attached if applicable. []

Part II - Narrative

State below in reasonable detail the reasons why SEC Form 17-A or SEC Form 17-Q, or portion thereof, could not be filed within the prescribed period. (Attach additional sheets if needed.)

The Company's SEC Form 17-A for the year ended December 31, 2023 could not be completed and filed within the prescribed period. The Company has yet to complete the review of its audited financial statements and required notes disclosures. The Company undertakes to submit the report within fifteen (15) calendar days after the prescribed deadline to the Securities and Exchange Commission.

Part III - Other Information

(a) Name, address and telephone number, including area code, and position/title of person to contact in regard to this notification

**Jeanemar S. Talaman
Treasurer, Sun Life Asset Management Company, Inc.
Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City 1634
8555-8888**

(b) Have all other periodic reports required under Section 17 of the Code and under Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months, or for such shorter period that the issuer was required to file such report(s), been filed? If the answer is no, identify the report(s).

Yes [✓] No [] Reports:

(c) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes [] No [✓]

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

SIGNATURE

Pursuant to the requirements of the SRC Rule 17-1, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dollar Wellspring Fund, Inc.

Registrant's full name as contained in charter



JEANEMAR S. TALAMAN

Treasurer, Sun Life Asset Management Company, Inc.

Date: **April 05, 2024**