

COVER SHEET

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S.E.C. Registration Number

S U N L I F E P R O S P E R I T Y A C H I E V E R

F U N D 2 0 3 8 , I N C .

Company's Full Name

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

ATTY. MA. JEMILYN S. CAMANIA

Contact Person

8555-8888 ext. 5389

Company Telephone Number

SEC FORM-ACGR (FOR PC/RI)

1 2 3 1

Month Day
(Fiscal Year)

(Form Type)

N/A

Annual Meeting

N/A

(Secondary License Type, if applicable)

**Corporate Governance and
Finance Department**

Dept. Requiring this Doc.

N/A

(Amended Articles Number/Section)

N/A

Total Number of Stockholders

N/A

Total Amount of Borrowings

N/A

Domestic

N/A

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

SEC FORM-ACGR (FOR PC/RI)

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

1. For the fiscal year ended: December 31, 2021
2. SEC Registration Number: CS201739630
3. BIR Tax Identification Number: 009-942-763-000
4. Exact Name of the Issuer as specified in its charter: **SUN LIFE PROSPERITY ACHIEVER FUND 2038, INC.**
5. Province, Country or other jurisdiction of incorporation or organization: Philippines
6. Address of Principal Office: 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City,
Taguig City
7. Postal Code: 1634
8. Issuer's telephone number, including area code: +632 8555-8888
9. Former name, former address, and former fiscal year, if changed since last report: Not applicable
10. Industry Classification Code (For SEC's use only)

ANNUAL CORPORATE GOVERNANCE REPORT FOR PUBLIC COMPANIES AND REGISTERED ISSUERS

RECOMMENDATION	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
THE BOARD'S GOVERNANCE RESPONSIBILITIES			
Principle 1. ESTABLISHING A COMPETENT BOARD			
The company should be headed by a competent, working Board to foster the long- term success of the corporation, and to sustain its competitiveness and growth in a manner consistent with its corporate objectives and the long- term best interests of its shareholders/members and other stakeholders.			
Recommendation 1.1			
1. The Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	Compliant	Provide information or link/reference to a document containing information on the following: <i>1. Academic qualifications, industry knowledge, professional experience, expertise and relevant trainings of directors</i>	Not applicable
2. Board has an appropriate mix of competence and expertise.	Compliant	<i>2. Qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of its performance</i>	Not applicable
3. Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.	Compliant	<p>The Board is represented by Directors with appropriate mix of competence and expertise in the area of finance, business, risk management, operations and corporate governance that are relevant to the Company's industry.</p> <p>Kindly see the profiles of the Directors in the SEC Form 17-A Annual Report, Item. 9.1. Directors and Executive Officers.</p> <p>The Board reviews, on an annual basis, the appropriate skills and expertise that the Board as a whole must possess in order to be an asset to the Company and fulfill its responsibilities.</p>	Not applicable

	<p>Kindly see the Board of Director’s Skills Matrix as a result of the annual review of the qualities of Directors, which are aligned with the strategic direction of the Company.</p> <p>The Board annually plans relevant trainings for the members of the Board to ensure that the Directors remain qualified for their positions.</p> <p>Kindly see the Manual on Corporate Governance, Section II.C. Onboarding Orientation and Continuing Training for Directors.</p> <p>Kindly see the attendance to continuing education of Directors in the Corporate Governance and the Training Certificates of Directors.</p> <p>Source Documents and Links:</p> <p>SEC Form 17-A Annual Report, Item. 9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p> <p>Board of Director’s Skills Matrix</p>	
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		<p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLP%20Funds%202021.pdf</p> <p>Manual on Corporate Governance, Section II.C. Onboarding Orientation and Continuing Training for Directors, page 8</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Training Certificates of Directors and Officers</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Training%20Certificates%20of%20Directors%20and%20Officers%20SL%20Prosperity%20Funds.pdf</p>	
Recommendation 1.2			
1. The Board is headed by a competent and qualified Chairperson.	Compliant	<p><i>Provide information or reference to a document containing information of the Chairperson, including his/her name, qualifications, and expertise.</i></p> <p>The Chairman of the Board, Mr. Benedicto C. Sison, serves to represent the interests of all shareholders and stakeholders. He provides leadership to assist the other Directors in carrying out their responsibilities and to enhance the</p>	Not applicable

		<p>effectiveness and cohesion of the Board as a whole.</p> <p>Kindly see the information on the Chairman of the Board, including his name, qualifications, duties and functions in the SEC Form 17-A Annual Report, Item. 9.1. Directors and Executive Officers and the Manual on Corporate Governance, Section II.A.8. The Chairman of the Board.</p> <p>Source Documents and Link:</p> <p>SEC Form 17-A Annual Report, Item. 9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p> <p>Manual on Corporate Governance, Section II.A.8. The Chairman of the Board, page 7 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
Recommendation 1.3			
1. The company provides a policy on training of directors.	Compliant	<i>Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors.</i>	Not applicable

The Manual on Corporate Governance, Section II.C. Onboarding Orientation and Continuing Training for Directors provides that all new-elected Directors attend a corporate governance orientation program of at least eight (8) hours provided by an SEC-accredited training provider, as soon as practicable thereafter. If a newly-elected Director have already attended such training, the same shall serve as compliance with this requirement. Newly-elected Directors are oriented on the Company's Articles of Incorporation, By-Laws, Manual on Corporate Governance, and Code of Conduct, among others.

On annual basis, Directors are required to undergo training of at least four (4) hours covering topics relevant to their duties and responsibilities in Board committees and in the Board.

Source Documents and Links:

Manual on Corporate Governance, Section II.C. Onboarding Orientation and Continuing Training for Directors, page 8

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf>

2. The company has an orientation program for first-time directors.	Compliant	<i>Provide information or link/reference to a document containing information of the orientation program and trainings of directors for the covered year, including the number of hours attended and topics covered.</i>	Not applicable
3. Company has relevant annual continuing training for all directors.	Compliant	<p>The Company has an orientation program for every new director to ensure their understanding of the business and operations of the Company and continuing training for directors.</p> <p>Kindly see the Manual on Corporate Governance, Section II.C. Onboarding Orientation and Continuing Training for Directors.</p> <p>Kindly see the Training Certificates of Directors and Officers.</p> <p>Source Documents and Links:</p> <p>Manual on Corporate Governance, Section II.C. Onboarding Orientation and Continuing Training for Directors, page 8 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Training Certificates of Directors and Officers https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/docu</p>	Not applicable

		ments/Training%20Certificates%20of%20Directors%20and%20Officers%20SL%20Prosperity%20Funds.pdf	
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Recommendation 1.4			
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1. Board has a policy on board diversity.	Compliant	<p>Provide information or link/reference to a document containing the company's board diversity policy.</p> <p>The Company is committed to the principles of good corporate governance on Board diversity. In 2021, the Board is composed of three (3) male Directors and two (2) female Directors.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B. Board Diversity.</p> <p>Source Document and Link:</p> <p>Manual on Corporate Governance, Section II.B. Board Diversity, page 8 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	Not applicable
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Recommendation 1.5			
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1. The Board is assisted by a Corporate Secretary.	Compliant	<p><i>Provide information or link/reference to a document containing information of the Corporate Secretary, including his/her name, qualifications, duties and functions.</i></p>	Not applicable
2. The Corporate Secretary is a separate individual from the Compliance Officer.	Compliant		Not applicable
3. The Corporate Secretary is not a member of the Board of Directors.	Compliant		Not applicable

	<p>The Company's Corporate Secretary, Atty. Anna Katrina C. Kabigting-Ibero and Assistant Corporate Secretary, Atty. Frances Ianna S. Canto, are responsible for assisting the Board in making business judgment in good faith and in the performance of their responsibilities and obligations.</p> <p>Kindly see the information on the Corporate Secretary and the Assistant Corporate Secretary, including their name, qualifications, duties and functions in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers and the Manual on Corporate Governance, Section II.H. Corporate Secretary.</p> <p>The Corporate Secretary and the Assistant Corporate Secretary are separate individuals from the Compliance Officer. The Company's Corporate Secretary is Atty. Anna Katrina C. Kabigting-Ibero and the Assistant Corporate Secretary is Atty. Frances Ianna S. Canto, while the Compliance Officer is Atty. Ma. Jemilyn S. Camania. The duties and responsibilities of the Corporate Secretary are different from those of the Compliance Officer.</p> <p>Kindly see the name, qualifications, duties and functions of the Compliance Officer in the SEC Form 17-A Annual Report, Item. 9.1. Directors and</p>	
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	<p>Executive Officers and the Manual on Corporate Governance, Section II.G. Compliance Officer.</p> <p>The Corporate Secretary is not a member of the Board of Directors.</p> <p>Kindly see the names and profiles of the Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors and the General Information Sheet.</p> <p>Source Documents and Link:</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p> <p>Manual on Corporate Governance, Section II.H. Corporate Secretary, pages 20-21 and Section II.G. Compliance Officer, pages 19-20 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>General Information Sheet</p>	
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		https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf	
4. The Corporate Secretary attends annual training/s on corporate governance.	Compliant	<p><i>Provide information or link/reference to a document containing information of the corporate governance training/s attended, including the date of training, number of hours and topics covered.</i></p> <p>The Company's Corporate Secretary and Assistant Corporate Secretary attend continuing education seminar on corporate governance.</p> <p>Kindly see the training certificates for the four (4) hours of Advanced Corporate Governance training attended by the Corporate Secretary and the Assistant Corporate Secretary on October 5, 2021.</p> <p>Source Document and Link:</p> <p>Training Certificates of Directors and Officers https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Training%20Certificates%20of%20Directors%20and%20Officers%20SL%20Prosperity%20Funds.pdf</p>	Not applicable
Recommendation 1.6			
1. Board is assisted by a Compliance Officer.	Compliant		Not applicable

2. The Compliance Officer has a rank of Senior Vice-President or an equivalent position with adequate stature and authority in the corporation.	Compliant	<i>Provide information or link/reference to a document containing information of the Compliance Officer, including his/her name, position, qualifications, duties and functions.</i>	Not applicable
3. The Compliance Officer is not a member of the board.	Compliant	<p>The Board is assisted by the Company Compliance Officer, Atty. Ma. Jemilyn S. Camania. Atty. Camania received her Bachelor of Arts in Psychology (1992) and Bachelor of Laws (2001) degrees from the University of the Philippines (Diliman). She passed the Bar Examinations in 2002. She is also a Fellow, Life Management Institute (2010), Professional, Customer Service (with honors) (2011), and Associate, Insurance Regulatory Compliance (2014) of the Life Office Management Association (LOMA). The Compliance Officer has a rank of Band 8 and has unrestricted access to the Chief Executive Officer, the Board of Directors and any Committee of the Board of Directors. Management of Compliance Risk is supported by the Three Lines of Defence Model which provides a consistent, transparent and clearly documented allocation of accountability and segregation of functional responsibilities. The Compliance Officer, in the second line of defence, is responsible for creating a framework and setting standards for compliance risk management processes and control, as well as providing effective independent challenge to the first line of</p>	Not applicable

		<p>defence in respect of the same, including monitoring and testing the effectiveness of first-line's controls.</p> <p>Kindly see the information on the Compliance Officer, including her name, qualifications, duties and functions in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors and the Manual on Corporate Governance, Section II.G. Compliance Officer.</p> <p>The Compliance Officer is not a member of the Board of Directors.</p> <p>Kindly see the names and profile of the Compliance Officer in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors and the General Information Sheet.</p> <p>Source Documents and Link:</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p>	
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		<p>Manual on Corporate Governance, Section II.G. Compliance Officer, pages 19-20 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>General Information Sheet https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p>	
4. The Compliance Officer attends annual training/s on corporate governance.	Compliant	<p><i>Provide information or link/reference to a document containing information of the corporate governance training/s attended, including the date of the training, number of hours and topics covered.</i></p> <p>The Company's Compliance Officer attends continuing education seminar on corporate governance.</p> <p>Kindly see the training certificate for the four (4) hours of Advanced Corporate Governance training attended by the Compliance Officer on October 5, 2021.</p> <p>Source Document and Link:</p> <p>Training Certificates of Directors and Officers https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/docu</p>	Not applicable

		ments/Training%20Certificates%20of%20Directors%20and%20Officers%20SL%20Prosperity%20Funds.pdf	
Principle 2: ESTABLISHING CLEAR ROLES AND RESPONSIBILITIES OF THE BOARD			
The fiduciary roles, responsibilities and accountabilities of the Board, as provided under the law, the company's articles and bylaws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to shareholders/members and other stakeholders.			
Recommendation 2.1			
1. The Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company, shareholders and stakeholders.	Compliant	<p><i>Provide information or reference to a document containing information on how the directors performed their duties (this can include board resolutions and minutes of meetings).</i></p> <p>The Directors act in good faith and in the best interest of the Company.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A. Board of Directors and Section II.A.6. Duties and Responsibilities of a Director.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A. Board of Directors, pages 1-2 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.A.6. Duties and</p>	Not applicable

		Responsibilities of a Director , pages 5-6	
Recommendation 2.2			
1. The Board oversees the development and approval of the company's business objectives and strategy.	Compliant	<i>Provide information or link/reference to a document containing information on how the directors performed this function (this can include board resolutions and minutes of meetings).</i>	Not applicable
2. Board oversees and monitors the implementation of the company's business objectives and strategy.	Compliant	<p><i>Indicate frequency of development of business objectives and strategy.</i></p> <p>The Board of Directors is primarily responsible for identifying and setting the Company's strategic directions as well as its Mission and Vision. The Board monitors the implementation of the Company's strategy and reviews the vision and mission periodically. Every year during their fourth quarter meeting, the Board of Directors review the Company's Mission and Vision Statements to determine if the same is still aligned with the Company's objectives and corporate strategy.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board.</p> <p>Kindly see the Sun Life website.</p> <p>Source Documents and Link:</p>	Not applicable

