



29 May 2024

**INSURANCE COMMISSION**  
1071 United Nations Avenue, Manila



Attention: **CORPORATE GOVERNANCE UNIT**

Re: 2023 Annual Corporate Governance Report (ACGR) of Sun Life Financial Plans, Inc.

Gentlemen:

We respectfully submit herewith to the Honorable Commission two (2) copies of the 2023 Annual Corporate Governance Report (ACGR) of **Sun Life Financial Plans, Inc.**, in compliance with IC Circular Letter No. 2020-72, as amended by IC Circular Letter No. 2021-47.

We hope you will find everything in order.

Very truly yours,



**MARIA TERESA A. CO**  
Chief Compliance Officer  
Sun Life Financial Plans, Inc.

## ANNUAL CORPORATE GOVERNANCE REPORT OF

### SUN LIFE FINANCIAL PLANS, INC.

1. For the fiscal year ended: December 31, 2023
2. Certificate Authority Number: PN-2023-03-R
3. Province, Country or other jurisdiction of incorporation or organization: Philippines
4. Address of principal office: 2<sup>nd</sup> Floor, Sun Life Centre, 5<sup>th</sup> Avenue corner Rizal Drive, Bonifacio Global City, Taguig City 1634
5. Company's telephone number, including area code: +632 8555-8888
6. Company's official website: <https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/>
7. Former name, former address, and former fiscal year, if changed since last report: Not Applicable

ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<b>The Board's Governance Responsibilities</b>			
<b>Principle 1:</b> 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 profitability in a manner consistent with its corporate objectives and the long- term best interests of its shareholders and other stakeholders.			
<b>Recommendation 1.1</b>			
1. 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: 1. Academic qualifications, industry knowledge, professional experience, expertise and relevant trainings of directors 2. Qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of its performance  Sun Life Financial Plans, Inc. (the "Company" or SLFPI) was registered with the Philippine Securities and Exchange Commission (SEC) on 18 September 2000 and started commercial operations on 1 June 2001. On 1 March 2010, the Company decided to temporarily discontinue actively selling pre-need plans until the pre-need market environment improves. All existing pre-need plans will continue to be serviced and supported until maturity by the Company's trust	The ICRCs shall provide the explanations for any noncompliance, pursuant to the "comply or explain" approach. Please note that the explanation given should describe the non-compliance and include how the overall Principle being recommended is still being achieved by the company.  Not applicable
2. Board has an appropriate mix of competence and expertise.	Compliant		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		Not applicable

		<p>fund assets (Note 1 to the Financial Statements).</p> <p>The Board is composed of Directors who have a collective working knowledge, experience and expertise relevant to insurance and banking industry/sector. Also, the Board represents an 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 and qualifications of the Directors in the Company website and Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p>Qualification and disqualification standards for Directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of the Board performance are in the Manual on Corporate Governance, Section II.B.2.a.</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</p>	
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	<p>to the Company and fulfill its responsibilities.</p> <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 Company has a policy that encourages Directors to attend annual continuing training programs to ensure that they remain qualified for their positions to enable them to fulfill their roles and responsibilities and respond to the needs of the Company. The training program includes topics to ensure that Directors keep abreast with the latest developments in business, corporate governance best practices, laws and regulations, and other relevant matters.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.d. Onboarding Orientation and Continuing Training for Directors.</p> <p>Kindly see the continuing education of Directors in the Corporate Governance, Section 5. Training and Continuing Education Programme of Directors and the Training Certificates of Directors.</p>	
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		<p><b>Source Documents and Links:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>Board of Director's Skills Matrix</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf</a></p> <p><b>Manual on Corporate Governance, Section II.B.1.d. Onboarding Orientation and Continuing Training for Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section 5. Training and Continuing Education Programme of Directors</b></p> <p><b>Training Certificates of Directors</b></p>	
<b>Recommendation 1.2</b>			
1. Board is composed of a majority of non-executive directors.	Compliant	Identify or provide link/reference to a document identifying the directors and the type of their directorships	Not applicable

The Board consists of five (5) Directors, three (3) non-Executive Directors and two (2) Executive Directors. The composition of the Board clearly delineates their responsibilities with those of Management.

<b>Director</b>	<b>Designation</b>
<b>Chia-Ling Chou aka Lucy Chou</b>	Chairman / Non-Executive Director
<b>Maria Sachiko A. Pang</b>	President / Executive Director
<b>Oscar S. Reyes</b>	Independent Non-Executive Director
<b>Francisco S.A. Sandejas</b>	Independent Non-Executive Director
<b>Benedicto C. Sison</b>	Executive Director

Kindly see the composition and qualifications of the Board in the Corporate Governance, Section 1. Board of Directors and Credentials; General Information Sheet; and SLFPI website.

**Source Documents and Links:**

		<p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>General Information Sheet</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/</a></p>	
<b>Recommendation 1.3</b>			
<p>1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.</p>	<p>Compliant</p>	<p>Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors.</p> <p>The Onboarding/Orientation and Continuing Training policy for Directors are in the Manual on Corporate Governance, Section II.B.1.d. Onboarding Orientation and Continuing Training for Directors.</p> <p>First-time Directors shall undergo an orientation program covering IC mandated topics on corporate governance practices, Company's corporate structure, business, legal and regulatory framework, Articles of Incorporation, Code of Conduct and other matters that would enable them to effectively</p>	<p>Not applicable</p>



		<p>discharge their duties and responsibilities.</p> <p>The annual continuing training program shall ensure that Directors are continuously informed of the developments in the business and regulatory environments, including emerging risks relevant to the Company, conducted by regulator-recognized private institution or government entity or equivalent seminar for at least four (4) hours.</p> <p><b>Source Documents and Links:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.d. Onboarding Orientation and Continuing Training for Directors</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
2. Company provides in its Board Charter or Manual on Corporate Governance an orientation program for first time directors.	Compliant	Provide information or link/reference to a document containing information on the orientation program and trainings of directors for the previous year, including the number of hours attended and topics covered.	Not applicable
3. Company has relevant annual continuing training for all directors.	Compliant		Not applicable

	<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>First-time Directors shall undergo an orientation program covering IC mandated topics on corporate governance practices, Company's corporate structure, business, legal and regulatory framework, Articles of Incorporation, Code of Conduct and other matters that would enable them to effectively discharge their duties and responsibilities.</p> <p>The annual continuing training program shall ensure that Directors are continuously informed of the developments in the business and regulatory environments, including emerging risks relevant to the Company, conducted by regulator-recognized private institution or government entity or equivalent seminar for at least four (4) hours.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.d. Onboarding Orientation and Continuing Training for Directors.</p>	
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		<p>Kindly see the continuing education of Directors in the Corporate Governance, Section 5. Training and Continuing Education Programme of Directors and the Training Certificates of Directors.</p> <p><b>Source Documents and Links:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.d. Onboarding Orientation and Continuing Training for Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section 5. Training and Continuing Education Programme of Directors</b></p> <p><b>Training Certificates of Directors</b></p>	
<b>Recommendation 1.4</b>			
1. Board has a policy on board diversity.	Compliant	<p>Provide information on or link/reference to a document containing information on the company's board diversity policy.</p> <p>Indicate gender composition of the board.</p>	Not applicable

