

(DRAFT) MINUTES OF THE JOINT ANNUAL STOCKHOLDERS' MEETING

Sun Life Prosperity Achiever Fund 2028, Inc.  
Sun Life Prosperity Achiever Fund 2038, Inc.  
Sun Life Prosperity Achiever Fund 2048, Inc.  
Sun Life Prosperity World Equity Index Feeder Fund, Inc.  
Sun Life Prosperity Peso Voyager Feeder Fund, Inc.

Held on 13 July 2022 from 11:16a.m. to 11:37a.m.  
via Zoom Conference

**Total number of shares present and represented:** Please see Annex "A"

**Members of the Board  
of Directors Present:**

BENEDICTO C. SISON  
VALERIE N. PAMA  
GERALD L. BAUTISTA  
TERESITA J. HERBOSA\*  
ALELI ANGELA G. QUIRINO\*  
OSCAR S. REYES\*  
CIELITO F. HABITO\*  
CESAR LUIS F. BATE\*

**Also Present:**

CANDY S. ESTEBAN  
MARIA SACHIKO A. PANG  
GAURAV MISHRA  
EDGAR S. TORDESILLAS  
RIA V. MERCADO  
PIA ANGELICA JAVIER  
RITCHIE RYAN G. TEO  
ANNA KATRINA C KABIGTING-IBERO  
FRANCES IANNA S. CANTO  
MARIA JUNIFER L. MALIGLIG  
DELOITTE TOUCHE TOHMATSU/  
NAVARRO AMPER & CO  
Represented by Jeffrey Mark Ferrer, Shawn  
Jan Lazar and Marie Elaine Loresco

**1. CALL TO ORDER**

Mr. Benedicto C. Sison, Chairman, called to order the Joint Annual Stockholders' Meeting of the Sun Life Prosperity Achiever Fund 2028, Inc. ("Achiever Fund 2028"), Sun Life Prosperity Achiever Fund 2038, Inc. ("Achiever Fund 2038"), Sun Life Prosperity Achiever Fund 2048, Inc. ("Achiever Fund 2048"), Sun Life Prosperity World Equity Index Feeder Fund, Inc. ("WEIFF"), and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. ("Peso Voyager Fund"), which are collectively known as the Sun Life Prosperity Funds (the "Funds"). He thereafter presided over the same. Atty. Frances Ianna S. Canto, Assistant Corporate Secretary, recorded the minutes thereof.

**2. PROOF OF NOTICE OF MEETING**

Atty. Anna Katrina Kabigting-Ibero, Corporate Secretary, confirmed that the holding of the virtual annual stockholders meeting is in accordance with the requirements set forth by the Securities and Exchange Commission. Likewise, the necessary approvals from the Board of Directors have been obtained and all requirements have been complied with in order to protect the interests of the stockholders.

Thereafter, she certified that the stockholders of record as of 30 April 2022 were duly notified of the meeting. The notices were sent electronically to said stockholders of record.

### **3. CERTIFICATION OF QUORUM**

Thereafter, in order to certify the existence of a quorum for the meeting, Atty. Anna Katrina C Kabigting-Ibero, Corporate Secretary, did a roll call of the attendees. In response, each attendee stated for the record the following information: (a) his/her full name and position; (b) his/her location; (c) confirmation that he/she can clearly hear and see the other attendees; (d) confirmation that he/she received the Notice of the Meeting including the agenda and materials; and (e) the device being used to attend the meeting. The attendance is set forth in Annex "A" of the minutes.

The attendees were informed by the Corporate Secretary that attendance at stockholders meetings via videoconference was now allowed by law, and that they could choose to continue attending meetings via videoconferencing, teleconferencing, or other alternative modes of communication despite the lifting of travel restrictions.

The Corporate Secretary thereafter confirmed and noted the respective declarations of the participants and certified the existence of a quorum.