		<p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Sun Life website https://www.sunlife.com.ph/en/about-us/corporate-governance/</p>	
Recommendation 2.3			
1. The Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	<i>Disclose and provide information or link/reference to a document containing the company's succession planning policies and programs and its implementation.</i>	Not applicable
2. The Board adopts a policy for the retirement of directors and key officers.	Compliant	<p>The Board and its Corporate Governance Committee are responsible for the succession plan for the Board members and Board nominated officers, including adopting a retirement policy.</p> <p>Kindly see the policy on succession planning and retirement in the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board and Section II.E.2. Corporate Governance Committee.</p> <p>Source Documents and Link:</p>	Not applicable

		<p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee, pages 14-18</p>	
Recommendation 2.4			
1. The Board aligns the remuneration of key officers and board members with the long-term interests of the company.	Compliant	<i>Provide information or link/reference to a document containing the company's remuneration policy and its implementation, including the relationship between remuneration and performance.</i>	Not applicable
2. The Board adopts a policy specifying the relationship between remuneration and performance.	Compliant	<p>The Board determines the relationship between remuneration and performance of key officers and Board members which should be aligned with the long-term interests of the Company.</p> <p>Kindly see the key factors that are considered in the Manual on Corporate Governance, Section II.A.4. Remuneration.</p> <p>The Corporate Governance Committee recommends remuneration packages for corporate and individual performance.</p>	Not applicable
3. The Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant		Not applicable

		<p>Kindly see the Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.4. Remuneration, page 4 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee, pages 14-18</p>	
Recommendation 2.5			
1. The Board has a formal and transparent board nomination and election policy.	Compliant	<p><i>Provide information or reference to a document containing information on the company's nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how the candidates are shortlisted and how it encourages nominations from shareholders.</i></p> <p><i>Provide proof if minority shareholders have a right to nominate candidates to the board.</i></p> <p><i>Provide information if there was an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.</i></p> <p>The Corporate Governance Committee sets forth the selection of Directors.</p>	Not applicable
2. The Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant		Not applicable
3. The Board nomination and election policy includes how the company accepted nominations from shareholders/members.	Compliant		Not applicable
4. The Board nomination and election policy includes how the board reviews the qualifications of nominated candidates.	Compliant		Not applicable
5. The Board nomination and election policy includes an assessment of the effectiveness of	Compliant		Not applicable

<p>the Board's processes in the nomination, election or replacement/removal of a director.</p>		<p>Shareholders have the right to elect, remove and replace Directors and vote on certain corporate acts in accordance with the Revised Corporation Code and the Company's By-Laws.</p>	
<p>6. The Board has a process for identifying the quality of directors/trustees that is aligned with the strategic direction of the company.</p>	<p>Compliant</p>	<p>Kindly see the Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee and Section VII. Shareholders' Benefit.</p> <p>Kindly see the Company By-Laws.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee, pages 14-18 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section VII. Shareholders' Benefit, pages 26-29</p> <p>By-Laws https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/By%20Laws%20SL%20Prosperity%20Achiever%20Fund%202038.pdf</p>	<p>Not applicable</p>

Recommendation 2.6			
1. Board has overall responsibility in ensuring that there is a policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	Compliant	<p><i>Provide information or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs.</i></p> <p><i>Identify transactions that were approved pursuant to the policy.</i></p>	Not applicable
2. The RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant	<p>The Board has the overall responsibility in ensuring that transactions with related parties and other unusual or infrequently occurring transactions, which pass the materiality threshold are handled in a sound and prudent manner, with integrity, and in compliance with applicable laws and regulations to protect the interest of shareholders, members, and other stakeholders.</p> <p>Kindly see the Related Party Transactions Operating Guidelines.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1.a.19. Audit and Compliance Committee, Acting as Related Party Transaction Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1.a.19. Audit and Compliance Committee, Acting as Related Party Transaction Committee, pages 12-13</p>	Not applicable

		<p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Related Party Transactions Operating Guidelines</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Related%20Party%20Transactions%20Operating%20Guideline%20SLP%202021.pdf</p>	
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Recommendation 2.7

<p>1. The Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) or his/her equivalent, and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).</p>	<p>Compliant</p>	<p><i>Provide information or reference to a document containing the Board's policy on approving the selection of management.</i></p> <p><i>Identify the Management team appointed.</i></p> <p>The Board is primarily responsible for approving the selection of officers such as the President, Treasurer, Compliance Officer, Corporate Secretary, and Assistant Corporate Secretary.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board.</p> <p>The following are the Board appointed officers of the Company:</p> <table border="1" data-bbox="1003 1342 1509 1455"> <thead> <tr> <th>Officer</th> <th>Position</th> </tr> </thead> <tbody> <tr> <td>Candy S. Esteban</td> <td>President</td> </tr> </tbody> </table>	Officer	Position	Candy S. Esteban	President	<p>Not applicable</p>
Officer	Position						
Candy S. Esteban	President						

		<table border="1"> <tr> <td>Sherwin S. Sampang</td> <td>Treasurer</td> </tr> <tr> <td>Ma. Jemilyn S. Camania</td> <td>Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer</td> </tr> <tr> <td>Anna Katrina C. Kabigting-Ibero</td> <td>Corporate Secretary</td> </tr> <tr> <td>Frances Ianna S. Cantos</td> <td>Assistant Corporate Secretary</td> </tr> <tr> <td>Ria V. Mercado</td> <td>Risk Officer</td> </tr> <tr> <td>Joel O. Bungabong</td> <td>Internal Auditor</td> </tr> </table>	Sherwin S. Sampang	Treasurer	Ma. Jemilyn S. Camania	Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer	Anna Katrina C. Kabigting-Ibero	Corporate Secretary	Frances Ianna S. Cantos	Assistant Corporate Secretary	Ria V. Mercado	Risk Officer	Joel O. Bungabong	Internal Auditor	
Sherwin S. Sampang	Treasurer														
Ma. Jemilyn S. Camania	Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer														
Anna Katrina C. Kabigting-Ibero	Corporate Secretary														
Frances Ianna S. Cantos	Assistant Corporate Secretary														
Ria V. Mercado	Risk Officer														
Joel O. Bungabong	Internal Auditor														
		<p>Kindly see the profiles of the Board appointed officers in SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Directors, pages 15-22 and page 104</p>													

		https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf	
<p>2. Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) or his/her equivalent and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive, as may be applicable).</p>	<p>Compliant</p>	<p><i>Provide information or reference to a document containing the Board's policy on assessing the performance of management.</i></p> <p><i>Provide information on the assessment process and indicate frequency of assessment of performance.</i></p> <p>The Board is primarily responsible for assessing the performance of the President and other members of senior management.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board.</p> <p>Kindly see the Board Evaluation Certificate.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	<p>Not applicable</p>

		Board Evaluation Certificate https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20Evaluation%20Certificate%20SL%20Funds%202021.pdf	
Recommendation 2.8			
1. The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that Management's performance is on par with the standards set by the Board and Senior Management.	Compliant	<i>Provide information or link/reference to a document containing the Board's performance evaluation framework for management and personnel.</i> The Board establishes an effective performance management framework.	Not applicable
2. The Board establishes an effective performance evaluation framework that includes a standard or criteria for assessment and ensures that personnel's performance is on par with the standards set by the Board and Senior Management.	Compliant	Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board. Source Documents and Link: Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board , pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf	Not applicable
Recommendation 2.9			
1. The Board ensures that an appropriate internal control system is in place.	Compliant	<i>Provide information or link/reference to a document showing the Board's responsibility in ensuring that an appropriate internal control</i>	Not applicable

<p>2. The internal control system includes a mechanism for monitoring and managing potential/actual conflicts of interest of the Board members/trustees, Management and shareholders/members.</p>	<p>Compliant</p>	<p><i>system is in place, and what comprises the internal control system.</i></p> <p>The Board oversees an appropriate internal control system for monitoring and managing potential conflict of interest of the Management, members and shareholders.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board.</p> <p>Kindly see the Conflict of Interest Operating Guidelines.</p> <p>Kindly see the Related Party Transactions Operating Guidelines.</p> <p>Kindly see the Code of Conduct, Section Avoiding Conflicts of Interest.</p> <p>Kindly see the Sun Life website, About Us, Corporate Governance, Company Policies, Avoiding Conflicts of Interest web page.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/docu</p>	<p>Not applicable</p>
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		<p>ments/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Conflict of Interest Operating Guidelines https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Conflict%20of%20Interest%20Operating%20Guideline%20SLP%202021.pdf</p> <p>Related Party Transactions Operating Guidelines https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Related%20Party%20Transactions%20Operating%20Guideline%20SLP%202021.pdf</p> <p>Code of Conduct, Section Avoiding Conflicts of Interest https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p> <p>Sun Life website, About Us, Corporate Governance, Company Policies, Avoiding Conflicts of Interest web page https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</p>	
3. The Board adopts an Internal Audit Charter.	Compliant	<i>Provide reference or link to the company's Internal Audit Charter.</i>	Not applicable

		<p>The Board, through the Audit and Compliance Committee, evaluates and approves the annual internal audit plan.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee and Section II.J. Internal Auditor.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.J. Internal Auditor, pages 22-23</p>	
Recommendation 2.10			
1. The Board ensures that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	Compliant	<p><i>Provide information or link/reference to a document showing the Board's oversight responsibility on the establishment of a sound enterprise risk management framework and how the board was guided by the framework.</i></p>	Not applicable
2. The risk management framework guides the board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Compliant	<p><i>Provide proof of effectiveness of risk management strategies, if any.</i></p> <p>The Board oversees the sound risk management framework to monitor and</p>	Not applicable

		<p>manage strategic, regulatory, operational and financial risks.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board and Section II.K. Risk Officer.</p> <p>Kindly see the Risk Management Framework Operating Guideline – Enterprise.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.K. Risk Officer, pages 23-24</p> <p>Risk Management Framework Operating Guideline – Enterprise https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Risk%20Management%20Framework%20Operating%20Guideline%20-%20Enterprise%20SLP%202021.pdf</p>	
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Recommendation 2.11			
1. The Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	Compliant	<i>Provide link to the company's website where the Board Charter is disclosed and/or other proof that it is publicly available.</i>	Not applicable
2. The Board Charter serves as a guide to the directors/trustees in the performance of their functions.	Compliant	<p>The Board approved the Manual on Corporate Governance, which sets forth its purposes, authority, duties and responsibilities, structure and procedures in accordance with SEC Memorandum Circular No. 24 series of 2019 "Code of Corporate Governance for Public Companies and Registered Issuers".</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	Not applicable
3. The Board Charter is publicly available.	Compliant		Not applicable
Principle 3. ESTABLISHING BOARD COMMITTEES			
The board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, compliance and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all the board committees should be contained in their respective board committee charters.			
Recommendation 3.1			
1. The Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.	Compliant	<i>Provide information or link/reference to a document containing information on all the board committees established by the company.</i>	Not applicable

		<p>The Board established the following Board Committees to aid in complying with the principles of good corporate governance:</p> <ol style="list-style-type: none"> 1. Audit and Compliance Committee 2. Corporate Governance Committee <p>Kindly see the Manual on Corporate Governance, Section II.E. Board Committees.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E. Board Committees, pages 8-18 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
Recommendation 3.2			
<p>1. The Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information of the Audit Committee, including its functions.</i></p> <p><i>Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor.</i></p> <p>The Company has an Audit and Compliance Committee which assists the Board in fulfilling its oversight responsibilities for the financial reporting process, the system of internal</p>	<p>Not applicable</p>

		<p>control, the internal and external audit process, and compliance with laws and regulations.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
<p>2. The Audit Committee is composed of at least three (3) qualified non-executive directors, the majority of whom, including the Chairperson, are independent directors.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information of the members of the Audit Committee, including their qualifications and type of directorship.</i></p> <p>The Audit and Compliance Committee is composed of three (3) Directors, all of whom are Independent Directors, including the Committee Chair, and who are appointed by the Board on an annual basis following each annual meeting.</p> <p>Kindly see the Manual on Corporate Governance Section II.E.1. Audit and Compliance Committee.</p>	<p>Not applicable</p>

The Committee is composed of the following members:

Director	Designation
Oscar S. Reyes	Chairman / Independent Director/ Non-Executive Director
Cielito F. Habito	Independent Director/ Non-Executive Director
Aleli Angela G. Quirino	Independent Director/ Non-Executive Director

Kindly see the profiles of the Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.