	<p>The Company adopts a policy on Board diversity. It accepts nominations for directorship of individuals of all ages, ethnicity, culture, skill, competence, knowledge, and gender. The Company recognizes that a diversified Board contributes to optimal decision-making.</p> <p>In line with the Company's commitment to the principles of good corporate governance on Board diversity, the 2023, the Board is composed of three (3) male Directors and two (2) female Directors who have an appropriate mix of expertise, experience, independence, and skills that would encourage critical discussion and promote a balanced decision in the attainment of the Company's strategic objectives and sustainable development.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1. Board of Directors.</p> <p><b>Source Document and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1. Board of Directors</b></p>	
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		<a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a>	
<b>Recommendation 1.5</b>			
1. Board is assisted in its duties by a Corporate Secretary.	Compliant	Provide information on or link/reference to a document containing information on the Corporate Secretary, including his/her name, qualifications, duties and functions.	Not applicable
2. Corporate Secretary is a separate individual from the Compliance Officer.	Compliant		Not applicable
3. Corporate Secretary is not a member of the Board of Directors.	Compliant	<p>The Company's Corporate Secretary, Atty. Anna Katrina C. Kabigting-Ibero and Assistant Corporate Secretary, Atty. Hope Jan C. Candido, 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 Assistant Corporate Secretary, including their names, qualifications, duties and functions in the Corporate Governance, Section 2. Board Appointed Officers; SLFPI website; and Manual on Corporate Governance, Section II.B.3. The Corporate Secretary.</p>	Not applicable

	<p>The Corporate Secretary and Assistant Corporate Secretary are separate individuals from the Chief Compliance Officer. The Corporate Secretary and Assistant Corporate Secretary are Atty. Anna Katrina C. Kabigting-Ibero and Atty. Hope Jan C. Candido, respectively, while the Chief Compliance Officer is Ms. Maria Teresa A. Co. The duties and responsibilities of the Corporate Secretary and Assistant Corporate Secretary are different from those of the Chief Compliance Officer.</p> <p>Kindly see the name, qualifications, duties and functions of the Chief Compliance Officer in the Corporate Governance, Section 2. Board Appointed Officers; Manual on Corporate Governance, Section II.A. Compliance Officer; and SLFPI website.</p> <p>The Corporate Secretary and Assistant Corporate Secretary are not members of the Board of Directors.</p> <p>Kindly see the names and profiles of the Directors in the Corporate Governance, Section 1. Board of Directors and Credentials; SLFPI website; and General Information Sheet.</p>	
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		<p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 2. Board Appointed Officers</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/</a></p> <p><b>Manual on Corporate Governance, Section II.B.3. The Corporate Secretary</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>General Information Sheet</b></p>	
<p>4. Corporate Secretary attends training/s on corporate governance.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered</p> <p>The Corporate Secretary and Assistant Corporate Secretary attend continuing education seminar on corporate governance and the Mandatory Continuing Legal Education where they</p>	<p>Not applicable</p>

		<p>receive regular updates of the laws, rules, and regulations relevant to their duties.</p> <p>Kindly see the training certificate for the four (4) hours of Advance Corporate Governance and Anti-Money Laundering Act Compliance Overview, Targeted Financial Sanctions, and Updates attended by the Corporate Secretary and Assistance Corporate Secretary on December 4, 2023.</p> <p><b>Source Document and Link:</b></p> <p><b>Training Certificates of Directors</b></p>	
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**Recommendation 1.6**

1. Board is assisted by a Compliance Officer.	Compliant	Provide information on or link/reference to a document containing information on the Compliance Officer, including his/her name, position, qualifications, duties and functions.	Not applicable
2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant		Not applicable
3. Compliance Officer is not a member of the board.	Compliant		The Board is assisted by the Chief Compliance Officer, Ms. Maria Teresa A. Co who has the duty to monitor, review, evaluate and ensure the compliance by the Company, its officers and directors with the relevant laws, rules and



		<p>regulations and all governance issuances of regulatory agencies.</p> <p>Maria Teresa A. Co has more than thirty (30) years of work experience in the fields of Accounting, Operations, Compliance and Internal Audit with multinational companies. She is a Certified Public Accountant and a Securities and Exchange Commission (SEC) Certified Compliance Officer for Pre-need companies (education and pension plans).</p> <p>The Chief 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 Chief 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 defence</p>	
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	<p>in respect of the same, including monitoring and testing the effectiveness of first-line's controls.</p> <p>Kindly see the information on the Chief Compliance Officer, including her name, qualifications, duties and functions in the Corporate Governance, Section 2. Board Appointed Officers; Manual on Corporate Governance, Section II.A. Compliance Officer; and SLFPI website.</p> <p>The Chief Compliance Officer is not a member of the Board of Directors.</p> <p>Kindly see the names and profiles of the Directors in the Corporate Governance, Section 1. Board of Directors and Credentials; SLFPI website; and General Information Sheet.</p> <p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 2. Board Appointed Officers</b></p> <p><b>Manual on Corporate Governance, Section II.A. Compliance Officer</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	
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		<p><a href="#">porate%20Governance%20SLFPI.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>General Information Sheet</b></p>	
<p>4. Compliance Officer attends training/s on corporate governance annually.</p>	<p>Compliant</p>	<p>Provide information on or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered</p> <p>The Chief Compliance Officer attended the continuing education seminar on corporate governance.</p> <p>Kindly see the training certificates on Corporate Governance for eight (8) hours on November 7-8, 2023 and the Advanced Corporate Governance and Anti-Money Laundering Act Compliance Overview, Targeted Financial Sanctions, and Updates on December 4, 2023.</p> <p><b>Source Document and Link:</b></p>	<p>Not applicable</p>

**Training Certificates of Directors**

**Principle 2:** The fiduciary roles, responsibilities and accountabilities of the Board as provided under the law, the company's articles and by-laws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to stockholders and other stakeholders.

**Recommendation 2.1**

<p>1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.</p>	<p>Compliant</p>	<p>Provide information or reference to a document containing information on how the directors performed their duties (can include board resolutions, minutes of meeting)</p> <p>The Board of Directors act in good faith on a fully informed basis and in the best interest of the Company through careful review and active deliberation of the matters presented for approval such as policy decisions, annual budgets, and major investment funding.</p> <p>The Corporate Secretary and Assistant Corporate Secretary provide the meeting materials to the Board of Directors at least one week before the meeting to allow directors sufficient time to review and assist them in their decision-making. They ensure that Directors with a conflict of interest in transactions affecting the Company have abstained from</p>	<p>Not applicable</p>
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		<p>taking part in the deliberations during the Board meetings.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, II.B.1.c. Duties and Responsibilities of a Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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### Recommendation 2.2

1. Board oversees the development, review and approval of the company's business objectives and strategy.	Compliant	Provide information or link/reference to a document containing information on how the directors performed this function (can include board resolutions, minutes of meeting)	Not applicable
2. Board oversees and monitors the implementation of the company's business objectives and strategy in order to sustain the company's long-term viability and strength.	Compliant	<p>Indicate frequency of review of business objectives and strategy</p> <p>The Board of Directors is primarily responsible for identifying and setting the Company's strategic directions and the Company has adopted the Mission and Vision of Sun Life. The Board monitors the</p>	Not applicable

