

Notice of the Annual Meeting of the Stockholders of Sun Life of Canada (Philippines), Inc. to be held on 07 June 2022 at 10:30 a.m. to 10:45 a.m. via Zoom Video Conference - Message (HTML)

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Notice of the Annual Meeting of the Stockholders of Sun Life of Canada (Philippines), Inc. to be held on 07 June 2022 at 10:30 a.m. to 10:45 a.m. via Zoom Video Conference



Ma. Junifer Maliglig

To 'lito.camacho@credit-suisse.com'; Benedicto C Sison; Alex Narciso; Paco Sandejas; Ingrid Johnson; Lucy CL Chou

Cc Anna Katrina C Kabigting-Ibero; PHIL-CorpSecTeam; Edgar S Tordesillas; Frances Ianna Canto; Jane P Taraya; Jennifer R Samodio; Sharon Byrne; Goh, Linda H; Jhanette P Llarenas; Rana F Martinez; Letty G Barbero; Jenny Law; Gloria YY Kwok

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Fri 5/6/2022 10:23 AM



**NOTICE OF THE ANNUAL MEETING OF THE STOCKHOLDERS  
SUN LIFE OF CANADA (PHILIPPINES), INC.**

To the Stockholders:

Notice is hereby given that **Sun Life of Canada (Philippines), Inc.** will hold its Annual Stockholders' Meeting on **07 June 2022** at 10:30 a.m. to 10:45 a.m. via Zoom Video Conference. The meeting agenda shall be as follows:

**AGENDA FOR THE ANNUAL MEETING OF THE STOCKHOLDERS**

1. Call to Order
2. Roll Call/Certification of Notice and Quorum
3. Approval of the Minutes of the 2021 Annual Stockholders' Meeting
4. Matters arising from the Previous Meeting's Minutes
5. Confirmation and Ratification of All Acts and Proceedings of the Board of Directors and Corporate Officers
6. Annual Report on Operations
7. Election of Directors for 2022-2023
8. Re-appointment of External Auditor for 2022-2023
9. Other Matters, if any.

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

- **Approval of the minutes of the previous meeting.** The Stockholders are requested to approve the minutes of the 2021 Annual Stockholders' Meeting held on 08 June 2021.
- **Confirmation and Ratification of the Acts of the Board of Directors and Officers.** The Stockholders are requested to confirm, ratify and approve all the decisions and actions taken by the Directors and Officers for the term 2021 to 2022.
- **Election of Directors for the Term 2022 - 2023.** The Stockholders are requested to vote for the following nominees for director: Jose Isidro N. Camacho, Benedicto C. Sison, Francisco S.A. Sandejas, Alexander S. Narciso, Ingrid Gail Johnson and Chia-Ling Chou aka Lucy Chou. Attached is their respective short write-ups.
- **Re-appointment of External Auditor for Audit Year 2022.** The Stockholders are requested to vote for the appointment of Navarro Amper & Co./Deloitte Touche Tohmatsu as the External Auditor for the audit year of 2022-2023.

Should you have comments, questions or concerns, kindly inform our Corporate Secretary, Atty. Anna Katrina C. Kabigting-Ibero, with email address at [AnnaKatrina.Kabigting-Ibero@sunlife.com](mailto:AnnaKatrina.Kabigting-Ibero@sunlife.com).

Thank you.

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## **SUN LIFE OF CANADA (PHILIPPINES), INC.**

### **JOSE ISIDRO N. CAMACHO**

Independent Director, Non-Executive Chairman of the Board (September 2009 to present)

Mr. Jose Isidro N. Camacho, 66 years old, is currently an Independent Director and non-executive Chairman of the Board of Sun Life of Canada (Philippines), Inc. (September 2009 to present). He is also an Independent Director of Sun Life Grepa Financial, Inc. (October 2011 to present). Mr. Camacho is also a board member of Sun Life Malaysia Assurance Berhad (2013 to present). Presently, he is the Managing Director of Credit Suisse, based in Singapore and also the Vice Chairman for Asia Pacific.