Source Documents and Links:

Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf>

SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104

		https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf	
3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	Compliant	<p><i>Provide information or link/reference to a document containing information on the background, knowledge, skills, and/or experience of the members of the Audit Committee.</i></p> <p>The Audit and Compliance Committee as a whole possesses the experience and expertise required to fulfill the Committee's mandate. Each member of the Committee is financially literate, have experience in accounting or finance, or at least an adequate understanding of, or competence in, most of the Corporation's financial and risk management systems and regulatory environment.</p> <p>Kindly see the profiles of the Directors in the SEC Form 17-1 Annual Report, Item.9.1. Directors and Executive Officers.</p> <p>Kindly see the Board of Director's Skills Matrix.</p> <p>Source Documents and Link:</p>	Not applicable

		<p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p> <p>Board of Director's Skills Matrix https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLP%20Funds%202021.pdf</p>	
<p>4. The Chairperson of the Audit Committee is not the Chairman of the Board or of any other committee.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information of the Chairperson of the Audit Committee.</i></p> <p>The Chairman of the Audit and Compliance Committee, Mr. Oscar S. Reyes, is not the Chairman of the Board or of any other committee.</p> <p>Kindly see the profile of the Chairman of the Audit and Compliance Committee in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p> <p>Source Documents and Link:</p>	<p>Not applicable</p>

		<p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p>	
Recommendation 3.3			
<p>1. The Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.</p>	<p>Compliant</p>	<p><i>Provide information or reference to a document containing information of the Corporate Governance Committee, including its functions.</i></p> <p><i>Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable.</i></p> <p>The Company has a Corporate Governance Committee which assists the Board in fulfilling its corporate governance responsibilities.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee, pages 14-18 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/docu</p>	<p>Not applicable</p>

		ments/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf							
<p>2. The Corporate Governance Committee is composed of at least three (3) members, majority of whom, including the Chairperson, should be independent directors.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information of the members of the Corporate Governance Committee, including their qualifications and type of directorship.</i></p> <p>The Corporate Governance Committee is composed of three (3) members of the Board, majority of whom are Independent Directors, including the Committee Chair, and in the absence of another Independent Director, the third member is a Non-Executive Director. The members are appointed by the Board on an annual basis following each annual meeting.</p> <p>Kindly see the Manual on Corporate Governance Section II.E.2. Corporate Governance Committee.</p> <p>The Committee is composed of the following members:</p> <table border="1" data-bbox="1003 1102 1503 1417"> <thead> <tr> <th data-bbox="1003 1102 1249 1161">Director</th> <th data-bbox="1249 1102 1503 1161">Designation</th> </tr> </thead> <tbody> <tr> <td data-bbox="1003 1161 1249 1305">Cielito F. Habito</td> <td data-bbox="1249 1161 1503 1305">Chairman / Independent Director/ Non-Executive Director</td> </tr> <tr> <td data-bbox="1003 1305 1249 1417">Oscar S. Reyes</td> <td data-bbox="1249 1305 1503 1417">Independent Director/ Non-Executive Director</td> </tr> </tbody> </table>	Director	Designation	Cielito F. Habito	Chairman / Independent Director/ Non-Executive Director	Oscar S. Reyes	Independent Director/ Non-Executive Director	<p>Not applicable</p>
Director	Designation								
Cielito F. Habito	Chairman / Independent Director/ Non-Executive Director								
Oscar S. Reyes	Independent Director/ Non-Executive Director								

		<table border="1" data-bbox="1003 193 1509 280"> <tr> <td data-bbox="1003 193 1249 280">Benedicto C. Sison</td> <td data-bbox="1249 193 1509 280">Non-Executive Director</td> </tr> </table> <p data-bbox="1003 320 1509 448">Kindly see the profile of the Directors in the SEC Form 17-1 Annual Report, Item.9.1. Directors and Executive Officers.</p> <p data-bbox="1003 528 1509 560">Source Documents and Link:</p> <p data-bbox="1003 600 1509 695">Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee, pages 14-18 <a data-bbox="1003 703 1509 831" href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p data-bbox="1003 871 1509 967">SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 <a data-bbox="1003 975 1509 1182" href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p>	Benedicto C. Sison	Non-Executive Director	
Benedicto C. Sison	Non-Executive Director				
Recommendation 3.4					
1. The Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.	Compliant	<i>Provide information or link/reference to a document containing information of the Board Risk Oversight Committee (BROC), including its functions</i>	Not applicable		

		<p>The Company has an Audit and Compliance Committee, which acts as a Board Risk Oversight Committee that assists the Board in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control, the internal and external audit process, and compliance with laws and regulations.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1.a.20. Audit and Compliance Committee Acting as Board Risk Oversight Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1.a.20. Audit and Compliance Committee Acting as Board Risk Oversight Committee, pages 13-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
<p>2. The BROC is composed of at least three (3) members, the majority of whom should be independent directors, including the Chairperson.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information of the members of the BROC, including their qualifications and type of directorship.</i></p> <p>The Audit and Compliance Committee, acting as Board Risk Oversight Committee, is composed of three (3)</p>	<p>Not applicable</p>

Directors, all of whom are Independent Directors, including the Committee Chair, and who are appointed by the Board on an annual basis following each annual meeting.

Kindly see the Manual on Corporate Governance Section II.E.1.a.20. Audit and Compliance Committee Acting as Board Risk Oversight Committee.

The Committee is composed of the following members:

Director	Designation
Oscar S. Reyes	Chairman / Independent Director/ Non-Executive Director
Cielito F. Habito	Independent Director/ Non-Executive Director
Aleli Angela G. Quirino	Independent Director/ Non-Executive Director

Kindly see the profiles of the members of the Audit and Compliance Committee in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.

Source Documents and Link:

		<p>Manual on Corporate Governance, Section II.E.1.a.20. Audit and Compliance Committee Acting as Board Risk Oversight Committee, pages 13-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p>	
<p>3. At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC.</i></p> <p>The Audit and Compliance Committee, acting as Board Risk Oversight Committee, as a whole possesses the experience and expertise required to fulfill the Committee’s mandate. Each member of the Committee is financially literate, have experience in accounting or finance, or at least an adequate understanding of, or competence in, most of the Corporation’s financial and</p>	<p>Not applicable</p>

		<p>risk management systems and regulatory environment.</p> <p>Kindly see the Board of Director's Skills Matrix.</p> <p>Source Documents and Link:</p> <p>Board of Director's Skills Matrix https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLP%20Funds%202021.pdf</p>	
Recommendation 3.5			
1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	Compliant	<p><i>Provide information or link/reference to the company's committee charters, containing all the required information, particularly the functions of the Committee that is necessary for performance evaluation purposes.</i></p>	Not applicable
2. The Committee Charters provide standards for evaluating the performance of a committee and its members.	Compliant	<p>The Board Committees have their respective purposes, memberships, structures and operations and duties and responsibilities.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E. Board Committees.</p> <p>The Board, through the Corporate Governance Committee, oversees the periodic performance evaluation of the Board and its committees, and conducts</p>	Not applicable

		<p>an annual self-evaluation of its performance.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee.</p> <p>A Board Effectiveness Questionnaire is released at least annually. The Questionnaire includes an assessment of the effectiveness of the Board's processes and procedures in the nomination, election, or replacement/removal of a Director, as well assessment of the performance of the Chairperson, individual members, and committees.</p> <p>Kindly see the Manual on Corporate Governance, Section II.G.a.12. Compliance Officer duties.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.2. Corporate Governance Committee, pages 14-18 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.G.a.12. Compliance Officer duties, page 20</p>	
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**Manual on Corporate Governance,
Section II.A.4. Remuneration, page 4**

Principle 4. FOSTERING COMMITMENT

To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business.

Recommendation 4.1

<p>1. The Directors attend and actively participate in all meetings of the Board, Committees and shareholders in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing the process and procedure for tele/videoconferencing board and/or committee meetings.</i></p> <p><i>Provide information or link/reference to a document containing the attendance and participation of directors to Board, Committee and shareholders' meetings.</i></p>	<p>Not applicable</p>
<p>2. The Directors review meeting materials for all Board and Committee meetings.</p>	<p>Compliant</p>	<p>Directors attend Board and Committee meetings and actively participate in deliberations and decisions in an objective manner, whether in person or through tele-/ videoconferencing, unless prevented by illness, death in the immediate family, serious accidents, or other analogous causes.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director.</p> <p>Kindly see the 2021 Certificate of Board of Directors Attendance.</p> <p>Directors inform himself or herself of significant matters dealt with at</p>	<p>Not applicable</p>

		<p>meetings not attended. They review Board and Committee meeting materials.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director., pages 5-6 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>2021 Certificate of Board of Directors Attendance https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Certificate%20of%20Board%20of%20Directors%20Attendance%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p>	
<p>3. The Directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information on any questions raised or clarification/explanation sought by the directors</i></p> <p>Directors, if necessary, are expected to ask the necessary questions or to seek</p>	<p>Not applicable</p>

		<p>clarifications and explanations during the Board and Committee meetings.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director., pages 5-6</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
Recommendation 4.2			
<p>1. Non-executive directors concurrently serve in not more than ten (10) public companies and/or registered issuers. If concurrently sitting in at least three (3) publicly listed companies, the maximum concurrent directorships shall be five (5) public companies and/or registered issuers.</p>	<p>Non-Compliant</p>	<p><i>Disclose if the company has a policy setting the limit of board seats that a non-executive director can hold simultaneously.</i></p> <p><i>Provide information or reference to a document containing information on the directorships of the company's directors in listed companies, registered issuers and public companies.</i></p> <p>The Non-Executive Directors concurrently serve as directors in other Sun Life Prosperity Funds.</p> <p>Kindly see the profile of the Non-Executive Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p>	<p>All Non-Executive Directors are serving on more than ten (10) registered issuers. Even if the Non-Executive Directors concurrently serve as Directors in other Sun Life Prosperity Funds, they can still effectively perform their functions.</p>

		<p>Source Documents and Link:</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p>	
Recommendation 4.3			
<p>1. The Directors notify the company's board before accepting a directorship in another company.</p>	<p>Compliant</p>	<p><i>Provide copy of/reference to the written notification to the board or minutes of board meeting wherein the matter was discussed.</i></p> <p>The Directors will notify the Company's Board before accepting a directorship in another company.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director.</p> <p>In 2021, there are no notifications submitted to the Corporate Secretary.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.6. Duties and</p>	<p>Not applicable</p>

		Responsibilities of a Director , pages 5-6 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf	
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Principle 5. REINFORCING BOARD INDEPENDENCE

The Board should endeavor to exercise an objective and independent judgment on all corporate affairs.

Recommendation 5.1

<p>1. The Board is composed of a majority of non-executive directors who possess the necessary qualifications.</p>	<p>Compliant</p>	<p><i>Identify or provide link/reference to a document identifying the directors, the type of their directorships and their qualifications.</i></p> <p>The Board consists of five (5) Directors, three (3) Independent Directors, one (1) Non-Executive Director, and one (1) Executive Director.</p> <table border="1" data-bbox="1003 922 1503 1412"> <thead> <tr> <th>Director</th> <th>Designation</th> </tr> </thead> <tbody> <tr> <td>Benedicto C. Sison</td> <td>Chairman / Non-Executive Director</td> </tr> <tr> <td>Cielito F. Habito</td> <td>Independent Director/ Non-Executive Director</td> </tr> <tr> <td>Aleli Angela G. Quirino</td> <td>Independent Director/ Non-Executive Director</td> </tr> <tr> <td>Oscar S. Reyes</td> <td>Independent Director/ Non-Executive Director</td> </tr> </tbody> </table>	Director	Designation	Benedicto C. Sison	Chairman / Non-Executive Director	Cielito F. Habito	Independent Director/ Non-Executive Director	Aleli Angela G. Quirino	Independent Director/ Non-Executive Director	Oscar S. Reyes	Independent Director/ Non-Executive Director	<p>Not applicable</p>
Director	Designation												
Benedicto C. Sison	Chairman / Non-Executive Director												
Cielito F. Habito	Independent Director/ Non-Executive Director												
Aleli Angela G. Quirino	Independent Director/ Non-Executive Director												
Oscar S. Reyes	Independent Director/ Non-Executive Director												

		<table border="1" data-bbox="1003 193 1509 252"> <tr> <td data-bbox="1003 193 1249 252">Candy S. Esteban</td> <td data-bbox="1249 193 1509 252">President / Executive Director</td> </tr> </table> <p data-bbox="1003 292 1509 392">The Directors possess all the qualifications and none of the disqualifications to hold the position.</p> <p data-bbox="1003 432 1509 563">Kindly see the profile of the Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p> <p data-bbox="1003 639 1509 667">Source Documents and Links:</p> <p data-bbox="1003 707 1509 807">SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104</p> <p data-bbox="1003 810 1509 1015">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p> <p data-bbox="1003 1054 1509 1082">General Information Sheet</p> <p data-bbox="1003 1085 1509 1257">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p>	Candy S. Esteban	President / Executive Director	
Candy S. Esteban	President / Executive Director				
Recommendation 5.2					
1. The Board has at least two (2) independent directors or such number as to constitute one-third (1/3) of the board, whichever is higher.	Compliant	<i>Provide information or link/reference to a document containing the number of independent directors in the board.</i>	Not applicable		

The Board consists of five (5) Directors, three (3) Independent Directors, one (1) Non-Executive Director, and one (1) Executive Director.

Director	Designation
Benedicto C. Sison	Chairman / Non-Executive Director
Cielito F. Habito	Independent Director/ Non-Executive Director
Aleli Angela G. Quirino	Independent Director/ Non-Executive Director
Oscar S. Reyes	Independent Director/ Non-Executive Director
Candy S. Esteban	President / Executive Director

Kindly see the profile of the Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.

Source Documents and Links:

SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104
<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20>

		Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf General Information Sheet https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf	
Recommendation 5.3			
1. The independent directors possess all the qualifications and none of the disqualifications to hold the position.	Compliant	<p><i>Provide information or link/reference to a document containing the qualifications of independent directors.</i></p> <p>The Independent Directors possess all the qualifications and none of the disqualifications to hold the position.</p> <p>Kindly see the profiles of the Independent Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p> <p>Source Documents and Links:</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperit </p>	Not applicable

		y%20Achiever%20Fund%202038%20for%202021.pdf General Information Sheet https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf	
Recommendation 5.4			
<p>1. The company perpetually bars an independent director from serving in such capacity after the term limit of nine (9) years.</p>	<p>Non-Compliant</p>	<p><i>Provide information or link/reference to a document containing the company's policy on term limits for its independent director.</i></p> <p>Independent Directors have a maximum cumulative term of nine (9) years, after which the Independent Director are perpetually barred from re-election as such in the same company. He/she may however, continue to qualify for nomination and election as a Non-Independent Director. Subject to meritorious justification and shareholder approval during the annual stockholders meeting, the Board may retain an independent director who has served as such for nine (9) years.</p> <p>Kindly see the profiles of the Independent Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p> <p>Source Documents and Links:</p>	<p>Two (2) Independent Directors are retained as a result of not being able to obtain the necessary votes to elect a new set of Independent Directors and not because we were able to get the approval of the shareholders to retain the Independent Directors in the same capacity despite the passing of nine (9) years.</p>

		<p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p> <p>General Information Sheet https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p>	
<p>2. In the instance that the company retains an independent director in the same capacity after nine (9) years, the Board provides meritorious justification and seeks shareholders'/members' approval during the annual regular meeting.</p>	<p>Non-Compliant</p>	<p><i>Provide reference to the meritorious justification and proof of shareholders'/members' approval during the annual regular meeting.</i></p> <p>Independent Directors have a maximum cumulative term of nine (9) years, after which the Independent Director are perpetually barred from re-election as such in the same company. He/she may however, continue to qualify for nomination and election as a Non-Independent Director. Subject to meritorious justification and shareholder approval during the annual stockholders meeting, the Board may retain an independent director who has served as such for nine (9) years.</p>	<p>The retention of the two (2) Independent Directors is a result of not being able to obtain the necessary votes to elect a new set of Independent Directors and not because we were able to get the approval of the shareholders to retain the Independent Directors in the same capacity despite the passing of nine (9) years.</p>

