

COVER SHEET

CS200417430

S.E.C. Registration Number

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

Jeanemar S. Talaman
Contact Person

555-8888
Company Telephone Number

1	2	3	1
Month		Day	

Fiscal Year

SEC FORM 17Q

FORM TYPE

Month		Day	

Annual Meeting

Mutual Fund Company

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

SEC Number: CS200417430

File Number:

SUN LIFE PROSPERITY GS FUND, INC.

(Company's Full Name)

8th Floor Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City, Philippines

(Company's Address)

555-88-88

(Telephone No.)

December 31

(Fiscal Year Ending)
(Month & Day)

SEC FORM 17-Q

Form Type

Amendment Designation (If applicable)

March 31, 2017

Period Ended Date

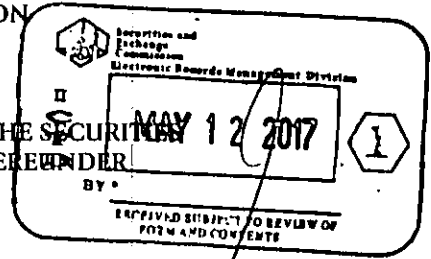
OPEN-END INVESTMENT COMPANY

Secondary License Type and File Number

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES
REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER



- 1. For the quarterly period ended: March 31, 2017
- 2. Commission identification number: CS200417430
406
- 3. BIR Tax Identification No: 234-719-
- 4. Exact name of issuer as specified in its charter

Sun Life Prosperity GS Fund, Inc.

- 5. Province, country or other jurisdiction of incorporation or organization
- 6. Industry Classification Code:
(SEC Use Only)

Philippines

- 7. Address of issuer's principal office: Postal Code

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

- 8. Issuer's telephone number, including area code
(02) - 555-8888

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

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<u>Common Shares (Unclassified)</u>	<u>176,990,844 shares</u> <u>(as of March 31, 2017)</u>

- 11. Are any or all of the securities listed on a Stock Exchange?

Yes No

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

- 12. Indicate by check mark whether the registrant:

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

Yes No

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

**SUN LIFE PROSPERITY GS FUND, INC
STATEMENTS OF FINANCIAL POSITION
MARCH 31, 2017 AND DECEMBER 31, 2016**

	MDAS	(Unaudited) 2017	(Audited) 2016
ASSETS			
Current Asset			
Cash	1.1	P 1,926,840	P 1,786,494
Financial assets at fair value through profit and loss	1.2	237,066,586	272,927,971
Accrued interest receivable	1.3	31,330,363	3,343,942
Prepaid Assets	1.4	63,654	-
		<u>270,387,443</u>	<u>278,058,407</u>
LIABILITIES AND EQUITY			
Current Liabilities			
Accrued expenses and other payables	1.5	282,234	145,363
Income tax payable	1.6	1,674	1,674
Payable to Fund Manager	1.7	436,551	493,016
Total Current Liabilities		<u>720,459</u>	<u>640,053</u>
Equity			
Share capital		4,031,453	4,031,453
Additional paid in capital		496,009,980	492,743,797
Retained earnings		118,660,634	115,526,086
Treasury Shares		(349,035,083)	(334,882,982)
	1.8	<u>269,666,984</u>	<u>277,418,354</u>
		<u>270,387,443</u>	<u>278,058,407</u>
Net Assets Value Per Share		<u>1.5236</u>	<u>1.5066</u>
Total Equity		269,666,984	277,418,354
Capital Stock - Php 0.01 par value			
Authorized - 1,000,000,000 shares			
Issued and Fully Paid Shares		176,990,844	184,131,443
NET ASSET VALUE PER SHARE		<u>P 1.5236</u>	<u>P 1.5066</u>

SUN LIFE PROSPERITY GS FUND, INC
 STATEMENTS OF COMPREHENSIVE INCOME
 FOR THE PERIOD ENDED MARCH 31, 2017 AND MARCH 31, 2016

		(Unaudited)	(Unaudited)
	MDAS	2017	2016
REVENUES	2.1	(P 3,900,253)	P 1,854,268
OPERATING EXPENSES			
Management Fees		1,145,170	1,278,022
Taxes and Licenses		63,772	22,544
Custodian and Transfer Fees		130,769	136,739
Directors' Fees		45,000	23,473
Miscellaneous		50,295	44,153
	2.2	1,435,006	1,504,931
PROFIT BEFORE UNREALIZED GAIN/LOSS ON INVESTMENT		(5,335,259)	349,337
Unrealized Gain (Loss) on Investments		8,730,088	8,439,489
NET INVESTMENT INCOME BEFORE INCOME TAX		3,394,829	8,788,826
PROVISION FOR INCOME TAX		260,281	489,257
NET PROFIT	2.3	3,134,548	8,299,569
EARNINGS PER SHARE (EPS)		P 0.017	P 0.042

SUN LIFE PROSPERITY GS FUND, INC
 STATEMENTS OF CHANGES IN EQUITY
 FOR THE PERIOD ENDED MARCH 31, 2017 AND MARCH 31, 2016

	Capital Stock	Capital paid in excess of par value	Retained Earnings	Treasury Shares	Total
Balance, January 1, 2017	P 4,031,453	P 492,743,797	P 115,526,086	(P334,882,982)	P 277,418,354
Profit for the period			3,134,548		3,134,548
Transactions with owners:					
Acquisition of Treasury shares during the period		P 3,266,183		(14,152,101)	(10,885,918)
Total Transactions with owners	-	3,266,183		(14,152,101)	(10,885,918)
Balance, March 31, 2017	P 4,031,453	P 496,009,980	P 118,660,634	(P349,035,083)	P 269,666,984

	Capital Stock	Capital paid in excess of par value	Retained Earnings	Treasury Shares	Total
Balance, January 1, 2016	P 4,031,453	P 492,070,102	P 117,876,737	(P305,684,779)	P 308,293,513
Profit for the period			8,299,569		8,299,569
Transactions with owners:					
Acquisition of Treasury shares during the period				(10,404,280)	(10,404,280)
Reissuance of Treasury shares during the period		P 3,660,556		412,449	4,073,005
Total Transactions with owners	-	3,660,556		(9,991,831)	(6,331,275)
Balance, March 31, 2016	P 4,031,453	P 495,730,658	P 126,176,306	(P315,676,610)	P 310,261,807

SUN LIFE PROSPERITY GS FUND, INC
 STATEMENTS OF CASH FLOWS
 FOR THE PERIOD ENDED MARCH 31, 2017 AND MARCH 31, 2016

	(Unaudited) 2017	(Unaudited) 2016
Cash Flows from Operating Activities		
Net investment income	P 3,134,548	P 8,299,569
Changes in operating assets and liabilities		
Sale (Purchase) of fixed income securities	35,861,385	(7,060,513)
(Increase) Decrease in:		
Accrued interest receivable	(27,986,421)	1,974,895
Prepaid Expenses	(63,654)	(109,290)
Increase (Decrease) in:		
Accounts payable and accrued expenses	136,871	(145,786)
Payable to fund manager	(56,465)	11,499
Net cash provided (used) in operating activities	11,026,264	2,970,375
Cash Flows From Financing Activities		
Acquisition of Treasury shares during th e period	(10,885,918)	(10,404,280)
Reissuance of Treasury shares during the period	-	4,073,005
Net cash provided (used) in Financing Activities	(10,885,918)	(6,331,275)
Net Increase (Decrease) in Cash	140,346	(3,360,900)
Cash at the Beginning of the Period	1,786,494	9,088,331
Cash at the End of the Period	P 1,926,840	P 5,727,431

Notes to Financial Statements

Basis of Preparation and Presentation

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

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

Functional Currency

These financial statements are presented in Philippine peso, the currency of the primary economic environment in which the Company operates. All amounts are recorded to the nearest peso, except when otherwise indicated.

ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

Adoption of New and Revised Accounting Standards Effective in 2016

The following new and revised accounting standards that have been published by the International Accounting Standards Board (IASB) and issued by the FRSC in the Philippines were adopted by the Company effective January 1, 2016:

Annual Improvements to PFRSs 2012-2014 Cycle

The annual improvements address the following issues:

Amendments to PFRS 7: Financial Instruments: Disclosures

The amendments provide additional guidance to clarify whether a servicing contract is continuing involvement in a transferred asset for the purpose of the disclosures required in relation to transferred assets. PFRS 7 states that a pass through arrangement under a servicing contract does not, in itself, constitute a continuing involvement in asset, for instance, when the amount and/or timing of the servicing fee depend on the amount and/or the timing of the cash flows collected. The amendments add guidance to this effect.

The amendments also clarified the applicability of the disclosure requirements on offsetting financial assets and financial liabilities to be included in condensed interim financial statements. The amendments clarified that the offsetting disclosures are not explicitly required for all interim periods. However, the disclosures may need to be included in condensed interim financial statements to comply with PAS 34, *Interim Financial Reporting*.

The amendments did not have a significant impact on the Company's financial statements.

Amendments to PAS 1: Presentation of Financial Statements

The amendments include the following:

- **Materiality.** The amendments clarify that (1) information should not be obscured by aggregating or by providing immaterial information, (2) materiality considerations apply to all parts of the financial statements, and (3) even when a standard requires a specific disclosure, materiality considerations do apply.
- **Statement of financial position and statement of profit or loss and other comprehensive income.** The amendments (1) introduce a clarification that the list of line items to be presented in these statements can be disaggregated and aggregated as relevant and additional guidance on subtotals in these statements, and (2) clarify that an entity's share of other comprehensive income (OCI) of equity-accounted associates and joint ventures should be presented in

aggregate as single line items based on whether or not it will subsequently be reclassified to profit or loss.

- Notes. The amendments add additional examples of possible ways of ordering the notes to clarify that understandability and comparability should be considered when determining the order of the notes and to demonstrate that the notes need not be presented in the order so far listed in paragraph 114 of PAS 1. The IASB also removed guidance and examples with regard to the identification of significant accounting policies that were perceived as being potentially unhelpful.

The amendments did not have a significant impact on the Company's financial statements.

New Accounting Standards Effective after the Reporting Period Ended December 31, 2016

The Company will adopt the following standards/amendments when these become effective:

PFRS 9, Financial Instruments (2014)

This standard consists of the following three phases:

Phase 1: Classification and measurement of financial assets and financial liabilities

With respect to the classification and measurement under this standard, all recognized financial assets that are currently within the scope of PAS 39 will be subsequently measured at either amortized cost or fair value. Specifically:

- A debt instrument that (i) is held within a business model whose objective is to collect the contractual cash flows and (ii) has contractual cash flows that are solely payments of principal and interest on the principal amount outstanding must be measured at amortized cost (net of any write down for impairment), unless the asset is designated at fair value through profit or loss (FVTPL) under the fair value option.
- A debt instrument that (i) is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets and (ii) has contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, must be measured at fair value through other comprehensive income (FVTOCI), unless the asset is designated at FVTPL under the fair value option.
- All other debt instruments must be measured at FVTPL.
- All equity investments are to be measured in the statement of financial position at fair value, with gains and losses recognized in profit or loss except that if an equity investment is not held for trading, an irrevocable election can be made at initial recognition to measure the investment at FVTOCI, with dividend income recognized in profit or loss.

This standard also contains requirements for the classification and measurement of financial liabilities and derecognition requirements. One major change from PAS 39 relates to the presentation of changes in the fair value of a financial liability designated as at FVTPL attributable to changes in the credit risk for the liability. Under this standard, such changes are presented in OCI, unless the presentation of the effect of the change in the liability credit risk in OCI would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Under PAS 39, the entire amount of the change in the fair value of the financial liability designated as FVTPL is presented in profit or loss.

Phase 2: Impairment methodology

The impairment model under this standard reflects expected credit losses, as opposed to incurred credit losses under PAS 39. Under the impairment approach of this standard, it is no longer necessary for a credit event to have occurred before credit losses are recognized. Instead, an entity always accounts for

expected credit losses and changes in those expected credit losses. The amount of expected credit losses should be updated at each reporting date to reflect changes in credit risk since initial recognition.

Phase 3: Hedge accounting

The general hedge accounting requirements for this standard retain the three types of hedge accounting mechanism in PAS 39. However, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify as hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting.

In addition, the effectiveness test has been overhauled and replaced with the principle of economic relationships. Retrospective assessment of hedge effectiveness is no longer required. Far more disclosure requirements about an entity's risk management activities have been introduced.

The standard is effective for annual reporting periods beginning on or after January 1, 2018. Earlier application is permitted.

The management does not anticipate that the application of PFRS 9 will have a significant impact on the Company's financial statements as the recognition and measurement of the Company's financial assets and financial liabilities would be the same under both PAS 39 and PFRS 9.

PFRS 16, Leases

This standard specifies how a PFRS reporter will recognize, measure, present and disclose leases. It provides a single lessee accounting model, requiring lessees to recognize assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with PFRS 16's approach to lessor accounting substantially unchanged from its predecessor, PAS 17.

The standard is effective for annual reporting periods beginning on or after January 1, 2019. Earlier application is not permitted, until IFRS 15, *Revenue from Contracts with Customers*, is adopted.

The future adoption of the standard will have no effect on the Company's financial statements.

Amendment to PAS 7, Disclosure Initiative

The amendment clarifies that entities shall provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities.

The amendment is effective for annual reporting periods beginning on or after January 1, 2017. Earlier application is permitted.

The future adoption of the amendment will have no effect on the Company's financial statements.

Amendments to PAS 12, Recognition of Deferred Tax Assets for Unrealized Losses

The amendments clarify the following aspects:

- Unrealized losses on debt instruments measured at fair value and measured at cost for tax purposes give rise to a deductible temporary difference regardless of whether the debt instrument's holder expects to recover the carrying amount of the debt instrument by sale or by use.
- The carrying amount of an asset does not limit the estimation of probable future taxable profits.
- Estimates for future taxable profits exclude tax deductions resulting from the reversal of deductible temporary differences.