He has a long and distinguished career in government and international banking, including his roles as Secretary of Energy and Secretary of Finance for the Philippines from 2001 to 2003. Prior to joining the government, Mr. Camacho was Managing Director and Chief Country Officer for the Philippines at Deutsche Bank, AG in Manila. Mr. Camacho began his career at Bankers Trust where he worked for 20 years in various positions in New York, Japan, Hong Kong, the Philippines and in Singapore.

Mr. Camacho graduated *cum laude* with a bachelor's degree in mathematics from De La Salle University and received his MBA with a concentration in finance from the Harvard Business School. In February 2017, Mr. Camacho was awarded an Honorary Degree of Doctor of Business Administration from Eastern Asia University, Thailand.

### **CHOU CHIA LING A.K.A. LUCY C.L. CHOU**

Director (05 December 2017 to present)

Ms. Chia-Ling Chou (aka Lucy CL Chou), 55 years old, is a Director of Sun Life of Canada (Philippines), Inc. Ms. Chou is also the Chief Risk Officer, Asia, Sun Life Asia, effective 01 October 2017. She is responsible to oversee Risk Management functions for Sun Life Asia and provide insights to management with respect to strategic decisions in the context of the enterprise's Risk Management appetite and framework. Prior to this, Ms. Chou was the Chief Actuary and Chief Risk Officer of Sun Life Asia. Currently, she is also a Director and Chairman of Sun Life Financial Plans, Inc. (October 2017 to present) and Director of Sun Life Financial Philippine Holding Company, Inc. (May 2017 to present).

Ms. Chou is an experienced risk and financial executive with over 30 years of insurance experience in Asia. She is a member of the Sun Life Hong Kong Board of Directors since 2015 and the Chairman of its Audit Committee until December 2016. Previous to her current role, she was the Head of Business Excellence for Sun Life Financial Asia from 2014 to 2015, where she was responsible for the oversight of a Global Initiative Implementation across the Asia markets and at Regional Office, which is to leverage the

know-how and best practices within the Sun Life Asia Group to help delivery on the Asia strategy. Prior to joining Sun Life, she was with ING as Chief Financial Officer of ING Hong Kong (2011-2014), General Manager, Chief Insurance Risk Officer (CIRO) & Appointed Actuary of ING Life Hong Kong (2009-2011), among other roles. Ms. Chou is a Fellow of the Actuarial Society of Hong Kong, Society of Actuaries (US), Life Management Institute, and Actuarial Institute of the Republic of China (Taiwan).

Ms. Chou has a bachelor's degree from Soochow University of Taiwan. Ms. Chou is a Fellow of the Actuarial Society of Hong Kong, Society of Actuaries (USA), Life Management Institute, and Actuarial Institute of the Republic of China (Taiwan).

**ALEXANDER S. NARCISO**

Director (from 29 June 2017 to present) and President (from 01 July 2017 to present)

Mr. Alexander S. Narciso, 62 years old, has been appointed President and Director of Sun Life of Canada (Philippines), Inc. (01 July 2017 to present). Mr. Narciso is also the President and Director of Sun Life Financial Plans, Inc. (March 2016 to present) and Sun Life Financial Philippine Holding Company, Inc. (06 December 2021 to present). He is also the President of Sun Life Financial-Philippines Foundation, Inc. (March 2016 to present) where he also serves as a member of the Board of Trustees (October 2009 to present).

As President, Mr. Narciso has full financial, operational and regulatory responsibility for Sun Life of Canada (Philippines), Inc. and overall accountability for performance and growth of its life insurance business. Prior to his post, he held the positions of Chief Agency Distribution Officer, Head for Metro Manila 2 and Director for Marketing for Sun Life Financial Philippines. He started as a Career Agent in Sun Life in 1986. He moved to the head office in 1989, handling various agency support roles such as Sales Training, Sales Promotions and Agency Events.

Mr. Narciso graduated from the Ateneo de Manila University with a degree in Philosophy and holds a Master's degree in Industry Economics from the Center for Research and Communication. He is also a Fellow of the Life Management Institute (with distinction).