		<p>Kindly see the Manual on Corporate Governance, Section II.A.2. Independent Director.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.2. Independent Director, pages 2-3 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
Recommendation 5.5			
<p>1. The positions of Chairperson of the Board and Chief Executive Officer (or its equivalent) are held by separate individuals.</p>	<p>Compliant</p>	<p><i>Identify the company's Chairperson of the Board and Chief Executive Officer (or its equivalent).</i></p> <p>The Chairman of the Board is a separate individual from the President. The Company's Chairman of the Board is Mr. Benedicto C. Sison while the President is Ms. Candy S. Esteban.</p> <p>Kindly see the profiles of the Chairman of the Board and the President in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p> <p>Source Documents and Links:</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104</p>	<p>Not applicable</p>

		<p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p> <p>General Information Sheet https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/General%20Information%20Sheet%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p>	
<p>2. The Chairperson of the Board and Chief Executive Officer (or its equivalent) have clearly defined responsibilities.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing the roles and responsibilities of the Chairperson of the Board and Chief Executive Officer (or its equivalent). Identify the relationship of the Chairperson and CEO.</i></p> <p>The duties and responsibilities of the Chairman of the Board and the President are clearly defined.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.8. The Chairman of the Board and Section II.F. Chief Executive Officer.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.8. The Chairman of the Board, page 7</p>	<p>Not applicable</p>

		<p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Manual on Corporate Governance, Section II.F. Chief Executive Officer, pages 18-19</p>	
Recommendation 5.6			
<p>1. The Board designates a lead director among the independent directors if the Chairperson of the Board is not an independent director.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any. Indicate if Chairperson is an independent director.</i></p> <p>In 2021, the Board implemented the appointment of a Lead Independent Director among the Independent Directors since the Chairperson of the Board is not an Independent Director.</p> <p>Kindly see the profile of the Directors in the SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers.</p> <p>Source Documents and Links:</p> <p>SEC Form 17-A Annual Report, Item.9.1. Directors and Executive Officers, pages 15-22 and page 104 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20</p>	<p>Not applicable</p>

		Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf	
Recommendation 5.7			
1. The Directors/Trustees with material interest in a transaction affecting the corporation fully disclose his/her adverse interest, abstain from taking part in the deliberations for the same, and recuse from voting on the approval of transaction.	Compliant	<p><i>Provide proof of full disclosure and abstention, if any, of the interested director/trustee.</i></p> <p>Directors are required to disclose any personal interest or conflict of interest in relation to any matter to be considered by the Board and abstain from taking part in the deliberations for the same.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.6. Duties and Responsibilities of a Director, pages 5-6</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	Not applicable
Recommendation 5.8			
1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive directors present.	Compliant	<p><i>Provide proof and details of said meeting, if any. Provide information on the frequency and attendees of meetings.</i></p>	Not applicable

<p>2. The meetings are chaired by the lead independent director, if applicable.</p>	<p>Compliant</p>	<p>The Non-Executive Directors have periodic meetings with the external auditor and Heads of the Internal Audit, Compliance and Risk functions.</p> <p>The meetings are presided by Chairman Oscar S. Reyes of the Audit and Compliance Committee, who is an Independent Director.</p> <p>Kindly see the Agenda of Audit and Compliance Committee meetings.</p> <p>Source Documents and Link:</p> <p>Agenda of Audit and Compliance Committee Meetings https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20Audit%20and%20Compliance%20Committee%20Meetings%20SL%20Prosperity%20Funds%202021.pdf</p>	<p>Not applicable</p>
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Principle 6. ASSESSING BOARD PERFORMANCE

The best measure of the Board’s effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body, and assess whether it possesses the right mix of backgrounds and competencies.

Recommendation 6.1

<p>1. The Board conducts an annual self-assessment of its performance as a whole.</p>	<p>Compliant</p>	<p><i>Provide proof of self-assessments conducted by the whole board, the individual members, the Chairperson and the Committees.</i></p>	<p>Not applicable</p>
<p>2. The Chairperson conducts an annual self-assessment of his performance.</p>	<p>Compliant</p>		<p>Not applicable</p>

3. The individual members conduct a self-assessment of their performance.	Compliant	The Board conducts an annual self-assessment of its performance as a whole, the performance of each Board Committee, and the skills and experience of individual members. The self-assessment results are key factors in the enhancement of directors' performance and effectiveness in the discharge of their duties. The result of the 2021 annual assessment was reported to the Board on March 9, 2022.	Not applicable
4. Each committee conducts a self-assessment of its performance.	Compliant	<p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board of Directors.</p> <p>Kindly see the Board Evaluation Certificate.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board of Directors, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Board Evaluation Certificate https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/docu</p>	Not applicable

		ments/Board%20Evaluation%20Certificate%20SL%20Funds%202021.pdf	
Recommendation 6.2			
1. Board has in place a system that provides, at the minimum, criteria and process to determine the performance of the Board, individual directors and committees.	Compliant	<i>Provide information or link/reference to a document containing information on the system of the company to evaluate the performance of the board, individual directors and committees, including a feedback mechanism from shareholders/members.</i>	Not applicable
2. The system allows for a feedback mechanism from the shareholders.	Compliant	<p>The Company has a board assessment process in place. Every year, the Directors answer a Board Effectiveness Questionnaire (BEQ) to assess the effectiveness of the Board and Board Committees in the performance and exercise of their functions and mandate under the Manual on Corporate Governance, Charters of the various Board Committees, and applicable laws and regulations.</p> <p>The questionnaire includes self-assessments on (1) performance as an individual director, (2) performance of the Board as a body, and (3) performance of each of the Committees to which the directors belong. The BEQ is sent to all members of the Board covering various facets of corporate governance including the responsibilities of the Board, independence, strategic planning, audit, risk management and skills and experience of individual directors. The</p>	Not applicable

		<p>results of the 2021 Board Effectiveness Questionnaire are collated by the external provider to ensure utmost confidentiality. Responses from individual directors are not disclosed and only the consolidated results are discussed and reported to the Board.</p> <p>In 2021, the Directors accomplished the Board Effectiveness Questionnaire and have evaluated themselves with a strong Board composition in terms of competence and professionalism. The Board is very much engaged in monitoring regulatory compliance in Corporate Governance and the Board roles and accountabilities are well defined. There is a very good partnership and collaboration between the Board and Management and Management supports the Board effectively. The Chairman exercises leadership to ensure the effectiveness of the Board. The results of the assessment were reported to the Board on March 9, 2022.</p> <p>Shareholders can give their feedback through the following reporting channel:</p> <ul style="list-style-type: none"> • Send report to: Code@sunlife.com <p>Kindly see the Sun Life website, Reporting Channels.</p>	
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		<p>Source Documents and Link:</p> <p>Reporting Channels https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLP%202021.pdf</p> <p>https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</p>	
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Principle 7. STRENGTHENING BOARD ETHICS

The Board directors are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.

Recommendation 7.1

<p>1. The Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to the company's Code of Business Conduct and Ethics.</i></p> <p>The Code of Conduct, applicable to all Directors of the Board, Management Team, and employees, sets out clear standards for professional behaviour and empowers all to do the right thing.</p> <p>Source Documents and Link:</p> <p>Code of Conduct https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p>	<p>Not applicable</p>
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<p>2. The Code is properly disseminated to the members of the Board.</p>	<p>Compliant</p>	<p><i>Provide information or discuss how the company disseminated the Code to the members of the Board.</i></p> <p>The Code of Conduct is annually disseminated to all Directors, officers and employees, posted in the Sun Life website and internal databases (The Source and Bright Hub), and explained to new directors, officers and employees during onboarding or orientation.</p> <p>Source Documents and Link:</p> <p>Code of Conduct https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p>	<p>Not applicable</p>
<p>3. The Code is disclosed and made available to the public through the company website.</p>	<p>Compliant</p>	<p><i>Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/disclosed.</i></p> <p>The Code of Conduct is posted in the Sun Life website.</p> <p>Source Documents and Link:</p> <p>Code of Conduct https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p>	<p>Not applicable</p>

Recommendation 7.2			
<p>1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.</p>	<p>Compliant</p>	<p><i>Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics.</i></p> <p><i>Indicate who are required to comply with the Code of Business Conduct and Ethics and any findings on non-compliance.</i></p> <p>One of the principal duties and responsibilities of each Director is confirming compliance with the Code of Conduct on an annual basis and maintaining the confidentiality of corporate information and Board deliberations.</p> <p>The attestation also includes a provision wherein the Director shall notify the Compliance Officer of any change in the circumstances which might adversely affect his/her compliance with the Code.</p> <p>Kindly see the Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board of Directors.</p> <p>The Board reviews and guides corporate strategy, major plans of action, risk management policies and procedures, annual budgets and business plans; set performance objectives; monitor implementation and corporate performance; and oversee major capital</p>	<p>Not applicable</p>

		<p>expenditures, acquisitions and divestitures</p> <p>Kindly see the Manual on Corporate Governance, II.A.5. Specific Duties and Functions of the Board of Directors.</p> <p>Kindly see the Code of Conduct.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.A.5. Specific Duties and Functions of the Board, pages 4-5 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Code of Conduct https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p>	
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DISCLOSURE AND TRANSPARENCY

Principle 8. ENHANCING COMPANY DISCLOSURE POLICIES AND PROCEDURES

The Board should establish corporate disclosure policies and procedures that are practical and in accordance with generally accepted best practices and regulatory expectations.

Recommendation 8.1

1. The Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a	Compliant	<i>Provide information or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders/members and other stockholders.</i>	Not applicable
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<p>company's financial condition, results and business operations.</p>		<p>The Company recognizes that the most cogent proof of good corporate governance is that which is visible to the eyes of its investors. All shareholders shall be allowed to inspect corporate books and records, including minutes of Board meetings and stock registries, in accordance with the Corporation Code, and shall be furnished with annual reports, including financial statements, without cost or restrictions.</p> <p>Kindly see the Manual on Corporate Governance, Section VII. Shareholders' Benefit.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section VII. Shareholders' Benefit, pages 26-29 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>2021 Audited Financial Statements https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SL%20Prosperity%20Achiever%20Fund%202038%20for%202021.pdf</p> <p>Quarterly Reports</p>	
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		https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20Q%20Quarterly%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20Q1%202021.pdf https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20Q%20Quarterly%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20Q2%202021.pdf https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20Q%20Quarterly%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20Q3%202021.pdf	
Recommendation 8.2			
1. The company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within five (5) business days.	Compliant	<p><i>Provide information or link/reference to the company's policy requiring directors and officers to disclose their dealings in the company's shares.</i></p> <p><i>Indicate actual dealings of directors involving the corporation's shares including their nature, number/percentage and date of transaction.</i></p>	Not applicable
2. The company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within five (5) business days.	Compliant	<p>All Directors and officers are required to disclose/report to the Company any dealings in the Company's shares they may have within five (5) business days from date of transaction.</p>	Not applicable

		<p>Kindly see the Manual on Corporate Governance, Section II.D. Inside Dealings.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.D. Inside Dealings, page 8 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
Recommendation 8.3			
1. The company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	<i>Provide link to the company's website where the Manual on Corporate Governance is posted.</i>	Not applicable
2. The company's MCG is submitted to the SEC.	Compliant	<p>The Company's corporate governance practices are principally contained in the Manual on Corporate Governance, Company's Amended Articles of Incorporation, and By-Laws. The Company is compliant with SEC Memorandum Circular No. 24 series of 2019 "Code of Corporate Governance for Public Companies and Registered Issuers".</p> <p>Kindly see the Manual on Corporate Governance, the Company's Amended Articles of Incorporation, and By-Laws posted in the Sun Life website.</p> <p>Source Documents and Link:</p>	Not applicable
3. The company's MCG is posted on the company website.	Compliant		Not applicable

		<p>Manual on Corporate Governance https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Articles of Incorporation https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Articles%20of%20Incorporation%20SL%20Prosperity%20Achiever%20Fund%202038.pdf</p> <p>By-Laws https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/By%20Laws%20SL%20Prosperity%20Achiever%20Fund%202038.pdf</p> <p>Submission to SEC of the Manual on Corporate Governance https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Submission%20of%20Manual%20on%20Corporate%20Governance%20to%20SEC.pdf</p>	
Recommendation 8.4			
1. The company's corporate governance policies and practices and all relevant information are disclosed in its Annual Corporate Governance Report (ACGR).	Compliant	<i>Provide link to the company's website where the Annual Corporate Governance Report is posted</i>	Not applicable
2. The company's ACGR is submitted to the SEC.	Compliant	The company's corporate governance policies and practices and all relevant information are disclosed in the Annual Corporate Governance Report (ACGR).	Not applicable
3. The company's ACGR is posted on the company website	Compliant		Not applicable

		<p>The ACGR is submitted to the SEC and posted in the Sun Life website.</p> <p>Source Documents and Link:</p> <p>Sun Life website https://www.sunlife.com.ph/en/about-us/corporate-governance/slamci-online-terms/</p>	
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Principle 9. STRENGTHENING EXTERNAL AUDITOR'S INDEPENDENCE AND IMPROVING AUDIT QUALITY

The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.