- An entity assesses a deferred tax asset in combination with other deferred tax assets. Where tax law restricts the utilization of tax losses, an entity would assess a deferred tax asset in combination with other deferred tax assets of the same type.

The amendments are effective for annual reporting periods beginning on or after January 1, 2017. Earlier application is permitted.

The future adoption of the amendments will have no effect on the Company's financial statements.

IFRS 15, Revenue from Contracts with Customers

The standard combines, enhances, and replaces specific guidance on recognizing revenue with a single standard. An entity will recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

It defines a new five-step model to recognize revenue from customer contracts.

- Identify the contract(s) with a customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue when (or as) the entity satisfies a performance obligation.

Application of this guidance will depend on the facts and circumstances present in a contract with a customer and will require the exercise of judgment.

The standard is mandatory for annual reporting periods beginning on or after January 1, 2018. Earlier application is permitted.

The management does not anticipate that the application of the new accounting standard will have a significant impact on the Company's financial statements as the Company does not have complex revenue transactions.

PIC Q&A No. 2016-04 - Application of PFRS 15 "Revenue from Contracts with Customers" on Sale of Residential Properties under Pre-completion Contracts

This interpretation applies to the accounting for revenue from the sale of a residential property unit under pre-completion stage (i.e., construction is on-going or has not yet commenced) by a real estate developer that enters into a Contract to Sell (CTS) with a buyer, and the developer has determined that the contract is within the scope of PFRS 15 by satisfying all the criteria in paragraph 9 of PFRS 15.

This interpretation does not deal with the accounting for other aspects of real estate sales such as variable considerations, financing components, commissions and other contract costs, timing of sales of completed properties, etc.

The management does not anticipate that the application of the new accounting standard will have a significant impact on the Company's financial statements as the Company does not have complex revenue transactions.

Amendments to PFRS 2, Classification and Measurement of Share-based Payment Transactions

The amendments to PFRS 2 includes:

- a. Accounting for cash-settled share-based payment transactions that contain a performance condition. The amendment added guidance that introduces accounting requirements for cash-settled share-based payments that follows the same approach as used for equity-settled share-based payments.

- b. Classification of share-based payment transactions with net settlement features. The amendment has introduced an exception into PFRS 2 so that a share-based payment where the entity settles the share-based payment arrangement net is classified as equity-settled in its entirety provided the share-based payment would have been classified as equity-settled had it not included the net settlement feature.
- c. Accounting for modifications of share-based payment transactions from cash-settled to equity-settled. The amendment has introduced the following clarifications:
 - On modifications, the original liability recognized in respect of the cash-settled share-based payment is derecognized and the equity-settled share-based payment is recognized at the modification date fair value to the extent services have been rendered up to the modification date.
 - Any difference between the carrying amount of the liability as at the modification date and the amount recognized in equity at the same date would be recognized in profit and loss immediately.

The amendments are effective for annual periods beginning on or after 1 January 2018 with earlier application permitted.

The future adoption of the amendments will have no effect on the Company's financial statements.

Amendments to PFRS 4, Applying PFRS 9 'Financial Instruments' with PFRS 4 'Insurance Contracts'

The amendments provide two options for entities that issue insurance contracts within the scope of PFRS 4:

- an option that permits entities to reclassify, from profit or loss to other comprehensive income, some of the income or expenses arising from designated financial assets; this is the so-called overlay approach; and
- an optional temporary exemption from applying PFRS 9 for entities whose predominant activity is issuing contracts within the scope of PFRS 4; this is the so-called deferral approach.

The application of both approaches is optional and an entity is permitted to stop applying them before the new insurance contracts standard is applied.

An entity applies the overlay approach retrospectively to qualifying financial assets when it first applies IFRS 9. Application of the overlay approach requires disclosure of sufficient information to enable users of financial statements to understand how the amount reclassified in the reporting period is calculated and the effect of that reclassification on the financial statements.

An entity applies the deferral approach for annual periods beginning on or after 1 January 2018. Predominance is assessed at the reporting entity level at the annual reporting date that immediately precedes 1 April 2016. Application of the deferral approach needs to be disclosed together with information that enables users of financial statements to understand how the insurer qualified for the temporary exemption and to compare insurers applying the temporary exemption with entities applying IFRS 9. The deferral can only be made use of for the three years following 1 January 2018. Predominance is only reassessed if there is a change in the entity's activities.

The future adoption of the amendments will have no effect on the Company's financial statements.

Annual Improvements to PFRSs 2014-2016 Cycle

The annual improvements address the following issues:

Amendments to PFRS 1, First-time Adoption of International Financial Reporting Standards

The amendments include the deletion of short-term exemptions stated in the appendix of PFRS 1, because they have now served their intended purpose. The amendments are effective for annual periods beginning on or after 1 January 2018 with earlier application permitted.

The future adoption of the amendments will have no effect on the Company's financial statements.

Amendments to PFRS 12, Disclosure of Interests in Other Entities

The amendments clarify the scope of the standard by specifying that the disclosure requirements in the standard, except for those disclosures needed in the summarized financial for subsidiaries, joint ventures and associates, apply to an entity's interests that are classified as held for sale, as held for distribution or as discontinued operations in accordance with PFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*.

The amendments are effective for annual periods beginning on or after January 1, 2017 with earlier application permitted.

The future adoption of the amendments will have no effect on the Company's financial statements.

Amendments to PAS 28, Investments in Associates and Joint Ventures

The amendments clarify that the election to measure at fair value through profit or loss an investment in an associate or a joint venture that is held by an entity that is a venture capital organization, or other qualifying entity, is available for each investment in an associate or joint venture on an investment-by-investment basis, upon initial recognition.

The amendments are effective for annual periods beginning on or after January 1, 2018 with earlier application permitted.

The future adoption of the amendments will have no effect on the Company's financial statements.

Amendments to PAS 40, Investment Property – Transfers of Investment Property

The amendments in Transfers of Investment Property (Amendments to IAS 40) are:

- Stating that an entity shall transfer a property to, or from, investment property when, and only when, there is evidence of a change in use. A change of use occurs if property meets, or ceases to meet, the definition of investment property. A change in management's intentions for the use of a property by itself does not constitute evidence of a change in use.
- The list of evidence in paragraph 57(a) – (d) was designated as non-exhaustive list of examples instead of the previous exhaustive list

The amendments are effective for periods beginning on or after January 1, 2018. Earlier application is permitted.

The future adoption of the amendments will have no effect on the Company's financial statements.

Philippine Interpretations IFRIC 22, Foreign Currency Transactions and Advance Consideration

The interpretation covers foreign currency transactions when an entity recognizes a non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration before the entity recognizes the related asset, expense or income. It does not apply when an entity measures the related asset, expense or income on initial recognition at fair value or at the fair value of the consideration received or paid at a date other than the date of initial recognition of the non-monetary asset or non-monetary liability.