	<p>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>As part of the Board's annual assessment of the Company's performance, they reviewed the Company's material controls (including operational, financial and compliance controls) and risk management systems and confirmed the Company's full compliance with the code of corporate governance.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors</b></p>	
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		<a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a>	
<b>Recommendation 2.3</b>			
1. Board is headed by a competent and qualified Chairperson.	Compliant	<p>Provide information or reference to a document containing information on the Chairperson, including his/her name and qualifications</p> <p>The Chairman of the Board, Ms. Chia-Ling Chou aka Lucy Chou, a Non-Executive Director, serves to represent the interests of all shareholders and stakeholders. She provides leadership to assist the other Directors in carrying out their responsibilities and to enhance the effectiveness and cohesion of the Board as a whole.</p> <p>Kindly see the information on the Chairman of the Board, including her name, qualifications, duties and functions in the Corporate Governance, Section 1. Board of Directors and Credentials; SLFPI website; and Manual on Corporate Governance, Section II.B.1.e. Chairman.</p>	Not applicable

		<p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/</a></p> <p><b>Manual on Corporate Governance, Section II.B.1.e. Chairman</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<b>Recommendation 2.4</b>			
1. Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	Disclose and provide information or link/reference to a document containing information on the company's succession planning policies and programs and its implementation	Not applicable
2. Board adopts a policy on the retirement for directors and key officers.	Compliant	<p>The Board and its Audit, Compliance and Corporate Governance (ACCG) Committee are responsible for succession plan for the board members and Board nominated officers, including adopting a retirement policy.</p> <p>The ACCG Committee reviews the Company's executive succession</p>	Not applicable



		<p>plans and the sufficiency and qualifications of the Company's leadership bench strength at least once per year, and the same are endorsed to the Board of Directors for approval.</p> <p>Kindly see the succession planning in the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>The Company conducts annual Talent Review and Succession Management processes to identify and develop individuals with the capabilities to meet future leadership needs. The identification of high potential talent feeds into succession plans for business critical roles and development actions to prepare succession candidates for these or other key leadership roles. Individual strengths and development needs are identified along with appropriate development actions to ensure the Company is creating a highly capable pool of candidates to meet its current and future leadership needs.</p> <p><b>Source Documents and Link:</b></p>	
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		<p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Director</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Talent Review and Succession Management Cycle</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Talent%20Review%20and%20Succession%20Management%20Cycle%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Talent%20Review%20and%20Succession%20Management%20Cycle%20SLFPI%202023.pdf</a></p>	
<b>Recommendation 2.5</b>			
1. Board formulates and adopts a policy specifying the relationship between remuneration and performance of key officers and board members.	Compliant	<p>Provide information on or link/reference to a document containing information on the company's remuneration policy and its implementation, including the relationship between remuneration and performance.</p> <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 factors: 1) the level of remuneration must be commensurate to the role; 2) no</p>	Not applicable
2. Board aligns the remuneration of key officers and board members with long-term interests of the company.	Compliant		Not applicable
3. Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant		Not applicable

	<p>director should participate in the determination of his own per diem or compensation; and 3) remuneration pay-out schedules should be sensitive to risk outcomes over a multi-year horizon.</p> <p>The Audit, Compliance and Corporate Governance, Committee establishes a formal and transparent procedure to develop a policy for determining the remuneration of directors and officers that is consistent with the corporation's culture and strategy as well as the business environment in which it operates.</p> <p>Kindly see the key factors that are considered in the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>The Audit, Compliance and Corporate Governance, Committee recommends remuneration packages for corporate and individual performance.</p> <p>Kindly see the duty of the Board on remuneration in the Manual on Corporate Governance, Section II.B.2.a Audit, Compliance and</p>	
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		<p>Corporate Governance, Committee.</p> <p>For employees in control functions (e.g., risk, compliance and internal audit), their remuneration is determined independent of any business line being overseen, and performance measures are based principally on the achievement of their objectives so as not to compromise their independence.</p> <p>The Company recognizes and rewards achievements and results in line with our “Pay for Performance” policy. Through performance, employees will be able to directly influence their compensation. The Company rewards exceptional job performance and provides support that would help employees accomplish their goals.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	
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		<a href="#">porate%20Governance%20SLFPI.pdf</a> <b>Agenda of the Corporate Governance, Nomination and Remuneration Committee</b>  <b>Company website</b> <a href="https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/">https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/</a>	
<b>Recommendation 2.6</b>			
1. Board has a formal and transparent board nomination and election policy.	Compliant	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 shortlisted candidates and how it encourages nominations from shareholders.  Provide proof if minority shareholders have a right to nominate candidates to the board  Provide information if there was an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.  The Audit, Compliance and Corporate Governance Committee sets forth the selection of Directors. Investors/minority	Not applicable
2. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant		Not applicable
3. Board nomination and election policy includes how the company accepts nominations from minority shareholders.	Compliant		Not applicable
4. Board nomination and election policy includes how the board reviews nominated candidates.	Compliant		Not applicable
5. Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.	Compliant		Not applicable

<p>6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.</p>	<p>Compliant</p>	<p>interests have the right to elect, remove and replace Directors and vote on certain corporate acts in accordance with the Corporation Code and the Amended By-Laws.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee and Section VI.A. Investors' Rights and Protection.</p> <p>Kindly also see the Amended By-Laws, Section 3.2. Election and Term.</p> <p>On March 1, 2023 the Audit, Compliance and Corporate Governance, Committee approved the nomination of the Directors for the term 2023 - 2024, following the qualification and criteria as provided in its Committee Charter.</p> <p>Kindly see the Agenda of the Audit, Compliance and Corporate Governance, Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance</b></p>	<p>Not applicable</p>
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		<p><b>and Corporate Governance Committee and Section VI.A. Investors' Rights and Protection</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>By-Laws, Section 3.2. Election and Term</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/By%20Laws%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/By%20Laws%20SLFPI.pdf</a></p> <p><b>Agenda of the Audit, Compliance and Corporate Governance, Committee</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20of%20Audit%20Compliance%20and%20Corporate%20Governance%20Committee%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20of%20Audit%20Compliance%20and%20Corporate%20Governance%20Committee%20SLFPI.pdf</a></p>	
<b>Recommendation 2.7</b>			
1. Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions.	Compliant	Provide information on or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs	Not applicable
2. RPT policy includes appropriate review and approval of material RPTs, which	Compliant		Not applicable

guarantee fairness and transparency of the transactions.		Identify transactions that were approved pursuant to the policy.	
3. RPT policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.	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 planholders, members, claimants, and other stakeholders.</p> <p>Kindly see the Related Party Transactions.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.b. Review Committee for Related Party Transactions.</p> <p>On March 1, 2023 the Review Committee for Related Party Transactions (RPT) reviewed, and to the extent necessary, approved material related party transactions.</p> <p>Kindly see the Agenda of Review Committee for Related Party Transactions (RPT).</p>	Not applicable



		<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.b. Review Committee for Related Party Transactions</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Related Party Transactions</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Related%20Party%20Transactions%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Related%20Party%20Transactions%20SLFPI.pdf</a></p> <p><b>Agenda of Review Committee for Related Party Transactions (RPT)</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20of%20Review%20Committee%20for%20Related%20Party%20Transactions%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20of%20Review%20Committee%20for%20Related%20Party%20Transactions%20SLFPI.pdf</a></p>	
<b>Recommendation 2.8</b>			
<p>1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).</p>	<p>Compliant</p>	<p>Provide information on or reference to a document containing the Board's policy and responsibility for approving the selection of management.</p> <p>Identify the Management team appointed</p>	<p>Not applicable</p>

The Board is primarily responsible for approving the selection of officers such as the President, Treasurer, Compliance Officer, Corporate Secretary, Assistant Corporate Secretary, Risk Officer, and Internal Auditor.

Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.

Sun Life Financial Plans, Inc. is a wholly-owned subsidiary of Sun Life of Canada (Philippines), Inc. (SLOCPI) as provided in the Sun Life website.

The following are the Board appointed officers of the Company as provided in the SLFPI website:

<b>Officer</b>	<b>Position</b>
<b>Maria Sachiko A. Pang</b>	President
<b>Leo Carl T. Chin</b>	Treasurer
<b>Maria Teresa A. Co</b>	Chief Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer

		<table border="1" data-bbox="1041 194 1541 432"> <tr> <td data-bbox="1041 194 1281 263"><b>Anna Katrina C. Kabigting-Ibero</b></td> <td data-bbox="1281 194 1541 263">Corporate Secretary</td> </tr> <tr> <td data-bbox="1041 263 1281 363"><b>Hope Jan C. Candido</b></td> <td data-bbox="1281 263 1541 363">Assistant Corporate Secretary</td> </tr> <tr> <td data-bbox="1041 363 1281 432"><b>Joel O. Bungabong</b></td> <td data-bbox="1281 363 1541 432">Internal Auditor</td> </tr> </table> <p data-bbox="1041 507 1444 539"><b>Source Documents and Link:</b></p> <p data-bbox="1041 582 1545 683"><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors</b></p> <p data-bbox="1041 689 1545 865"><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p data-bbox="1041 906 1227 938"><b>SLFPI website</b></p> <p data-bbox="1041 944 1541 1045"><a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p> <p data-bbox="1041 1088 1527 1157"><b>Compliance Governance, Section Board Appointed Officers</b></p>	<b>Anna Katrina C. Kabigting-Ibero</b>	Corporate Secretary	<b>Hope Jan C. Candido</b>	Assistant Corporate Secretary	<b>Joel O. Bungabong</b>	Internal Auditor	
<b>Anna Katrina C. Kabigting-Ibero</b>	Corporate Secretary								
<b>Hope Jan C. Candido</b>	Assistant Corporate Secretary								
<b>Joel O. Bungabong</b>	Internal Auditor								
2. Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).	Compliant	<p data-bbox="1041 1200 1545 1311">Provide information on or reference to a document containing the Board's policy and responsibility for assessing the performance of management.</p> <p data-bbox="1041 1353 1545 1433">Provide information on the assessment process and indicate frequency of assessment of performance.</p>	Not applicable						

		<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.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>Kindly see the Corporate Governance, Section Board Performance Appraisal.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Director</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section Board Performance Appraisal</b></p>	
<b>Recommendation 2.9</b>			
1. Board establishes an effective performance management framework that ensures that Management's	Compliant	Provide information on or link/reference to a document containing the Board's	Not applicable

<p>performance is at par with the standards set by the Board and Senior Management.</p>		<p>performance management framework for management and personnel.</p>	
<p>2. Board establishes an effective performance management framework that ensures that personnel's performance is at par with the standards set by the Board and Senior Management.</p>	<p>Compliant</p>	<p>The Board establishes an effective performance management framework.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>Kindly see the Board and Committee Evaluation.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Board and Committee Evaluation</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf</a></p>	<p>Not applicable</p>

**Recommendation 2.10**

<p>1. Board oversees that an appropriate internal control system is in place.</p>	<p>Compliant</p>	<p>Provide information on or link/reference to a document showing the Board's responsibility for overseeing that an appropriate internal control system is in place and what is included in the internal control system</p>	<p>Not applicable</p>
<p>2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.</p>	<p>Compliant</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.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>Kindly see the Conflict of Interest.</p> <p>Kindly see the Related Party Transactions.</p> <p>Kindly also see the Code of Conduct, Section Avoiding Conflicts of Interest.</p> <p>Kindly also see the Sun Life website, About Us, Corporate Governance, Company Policies, Avoiding Conflicts of Interest web page.</p>	<p>Not applicable</p>

		<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Conflict of Interest</b></p> <p><b>Related Party Transactions</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Related%20Party%20Transactions%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Related%20Party%20Transactions%20SLFPI.pdf</a></p> <p><b>Code of Conduct, Section Avoiding Conflicts of Interest</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p> <p><b>Sun Life website, About Us, Corporate Governance, Company Policies, Avoiding Conflicts of Interest web page</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/">https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</a></p>	
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<p>3. Board approves the Internal Audit Charter.</p>	<p>Compliant</p>	<p>Provide reference or link to the company's Internal Audit Charter</p> <p>The Board, through the Audit, Compliance, and Corporate Governance Committee, evaluates and approves the annual internal audit plan.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p>Kindly see Manual on Corporate Governance, Section II.B.5. Internal Auditor.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee and Section II.B.5. Internal Auditor</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	<p>Not applicable</p>
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Recommendation 2.11			
1. Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	Compliant	Provide information on 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.	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>Provide proof of effectiveness of risk management strategies, if any.</p> <p>The Board oversees the sound risk management framework to monitor and manage strategic, regulatory, operational and financial risks.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>Kindly see the Risk Management Framework.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Director</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	Not applicable

		<a href="#">porate%20Governance%20SLFPI.pdf</a>	
		<b>Risk Management Framework</b>	
<b>Recommendation 2.12</b>			
1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	Compliant	Provide link to the company's website where the Board Charter is disclosed.	Not applicable
2. Board Charter serves as a guide to the directors in the performance of their functions.	Compliant	The Board approved the Manual on Corporate Governance, which sets forth its purposes, authority, duties and responsibilities, structure and procedures in accordance with IC Circular No. 2020-71 "Revised Code of Corporate Governance for Insurance Commission Regulated Companies" and other applicable laws, rules and regulations.	Not applicable
3. Board Charter is publicly available and posted on the company's website.	Compliant	<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	Not applicable
<p><b>Principle 3:</b> 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, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.</p>			

### Recommendation 3.1

<p>1. Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on all the board committees established by the company.</p> <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"><li>1. Audit, Compliance and Corporate Governance Committee</li><li>2. Review Committee of Related Party Transactions</li></ol> <p>Kindly see the Manual on Corporate Governance, Section II.B.2. Board Committees.</p> <p>Kindly also see the Corporate Governance, Section Board Committees.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2. Board Committee</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	<p>Not applicable</p>
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		<a href="#">porate%20Governance%20SLFPI.pdf</a> <b>Corporate Governance, Section Board Committees</b>	
<b>Recommendation 3.2</b>			
<p>1. 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>	Compliant	<p>Provide information or link/reference to a document containing information on the Audit Committee, including its functions.</p> <p>Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor.</p> <p>The Company has an Audit, Compliance and Corporate Governance Committee which 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.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p>Kindly see Corporate Governance, Section 4. Board Committees.</p>	Not applicable

		<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section 4. Board Committees</b></p>	
<p>2. Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the members of the Audit Committee, including their qualifications and type of directorship.</p> <p>The Audit, Compliance and Corporate Governance Committee is composed of three (3) Directors, two (2) of whom are Independent Non-Executive Directors, including a Committee Chair, and 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>Not applicable</p>

Kindly see the Manual on Corporate Governance Section II.B.2.a. Audit, Compliance and Corporate Governance Committee.