### **4. CHAIRMAN'S ADDRESS**

The Chairman, Mr. Benedicto C. Sison, welcomed the stockholders to the Sun Life Prosperity Funds' annual meeting. He reported that for 2021, the Funds had important milestones notwithstanding the challenges during the year. For example, he shared that the World Equity Index Feeder Fund (WEIFF) had an impressive return of 23.78% and is expected to hit the Php3billion mark within the first year since its launch. He added that given this achievement, Sun Life Asset Management Company, Inc. (SLAMCI) is eager to come up with more mutual funds for investors and example of which is the Peso Voyager Fund. Mr. Sison also reported that the Funds added BDO Securities and InvestaFinancials as its distributors for the Funds.

In 2021, SLAMCI's Assets Under Management (AUM) reached Php179.5billion, which is a 41% Year-on-Year (YoY) growth. To further strengthen this, it was reported that SLAMCI continues to hold events such as Bright Talks and Market Outlook webinars for investors, and Kapihan sessions for the advisors. SLAMCI also continuously improves its transaction processes such as the Digitally-Enabled Selling forms, Online Payment page, and the mobile application.

Finally, Mr. Sison mentioned that amid the many developments locally and globally, Sun Life remains steadfast as the partner to prosperity to the 189,000 investors of the Funds.

### **5. REVIEW OF 2021 OPERATIONS**

Ms. Candy S. Esteban, (Officer-In-Charge) Treasurer of the Funds, presented a review of the Funds' operations and financial performance in 2021.

## 6. 2021 FUND PERFORMANCE

The Fund Managers showed a Video Presentation on the 2021 Fund Performance.

## 7. ELECTION OF DIRECTORS FOR THE TERM 2022 TO 2023

The Corporate Secretary explained the election process and nomination criteria. She added that details on these have been circulated to the stockholders via the SEC Form 20-IS that was sent to them prior to the annual meeting.

With the affirmative vote of 50% + 1 of the outstanding capital stock, the following were elected as members of the Boards of Directors:

### **SUN LIFE PROSPERITY WORLD EQUITY INDEX FEEDER FUND, INC (“WEIFF”)**

- Benedicto C. Sison
- Valerie N. Pama
- Gerald L. Bautista
- Oscar S. Reyes\*
- Aleli Angela G. Quirino\*
- Cesar Luis F. Bate\*

### **SUN LIFE PROSPERITY ACHIEVER FUND 2028, INC. (“Achiever 2028”)**

- Benedicto C. Sison
- Valerie N. Pama
- Oscar S. Reyes\*
- Aleli Angela G. Quirino\*
- Teresita J. Herbosa\*

### **SUN LIFE PROSPERITY ACHIEVER FUND 2038, INC. (“Achiever 2038”)**

- Benedicto C. Sison
- Valerie N. Pama
- Oscar S. Reyes\*
- Aleli Angela G. Quirino\*
- Teresita J. Herbosa\*

### **SUN LIFE PROSPERITY ACHIEVER FUND 2048, INC. (“Achiever 2048”)**

- Benedicto C. Sison
- Valerie N. Pama
- Oscar S. Reyes\*
- Aleli Angela G. Quirino\*
- Cielito F. Habito\*

### **SUN LIFE PROSPERITY PESO VOYAGER FEEDER FUND, INC. (“Peso Voyager”)**

- Benedicto C. Sison
- Valerie N. Pama
- Gerald L. Bautista
- Oscar S. Reyes\*
- Cielito F. Habito\*
- Teresita Herbosa\*

**8. APPROVAL OF THE MINUTES OF THE PREVIOUS MEETING**

After discussion, upon motion made and duly seconded, the stockholders present or represented by proxy during the meeting unanimously approved the minutes of the meetings held on 14 July 2021.

**9. CONFIRMATION AND RATIFICATION OF ALL ACTS AND PROCEEDINGS OF THE BOARD AND CORPORATE OFFICERS**

After discussion, upon motion made and duly seconded, the stockholders present or represented by proxy during the meeting unanimously approved /ratified all acts and proceedings of the Board of Directors and Corporate Officers in relation to the management and administration of the Fund.

**10. APPOINTMENT OF EXTERNAL AUDITOR FOR AUDIT YEAR 2022**

After discussion, upon motion made and duly seconded, the stockholders present or represented by proxy during the meeting unanimously approved the appointment of Navarro Amper and Co./Deloitte Touche Tohmatsu as the Funds’ external auditor for 2022.