The interpretation is effective for periods beginning on or after January 1, 2018. Earlier application is permitted.

The future adoption of the interpretation will have no effect on the Company's financial statements.

SIGNIFICANT ACCOUNTING POLICIES

Financial Assets

Initial recognition

Financial assets are recognized in the Company's financial statements when the Company becomes a party to the contractual provisions of the instrument. Financial assets are recognized initially at fair value. Transaction costs are included in the initial measurement of all financial assets, except for investments classified as at FVTPL. All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Classification and subsequent measurement

Financial assets are classified into the following specified categories: financial assets as at FVTPL, held-to-maturity (HTM) investments, available-for-sale (AFS) financial assets and loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

The Company's financial assets as at December 31, 2016 and 2015 consist of financial assets at FVTPL and loans and receivables.

Financial assets at FVTPL

The Company classifies financial assets as at FVTPL when the financial asset is either held for trading or designated as such upon initial recognition.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling in the near future; or
- on initial recognition, it is a part of an identified portfolio of financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and it is permitted that the entire combined contract to be designated as at FVTPL.

Financial assets at FVTPL are stated at fair value, with any resulting gain or loss recognized in profit or loss.

The Company's financial assets classified under this category include investments in fixed-income securities, investments in Unit Investment Trust Fund (UITF) and special savings deposits. Fair value is determined in the manner described in Note 16.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, loans and receivables are subsequently measured at amortized cost using the effective interest method, less any impairment and are included in current assets, except for maturities greater than 12 months after the end of the reporting period.

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument or, when appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest income is recognized by applying the effective interest rate, except for short-term receivables when the effect of not discounting is immaterial.

The Company's financial assets classified under this category include cash in banks and accrued interest receivable.

Impairment of Financial Asset

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Objective evidence of impairment

For equity investments classified as AFS, a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

For all other financial assets and debt instruments classified as AFS, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counter party; or
- breach of contract, such as default or delinquency in interest or principal payments; or
- the lender, for economic or legal reasons relating to the borrower's financial difficulty, granting to the borrower a concession that the lender would not otherwise consider; or
- it has become probable that the borrower will enter bankruptcy or financial re-organization; or
- the disappearance of an active market for that financial asset because of financial difficulties; or
- observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the group.
- For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period as well as observable changes in national or local economic conditions that correlate with default on receivables.

Derecognition of financial assets

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

On derecognition of financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and any cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss.

Prepayments

Prepayments represent expenses not yet incurred but already paid in cash. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to profit or loss as they are consumed in operations or expire with the passage of time.

Prepayments are classified in the statements of financial position as current assets when the cost of goods or services related to the prepayments are expected to be incurred within one year or the Group's normal operating cycle, whichever is longer. Otherwise, prepayments are classified as non-current assets.

Financial Liabilities and Equity Instruments

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and equity instrument.

Financial liabilities

Initial recognition

Financial liabilities are recognized in the Company's financial statements when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially recognized at fair value. Transaction costs are included in the initial measurement of the Company's financial liabilities, except for debt instruments classified as at FVTPL.

Financial liabilities are classified as either financial liabilities as at FVTPL or other financial liabilities.

Subsequent measurement

Since the Company does not have financial liabilities classified as at FVTPL, all financial liabilities are subsequently measured at amortized cost using the effective interest method, with interest expense recognized on an effective yield basis.

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

Derecognition

Financial liabilities are derecognized by the Company when the obligation under the liability is discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Ordinary shares

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

Retained earnings

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

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

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

Revenue Recognition

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

Interest income

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

Realized gains or losses

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

Fair value gains

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

Other income

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

Expense Recognition

Expenses are recognized in profit or loss when a decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably. Expenses are

recognized in profit or loss on the basis of: (i) a direct association between the costs incurred and the earning of specific items of income; (ii) systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association with income can only be broadly or indirectly determined; or, (iii) immediately when an expenditure produces no future economic benefits or when, and to the extent that, future economic benefits do not qualify, or cease to qualify, for recognition in the statements of financial position as an asset.

Expenses in the statements of comprehensive income are presented using the nature of expense method.

Fair Value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis.

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

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

Related Party Transactions

A related party transaction is a transfer of resources, services or obligations between the Company and a related party, regardless of whether a price is charged.

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

Taxation

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

Current tax

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

Final tax

Final tax expense represents final taxes withheld on interest income from cash in banks, special savings deposits and fixed-income securities.

Deferred tax

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

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

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

Current and deferred tax for the year

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

Earnings (Loss) per Share

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

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

Net Asset Value per Share (NAVPS)

The Company computes its NAVPS by dividing the total net asset value as at the end of the reporting period by the number of issued and outstanding shares.

Events After the Reporting Period

The Company identifies events after the end of the reporting period as those events, both favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue. The financial statements of the Company are adjusted to reflect those events that provide evidence of conditions that existed at the end of the reporting period. Non-adjusting events after the end of the reporting period are disclosed in the notes to the financial statements when material.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

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

1. **Increase/Decrease in Net Assets Value Per Share (NAVPS).** NAVPS is computed by dividing net assets (total assets less total liabilities) by the total number of shares issued and outstanding plus the total number of units outstanding due to deposit for future subscriptions (DFFS) and for conversion to shares, if any, as of the end of the reporting day. Any increase or decrease in

NAVPS translates to a prospective capital gain or capital loss, respectively, for the Fund's shareholders.

2. **Net Investment Income.** Represents the total earnings of the Fund from its investment securities, less operating expenses and income tax. This gauges how efficiently the Fund has utilizes its resources in a given time period.
3. **Assets Under Management.** These are the assets under the Fund's disposal. This measures investor confidence (increase/decrease brought about by investor subscriptions/redemptions) as well as the growth of the Fund (increase/decrease brought about by its operational income and market valuation of its assets and liabilities).
4. **Cash Flow.** Determines whether the Fund was able to achieve the optimal level of liquidity by being able to meet all its scheduled payments, while maintaining at the same time the maximum investments level and minimum cash level.

Accounting Policies on Financial Assets at FVTPL

Initial recognition

Financial assets are recognized in the Company's financial statements when the Company becomes a party to the contractual provisions of the instrument. Financial assets are recognized initially at fair value. Transaction costs are included in the initial measurement of all financial assets, except for investments classified as at FVTPL. All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Classification and subsequent measurement

Financial assets are classified into the following specified categories: financial assets as at FVTPL, held-to-maturity (HTM) investments, available-for-sale (AFS) financial assets and loans and receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

The Company's financial assets as at March 31, 2017 and December 31, 2016 consist of financial assets at FVTPL and loans and receivables.

Financial assets at FVTPL

The Company classifies financial assets as at FVTPL when the financial asset is either held for trading or designated as such upon initial recognition.