The Committee is composed of the following members:

<b>Director</b>	Designation
<b>Francisco S.A. Sandejas</b>	Chairman and Independent Non-Executive Director
<b>Chia-Ling Chou aka Lucy Chou</b>	Non-Executive Director / Member
<b>Oscar S. Reyes</b>	Independent Non-Executive Director / Member

Kindly see the profiles of the Directors in the Corporate Governance, Section 1. Board of Directors and Credentials.

**Source Documents and Links:**

**Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee**

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

		<p><a href="/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p>	
<p>3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.</p>	<p>Compliant</p>	<p>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.</p> <p>The Audit, Compliance, and Corporate Governance 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 Board of Director's relevant background, knowledge, skills, and experience in the Corporate Governance, Section 1. Board of Directors and Credentials and Board Skills Matrix.</p>	<p>Not applicable</p>

		<p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>Board of Director's Skills Matrix</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%202023.pdf</a></p>	
4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.	Compliant	<p>Provide information or link/reference to a document containing information on the Chairman of the Audit Committee</p> <p>Chairman Francisco S.A. Sandejas of the Audit, Compliance and Corporate Governance Committee, is not the Chairman of the Board.</p> <p>Kindly see the profile of the Chairman of the Audit, Compliance and Corporate Governance Committee in the Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p><b>Source Documents and Link:</b></p>	Not applicable



		<b>Corporate Governance, Section 1. Board of Directors and Credentials</b>	
<b>Recommendation 3.3</b>			
1. 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.	Compliant	<p>Provide information or reference to a document containing information on the Corporate Governance Committee, including its functions</p> <p>Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable.</p> <p>The Company has an Audit, Compliance and Corporate Governance Committee which assists the Board in fulfilling its corporate governance responsibilities.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.a. for the Audit, Compliance and Corporate Governance Committee's charter.</p> <p>Kindly also see the Corporate Governance for the Board Committees.</p> <p><b>Source Documents and Link:</b></p>	Not applicable

		<p><b>Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section 4. Board of Committees</b></p>	
<p>2. Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.</p>	<p>Non-Compliant</p>	<p>Provide information or link/reference to a document containing information on the members of the Corporate Governance Committee, including their qualifications and type of directorship.</p> <p>The Audit, Compliance and Corporate Governance Committee is composed of three (3) members of the Board, majority of whom are Independent Non-Executive Directors, including a 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.B.2.a. Audit,</p>	<p>The Audit, Compliance and Corporate Governance Committee has two (2) Independent Directors out of three (3) members</p> <p>Majority (i.e., 2 out of 3) of the Committee Members are Independent Non-Executive Directors, including the Committee Chairperson, and the third member is a Non-Executive Director who is not actively involved in the management affairs of the Company.</p>

Compliance and Corporate Governance Committee.

The Committee is composed of the following members:

Director	Designation
<b>Francisco S.A. Sandejas</b>	Chairman and Independent Non-Executive Director
<b>Chia-Ling Chou aka Lucy Chou</b>	Non-Executive Director / Member
<b>Oscar S. Reyes</b>	Independent Non-Executive Director / Member

Kindly see the profiles of the Directors in the Corporate Governance, Section 1. Board of Directors and Credentials.

**Source Documents and Link:**

**Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee**

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor>

		<a href="#">porate%20Governance%20SLFPI.pdf</a> <b>Corporate Governance, Section 1. Board of Directors and Credentials</b>	
3. Chairman of the Corporate Governance Committee is an independent director.	Compliant	<p>Provide information or link/reference to a document containing information on the Chairman of the Corporate Governance Committee.</p> <p>Chairman Francisco S.A. Sandejas of the Audit, Compliance and Corporate Governance Committee, is not the Chairman of the Board.</p> <p>Kindly see the profile of the Chairman of the Audit, Compliance and Corporate Governance Committee in the Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p>	Not applicable
<b>Recommendation 3.4</b>			
1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a	Compliant	<p>Provide information or link/reference to a document containing information on the Board Risk Oversight Committee (BROC), including its functions</p>	Not applicable

<p>company's Enterprise Risk Management system to ensure its functionality and effectiveness.</p>		<p>The Company has an Audit, Compliance and Corporate Governance Committee who acts as a Board Risk Oversight Committee and 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.B.2.a. Duties and Responsibilities of Audit, Compliance and Corporate Governance Committee.</p> <p>Kindly also see the Corporate Governance, Section Board Committees.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Duties and Responsibilities of Audit, Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	
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		<a href="#">porate%20Governance%20SLFPI.pdf</a> <b>Corporate Governance, Section Board Committees.</b>	
<p>2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.</p>	Compliant	<p>Provide information or link/reference to a document containing information on the members of the BROC, including their qualifications and type of directorship</p> <p>The Audit, Compliance and Corporate Governance Committee, acting as Board Risk Oversight Committee (BROC), is composed of three (3) members of the Board, majority of whom are Independent Directors, including a Committee Chair, and 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.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p>The Committee is composed of the following members:</p>	Not applicable

Director	Designation
<b>Francisco S.A. Sandejas</b>	Chairman and Independent Non-Executive Director
<b>Chia-Ling Chou aka Lucy Chou</b>	Non-Executive Director / Member
<b>Oscar S. Reyes</b>	Independent Non-Executive Director / Member

Kindly see the profiles of the Directors in the Corporate Governance, Section 1. Board of Directors and Credentials.