Recommendation 9.1

<p>1. The Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to a document containing the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor.</i></p> <p>The Audit and Compliance Committee recommends to the Board the appointment, reappointment, removal and fees of the External Auditor, duly accredited by the Commission, who undertakes an independent audit of the corporation, and provide an objective assurance on the manner by which the financial statements should be prepared and presented to the stockholders.</p>	<p>Not applicable</p>
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		<p>Kindly see the Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
<p>2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board and ratified by the shareholders/members.</p>	<p>Compliant</p>	<p><i>Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor.</i></p> <p>The Audit and Compliance Committee recommends to the Board the appointment, reappointment, removal and fees of the External Auditor, duly accredited by the Commission, who undertakes an independent audit of the corporation, and provide an objective assurance on the manner by which the financial statements should be prepared and presented to the stockholders.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee.</p> <p>Source Documents and Link:</p>	<p>Not applicable</p>

		<p>Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
<p>3. For removal of the external auditor, the reasons for removal or change are disclosed to the SEC, the shareholders/members, and the public through the company website and required disclosures.</p>	Compliant	<p><i>Provide information or link/reference to a document containing the company's reason for removal or change of external auditor</i></p> <p>The removal of external auditor, the reasons for removal or change will be disclosed to the regulators and the public.</p> <p>As approved by the Board, the Company engages the services of Navarro Amper & Co., a local member firm of Deloitte Touche Tohmatsu Limited, as its external auditor.</p> <p>Kindly see the SEC Form 17-A Annual Report, Item 9(b).3.</p> <p>Source Documents and Link:</p> <p>SEC Form 17-A Annual Report, Item 9(b).3., page 97 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperit</p>	Not applicable

		y%20Achiever%20Fund%202038%20of%202021.pdf	
Recommendation 9.2			
1. The Audit Committee Charter includes the Audit Committee's responsibility on: <ul style="list-style-type: none"> i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements. 	Compliant	<p><i>Provide link/reference to the company's Audit Committee Charter.</i></p> <p>The Audit and Compliance Committee ensures that the external auditor maintains its independence from the Company, and that the services provided are in accordance with Sun Life's Policy Restricting the Use of External Auditors.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee.</p>	Not applicable
2. The Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.	Compliant	<p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	Not applicable
Recommendation 9.3			
1. Company discloses the nature of non-audit services performed by its external auditor in the Annual Report to manage potential conflict of interest cases.	Compliant	<p><i>Disclose the nature of non-audit services performed by the external auditor, if any.</i></p> <p>The Company discloses the nature of non-audit services performed by its</p>	Not applicable

		<p>external auditor. There were no other fees paid to the external audit firm during the same year other than audit fees.</p> <p>Kindly see the SEC Form 17-A Annual Report, External Audit Services/Audit and Audit-Related Fees.</p> <p>Source Documents and Link:</p> <p>SEC Form 17-A Annual Report, External Audit Services/Audit and Audit-Related Fees, page 15 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/SEC%20Form%2017%20A%20Annual%20Report%20SL%20Prosperity%20Achiever%20Fund%202038%20of%202021.pdf</p>	
<p>2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.</p>	<p>Compliant</p>	<p><i>Provide link or reference to guidelines or policies on non-audit services.</i></p> <p>The Audit and Compliance Committee evaluates and determines the non-audit work, if any, of the external auditor, and periodically review the non-audit fees paid to the external auditor in relation to the total fees paid to him and to the Company's overall consultancy expenses. The committee should disallow any non-audit work that will conflict with his duties as an external auditor or may pose a threat to his</p>	<p>Not applicable</p>

		<p>independence. The non-audit work, if allowed, should be disclosed in the Company's Annual Report.</p> <p>Kindly see the Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.E.1. Audit and Compliance Committee, pages 8-14 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
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Principle 10. INCREASING FOCUS ON NON-FINANCIAL AND SUSTAINABILITY REPORTING

The Board should ensure that the company discloses material and reportable non-financial and sustainability issues.

Recommendation 10.1

1. The Board has a clear and focused strategy on the disclosure of non-financial information.	Compliant	<p><i>Disclose or provide link to the company's policies and practices on the disclosure of non-financial information, including EESG issues.</i></p> <p>The Board adopts a globally recognized standard/framework in disclosing to all shareholders/members all material information about the Company which could adversely affect its viability or the interests of the shareholders. Such information include, among others,</p>	Not applicable
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		<p>earnings results, acquisition or disposition of assets, off balance sheet transactions, related party transactions, non-financial information (strategic and operational objectives, sustainability issues, etc.), and direct and indirect remuneration of members of the Board and Management. All such information should be disclosed through the appropriate exchange mechanisms and submissions to the Commission.</p> <p>Kindly see the Manual on Corporate Governance, Section VI. Reportorial or Disclosure System of Corporate Governance Policies.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section VI. Reportorial or Disclosure System of Corporate Governance Policies, page 26 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
<p>2. The company discloses to all shareholders/members and other stakeholders the company's strategic and operational objectives with emphasis on the management of environmental, economic, social and governance (EESG) issues of its business which underpin sustainability.</p>	<p>Compliant</p>	<p><i>Provide link or reference to the company's disclosure of strategic and operational objectives, with emphasis on EESG matters.</i></p> <p>The Board adopts a globally recognized standard/framework in disclosing to all shareholders/members all material</p>	<p>Not applicable</p>

	<p>information about the Company which could adversely affect its viability or the interests of the shareholders. Such information include, among others, earnings results, acquisition or disposition of assets, off balance sheet transactions, related party transactions, non-financial information (strategic and operational objectives, sustainability issues, etc.), and direct and indirect remuneration of members of the Board and Management. All such information should be disclosed through the appropriate exchange mechanisms and submissions to the Commission.</p> <p>Kindly see the Manual on Corporate Governance, Section VI. Reportorial or Disclosure System of Corporate Governance Policies.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section VI. Reportorial or Disclosure System of Corporate Governance Policies, page 26 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
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Principle 11. PROMOTING A COMPREHENSIVE AND COST-EFFICIENT ACCESS TO RELEVANT INFORMATION

The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for an informed decision-making by investors, stakeholders and other interested users.

Recommendation 11.1

<p>1. The company has a website to ensure a comprehensive, cost-efficient, transparent and timely manner of disseminating relevant information to the public.</p>	<p>Compliant</p>	<p><i>Provide link to the company's website.</i></p> <p>The Sun Life website provides the latest news, product information, marketing activities of the company. The information posted on the Sun Life website is updated on a weekly or monthly basis depending on the urgency of news and advisories.</p> <p>Source Documents and Link:</p> <p>Sun Life website https://www.sunlife.com.ph/en/investments/sun-life-prosperity-funds/our-financials/ https://www.sunlife.com.ph/en/about-us/corporate-governance/slamci-online-terms/ https://www.sunlife.com.ph/en/about-us/newsroom/</p>	<p>Not applicable</p>
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INTERNAL CONTROL AND RISK MANAGEMENT FRAMEWORKS

Principle 12. STRENGTHENING INTERNAL CONTROL AND RISK MANAGEMENT SYSTEMS

To ensure the integrity, transparency and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management system.

Recommendation 12.1

<p>1. The company has an adequate and effective internal control system in the conduct of its business.</p>	<p>Compliant</p>	<p><i>List quality service programs for the internal audit functions.</i></p> <p><i>Indicate frequency of review of the internal control system.</i></p> <p>The Company adopts a system of internal checks and balances and oversees that an appropriate internal control system is in place, including setting up a mechanism for monitoring and managing potential conflicts of interest of board members, management, and shareholders/members.</p> <p>The Internal Audit function is the third line of defence (LOD) and is responsible for providing independent assurance to management, the Risk Management Committee on the design and operational effectiveness of the risk management practices carried out by first LOD and second LOD. Internal Audit provides a quarterly opinion on the effectiveness of internal controls, risk management and governance processes to the Risk Management Committee. In addition, the Risk Management Committee may engage third-party independent reviews to supplement the third LOD review of the effectiveness of the Company's risk management programs.</p>	<p>Not applicable</p>
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		<p>Kindly see the Manual on Corporate Governance, Section II.J. Internal Auditor.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.J. Internal Auditor, pages 22-23</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
<p>2. The company has an adequate and effective enterprise risk management framework in the conduct of its business.</p>	<p>Compliant</p>	<p><i>Identify international framework used for Enterprise Risk Management.</i></p> <p><i>Provide information or reference to a document containing information on:</i></p> <ol style="list-style-type: none"> <i>1. Company's risk management procedures and processes.</i> <i>2. Key risks the company is currently facing.</i> <i>3. How the company manages the key risks.</i> <p><i>Indicate frequency of review of the enterprise risk management framework.</i></p> <p>The Company's overall risk management framework, adopted after the Company's parent company, prescribes a comprehensive set of protocols and programs that need to be followed in conducting business activities. The risks that arise when providing products and services to clients, which are in line with the Company's purpose to help its clients achieve lifetime financial security and</p>	<p>Not applicable</p>

	<p>live healthier lives, are managed within these protocols and programs. Effective risk management is critical to the overall profitability, competitive market positioning and long-term financial viability of the Company. While all risk cannot necessarily be eliminated, the Risk Framework seeks to ensure that risks to a business undertaking are appropriately managed to achieve the Company's business objectives over time and are not expected to exceed pre-established boundaries for risk taking.</p> <p>The risk management process as set out in the Company's risk management framework includes:</p> <ul style="list-style-type: none"> • Risk identification and management • Risk measurement • Risk management, monitoring and reporting <p>The Risk Universe provides a structured and consistent means for grouping and reporting on key risk across all business groups. Our risk universe comprises of six major categories:</p> <ul style="list-style-type: none"> • Business and Strategic risk • Credit risk • Market risk • Liquidity risk • Insurance risk • Operational risk 	
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		<p>Kindly see the Manual on Corporate Governance, Section II.K. Risk Officer.</p> <p>Kindly see the Risk Management Framework Operating Guideline-Enterprise.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.K. Risk Officer, pages 23-24 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Risk Management Framework Operating Guideline-Enterprise. https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Risk%20Management%20Framework%20Operating%20Guideline%20-%20Enterprise%20SLP%202021.pdf</p>	
Recommendation 12.2			
<p>1. The company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.</p>	<p>Compliant</p>	<p><i>Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm hired.</i></p> <p>The Company has in place an independent internal audit function which is performed by internal auditors through which the Board, senior management, and stockholders shall be provided with reasonable assurance that</p>	<p>Not applicable</p>

	<p>the Company's key organizational and procedural controls are effective, appropriate, and complied with.</p> <p>Kindly see the Manual on Corporate Governance, Section II.J. Internal Auditor.</p> <p>Kindly see the Risk Management Framework Operating Guideline-Enterprise on the Three Lines of Defence.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.J. Internal Auditor, pages 22-23 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p> <p>Risk Management Framework Operating Guideline-Enterprise. https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Risk%20Management%20Framework%20Operating%20Guideline%20-%20Enterprise%20SLP%202021.pdf</p>	
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CULTIVATING A SYNERGIC RELATIONSHIP WITH SHAREHOLDERS/MEMBERS

Principle 13. PROMOTING SHAREHOLDER/MEMBER RIGHTS

The company should treat all shareholders/members fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.

Recommendation 13.1

<p>1. The Board ensures that basic shareholder/member rights are disclosed in the Manual on Corporate Governance.</p>	<p>Compliant</p>	<p><i>Provide link or reference to the company's Manual on Corporate Governance where shareholders'/members' rights are disclosed.</i></p> <p>The Board is committed to respect the rights of the shareholders, as follows:</p> <ol style="list-style-type: none"> 1. Voting Right 2. Power of Inspection 3. Right to Information 4. Right to Dividends 5. Appraisal Right <p>Kindly see the Manual on Corporate Governance, Section VII. Shareholders' Benefit.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, VII. Shareholders' Benefit, pages 26-29 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	<p>Not applicable</p>
<p>Recommendation 13.2</p>			
<p>1. The Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders'/Members' Meeting with sufficient and relevant information at least twenty-one (21) days before the meeting.</p>	<p>Compliant</p>	<p><i>Indicate the number of days before the annual or special stockholders'/members' meeting when the notice and agenda were sent out.</i></p> <p><i>Provide link to the Agenda included in the company's Information Statement (SEC Form 20-IS).</i></p> <p>The Company released its Notice of Annual Meeting of the Stockholders on</p>	<p>Not applicable</p>

		<p>June 22, 2021, twenty-two (22) days before the July 14, 2021 scheduled date of the meeting in accordance with the Corporation Code and the By-Laws of the Company.</p> <p>Source Documents and Link:</p> <p>2021 Notice of Annual Meeting of the Stockholders https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2021%20Notice%20of%20the%20Annual%20Meeting%20of%20Stockholders%20SL%20Funds%20July%202021.pdf</p> <p>Sun Life website https://www.sunlife.com.ph/en/investments/sun-life-prosperity-funds/our-financials/</p>	
Recommendation 13.3			
<p>1. The Board encourages active shareholder/member participation by making the result of the votes taken during the most recent Annual or Special Shareholders'/Members' Meeting publicly available the next working day.</p>	<p>Compliant</p>	<p><i>Provide information or reference to a document containing all relevant questions raised and answers during the ASM and special meeting and the results of the vote taken during the most recent ASM/SSM.</i></p> <p>The 2021 Draft Minutes of the Annual Meeting of the Stockholders is available in the Sun Life website.</p> <p>Source Documents and Link:</p>	<p>Not applicable</p>

		<p>2021 Draft Minutes of the Annual Meeting of the Stockholders https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/(2)%20(DRAFT)%20ASHM%202021%20Minutes%20(Achiever%20Funds%202028%2c%202038%2c%202048%20and%20WEIFF).pdf</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/(2)%20ASHM2021-Results%20of%20the%20Votes%20WEIFF%20and%20Achiever%20Funds.pdf</p> <p>Sun Life website https://www.sunlife.com.ph/en/investments/sun-life-prosperity-funds/our-financials/</p>	
<p>2. The minutes of the Annual and Special Shareholders'/Members' Meetings are available on the company website within five (5) business days from the end of the meeting.</p>	<p>Compliant</p>	<p><i>Provide link to minutes of meeting in the company website.</i></p> <p><i>Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes.</i></p> <p><i>Indicate also if the voting on resolutions was by poll.</i></p> <p><i>Include whether there was opportunity to ask question and the answers given, if any.</i></p> <p>The 2021 Draft Minutes of the Annual Meeting of the Stockholders is available in the Sun Life website.</p>	<p>Not applicable</p>