A financial asset is classified as held for trading if:

- it has been acquired principally for the purpose of selling in the near future; or
- on initial recognition, it is a part of an identified portfolio of financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial asset other than a financial asset held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or

- the financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and it is permitted that the entire combined contract to be designated as at FVTPL.

Financial assets at FVTPL are stated at fair value, with any resulting gain or loss recognized in profit or loss.

The Company's financial assets classified under this category include investments in fixed-income securities, investments in Unit Investment Trust Fund (UITF) and special savings deposits.

Incorporation

The Company was incorporated on November 3, 2004 with 200,000,000 authorized shares at a par value of P0.01 per share.

Approved changes

On June 27, 2011, the shareholders approved the blanket increase of the Company's authorized share capital by 800,000,000 shares (from 200,000,000 shares to 1,000,000,000 shares both with par value of P0.01).

On May 24, 2010, the Board of Directors approved the increase of share capital by 800,000,000 shares (from 200,000,000 shares to 1,000,000,000 shares both with par value of P0.01). The SEC approved the increase on December 18, 2013 and the registration statements on February 28, 2014.

Current state

As at March 31, 2017, the Company has 1,000,000,000 authorized and registered shares, each with a par value of P0.01 per share and 176,990,844 shares are outstanding.

31 March 2017 and 31 March 2016

The Company's net assets decreased by PHP 7 Million (3%) from PHP 277 Million in December 2016 to PHP 270 Million in March 2017. The decrease was mainly due to the impact of unfavorable market condition during the period.

Net profit for the three-month period ended March 31, 2017 was PHP 3 Million, PHP 5 Million lower than last year's net profit of PHP 8 Million. The decrease was attributable mainly to the trading losses realized from disposals of fixed income investments for the period.

The Company was able to meet all its monetary obligations to its shareholders (for redemption) and creditors for the period covered. It does not foresee any event that could trigger a direct or contingent financial obligation that is material to its operations.

No material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities/other persons were created during the reporting period. Likewise, there are no known trends, events, or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations and liquidity.

There are no significant elements of income that did not arise from the Company's continuing operations.

Material Changes in the 1st Quarter Financial Statements

Statements of Financial Position – March 31, 2017 vs. December 31, 2016

1.1 Cash slightly increased by PHP 140 Thousand (8%) from PHP 1.8 Million to PHP 1.9 Million but liquidity requirements are still met.

1.2 Financial Assets at Fair Value through Profit and Loss decreased by PHP 36 Million (13%) from PHP 273 Million to PHP 237 Million due to unfavorable impact of market condition during the period.

1.3 Receivables significantly increased by PHP 28 Million (837%) from PHP 3 Million to PHP 31 Million due to higher accrued interest from fixed income investments for the period. Collection of interest depends on the scheduled interest payments of each asset held.

1.4 Prepaid assets pertains to prepaid expenses to be amortized until the end of accounting period.

1.5 Accrued expenses and other payables increased by PHP 137 Thousand (94%) was mainly due to higher payable to investors for their redemptions at the end of the reporting period. These are usually settled three (3) days from transaction date.

1.6 Payable to Fund Manager lower by PHP 56 Thousand (11%) from PHP 493 Thousand to PHP 437 Thousand mainly due to lower outstanding recoverable expenses due to SLAMCI for the period.

Average daily net asset value from January to March 2017 and January to March 2016 is PHP 276,446,666 and 305,961,845, respectively.

Statements of Comprehensive Income For three months ended – March 31, 2017 vs March 31, 2016

2.1 Revenues registered significant decrease by PHP 5.7 Million (310%) from PHP 1.8 Million to a loss of PHP (3.9) Million mainly to the trading losses realized from disposals of fixed income investments

2.2 Expenses are lower by PHP 70 Thousand (5%) from PHP 1.5 Million to PHP 1.4 Million due to lower management fees brought about by lower AUM for the period.

2.3 Net profit for the three-month period ended March 31, 2017 was PHP 3 Million, PHP 5 Million lower than last year's net profit of PHP 8 Million. The decrease was attributable mainly to the trading losses realized from disposals of fixed income investments for the period.

Statements of Changes in Equity

1.7 Total equity registered a decreased by PHP 7 Million (3%) from PHP 277 Million in December 2016 to PHP 270 Million in March 2017.

PART II – RISK MANAGEMENT

Item 1. Financial Risk Exposures of the Company

1. Financial Risk Management Objectives and Policies

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

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

1.2 Credit Risk: Investments in bonds carry the risk that the issuer of the bonds might default on its interest and principal payments. In the event of default, the Fund's value will be adversely affected and may result in a write-off of the concerned asset held by the Fund. To mitigate the risk, each Issuer/Borrower/Counterparty passes through a stringent credit process to determine whether its credit quality complies with the prescribed standards of the Fund. Further, the credit quality of the Issuer/Borrower/Counterparty is reviewed periodically to ensure that excellent credit standing is maintained. Moreover, a 10% exposure limit to a single entity is likewise observed.

1.3 Liquidity Risk: The Fund is usually able to service redemptions of investors within seven (7) banking days after receipt of the notice of redemption by paying out redemptions from available cash or near cash assets in its portfolio. However, when redemptions exceed the Funds available cash or near cash assets in its portfolio, the Fund will have to sell its other security holdings; and during periods of extreme market volatility, the Fund may not be able to find a buyer for such assets. Consequently, the Fund may not be able to generate sufficient cash from its sale of assets to meet the redemptions within the normal seven (7) banking day period. To mitigate this, the Fund maintains adequate highly liquid assets in the form of cash, cash equivalents and near cash assets in its portfolio. As the Fund's portfolio is composed of liquid assets, liquidity risk is deemed low.

The following are additional risks present in managing the Fund, however, non-quantifiable.

1.4 Regulatory Risk: The Fund's investments and operations are subject to various regulations affecting among others, accounting of assets and taxation. These regulations occasionally change, and may result in lower returns or even losses borne by the investors. For example, a higher tax imposed on the sale or purchase of underlying assets of the Fund may result in lower net asset value of the Fund. To mitigate this risk, SLAMCI adopts global best practices. Further, it maintains regular communications with the relevant government agencies to keep itself abreast of the issues giving them concern, and to have the opportunity to help them set standards for good governance. SLAMCI also takes an active participation in the Philippine Investment Funds Association, Inc. ("PIFA"), an association of mutual fund companies in the Philippines.

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

1.6 Dilution Risk: Being an open-end mutual fund, various investors may effectively subscribe to any amount of shares of the Fund. As such, investors face the risk of their investments being diluted as more investors subscribe to shares of the Fund. The influence that the investors can exert over the control and management of the Fund decreases proportionately.

1.7 Large Transaction Risk: If an investor in a Fund makes a large transaction, the Fund's cash flow may be affected. For example, if an investor redeems a large number of shares of a Fund, that Fund may be forced to sell securities at unfavorable prices to pay for the proceeds of redemption. This unexpected sale may have a negative impact on the net asset value of the Fund.

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

2. Capital Risk Management

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the mix of high-quality debt from domestic issuers.