**BENEDICTO C. SISON**

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

Mr. Benedicto C. Sison, 61 years old, is the CEO and Country Head of the Sun Life group of companies in the Philippines from 01 July 2018. He is a Director of Sun Life Financial Plans, Inc. (01 July 2018 to present). He is also the Chairman of Sun Life Financial Philippine Holding Company, Inc. (06 December 2021 to present) and serves as the Director

and Chairman of the seventeen 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) and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present). He is also the Director and Chairman of the Grepalife Funds such as Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation, and Grepalife Fixed Income Fund Corporation (September 2015 to present). He is the Chairman of Sun Life Financial – Philippines Foundation, Inc., (September 2019 to present) where he also serves as Trustee. He was a Senior Advisor to the Board of Trustees of the Philippine Investment Funds Association (PIFA) and served as the President of the Philippine Life Insurance Association (PLIA).

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

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

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

**INGRID GAIL JOHNSON**

Director (01 March 2022 to present)

Ms. Ingrid Johnson, 55 years old, is currently the President of Sun Life Asia. She has been appointed as Director of Sun Life of Canada (Philippines), Inc., Sun Life Grepa Financial, Inc. and Chairman and Director of Sun Life Asset Management Company, Inc. (March 2022 to present).

Ms. Johnson brings more than 25 years of international experience in the insurance and financial services industries. Most recently, she was the Group Finance Director of dual London and South Africa listed Old Mutual plc and a member of its various subsidiary boards. During her time at Old Mutual plc, she played a significant role in supporting the restructuring and delisting of the £12 billion market cap group into four fully independent, listed entities.

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

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

Ms. Johnson is motivated by working with and coaching individuals and teams to their greatest potential and delivering best-in-class client, culture and risk metrics, as well as sustainable financial performance.

In her personal time, she enjoys tennis, horseback riding and travel. She has also been a guest lecturer at various business schools, most recently partnering with Professor Michael Tushman of Harvard Business School on Leading Organizational Transformation & Change.

**FRANCISCO S.A. SANDEJAS**

Independent Director (March 2016 to present)

Dr. Francisco "Paco" S.A. Sandejas, 54 years old, is currently an Independent Director of Sun Life of Canada (Philippines), Inc. He is the Founder and Chairman of Narra Ventures, Xepto Education and Stratpoint Technologies. Xepto Education is a system developer

and integrator of the most innovative platform for the delivery of Digital Education content and tools for schools of the developing world.

Dr. Sandejas founded and chairs Stratpoint Technologies, Inc. one of Southeast Asia's leading software consulting firms focused on Enterprise-level Digital Transformation.

Narra Ventures is a technology holding company and boutique early-stage investment group that founded Stratpoint Technologies, Xepto Education, Narra Venture Capital as well as invested in over 40 high-technology companies, with some notable companies being Inphi (NASDAQ: MRVL), SiRF (NASDAQ: QCOM), Stratpoint Technologies, Amulaire (TT: 2241), and Quintic (NASDAQ: NXPI).

Dr. Sandejas also serves as Independent Director of Sun Life Asset Management Company, Inc., Sun Life Financial Plans, Inc., Grepalife Asset Management Corporation, Maya Bank, and Medical Doctors, Inc. (Makati Medical Center). He is the Chairman of Philippine S&T Development Foundation. He was an independent director of Unionbank of the Philippines where he helped lead the board efforts in their award-winning digital transformation, serving as Chairman of the Technology Steering Committee and the Operations Risk Management Committee.

At Stanford where he completed his Ph.D. and M.S. in Electrical Engineering, he co-invented the Grating Light Valve (GLV), one of Stanford's top-earning intellectual properties. He was the first summa cum laude of University of the Philippines-Diliman's Applied Physics program and was awarded Ten Outstanding Students of the Philippines. Paco holds 5 international patents in nanotechnology and optoelectronics.

Being Chairman of the Philippine S&T Development Foundation, co-founder of the Brain Gain Network, Dr. Sandejas advises various agencies of the Philippine Government, various non-profit foundations, and universities like De La Salle University and the University of the Philippines. He has worked at H&Q Asia Pacific, Applied Materials and Siliscape.