		<p>Source Documents and Link:</p> <p>2021 Draft Minutes of the Annual Meeting of the Stockholders https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/(2)%20(DRAFT)%20ASHM%202021%20Minutes%20(Achiever%20Funds%202028%2c%202038%2c%202048%20and%20WEIFF).pdf</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/(2)%20ASHM2021-Results%20of%20the%20Votes%20WEIFF%20and%20Achiever%20Funds.pdf</p> <p>Sun Life website https://www.sunlife.com.ph/en/investments/sun-life-prosperity-funds/our-financials/</p>	
Recommendation 13.4			
<p>1. The Board makes available, at the option of a shareholder/member, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.</p>	<p>Compliant</p>	<p><i>Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes.</i></p> <p><i>Provide link/reference to where it is found in the Manual on Corporate Governance.</i></p> <p>The Board encourages the exercise of shareholders' voting rights and the resolution of collective action problems through appropriate mechanisms.</p>	<p>Not applicable</p>

		<p>Kindly see the Manual on Corporate Governance, Section VII. Shareholders' Benefit.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, VII. Shareholders' Benefit, pages 26-29 https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	
Recommendation 13.5			
<p>1. The Board establishes an Investor Relations Office (IRO) or Customer Relations Office (CRO) or its equivalent to ensure constant engagement with its shareholders/members.</p>	<p>Compliant</p>	<p><i>Disclose the contact details of the officer/office responsible for investor relations, such as:</i></p> <ol style="list-style-type: none"> 1. Name of the person 2. Telephone number 3. Fax number 4. E-mail address <p>Sun Life has the following contact channels to ensure constant engagement with shareholders/members:</p> <ul style="list-style-type: none"> • Client Service Centers nationwide • Client Care Center (SunLink) at +632-8849-9888 • Trunkline at +632-8555-8888 • Email to SLAMCI@sunlife.com or sunlink@sunlife.com • Mutual Fund Representatives • Sun Life website 	<p>Not applicable</p>

		<ul style="list-style-type: none"> • SMS services to 0919-1600404 <p>Source Documents and Link:</p> <p>Client Service Centers https://www.sunlife.com.ph/en/about-us/where-to-find-us/</p> <p>Sun Life website https://www.sunlife.com.ph/en/about-us/contact-us/</p> <p>SMS services https://www.sunlife.com.ph/en/about-us/contact-us/sms-services/</p>	
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DUTIES TO STAKEHOLDERS

Principle 14. RESPECTING RIGHTS OF STAKEHOLDERS AND EFFECTIVE REDRESS FOR VIOLATION OF STAKEHOLDER'S RIGHTS

The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.

Recommendation 14.1

1. The Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.	Compliant	<p><i>Identify the company's stakeholders and provide information or reference to a document containing the company's policies and programs for its stakeholders.</i></p> <p>The Board identifies the Company's various stakeholders, promotes cooperation between them and the Corporation in creating wealth, growth and sustainability, and provide a mechanism on the fair treatment and protection of stakeholder.</p>	Not applicable
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		<p>The Company is committed to always keeping stakeholders informed through the following communication channels:</p> <ul style="list-style-type: none"> • Sun Life website – the Company website provides the latest news, product information, marketing activities of the Company. The information posted on the Sun Life website is updated on a weekly or monthly basis depending on the urgency of news and advisories. • Intranet – the Company’s intranet, called The Source, lists all the tools and guidelines for Sun Life employees across our different territories. It currently publishes corporate news which are updated on a monthly basis. Only Sun Life employees have access to The Source. • Facebook Workplace – using Facebook Workplace, all Sun Life employees are able to interact and build communities across the globe. This platform allows real-time posting of updates, greetings and newsworthy clips across the entire Sun Life network. Updates are made on a daily basis and access is restricted to Sun Life employees only. • Staff Town Hall Meetings – the Company, through its Human 	
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		<p>Resources Department, holds town hall meetings with the staff to discuss the latest developments within the Company, changes in Company policies, management decisions and activities that require staff participation. This is also one opportunity where service awardees are recognized and new hires are introduced to the whole workforce.</p> <ul style="list-style-type: none"> • Social Media Accounts – the Company’s Facebook, Instagram and Twitter accounts are managed by the Marketing Department’s Digital team, who takes care of posting news and relevant articles about events and campaigns complete with colorful images, and often times presenting stories in real time on videos. • Zoom Conferencing – the Company started to mount ‘Zoom’ conferences to connect employees and advisors from various Sun Life territories to share best practices and discuss projects, new campaigns, agency activities, among others. • Agents’ Portal – the Company has an Agents’ Portal to keep all field managers and advisors updated on the latest news about 	
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		<p>Company developments, agency activities and sales campaigns.</p> <p>Kindly see the Sun Life website.</p> <p>At Sun Life, our purpose is to help our clients achieve lifetime financial security and live healthier lives. Our commitment to sustainability brings our purpose to life.</p> <p>Kindly see the 2021 Sustainability Report that provides our sustainability plan that focuses on our areas of expertise where we can have the most positive social and environmental impact:</p> <ul style="list-style-type: none"> • Increasing Financial Security – We aspire to increase the lifetime financial security of our clients, employees and communities. We provide innovative financial products and services, empower and educate clients and community members to take positive financial action, and increase access to wealth and protection products. • Fostering Healthier Lives – We aspire to improve health and wellness outcomes for all. To achieve this, we offer clients and employees products and tools to help them live healthier lives, invest in community health, and 	
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improve access to and use of health and disability insurance.

- **Advancing Sustainable Investing** – We aspire to deliver sustainable returns for clients and drive the transition to a low-carbon, inclusive economy. To pursue our aspiration, we manage capital with sustainability embedded in our investment processes, offer our clients and employees sustainable investing opportunities, and invest assets to support a low-carbon and more inclusive economy.

Source Documents and Link:

2021 Sustainability Report

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Sustainability%20Report%20SLP%202021.pdf>

Employee Development Programs

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Development%20Programs%20SLP%202021.pdf>

Employee Training

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/docu>

		ments/Employee%20Training%20SLP%202021.pdf	
Recommendation 14.2			
1. The Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.	Compliant	<p><i>Identify policies and programs for the protection, fair treatment and enforcement of the rights of the company's stakeholders.</i></p> <p>The Board provides a mechanism on the fair treatment and protection of stakeholders. The Company implements policies and activities that protect the rights and promote the interest of its various stakeholders.</p> <p>Kindly see the 2021 Sustainability Report that provides our sustainability plan that focuses on our areas of expertise where we can have the most positive social and environmental impact:</p> <ul style="list-style-type: none"> • Increasing Financial Security – We aspire to increase the lifetime financial security of our clients, employees and communities. We provide innovative financial products and services, empower and educate clients and community members to take positive financial action, and increase access to wealth and protection products. • Fostering Healthier Lives – We aspire to improve health and wellness outcomes for all. To 	Not applicable

achieve this, we offer clients and employees products and tools to help them live healthier lives, invest in community health, and improve access to and use of health and disability insurance.

- **Advancing Sustainable Investing** – We aspire to deliver sustainable returns for clients and drive the transition to a low-carbon, inclusive economy. To pursue our aspiration, we manage capital with sustainability embedded in our investment processes, offer our clients and employees sustainable investing opportunities, and invest assets to support a low-carbon and more inclusive economy.

Kindly also see the following policies in the Sun Life website, Corporate Governance, Company Policies:

- Competing Fairly and Openly
- Respecting Privacy and Confidentiality

Source Documents and Link:

2021 Sustainability Report
<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Sustainability%20Report%20SLP%202021.pdf>

		<p>Sun Life website, Corporate Governance, Company Policies web page</p> <p>https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</p>	
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Principle 15. ENCOURAGING EMPLOYEES' PARTICIPATION

A mechanism for employee participation should be developed to create a symbiotic working environment consistent with the realization of the company's objectives and good corporate governance goals

Recommendation 15.1

<p>1. The Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.</p>	<p>Compliant</p>	<p><i>Provide information or link/reference to company policies, programs and procedures that encourage employee participation.</i></p> <p>The Company encourages employees to actively participate in the realization of the Company's goals and in its governance.</p> <p>Kindly see the following policies and programs for employee participation that are disclosed in the Sun Life website:</p> <ul style="list-style-type: none"> • Our Culture – Our people are guided by a set of core values that are shared throughout the organization worldwide: Integrity, Engagement, Client Focus, Excellence and Value • Our Rewards – We offer our employees a fair and competitive compensation package and a 	<p>Not applicable</p>
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		<p>rewarding career in line with their job, skills and performance</p> <ul style="list-style-type: none"> • Our Benefits – Together with a competitive package, we grant our employees with benefit packages to help address everyday needs and assist them in achieving financial security • Long-term Incentive Program – Our Long-Term Incentive (LTI) program rewards leaders for their focus on creating sustainable long-term value for our shareholders • Our Learning Development Programs – We highly encourage and support employee development in order to strengthen their personal and professional competencies. Whenever they are just starting their career with the Company or already a seasoned professional, we offer competency-based programs that fit their needs, keep them challenged, and cultivate their full potential so they can achieve their business and career goals • Promoting Safety in the Workplace – We are committed to maintaining a safe and respectful work environment, where our well-being is strengthened and we are 	
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		<p>empowered to bring our best selves to work</p> <ul style="list-style-type: none"> • Promoting Diversity and Fairness – Diversity and inclusion is at the core of our values at the Company. We embrace our diverse workforce where wide perspectives and creative ideas benefit our clients, our partners, and the communities in which we operate. We are committed to hiring, developing and retaining the most qualified individuals to promote and achieve our business objectives • Talent Review and Succession Management – the Company conducts annual Talent Review and Succession Management processes to identify and develop individuals with the capabilities to meet future leadership needs • Project teams and product development groups – Employees participate in working groups that consider employee viewpoints in certain key decisions • Brighter World – the Company, through its philanthropic arm Sun Life Financial-Philippines Foundation, Inc. (Sun Life Foundation), allows employee 	
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spirit of volunteerism to shine brighter.

With millions of confirmed COVID-19 cases nationwide, we positioned ourselves to respond to the country's most urgent needs during the pandemic. Sun Life Foundation adapted its work to new challenges—to address current needs while also preparing families and communities for a better future through the following programs:

Health

- **Sun Life Barangay Health Stations** are beginning to operate in eight (8) municipalities in Batangas that are deficient in health services. The health stations provide preventive health services such as immunization programs, health and nutrition programs, promotion of sanitation and hygiene, etc. The health stations are also expected to provide family planning services, pre- and post-natal care as well as treatment for minor illnesses and accidents. Community health workers in the eight barangays are trained to