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

The Company manages capital and NAVPS, to ensure that the Company's net asset value remains competitive and appealing to prospective investors.

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

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

The Investment Policies refer to the following:

- Investment Objective - to provide regular returns through investments in credit risk-free government debt securities issued by the Philippine government.
- Benchmark - 90% HSBC Liquid Bond Index and 10% 30-day special savings deposits.
- Asset Allocation Range - the Company allocates its funds available for investments among cash and other deposit substitutes and fixed-income securities based on certain proportion as approved by Management.

Other matters covered in the investment policy include the fees due to be paid to the Fund Manager with management and distribution fees each set at an annual rate of 1.5% of the net assets attributable to shareholders on each valuation day.

3. The amount and description of the company's investment in foreign securities:

The Company does not have any investment in foreign securities.

4. The significant judgments made in classifying a particular financial instrument in the fair value hierarchy.

CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, Management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily

apparent from other sources. The estimates and associated assumptions are based on the historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical Judgments in Applying Accounting Policies

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

Loans and receivables designated as at FVTPL

The Company designated its special savings deposits as financial asset at FVTPL since it forms part of a group of managed financial assets whose performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy. The information about the group of managed financial assets is provided internally on that basis to the Company's management.

As at March 31, 2017 and December 31, 2016 the carrying amount of special savings deposits designated as financial assets at FVTPL amounted to PHP 103,500,000 and PHP 79,973,000, respectively.

Puttable shares designated as equity instruments

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

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

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

As at March 31, 2017 and December 31, 2016, the recognized equity in the statements of financial position amounted to PHP 269,666,984 and PHP 277,418,354, respectively.

Key Sources of Estimation Uncertainty

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

Deferred tax assets

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

As at March 31, 2017 and December 31, 2016, the carrying amounts of financial assets carried at fair value through profit or loss subsequent to initial recognition amounted to PHP 237,066,586 and PHP 272,927,971, respectively. The net unrealized fair value gains on investments amounting to PHP 8,730,088 in March 31, 2017 and PHP 8,439,489 in March 31, 2016 respectively, are recognized as part of profit before tax in the statements of comprehensive income.

Compliance with Foreign Account Tax Compliance Act (FATCA)

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

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

SIGNATURES

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

Issuer : Sun Life Prosperity GS Fund, Inc.

Principal Financial/Accounting Officer/Comptroller:

Signature and Title : Treasurer


Candy S. Esteban

Date : May 11, 2017

SUN LIFE PROSPERITY GS FUND, INC.
Schedule of Investments
Financial assets at fair value through profit and loss

Name of Issuing Entity and Association of Each Issue	March 31, 2017		December 31, 2016	
	Principal Amount of Bonds and Notes	Amount Shown in Balance Sheet	Principal Amount of Bonds and Notes	Amount Shown in Balance Sheet
Other Short Term Cash Investment				
Special Savings Accounts, Citibank	33,500,000	33,500,000	10,200,000	10,200,000
Special Savings Accounts, ING	35,000,000	35,000,000	-	-
Special Savings Accounts, SC	35,000,000	35,000,000	-	-
	103,500,000	103,500,000	10,200,000	10,200,000
Corporate Loans				
ING	-	-	30,813,300	30,813,300
ANZ	-	-	38,960,000	38,960,000
	-	-	69,773,300	69,773,300
Investments in UITF				
SB PESO MONEY MARKET FUND	14,453,705	18,590,414	-	-
BPI MONEY MARKET FUND	4,842	1,132,011	4,842	1,127,363
	14,458,547	19,722,425	4,842	1,127,363
Long Term Investments				
Treasury Notes - Republic of the Philippines	114,000,000	113,844,161	183,147,176	191,827,308
TOTAL	231,958,547	237,066,586	263,125,318	272,927,971

SUN LIFE PROSPERITY GS FUND, INC.

Schedule of Financial Soundness Indicators and Financial Ratios

March 31, 2017 and December 31, 2016

	2017	2016
<i>Current/ Liquidity Ratios</i>		
a. Current ratio	375.30:1	434.43:1
b. Quick ratio	375.21:1	434.43:1
c. Cash ratio	2.67:1	2.79:1
d. Days in receivable	N/A	N/A
e. Working capital ratio	1.00:1	1.00:1
f. Net working capital to sales ratio	(69.14:1)	25.80:1
g. Defensive Interval Ratio	16,954.03:1	16,250.38:1
<i>Solvency Ratios</i>		
a. Long-term debt to equity ratio	N/A	N/A
b. Debt to equity ratio	0.00	0.00
c. Long term debt to total asset ratio	N/A	N/A
d. Total debt to asset ratio	0.00	0.00
Asset to equity ratio	1.00:1	1.00:1
Interest rate coverage ratio	N/A	N/A
<i>Profitability Ratio</i>		
a. Earnings before interest and taxes (EBIT) margin	(0.87:1)	(0.02:1)
b. Earnings before interest, taxes and depreciation and amortization (EBITDA) margin	(0.87:1)	(0.02:1)
c. Pre-tax margin	(0.87:1)	(0.02:1)
d. Effective tax rate	7.67%	-931.00%
e. Post-tax margin	(0.80:1)	(0.22:1)
f. Return on equity	1.15%	-1.00%
g. Return on asset	1.14%	-1.00%
Capital intensity ratio	(69.33:1)	25.85:1
Dividend payout ratio	N/A	N/A

Sun Life Prosperity GS Fund Inc.

i. Percentage of Investment in a Single Enterprise to Net Asset Value
As of March 31, 2017 and December 31, 2016

	2017			2016		
	Investment (Market Value)	Net Asset Value	% over NAV	Investment (Market Value)	Net Asset Value	% over NAV
Treasury Notes (ISIN)						
PIHD2031G171	-	-	-	49,908,445	277,418,354	17.99%
PIHD25401116	-	-	-	43,270,390	277,418,354	15.60%
US718286DJ59	82,215,000	269,666,984	30.49%	31,900,800	277,418,354	11.50%
PIHD25351.086	-	-	-	9,132,954	277,418,354	3.29%
PIHD10251608	11,289,401	269,666,984	4.19%	18,789,523	277,418,354	6.77%
PIHD0723D588	-	-	-	38,825,195	277,418,354	14.00%
US718286BX44	20,339,760	269,666,984	7.54%	-	-	-
Investments in UITF						
SB PISO MONEY MARKET FUND	18,590,414	269,666,984	6.89%	-	-	-
BPI MONEY MARKET FUND	1,132,011	269,666,984	0.42%	1,127,362.86	277418353.6	0.41%