**Source Documents and Link:**

**Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee**

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

**Corporate Governance, Section 1. Board of Directors and Credentials**

<p>3. The Chairman of the BROC is not the Chairman of the Board or of any other committee.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the Chairman of the BROC</p> <p>Chairman Francisco S.A. Sandejas of the Audit, Compliance and Corporate Governance Committee, is not the Chairman of the Board.</p> <p>Kindly see the profile of the Chairman of the Audit, Compliance and Corporate Governance Committee in the Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p>	<p>Not applicable</p>
<p>4. At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC.</p> <p>The Audit, Compliance and Corporate Governance Committee as a whole possesses the experience and expertise required to fulfill the Committee's</p>	<p>Not applicable</p>



		<p>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 Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p>Kindly see the Board of Director's Skills Matrix.</p> <p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance</b>, Section 1. Board of Directors and Credentials</p> <p><b>Board of Director's Skills Matrix</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf</a></p>	
<b>Recommendation 3.5</b>			
1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.	Compliant	Provide information or link/reference to a document containing information on the Related Party Transactions (RPT) Committee, including its functions.	Not applicable

		<p>The Company has a Review Committee for Related Party Transactions (RPT) which 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.B.2.b. Review Committee for Related Party Transactions (RPT).</p> <p>Kindly see the Corporate Governance, Section 4. Board Committees.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.b. Review Committee for Related Party Transactions (RPT)</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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		<b>Corporate Governance, Section 4. Board Committees</b>							
<p>2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the members of the RPT Committee, including their qualifications and type of directorship.</p> <p>The Review Committee for Related Party Transactions (RPT) is composed of three (3) Directors, majority of whom are Independent Directors, including a Committee Chair, all are Non-Executive Directors, 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.B.2.b. Review Committee for Related Party Transactions.</p> <p>The Committee is composed of the following members:</p> <table border="1" data-bbox="1037 1145 1541 1431"> <thead> <tr> <th data-bbox="1037 1145 1279 1201">Director</th> <th data-bbox="1279 1145 1541 1201">Designation</th> </tr> </thead> <tbody> <tr> <td data-bbox="1037 1201 1279 1337"><b>Oscar S. Reyes</b></td> <td data-bbox="1279 1201 1541 1337">Chairman and Independent Non—Executive Director</td> </tr> <tr> <td data-bbox="1037 1337 1279 1431"><b>Chia-Ling Chou aka Lucy Chou</b></td> <td data-bbox="1279 1337 1541 1431">Non-Executive Director / Member</td> </tr> </tbody> </table>	Director	Designation	<b>Oscar S. Reyes</b>	Chairman and Independent Non—Executive Director	<b>Chia-Ling Chou aka Lucy Chou</b>	Non-Executive Director / Member	<p>Not applicable</p>
Director	Designation								
<b>Oscar S. Reyes</b>	Chairman and Independent Non—Executive Director								
<b>Chia-Ling Chou aka Lucy Chou</b>	Non-Executive Director / Member								

		<table border="1" data-bbox="1037 193 1541 328"> <tr> <td data-bbox="1037 193 1279 328"><b>Francisco S.A. Sandejas</b></td> <td data-bbox="1279 193 1541 328">Independent Non—Executive Director / Member</td> </tr> </table> <p data-bbox="1037 368 1541 507">Kindly see the profiles of the Directors in the Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p data-bbox="1037 584 1541 616"><b>Source Documents and Link:</b></p> <p data-bbox="1037 655 1541 759"><b>Manual on Corporate Governance, Section II.B.2.b. Review Committee for Related Party Transactions</b></p> <p data-bbox="1037 764 1541 943"><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p data-bbox="1037 983 1541 1046"><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p>	<b>Francisco S.A. Sandejas</b>	Independent Non—Executive Director / Member	
<b>Francisco S.A. Sandejas</b>	Independent Non—Executive Director / Member				
<b>Recommendation 3.6</b>					
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	Provide information on 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.	Not applicable		
2. Committee Charters provide standards for evaluating the performance of the Committees.	Compliant	The Board Committees have their respective purposes, memberships,	Not applicable		

	<p>structures and operations and duties and responsibilities.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2 Board Committees.</p> <p>The Board, through the Audit, Compliance and Corporate Governance Committee, oversees the periodic performance evaluation of the Board and its committees as well as executive management, and conducts an annual self-evaluation of its performance.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p>Kindly see the Board and Committee Evaluation.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2. Board Committees and Section II.B.2.a. Audit, Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines</a></p>	
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		<a href="#">/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a> <b>Board and Committee Evaluation</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf</a>	
3. Committee Charters were fully disclosed on the company's website.	Compliant	<p>Provide link to company's website where the Committee Charters are disclosed.</p> <p>A copy of the Manual on Corporate Governance is available in the SLFPI website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	Not applicable

**Principle 4:** 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**

1. The Directors attend and actively participate in all meetings of the Board,	Compliant	Provide information or link/reference to a document containing information on the process and procedure for	Not applicable
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<p>Committees and shareholders in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.</p>		<p>tele/videoconferencing board and/or committee meetings.</p> <p>Provide information or link/reference to a document containing information on the attendance and participation of directors to Board, Committee and shareholders' meetings.</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-conference / videoconference, 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.B.1.c. Duties and Responsibilities of a Director.</p> <p>Kindly see the Certificate of Board of Directors Attendance.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines</a></p>	
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		<p><a href="#">/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Certificate of Board of Directors Attendance</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Certificate%20of%20Board%20of%20Directors%20Attendance%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Certificate%20of%20Board%20of%20Directors%20Attendance%20SLFPI%202023.pdf</a></p>	
<p>2. The directors review meeting materials for all Board and Committee meetings.</p>	<p>Compliant</p>	<p>Directors inform himself or herself of significant matters dealt with at meetings not attended. They review Board and Committee meeting materials.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	<p>Not applicable</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>Provide information or link/reference to a document containing information on any questions raised or clarification/explanation sought by the directors</p> <p>Directors are encouraged, and if necessary, are expected to ask the necessary questions or to seek clarifications and explanations during the Board and Committee meetings. Asking questions and providing comments are ways to effectively challenge Management's business decisions and implementation of corporate strategies.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	<p>Not applicable</p>
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**Recommendation 4.2**

<p>1. Non-executive directors concurrently serve as directors to a maximum of five Insurance Commission Regulated Entities (ICREs) and publicly-listed companies to ensure that they have sufficient time to fully prepare for meetings, challenge Management's proposals/views, and oversee the long-term strategy of the company.</p>	Compliant	<p>Disclose if the company has a policy setting the limit of board seats that a non-executive director can hold simultaneously.</p> <p>Provide information or reference to a document containing information on the directorships of the company's directors in both listed and non-listed companies</p> <p>The Non-Executive Directors concurrently serve as directors to a maximum of five (5) Insurance Commission Regulated Entities (ICREs) and publicly-listed companies.</p> <p>Kindly see the Corporate Governance, Section 1. Board of Directors Credentials.</p> <p><b>Source Documents and Link:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors Credentials</b></p>	Not applicable
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**Recommendation 4.3**

<p>1. The directors notify the company's board where he/she is an incumbent director before accepting a directorship in another company.</p>	Compliant	<p>Provide copy of written notification to the board or minutes of board meeting wherein the matter was discussed.</p> <p>The Directors will notify the Company's Board before</p>	Not applicable
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		<p>accepting a directorship in another company.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director.</p> <p>In 2023, there are no notifications submitted to the Corporate Secretary, for decision of the Board.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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**Principle 5:** 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 at least twenty percent (20%) independent directors.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the number of independent directors in the board</p> <p>The Board consists of five (5) Directors, two (2) Independent</p>	<p>Not applicable</p>
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Directors and three (3) Non-Independent Directors.