**11. OTHER MATTERS and ADJOURNMENT**

There being no other matter for discussion, upon motion duly made and seconded, the Joint Annual Stockholders’ Meeting of the Sun Life Prosperity Funds was adjourned at 11:37 a.m.

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

ATTESTED TO BY:

**BENEDICTO C. SISON**  
*Chairman*  
Sun Life Prosperity Funds\*

**VALERIE N. PAMA**  
*President*  
Sun Life Prosperity Funds\*

**GERALD L. BAUTISTA**  
*Director*  
Sun Life Prosperity World Equity Index  
Feeder Fund, Inc.  
Sun Life Prosperity Peso Voyager Feeder  
Fund, Inc.

**ALELI ANGELA G. QUIRINO**  
*Independent Director*  
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.

**OSCAR S. REYES**

*Independent Director*

Sun Life Prosperity Achiever Fund 2028, Inc.  
Sun Life Prosperity Achiever Fund 2038, Inc.  
Sun Life Prosperity Achiever Fund 2048, Inc.  
Sun Life Prosperity World Equity Index  
Feeder Fund, Inc.  
Sun Life Prosperity Peso Voyager Feeder  
Fund, Inc.

**CESAR LUIS F. BATE**

*Independent Director*

Sun Life Prosperity World Equity Index Feeder  
Fund, Inc.

**TERESITA J. HERBOSA**

*Independent Director*

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.

**CIELITO F. HABITO**

*Independent Director*

Sun Life Prosperity Achiever Fund 2038, Inc.  
Sun Life Prosperity Achiever Fund 2048, Inc.  
Sun Life Prosperity Peso Voyager Feeder Fund,  
Inc.

## Annex "A"

Stockholders Present:

No. of Shares Represented:

**Sun Life Prosperity Achiever Fund 2028, Inc.**

SUN LIFE ASSET MANAGEMENT COMPANY, INC. (by proxy, Mr. Gerald L. Bautista)	49,999,995
BENEDICTO C. SISON	1
VALERIE N. PAMA	1
CESAR LUIS F. BATE	1
ALELI ANGELA G. QUIRINO	1
OSCAR S. REYES	1
<b>Total</b>	50,000,000

**Sun Life Prosperity Achiever Fund 2038, Inc.**

SUN LIFE ASSET MANAGEMENT COMPANY, INC. (by proxy, Mr. Gerald L. Bautista)	49,999,995
BENEDICTO C. SISON	1
VALERIE N. PAMA	1
CIELITO F. HABITO	1
ALELI ANGELA G. QUIRINO	1
OSCAR S. REYES	1
<b>Total</b>	50,000,000

**Sun Life Prosperity Achiever Fund 2048, Inc.**

SUN LIFE ASSET MANAGEMENT COMPANY, INC. (by proxy, Mr. Gerald L. Bautista)	49,999,995
BENEDICTO C. SISON	1
VALERIE N. PAMA	1
ALELI ANGELA G. QUIRINO	1
CIELITO F. HABITO	1
OSCAR S. REYES	1
<b>Total</b>	50,000,000

**Sun Life Prosperity World Equity Index Feeder Fund, Inc.**

SUN LIFE ASSET MANAGEMENT COMPANY, INC. (by proxy, Mr. Gerald L. Bautista)	49,999,994
BENEDICTO C. SISON	1
VALERIE N. PAMA	1
OSCAR S. REYES	1
CESAR LUIS F. BATE	1
ALELI ANGELA G. QUIRINO	1
GERALD L. BAUTISTA	1
<b>Total</b>	50,000,000

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

SUN LIFE ASSET MANAGEMENT COMPANY, INC. (by proxy, Mr. Gerald L. Bautista)	99,999,994
---	------------

BENEDICTO C. SISON  
VALERIE N. PAMA  
OSCAR S. REYES  
TERESITA J. HERBOSA  
CIELITO F. HABITO  
GERALD L. BAUTISTA

1  
1  
1  
1  
1  
1

---

100,000,000

DRAFT