Total Investment of the Fund to the
Outstanding Securities of an Investee

ii. Company

As of March 31, 2017 and December 31, 2016

	2017			2016		
	Investment of the Fund	Outstanding Securities of an Investee Company	% over Investee	Investment of the Fund	Outstanding Securities of an Investee Company	% over Investee
PIHD2031G171	-	-	-	49,908,445	255,837,150,000	0.02%
PIHD25401116	-	-	-	43,270,390	142,558,010,000	0.03%
US718286DJ59	81,000,000	**	-	31,900,800	**	-
PIHD25351.086	-	-	-	9,132,954	163,216,530,000	0.01%
PIHD10251608	12,000,000	121,479,520,000	0.01%	18,789,523	121,479,520,000	0.02%
PIHD0723D588	-	-	-	38,825,195	25,000,000,000	0.16%
US718286BX44	21,000,000	**	-	-	-	-
Investments in UITF						
SB PISO MONEY MARKET FUND	14,453,705	25,694,090,000	0.06%	-	-	-
BPI MONEY MARKET FUND	4,842	7,456,590,000	0.00%	4842	6,281,610,000	0.00%

iii. Total Investment in Liquid or Semi-Liquid Assets to Total Assets
As of March 31, 2017 and December 31, 2016

	2017	2016
Total Liquid and Semi-Liquid Assets	270,323,789	278,058,407
Total Assets	270,387,443	278,058,407
	99.98%	100.00%

iv. Total Operating Expenses to Total Net Worth
As of March 31, 2017 and December 31, 2016

	2017	2016
Total Operating Expenses	1,435,006	6,159,918
Average Daily Net Worth	276,446,666	302,874,672
Total Operating Expenses to Total Net Wo	0.52%	2.03%

v. Total Assets to Total Borrowings
As of March 31, 2017 and December 31, 2016

	2017	2016
Total Assets	270,387,443	278,058,407
Total Borrowings	720,459	640,053
Total Assets to Total Borrowings	37530%	43443%

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Launch Date	March 1, 2005	Minimum Holding Period	None	Minimum Subscription	PHP 5,000
Fund Size	PHP 278,070,473.94	Management and Distribution Fee	1.50%	Minimum Subsequent	PHP 1,000
Net Asset Value Per Share	1.5275	Transfer Agency Fee	0.15%	Risk Classification	Low to Moderate
Benchmark	95% Bloomberg Sovereign Bond Index + 5% 30-day SSA	Early Redemption Fee	None		

What does the Fund invest in?

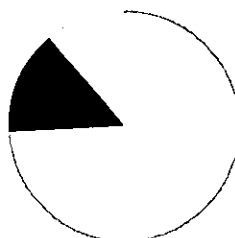
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The Fund is suitable for investors with a low risk tolerance and a short-term investment horizon. This is for conservative investors who are looking for alternative investment options which could offer better returns than a bank savings account. This Fund is also good for those who would like to start investing in mutual funds before venturing into more aggressive and long-term options.

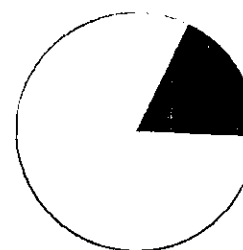
Top Fixed Income Holdings

1. Treasury Notes 2021, 20.49%
2. Treasury Notes 2040, 15.8%
3. Treasury Notes 2023, 13.98%
4. Treasury Notes 2031, 13.65%
5. Treasury Notes 2025, 6.89%

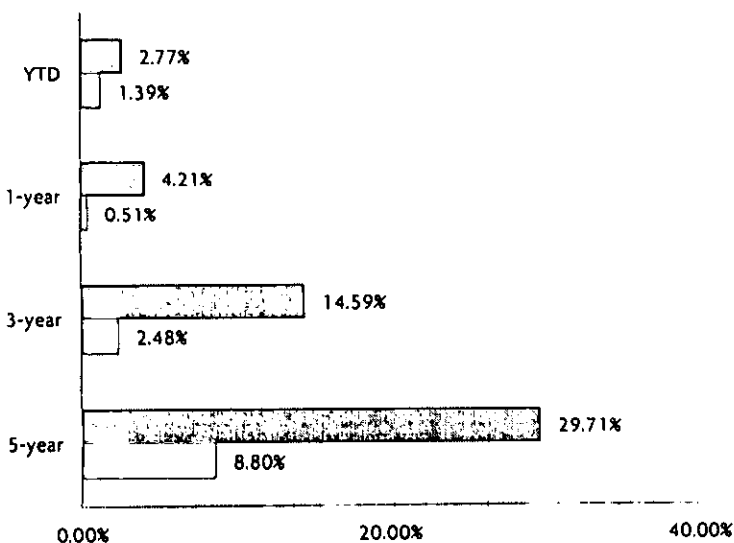
Investment Mix



Maturity Profile



How has the Fund performed?



□ Benchmark: 95% Bloomberg Sovereign Bond Index + 5% 30-day SSA
□ Sun Life Prosperity GS Fund

What is the outlook on the market?

After five straight months of taking a beating, local government securities finally took a breather and started the year right with yields rallying for about 40 basis points for the liquid ten-year and fifteen-year government securities. The local market was unfazed by supply concerns on Bureau of Treasury's Q1 borrowing program which was 45 billion higher from last year, higher oil prices as well as expectations of continued weakness of peso for 2017. Instead, the market decided to pay heed to declining US yields, December inflation within expectations, and the relatively weak USD. For this year, we have seen local rates decoupling from US rates as opposed to 2016 where correlations between the two were higher. The Bureau of Treasury successfully fully awarded Php 15 Bn worth of the new FXTN 03-22 (new 3-year) and FXTN 5-74 (new 5-year). Both new issuances were oversubscribed by 2.2x which indicates regained confidence in the local market. Bureau of Treasury took the market by surprise as they announced the opening of the tap facility for FXTN 3-22, although ultimately, no bids were posted for this facility.

The GS fund gained 1.39% in the first month of the year as yields rallied hard. The Fund underperformed the benchmark which gained by 2.77% in the same period as the Fund is generally underweight government securities.

The Fund will maintain its slightly underweight stance on peso government securities and focus on accrual income rather than capital gains.

Invest wisely. Investing involves risk and there is no guarantee that the Funds will meet their stated objectives and/or that you will not lose money on your investment. Past performance is not indicative of and does not represent future returns. Share values and yields fluctuate so your shares may be worth more or less than your original investment. Current Fund performance may be lower or higher than the performance quoted so you may not get back the full amount of your original investment. Please consider the Funds' investment objectives, risks, charges and expenses before investing. You can find additional information, including important risk considerations, in the Sun Life Prosperity Funds' prospectuses, which may be obtained from duly authorized Sun Life Prosperity Fund Distributors, or by calling 849-9888 or visiting www.sunlifefunds.com. Read the prospectuses carefully before investing.

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Launch Date	March 1, 2005	Minimum Holding Period	None	Minimum Subscription	PHP 5,000
Fund Size	PHP 277,192,140.09	Management and Distribution Fee	1.50%	Minimum Subsequent	PHP 1,000
Net Asset Value Per Share	1.5288	Transfer Agency Fee	0.15%	Risk Classification	Low to Moderate
Benchmark	95% Bloomberg Sovereign Bond Index + 5% 30-day SSA	Early Redemption Fee	None		

What does the Fund invest in?