<b>Director</b>	<b>Designation</b>
<b>Chia-Ling Chou aka Lucy Chou</b>	Chairman / Non- Independent Director
<b>Maria Sachiko A. Pang</b>	President / Non- Independent Director
<b>Oscar S. Reyes</b>	Independent Director
<b>Francisco S.A. Sandejas</b>	Independent Director
<b>Benedicto C. Sison</b>	Non- Independent Director

**Source Documents and Links:**

**Corporate Governance, Section 1  
Board of Directors and Credentials**

**General Information Sheet**

**SLFPI website**

<https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/>

Recommendation 5.2			
<p>1. The independent directors possess all the qualifications and none of the disqualifications to hold the position.</p>	Compliant	<p>Provide information or link/reference to a document containing information on the qualifications of the independent directors.</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 Corporate Governance, Section 1. Board of Directors and Credentials.</p> <p><b>Source Documents and Links:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p>	Not applicable
Recommendation 5.3			
<p>1. The independent directors serve for a maximum cumulative term of nine years.</p> <p>As far as Insurance Companies are concerned, the foregoing term limit shall be reckoned from 02 January 2015 while the reckoning date for the Pre-Need Companies and Health Maintenance Organizations shall be from 21 September 2016.</p>	Compliant	<p>Provide information or link/reference to a document showing the years IDs have served as such.</p> <p>Independent Directors shall have a maximum cumulative term of nine (9) years, after which the independent director shall be perpetually barred from re-election as such in the same company. He</p>	Not applicable

<p>For other covered entities, all previous terms served by existing Independent Directors prior to the effectivity of this Circular shall not be included in the application of the term limit prescribed in this item.</p>		<p>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 Manual on Corporate Governance, Section II.B.1.f. Independent Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.f. Independent Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>2. The company bars an independent director from serving in such capacity after the term limit of nine years.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the company's policy on term limits for its independent director</p> <p>After the Independent Director had a maximum cumulative term of nine (9) years, the independent director</p>	<p>Not applicable</p>

		<p>shall be perpetually barred from re-election as such in the same company. He 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 Manual on Corporate Governance, Section II.B.1.f. Independent Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.f. Independent Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>3. In the instance that the company retains an independent director in the same capacity after nine years, the board submits to the Insurance Commission a formal written justification and seek</p>	<p>Compliant</p>	<p>Provide proof on submission of a formal written justification to the Insurance Commission and proof of shareholders' approval during the annual shareholders' meeting.</p>	<p>Not applicable</p>

<p>shareholders' approval during the annual shareholders' meeting.</p>		<p>If the Company wants to retain an independent director who has served for nine (9) consecutive years, the Board, subject to meritorious justification and shareholder approval during the annual stockholders meeting, may retain an independent director. The Board will submit a formal written justification to the Insurance Commission.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.f. Independent Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.f. Independent Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<b>Recommendation 5.4</b>			
<p>1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.</p>	<p>Compliant</p>	<p>Identify the company's Chairman of the Board and Chief Executive Officer</p> <p>The Chairman of the Board is a separate individual from the</p>	<p>Not applicable</p>



		<p>President, who is the Chief Executive Officer of the Company. The Company's Chairman of the Board is Ms. Chia-Ling Chou aka Lucy Chou while the President is Ms. Maria Sachiko A. Pang.</p> <p>Kindly see the profile of the Chairman of the Board and the President in the Corporate Governance, Section 1. Board of Directors and Credentials and the SLFPI website.</p> <p><b>Source Documents and Links:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<p>2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.</p>	<p>Compliant</p>	<p>Provide information or link/reference to a document containing information on the roles and responsibilities of the Chairman of the Board and Chief Executive Officer.</p> <p>Identify the relationship of Chairman and CEO.</p> <p>The duties and responsibilities of the Chairman of the Board and the</p>	<p>Not applicable</p>

		<p>President are separate and clearly defined.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.e. Chairman and Section II.B.1.g. Chief Executive Officer respectively.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.e. Chairman and Section II.B.1.g. Chief Executive Officer</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<b>Recommendation 5.5</b>			
<p>1. If the Chairman of the Board is not an independent director or where the roles of Chairman and CEO are being held by one person, the Board should designate a lead director among the independent directors.</p>	<p>Non-Compliant</p>	<p>Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any.</p> <p>Indicate if Chairman is independent.</p> <p>The Chairman of the Board, Ms. Chia-Ling Chou aka Lucy Chou, is not an Independent Director.</p> <p>Kindly see the profile of the Chairman of the Board in the</p>	<p>The Chairman of the Board, Ms. Chia-Ling Chou aka Lucy Chou, is not an Independent Director. However, she is a Non-Executive Director and is not actively involved in the management affairs of the company. A Lead Independent Director has been appointed in March 2022 to comply with the regulatory requirement.</p>

		<p>Corporate Governance, Section 1. Board of Directors and Credentials and the SLFPI website.</p> <p><b>Source Documents and Links:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<b>Recommendation 5.6</b>			
<p>1. Directors with material interest in a transaction affecting the corporation should abstain from taking part in the deliberations for the same.</p>	<p>Compliant</p>	<p>Provide proof of abstention, if this was the case</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.B.1.c. Duties and Responsibilities of a Director.</p> <p><b>Source Documents and Link:</b></p>	<p>Not applicable</p>

		<p><b>Manual on Corporate Governance, Section II.B.1.c. Duties and Responsibilities of a Director</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<b>Recommendation 5.7</b>			
<p>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 to ensure that proper checks and balances are in place within the corporation.</p>	Compliant	<p>Provide proof and details of said meeting, if any.</p> <p>Provide information on the frequency and attendees of meetings.</p> <p>The Non-Executive Directors have periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions.</p>	Not applicable
<p>2. The meetings are chaired by the lead independent director.</p>	Compliant	<p>The meetings are presided by Chairman Francisco S.A. Sandejas of the Audit, Compliance and Corporate Governance Committee, who is an Independent Director.</p> <p>Kindly see the Agenda of the Audit, Compliance and Corporate Governance Committee meetings.</p> <p>As for Board meeting proper, the same is chaired by Ms. Chia-Ling</p>	Not applicable

		<p>Chou aka Lucy Chou, a Non-Executive Director.</p> <p><b>Source Documents and Link:</b></p> <p><b>Agenda of the Audit, Compliance and Corporate Governance, Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20of%20Audit%20Compliance%20and%20Corporate%20Governance%20Committee%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Agenda%20of%20Audit%20Compliance%20and%20Corporate%20Governance%20Committee%20SLFPI.pdf</a></p>	
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**Principle 6:** 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**

1. Board conducts an annual self-assessment of its performance as a whole.	Compliant	<p>Provide proof of annual assessments conducted for the whole board, the individual members, the Chairman and the Committees</p> <p>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. This is done through the accomplishment of a Board Effectiveness Questionnaire (BEQ).</p>	Not applicable
2. The performance of the Chairman is assessed annually by the Board.	Compliant		Not applicable
3. The performance of the individual member of the Board is assessed annually by the Board.	Compliant		Not applicable
4. The performance of each committee is assessed annually by the Board.	Compliant		Not applicable