		<p>provide basic health services and will soon man the operations in the health stations.</p> <ul style="list-style-type: none"> - Free Antigen Swab Testing for frontliners through World Surgical Foundation continues, for early detection of COVID-19 cases and to support government hospitals identify positive cases to avoid the spread of infection among other hospital staff and patients. - Adopt-a-Patient Program through long-time partner, Kythe Foundation, offers financial subsidy to 125 children to cover laboratory fees, medicines and medical procedures in Kythe-affiliated hospitals in Cebu, Tarlac and Metro Manila. <p>Education</p> <ul style="list-style-type: none"> - Sun Pera-Aralan for public school teachers aims to instill positive, practical, and better daily money behaviors to 125,000 teachers in the Philippines through an innovative yet simple budgeting system. The program conducted in collaboration with AHA! Behavioral Design has now 	
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		<p>expanded its efforts to help public school teachers secure their finances as it launches a new batch of participants for 2021.</p> <ul style="list-style-type: none"> - Tulong Eskwela:Teaching at the Right Level is an evidence-based education approach that helps children develop basic reading and mathematics skills in only 60 days. Created by Pratham Education Foundation and implemented by AHA Learning Center, both award-winning and internationally recognized organizations, this program uses high-quality but low-cost interventions to address learning gaps. This approach is easily replicated and is already found effective in many countries. In the Philippines, AHA Learning Center with Sun Life Foundation, is training 300 public school teachers that will directly benefit 9,000 learners. This will eventually compound to 1,500 teachers and 45,000 students as a result of a training cascade. - Ayla Saves for a Bright Day is Sun Life Foundation’s first financial literacy story and 	
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		<p>activity book that was co-developed with Adarna House. It features a typical Filipino family's experience as the prolonged health crisis threatens their financial well-being and highlights the Filipinos' resilience and resourcefulness which are especially relevant in this pandemic. It also introduces kids to basic financial management skills through the activities embedded in the story. The book hopes to raise awareness on the importance of financial literacy not only for adults but also for children and inspire many Filipino families to pursue it.</p> <ul style="list-style-type: none"> - Comprehensive educational sponsorship of 125 elementary and high school students in Minglanilla, Alegria and Daanbantayan Municipalities supports over a hundred students annually from depressed areas in the province of Cebu. Unlike most scholarship grants, this program supports children from public schools who may not be academically outstanding 	
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		<p>but are inclined to finish school and their parents are willing to support them. The program considers and addresses all components that may affect a student's schooling such as food assistance, social support, values formation, support for the family's financial capacity and recovery, emergency assistance and supplementary training.</p> <ul style="list-style-type: none"> - Building household resilience for near-shore fishers program aims to help fishers manage their income. Sun Life Foundation is helping Rare, a global organization on social change, in forming and advancing savings and loans clubs, financial literacy workshops and market development programs. The 18 savings clubs formed in the towns of Bais, Amlan and Manjuyod in Negros Oriental became a lifeline to 364 members who had a cumulative savings of P852,860.00. Better financial management of the near-shore fishers and their families help build household resilience 	
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		<p>especially during disasters or emergencies. Being able to meet their financial needs also lessens the tendency to overfish, boosting marine/coastal conversation which is at the heart of Rare's Fish Forever program.</p> <ul style="list-style-type: none"> - Scholarship grants for 55 slots in partner universities are retained, even providing leniency to scholars who were not able to meet their grade requirements or wanted to take a quick break due to prioritize their mental health. Hebreo Foundation and Bantay Edukasyon Scholars also continued to enjoy their scholarship benefits. <p>Disaster Relief</p> <ul style="list-style-type: none"> - Sun Life Foundation partnered with Sagip Kapamilya, the humanitarian action arm of the ABS-CBN Lingkod Kapamilya Foundation, Inc., to provide immediate response to families affected by calamities. With the valuable assistance from donors and partners like us, Sagip Kapamilya is able to provide food packs, hot 	
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		<p>meals, hygiene kits, home repair kits and other basic needs to families and individuals severely affected by a natural calamity. In 2021, Sun Life Foundation was able to provide help to thousands of families affected by the onslaught of Typhoon Maring and Typhoon Odette through the provision of food packs.</p> <p>Arts and Culture</p> <ul style="list-style-type: none"> - M-FLIX 2021: Da Pinoy Pandemic Palabas, an original virtual musical by the Bonifacio Art Foundation, Inc. and curated by National Artist for Music Maestro Ryan Cayabyab, Moy Ortiz and Noel Ferrer, highlights the country's collective mental health, gratitude and renewal. Co-presented by Sun Life Foundation who has been a strong believer in the powerful role of arts in nation-building, the musical is free for all and available for streaming in YouTube year-round. The original songs, written and performed by excellent Filipino musical artists, are 	
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		<p>also dedicated to the country's frontliners.</p> <p>Corporate Donations</p> <ul style="list-style-type: none"> - Farmers of Hope project of NVC Foundation helps in the creation of sustainable food source and income generation in poor, rural communities. With the Foundation's help, 60 farming families of the Bukidnon Tribe in San Carlos, Negros Occidental receive basic tools, equipment, training, market linkages along with the establishment of village-level processing units that will increase the value of their harvests. These will increase their economic opportunities while helping them achieve food security amidst the pandemic. - Mental Health & Food Security of the World Wide Fund (WWF) Philippines has developed a Food Shed Farming Enterprise model that adopts natural and green farming technologies, which practice waste recycling by composting, rainwater harvesting for irrigation, natural pest and 	
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		<p>disease control, containerized production, and integrated nutrient management to produce healthy and quality food (vegetables and poultry) products for the family and the community. Sun Life of Canada has donated Food Sheds to 4 identified municipalities in Negros Occidental and Negros Oriental affected by Typhoon Maring. Through this program, we can potentially help 1,050 individuals with direct access to food, 210 families with access to financial services and 63 given employment opportunities.</p> <p>- Culture-based Education for Indigenous Sama-Bajau Children in Zamboanga City. As the country continues to navigate a new reality, Sun Life Foundation through Cartwheel Foundation is honored to take part in helping children from indigenous communities thrive despite the challenges of the pandemic. Cartwheel Foundation</p>	
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		<p>Over the years, Cartwheel Foundation has been working on bringing relevant and holistic education to indigenous children and their communities. This year, Sun Life Foundation is helping them bring holistic education development to indigenous Sama-Bajau children and their families through the creation of safe learning spaces, the establishment of a core group of local champions to advocate the education and well-being of the Sama-Bajau children and institutionalize systems, processes and policies to ensure the delivery of relevant education and social services to the Sama-Bajau and their families.</p> <ul style="list-style-type: none"> - Project ILAW (Inclusion for Learning Accommodation and Welfare). In support of inclusive and rights-based education, Sun Life Foundation is working with Good Neighbors Philippines in providing better learning opportunities to children with disabilities. Project ILAW focuses on child 	
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		<p>protection, on access to quality education of children with disabilities and in setting systems and mechanisms in partner schools and local government units. Assistive devices and learning aids will be provided to the children but policy advocacy and capacity building will ensure sustainability in partner schools.</p> <p>Source Documents and Link:</p> <p>Sun Life website, About Us, Become an Employee, Our Culture web page https://www.sunlife.com.ph/en/about-us/become-an-employee/our-culture/</p> <p>Sun Life website, About Us, Become an Employee, Our Rewards and Benefits web page https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/</p> <p>Long-Term Incentive Program https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Long%20Term%20Incentive%20Program%20SLP%202021.pdf</p> <p>Employee Development Programs</p>	
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		<p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Development%20Programs%20SLP%202021.pdf</p> <p>Employee Training https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Training%20SLP%202021.pdf</p> <p>Sun Life website, About Us, Corporate Governance, Employee Benefits and Training web page https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/</p> <p>Sun Life website, About Us, Corporate Governance, Company Policies web page https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</p>	
Recommendation 15.2			
<p>1. The Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Business Conduct and Ethics.</p>	<p>Compliant</p>	<p><i>Identify or provide link/reference to the company's policies, programs and practices against corruption.</i></p> <p>The Company is committed to complying with the letter and spirit of anti-corruption and anti-bribery laws in the Philippines and in any country where it operates. The Company prohibits the direct or indirect use of bribery,</p>	<p>Not applicable</p>

	<p>kickbacks, payoffs, or other corrupt practices by employees, advisors, or other parties acting on behalf of the Company, especially in its business relationships including those with suppliers, clients and government representatives.</p> <p>Generally, anti-corruption laws in the country where the Company operates prohibits offering, giving or accepting anything of value to a government official or another person to improperly influence a decision, assist the Company in doing business, or obtain an improper business advantage. Hence, it is a policy of the Company not to allow payments or transfers of anything of value to government officials or representatives unless it is for a legitimate or legal purpose and duly and with prior review and authorization.</p> <p>Employees are expected to recognize and avoid the use of bribery and to report suspected and known incidents of bribery and corruption through the channels set out in the Company's Code of Conduct. The Company's business partners are also expected to conduct themselves lawfully and ethically, and to comply with applicable anti-bribery and anti-corruption laws.</p> <p>The Company also has a gifts and entertainment policy, which disallows</p>	
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		<p>employees to receive and give gifts or entertainment unless it is within the allowable amount and meets the conditions set under the policy.</p> <p>Kindly see the Code of Conduct, Section Rejecting Bribery and Corruption and Section Accepting and Giving Appropriate Gifts.</p> <p>Kindly also see the Company Policies on Rejecting Corruption and Bribery and Accepting and Giving Gifts and Entertainment in the Sun Life website.</p> <p>Source Documents and Link:</p> <p>Code of Conduct, Section Rejecting Bribery and Corruption https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p> <p>Sun Life website, About Us, Corporate Governance, Company Policies web page https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</p>	
<p>2. The Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.</p>	<p>Compliant</p>	<p><i>Identify how the board disseminated the policy and program to the employees across the organization.</i></p>	<p>Not applicable</p>

		<p>The Code of Conduct is annually disseminated to all directors, officers and employees, posted in the Sun Life website and internal databases (The Source and Bright Hub), and explained to new directors, officers and employees during onboarding or orientation.</p> <p>Source Documents and Link:</p> <p>Code of Conduct https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLP%202021.pdf</p> <p>Sun Life website, About Us, Corporate Governance, Company Policies web page https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</p>	
Recommendation 15.3			
1. The Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation	Compliant	<p><i>Disclose or provide link/reference to the company whistleblowing policy and procedure for employees.</i></p> <p><i>Indicate if the framework includes procedures to protect the employees from retaliation.</i></p>	Not applicable
2. The Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.	Compliant	<p><i>Provide contact details to report any illegal or unethical behavior.</i></p> <p>The Whistleblower program of the Company provides a formal mechanism</p>	Not applicable

		<p>and channel for officers and employees to raise feedback, inquiries, serious concerns about a perceived wrongdoing or questionable or unethical behavior or transaction, malpractice, or any risk, involving the Company or any of its officers and employees. The Company strictly prohibits any form of retaliation against those reporting concerns in good faith and guarantees that the whistleblower will be shielded or free from reprisals, harassment, or disciplinary action.</p> <p>When stakeholders know or suspect a breach of the Sun Life Code of Conduct, an internal policy or the law, they may promptly report them through any of the following channels:</p> <ul style="list-style-type: none"> • For shareholders, advisors, clients, suppliers, business partners, contractors, sub-contractors, and other third parties: <ul style="list-style-type: none"> – Send report to: Code@sunlife.com • For Sun Life Philippines Board of Directors, officers and employees: <ul style="list-style-type: none"> – Speak Up with their manager, Human Resources, Legal or Compliance – Send report to: Code@sunlife.com 	
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- Raise it to: www.employee-ethics-hotline.com
- Report it to: www.clearviewconnects.com
- Call ClearView using toll-free numbers:
 - Dial 1800 1322 0175 (PLDT Landline/Smart)
 - Dial 1800 8918 0153 (Globe)
- Launch the Skype app from their computer or mobile device
 - Type [clearview-connects](https://www.clearviewconnects.com)
 - Select [ClearView Connects](https://www.clearviewconnects.com)
- Send report to: P.O. Box 11017, Toronto, Ontario M1E 1N0, Canada

Kindly also see the Sun Life website.

Source Documents and Link:

Reporting Channels

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLP%202021.pdf>

		https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/	
3. The Board supervises and ensures the enforcement of the whistleblowing framework.	Compliant	<p><i>Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.</i></p> <p>The Board oversees the integrity, independence, and effectiveness of the policies and procedures for whistleblowing.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2. Duties and Responsibilities of the Board.</p> <p>Source Documents and Link:</p> <p>Manual on Corporate Governance, Section II.B.2. Duties and Responsibilities of the Board, pages 3-5</p> <p>https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SL%20Funds.pdf</p>	Not applicable

Principle 16. ENCOURAGING SUSTAINABILITY AND SOCIAL RESPONSIBILITY

The company should be socially responsible in all its dealings with the communities in which it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.

Recommendation 16.1

<p>1. The company recognizes and places importance on the interdependence between business and society, and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.</p>	<p>Compliant</p>	<p><i>Provide information or reference to a document containing the company's community involvement and environment-related programs.</i></p> <p>The Company operates in a socially-responsible way across the organization and seeks continuous innovative solutions to make better for its stakeholders including the community where it belongs.</p> <p>The Company acts through its subsidiary Sun Life Foundation for all its corporate social responsibility projects or activities. Moreover, the Company's community-related efforts are based on its sustainability commitment. As Sun Life's business continues to grow, it continues to contribute to nation-building and shareholder value through its engaged and empowered workforce, financial literacy advocacy embedded in the products and services offered to its clients and the public in general.</p> <p>The Company actively supports the communities it is based as well as its branches and works by helping build a positive and healthy environment for our clients, employees, advisors and shareholders. Our approach includes helping Filipinos improve their financial literacy, giving back to communities across the nation, strategically investing in real estate and infrastructure that is friendly to the environment (LEED-</p>	<p>Not applicable</p>
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		<p>certified building) and such other activities that foster healthy, sustainable communities, advocating for public policies that encourage financial security and healthy lifestyles.</p> <p>Kindly see the activities and programs in the Sun Life website.</p> <p>Source Documents and Link:</p> <p>Sun Life website https://www.sunlife.com.ph/en/about-us/sun-life-foundation-video/</p> <p>https://www.sunlife.com.ph/en/about-us/corporate-governance/</p>	
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CERTIFICATION

I, **BENEDICTO C. SISON**, the **Chairman** of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective **2021 Annual Corporate Governance Report (ACGR)** to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
- 2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
- 5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

IN WITNESS WHEREOF, I have hereunto set my hand this 26th day of June 2022.


BENEDICTO C. SISON
CHAIRMAN

Signature over printed name

Sun Life of Canada Prosperity Balanced Fund, Inc. - SEC Registration Number A199908713
Sun Life of Canada Prosperity Bond Fund, Inc. - SEC Registration Number A199908715
Sun Life of Canada Prosperity Philippine Equity Fund, Inc. - SEC Registration Number A199908711
Sun Life Prosperity Dollar Advantage Fund, Inc. - SEC Registration Number A200202061
Sun Life Prosperity Peso Starter Fund, Inc. - SEC Registration Number CS200403363
Sun Life Prosperity Dollar Abundance Fund, Inc. - SEC Registration Number CS200417434
Sun Life Prosperity GS Fund, Inc. - SEC Registration Number CS200417430
Sun Life Prosperity Dynamic Fund, Inc. - SEC Registration Number CS201215846
Sun Life Prosperity Philippine Stock Index Fund, Inc. - SEC Registration Number CS201424696
Sun Life Prosperity Dollar Wellspring Fund, Inc. - SEC Registration Number CS201517778
Sun Life Prosperity World Voyager Fund, Inc. - SEC Registration Number CS201517723
Sun Life Prosperity Dollar Starter Fund, Inc. - SEC Registration Number CS201701307
Sun Life Prosperity World Equity Index Feeder Fund, Inc. - SEC Registration Number CS201725847
Sun Life Prosperity Achiever Fund 2028, Inc. - SEC Registration Number CS201739631
Sun Life Prosperity Achiever Fund 2038, Inc. - SEC Registration Number CS201739630
Sun Life Prosperity Achiever Fund 2048, Inc. - SEC Registration Number CS201739629

JUN 28 2022 MAKATI CITY

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2022, by the following who is/are all personally known to me (or whom I have identified through competent evidence of identity) and who exhibited to me his/their respective identification document as follows:

NAME	ID NO.	DATE / PLACE ISSUED
BENEDICTO C. SISON	Passport No. P8268568B	Valid until: 23 November 2031/ DFA Manila

DOC. NO. 90;
PAGE NO. 19;
BOOK NO. 39;
SERIES OF 2022

ATTY. ROMEO M. MONFORT
Notary Public City of Makati
Extended Until Jan 30, 2022
Per B.P. No. 3785
PTR No. 8952889 Jan. 3, 2022 Makati City
Appointment No. M-133 (2020-2021)
BP No. 1092634- Jan. 3, 2018
MCLE NO. VI-6075417 Roll No. 27932
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City

CERTIFICATION

I, **CIELITO F. HABITO, Independent Director** of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective **2021 Annual Corporate Governance Report (ACGR)** to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
- 2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
- 5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

IN WITNESS WHEREOF, I have hereunto set my hand this 26th day of June 2022.