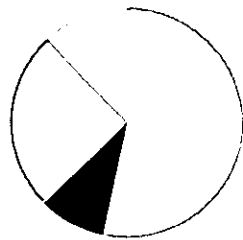
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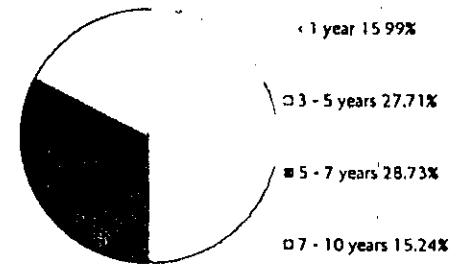
Top Fixed Income Holdings

1. Treasury Notes 2021, 20.65%
2. Treasury Notes 2023, 14.01%
3. Corporate Loans, 12.6%
4. Treasury Notes 2025, 11.33%
5. Treasury Notes 2022, 7.36%

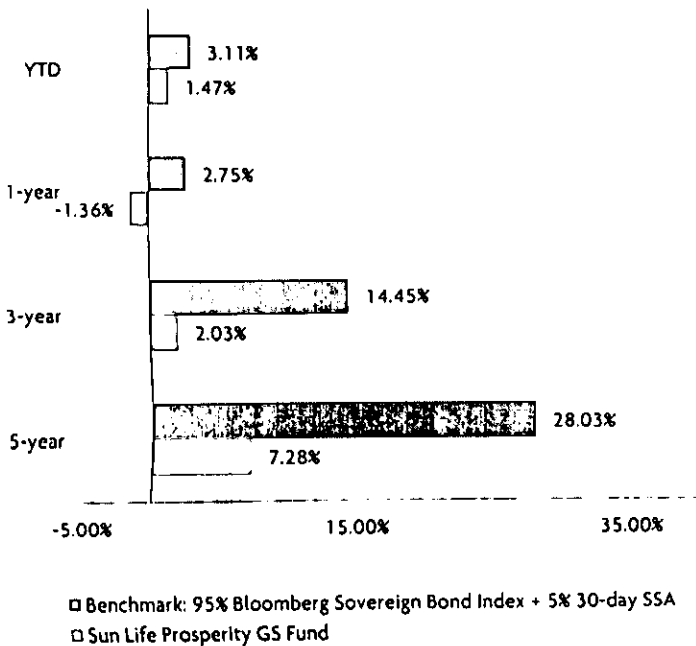
Investment Mix



Maturity Profile



How has the Fund performed?



Market Review

- The broad peso bond market ended flat (0.34% ↑) in February
- January inflation (2.7%) ↓ hits two-year high > inflation erodes real yields of bonds
- USDPHP peaks at 50.35 ↓ > more expensive imports/input prices > higher inflation
- BSP kept its rates unchanged in February
- Both 3Y and 5Y bond issuances were oversubscribed by more than 2x ↑
- Bond funds eked out flat returns for February
- Funds lagged ↓ benchmark return in its transition to a medium term fund

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Launch Date	March 1, 2005	Minimum Holding Period	None	Minimum Subscription	PHP 5,000
Fund Size	PHP 269,669,171.84	Management and Distribution Fee	1.50%	Minimum Subsequent	PHP 1,000
Net Asset Value Per Share	1.5236	Transfer Agency Fee	0.15%	Risk Classification	Low to Moderate
Benchmark	95% Bloomberg Sovereign Bond Index 1 to 5 Year + 5% 30-day SSA	Early Redemption Fee	None		

What does the Fund invest in?

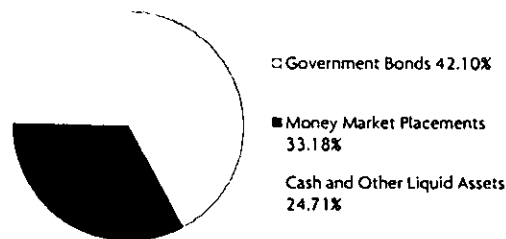
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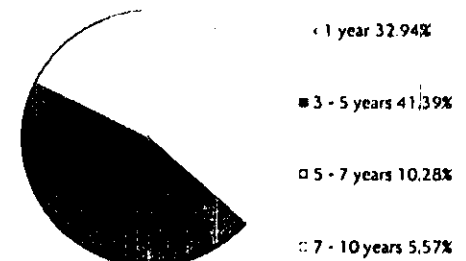
Top Fixed Income Holdings

1. Treasury Notes 2021, 30.41%
2. Money Market Placements, 12.94%
3. Money Market Placements, 12.94%
4. Treasury Notes 2022, 7.52%
5. Money Market Placements, 6.88%

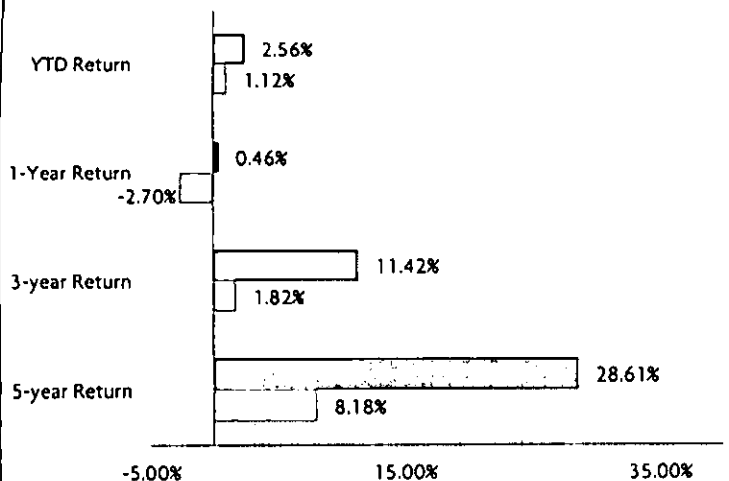
Investment Mix



Maturity Profile



How has the Fund performed?



□ Benchmark: 95% Bloomberg Sovereign Bond Index (1 to 5 Year)* + 5% 30-day SSA
□ Sun Life Prosperity GS Fund

*Benchmark Effectivity Date:
HSBC Local Currency Bond Philippines Liquid Total Return: May 25, 2009 to April 29, 2016
Bloomberg Sovereign Bond Index: May 1, 2016 to February 28, 2017
Bloomberg Sovereign Bond Index (1 to 5 Year): March 1, 2017 to present

Market Review

- Peso 1-5 year index ended lower (0.51% ↓) in March.
- March inflation (3.4%) higher than previous month.
- BSP kept its rates unchanged in March.
- 5Y auction average rate was on the high side and was oversubscribed by as much as 1.7x.
- The new RTB 3-8 maturing in 2020 was generously awarded at 4.25% with initial size of Php 70 Bn but total issue size was capped at 175 Bn.
- Bond funds are lower by about 40 bps in March.
- Funds fell by a lesser magnitude vs the broader market because of holdings in accrual securities which are not sensitive to price changes.

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