CIELITO F. HABITO
INDEPENDENT DIRECTOR
Signature over printed name

Sun Life of Canada Prosperity Balanced Fund, Inc. – SEC Registration Number A199908713
Sun Life of Canada Prosperity Bond Fund, Inc. – SEC Registration Number A199908715
Sun Life of Canada Prosperity Philippine Equity Fund, Inc. – SEC Registration Number A199908711
Sun Life Prosperity Dollar Advantage Fund, Inc. – SEC Registration Number A200202061
Sun Life Prosperity Peso Starter Fund, Inc. – SEC Registration Number CS200403363
Sun Life Prosperity Dollar Abundance Fund, Inc. – SEC Registration Number CS200417434
Sun Life Prosperity GS Fund, Inc. – SEC Registration Number CS200417430
Sun Life Prosperity Philippine Stock Index Fund, Inc. – SEC Registration Number CS201424696
Sun Life Prosperity Dollar Wellspring Fund, Inc. – SEC Registration Number CS201517778
Sun Life Prosperity World Voyager Fund, Inc. – SEC Registration Number CS201517723
Sun Life Prosperity Achiever Fund 2038, Inc. – SEC Registration Number CS201739630
Sun Life Prosperity Achiever Fund 2048, Inc. – SEC Registration Number CS201739629

CERTIFICATION

I, **ALELI ANGELA G. QUIRINO, Independent Director** of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective **2021 Annual Corporate Governance Report (ACGR)** to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
- 2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
- 5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

JUN 28 2022

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of _____ 2022.

ALELI ANGELA G. QUIRINO
INDEPENDENT DIRECTOR
Signature over printed name

- Sun Life of Canada Prosperity Balanced Fund, Inc. - SEC Registration Number A199908713
- Sun Life Prosperity GS Fund, Inc. - SEC Registration Number CS200417430
- Sun Life Prosperity Dynamic Fund, Inc. - SEC Registration Number CS201215846
- Sun Life Prosperity Philippine Stock Index Fund, Inc. - SEC Registration Number CS201424696
- Sun Life Prosperity Dollar Wellspring Fund, Inc. - SEC Registration Number CS201517778
- Sun Life Prosperity World Voyager Fund, Inc. - SEC Registration Number CS201517723
- Sun Life Prosperity Dollar Starter Fund, Inc. - SEC Registration Number CS201701307
- Sun Life Prosperity World Equity Index Feeder Fund, Inc. - SEC Registration Number CS201725847
- Sun Life Prosperity Achiever Fund 2028, Inc. - SEC Registration Number CS201739631
- Sun Life Prosperity Achiever Fund 2038, Inc. - SEC Registration Number CS201739630
- Sun Life Prosperity Achiever Fund 2048, Inc. - SEC Registration Number CS201739629

MAKATI CITY JUN 28 2022

SUBSCRIBED AND SWORN to before me this ____ day of _____, 2022, by the following who is/are all personally known to me (or whom I have identified through competent evidence of identity) and who exhibited to me his/their respective identification document as follows:

NAME	ID NO.	DATE / PLACE ISSUED
ALELI ANGELA G. QUIRINO	Passport No. P6899937B	Valid until: 01 June 2031 / DFA Manila

DOC. NO. 80;
PAGE NO. 17;
BOOK NO. 39;
SERIES OF 2022

ATTY. ROMEO M. MONFORT
Notary Public City of Makati
Extended Until: June 30, 2022
Per B.P. No. 3795
PTR No. 8857-09 Jan. 3, 2022 Makati City
Appointment No. M-133 (2020-2021)
IBP No. 1882834- Jan. 3, 2018
MCLE NO. VI-0023417 Roll No. 27932
101 Urban Ave. Campos Rueda Bldg.
Trgy. Pio Del Pilar, Makati City

CERTIFICATION

I, OSCAR S. REYES, Independent Director of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective 2021 Annual Corporate Governance Report (ACGR) to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

IN WITNESS WHEREOF, I have hereunto set my hand this 20th day of June 2022.

[Handwritten signature of Oscar S. Reyes]

OSCAR S. REYES
INDEPENDENT DIRECTOR
Signature over printed name

- Sun Life of Canada Prosperity Balanced Fund, Inc. - SEC Registration Number A199908713
Sun Life of Canada Prosperity Philippine Equity Fund, Inc. - SEC Registration Number A199908711
Sun Life Prosperity Dollar Advantage Fund, Inc. - SEC Registration Number A200202061
Sun Life Prosperity Dollar Abundance Fund, Inc. - SEC Registration Number CS200417434
Sun Life Prosperity GS Fund, Inc. - SEC Registration Number CS200417430
Sun Life Prosperity Dynamic Fund, Inc. - SEC Registration Number CS201215846
Sun Life Prosperity Dollar Starter Fund, Inc. - SEC Registration Number CS201701307
Sun Life Prosperity World Equity Index Feeder Fund, Inc. - SEC Registration Number CS201725847
Sun Life Prosperity Achiever Fund 2028, Inc. - SEC Registration Number CS201739631
Sun Life Prosperity Achiever Fund 2038, Inc. - SEC Registration Number CS201739630
Sun Life Prosperity Achiever Fund 2048, Inc. - SEC Registration Number CS201739629

JUN 28 2022 MAKATI CITY

SUBSCRIBED AND SWORN to before me this day of 2022, by the following who is/are all personally known to me (or whom I have identified through competent evidence of identity) and who exhibited to me his/their respective identification document as follows:

Table with 3 columns: NAME, ID NO., DATE / PLACE ISSUED. Row 1: OSCAR S. REYES, Passport No. P5302920A, Valid until: 10 December 2022/ DFA NCR East

DOC. NO. 88;
PAGE NO. 19;
BOOK NO. 29;
SERIES OF 2022

ATTY. ROMEO M. MONTECALVO
Notary Public, City of Makati
Extended Until: June 30, 2022
PTR No. 882251-1-000-3, 2622 Makati City
Appointment No. M-133 (2020-2021)
IBP No. 1082634- Jan. 3, 2018
MCLE NO. VI-0023417 (Roll No. 27932)
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City

CERTIFICATION

I, **CANDY S. ESTEBAN**, the **President** of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective **2021 Annual Corporate Governance Report (ACGR)** to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
- 2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
- 5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

IN WITNESS WHEREOF, I have hereunto set my hand this 20th day of June 2022.


CANDY S. ESTEBAN
PRESIDENT

Signature over printed name


Sun Life of Canada Prosperity Balanced Fund, Inc. – SEC Registration Number A199908713
Sun Life of Canada Prosperity Bond Fund, Inc. – SEC Registration Number A199908715
Sun Life of Canada Prosperity Philippine Equity Fund, Inc. – SEC Registration Number A199908711
Sun Life Prosperity Dollar Advantage Fund, Inc. – SEC Registration Number A200202061
Sun Life Prosperity Peso Starter Fund, Inc. – SEC Registration Number CS200403363
Sun Life Prosperity Dollar Abundance Fund, Inc. – SEC Registration Number CS200417434
Sun Life Prosperity GS Fund, Inc. – SEC Registration Number CS200417430
Sun Life Prosperity Dynamic Fund, Inc. – SEC Registration Number CS201215846
Sun Life Prosperity Philippine Stock Index Fund, Inc. – SEC Registration Number CS201424696
Sun Life Prosperity Dollar Wellspring Fund, Inc. – SEC Registration Number CS201517778
Sun Life Prosperity World Voyager Fund, Inc. – SEC Registration Number CS201517723
Sun Life Prosperity Dollar Starter Fund, Inc. – SEC Registration Number CS201701307
Sun Life Prosperity World Equity Index Feeder Fund, Inc. – SEC Registration Number CS201725847
Sun Life Prosperity Achiever Fund 2028, Inc. – SEC Registration Number CS201739631
Sun Life Prosperity Achiever Fund 2038, Inc. – SEC Registration Number CS201739630
Sun Life Prosperity Achiever Fund 2048, Inc. – SEC Registration Number CS201739629

CERTIFICATION

I, **MA. JEMILYN S. CAMANIA**, the **Compliance Officer** of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective **2021 Annual Corporate Governance Report (ACGR)** to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
- 2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
- 5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

IN WITNESS WHEREOF, I have hereunto set my hand this 20th day of June 2022.


MA. JEMILYN S. CAMANIA
COMPLIANCE OFFICER

Signature over printed name

Sun Life of Canada Prosperity Balanced Fund, Inc. - SEC Registration Number A199908713
Sun Life of Canada Prosperity Bond Fund, Inc. - SEC Registration Number A199908715
Sun Life of Canada Prosperity Philippine Equity Fund, Inc. - SEC Registration Number A199908711
Sun Life Prosperity Dollar Advantage Fund, Inc. - SEC Registration Number A200202061
Sun Life Prosperity Peso Starter Fund, Inc. - SEC Registration Number CS200403363
Sun Life Prosperity Dollar Abundance Fund, Inc. - SEC Registration Number CS200417434
Sun Life Prosperity GS Fund, Inc. - SEC Registration Number CS200417430
Sun Life Prosperity Dynamic Fund, Inc. - SEC Registration Number CS201215846
Sun Life Prosperity Philippine Stock Index Fund, Inc. - SEC Registration Number CS201424696
Sun Life Prosperity Dollar Wellspring Fund, Inc. - SEC Registration Number CS201517778
Sun Life Prosperity World Voyager Fund, Inc. - SEC Registration Number CS201517723
Sun Life Prosperity Dollar Starter Fund, Inc. - SEC Registration Number CS201701307
Sun Life Prosperity World Equity Index Feeder Fund, Inc. - SEC Registration Number CS201725847
Sun Life Prosperity Achiever Fund 2028, Inc. - SEC Registration Number CS201739631
Sun Life Prosperity Achiever Fund 2038, Inc. - SEC Registration Number CS201739630
Sun Life Prosperity Achiever Fund 2048, Inc. - SEC Registration Number CS201739629

JUN 28 2022

MAKATI CITY

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2022, by the following who is/are all personally known to me (or whom I have identified through competent evidence of identity) and who exhibited to me his/their respective identification document as follows:

NAME	ID NO.	DATE / PLACE ISSUED
MA. JEMILYN S. CAMANIA	Passport No. P0888783B	Valid until: 01 March 2029/ DFA NCR South

DOC. NO. 89
PAGE NO. 19
BOOK NO. 39
SERIES OF 2022

ATTY. ROMEO M. MONFORT
Notary Public City of Makati
Extended Until June 30, 2022
Per B.P. No. 3795
PTR No. 885250 (Jan. 3, 2022 Makati City)
Appointment No. M-133 (2020-2021)
GP No. 1062634 (Jan. 3, 2018)
MCLE NO. V6-0023417 Roll No. 27932
10 Urban Ave. Campos Rueda Bldg.
Argy. Pio Del Pilar, Makati City

CERTIFICATION

I, **ANNA KATRINA C. KABIGTING-IBERO**, the **Corporate Secretary** of the Sun Life Prosperity Funds indicated below, corporations duly registered under and by virtue of the laws of the Republic of the Philippines, with corresponding SEC Registration Numbers below, and with principal office address at 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the respective **2021 Annual Corporate Governance Report (ACGR)** to be prepared on behalf of the Sun Life Prosperity Fund indicated below;
- 2) That I have read and understood their contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That Sun Life Prosperity Funds will comply with the requirements set forth in SEC Memorandum Circular No. 13, series of 2021: Annual Corporate Governance Report, dated December 31, 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, if applicable; and
- 5) That the e-mail account designated by the Company pursuant to SEC Memorandum Circular No. 28, series of 2020 shall be used by the Company in its online submissions to SEC-Corporate Governance and Finance Department (CGFD).

IN WITNESS WHEREOF, I have hereunto set my hand this 28th day of June 2022.



ANNA KATRINA C. KABIGTING-IBERO
CORPORATE SECRETARY
Signature over printed name

Sun Life of Canada Prosperity Balanced Fund, Inc. – SEC Registration Number A199908713
Sun Life of Canada Prosperity Bond Fund, Inc. – SEC Registration Number A199908715
Sun Life of Canada Prosperity Philippine Equity Fund, Inc. – SEC Registration Number A199908711
Sun Life Prosperity Dollar Advantage Fund, Inc. – SEC Registration Number A200202061
Sun Life Prosperity Peso Starter Fund, Inc. – SEC Registration Number CS200403363
Sun Life Prosperity Dollar Abundance Fund, Inc. – SEC Registration Number CS200417434
Sun Life Prosperity GS Fund, Inc. – SEC Registration Number CS200417430
Sun Life Prosperity Dynamic Fund, Inc. – SEC Registration Number CS201215846
Sun Life Prosperity Philippine Stock Index Fund, Inc. – SEC Registration Number CS201424696
Sun Life Prosperity Dollar Wellspring Fund, Inc. – SEC Registration Number CS201517778
Sun Life Prosperity World Voyager Fund, Inc. – SEC Registration Number CS201517723
Sun Life Prosperity Dollar Starter Fund, Inc. – SEC Registration Number CS201701307
Sun Life Prosperity World Equity Index Feeder Fund, Inc. – SEC Registration Number CS201725847
Sun Life Prosperity Achiever Fund 2028, Inc. – SEC Registration Number CS201739631
Sun Life Prosperity Achiever Fund 2038, Inc. – SEC Registration Number CS201739630
Sun Life Prosperity Achiever Fund 2048, Inc. – SEC Registration Number CS201739629

JUN 28 2022

MAKATI CITY

SUBSCRIBED AND SWORN to before me this ____ day of _____, 2022, by the following who is/are all personally known to me (or whom I have identified through competent evidence of identity) and who exhibited to me his/their respective identification document as follows:

NAME	ID NO.	DATE / PLACE ISSUED
ANNA KATRINA C. KABIGTING-IBERO	Driver's License No. N02-96-324358	Valid until: 01 September 2022 / Land Transportation Office

DOC. NO. 95
PAGE NO. 20
BOOK NO. 39
SERIES OF 2022

ATTY. ROMEO M. MONFORT
Notary Public City of Makati
Extended Until June 30, 2022
Per B. No. 3795
PTR No. 885258 Jan. 3, 2022 Makati City
Appointment No. M-133 (2020-2021)
JP No. 1062634- Jan. 3, 2018
MCLE NO. W-0023417 Roll No. 27932
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City