		<p>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 annual assessment was reported to the Board on March 13, 2023.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of Board of Directors.</p> <p>Kindly see the Corporate Governance, Section Board Performance Appraisal.</p> <p>Kindly see the Board and Committee Evaluation.</p> <p>Kindly see the Corporate Governance, Section 6. Performance Appraisal of the Board.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of Board of Directors,</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	
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		<p><a href="#">porate%20Governance%20SLFPI.pdf</a></p> <p><b>Board and Committee Evaluation</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf</a></p> <p><b>Corporate Governance, Section Board Performance Appraisal</b></p>	
5. Every three years, the assessments are supported by an external facilitator.	Compliant	<p>Identify the external facilitator and provide proof of use of an external facilitator.</p> <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</p>	Not applicable

		<p>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 results of the BEQ 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 have evaluated themselves, the Board, and the Board-Level Committees, supported by an external facilitator. The results of the BEQ show that the Board has a very good composition, and while it is diverse, it is balanced. There is great teamwork within the Board of Directors and that the Chairman exercises his leadership and engages every Director during meetings. Management supports the Board effectively which results to the Board working well with Management. The results of the assessment were reported to the Board in March 2022.</p>	
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		<p>The next Board assessments, that will be supported by an external facilitator, will be in December 2024.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of Board of Directors.</p> <p>Kindly see the Corporate Governance, Section 6. Performance Appraisal of the Board.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Corporate Governance, Section 6. Performance Appraisal of the Board</b></p>	
<b>Recommendation 6.2</b>			
1. Board has in place a system that provides, at the minimum, criteria and process to determine the performance of	Compliant	Provide information or link/reference to a document containing information on the system of the company to evaluate the	Not applicable

the Board, individual directors and committees.		performance of the board, individual directors and committees, including a feedback mechanism from shareholders	
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 results of the BEQ are collated by the external provider to ensure utmost confidentiality.</p>	Not applicable

		<p>Responses from individual directors are not disclosed and only the consolidated results are discussed and reported to the Board.</p> <p>In 2023, the Directors have evaluated themselves, the Board, and the Board-Level Committees supported by an external facilitator. The results of the BEQ show that the Board has a very good composition, and while it is diverse, it is balanced. There is great teamwork within the Board of Directors and that the Chairman exercises his leadership and engages every Director during meetings. Management supports the Board effectively which results to the Board working well with Management. The results of the assessment were reported to the Board on March 13, 2023.</p> <p>Kindly see the Board and Committee Evaluation.</p> <p>Kindly see the Corporate Governance, Section 6. Board Performance Appraisal.</p> <p>Shareholders can give their feedback through this reporting channel:</p>	
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		<ul style="list-style-type: none"> <li>• Send report to: Code@sunlife.com</li> </ul> <p>Kindly see the SLFPI website.</p> <p>Kindly see the Board of Director's Skills Matrix.</p> <p><b>Source Documents and Link:</b></p> <p><b>Board and Committee Evaluation</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20and%20Committee%20Evaluation%20SLFPI%202023.pdf</a></p> <p><b>Corporate Governance, Section 6. Board Performance Appraisal</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p> <p><b>Reporting Channels</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLFPI.pdf</a></p> <p><b>Board of Director's Skills Matrix</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines</a></p>	
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		<a href="/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf">/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf</a>	
<b>Principle 7:</b> Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.			
<b>Recommendation 7.1</b>			
1. 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.	Compliant	<p>Provide information on or link/reference to the company's Code of Business Conduct and Ethics.</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><b>Source Documents and Link:</b></p> <p><b>Code of Conduct</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p>	Not applicable
2. The Code is properly disseminated to the Board, senior management and employees.	Compliant	<p>Provide information on or discuss how the company disseminated the Code to its Board, senior management and employees.</p> <p>The Code of Conduct is annually disseminated to all directors, officers</p>	Not applicable

		<p>and employees, posted in the SLFPI website and internal databases (The Source and Bright Hub), and explained to new directors, officers and employees during onboarding or orientation.</p> <p><b>Source Documents and Link:</b></p> <p><b>Code of Conduct</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p>	
<p>3. The Code is disclosed and made available to the public through the company website.</p>	<p>Compliant</p>	<p>Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/ disclosed.</p> <p>The Code of Conduct is posted in the Company website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Code of Conduct</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p>	<p>Not applicable</p>

Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Compliant	Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics and internal policies.	Not applicable
2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	Compliant	<p>Indicate who are required to comply with the Code of Business Conduct and Ethics and any findings on non-compliance.</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 Chief 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.B.1.b. Specific Duties and Functions.</p> <p>The Board reviews and guides corporate strategy, major plans of action, risk management policies and procedures, annual budgets and business plans; set</p>	Not applicable

		<p>performance objectives; monitor implementation and corporate performance; and oversee major capital expenditures, acquisitions and divestitures.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.a. Duties and Responsibilities.</p> <p>Kindly also see the Code of Conduct.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Duties and Responsibilities and Section II.B.1.b. Specific Duties and Functions of the Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Code of Conduct</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p>	
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**Disclosure and Transparency**

**Principle 8:** The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.

**Recommendation 8.1**

<p>1. 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 company's financial condition, results and business operations.</p>	<p align="center">Compliant</p>	<p>Provide information on or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders and other stockholders</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 VI.A. Investors' Rights and Protection.</p> <p>Kindly see the Audited Financial Statement and the Quarterly Report on Selected Financial Statistics that are reported to our regulators and available in the SLFPI website.</p>	<p align="center">Not applicable</p>
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		<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section VI.A. Investors' Rights and Protection</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Audited Financial Statements</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf</a></p> <p><b>Quarterly Report on Selected Financial Statistics</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Q1%202023%20Quarterly%20Financial%20Statement%20and%20Trust%20Fund%20Report%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Q1%202023%20Quarterly%20Financial%20Statement%20and%20Trust%20Fund%20Report%20SLFPI.pdf</a></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Q2%202023%20Quarterly%20Financial%20Statement%20and%20Trust%20Fund%20Report%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Q2%202023%20Quarterly%20Financial%20Statement%20and%20Trust%20Fund%20Report%20SLFPI.pdf</a></p>	
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### Recommendation 8.3

1. Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	Compliant	<p>Provide link or reference to the directors' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.</p> <p>The Board discloses all relevant and material information on individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.</p>	Not applicable
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		<p>Kindly see the profiles of the directors in the Corporate Governance, Section 1. Board of Directors and Credentials; Board of Director's Skills Matrix; and SLFPI website.</p> <p><b>Source Documents and Links:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials</b></p> <p><b>Board of Director's Skills Matrix</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Board%20of%20Directors%20Skills%20Matrix%20SLFPI%2023.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<p>2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.</p>	<p>Compliant</p>	<p>Provide link or reference to the key officers' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.</p> <p>Relevant and material information on key executives is disclosed to evaluate their experience and</p>	<p>Not applicable</p>

		<p>qualifications, and assess any potential conflicts of interest that might affect their judgment.</p> <p>Kindly see the profiles of the key executives in the Corporate Governance, Section 1. Board of Directors and Credentials and Section 2. Board Appointed Officers, and the SLFPI website.</p> <p><b>Source Documents and Links:</b></p> <p><b>Corporate Governance, Section 1. Board of Directors and Credentials and Section 2. Board Appointed Officers</b></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sun-life-financial-plans/</a></p>	
<b>Recommendation 8.4</b>			
<p>1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same in the Annual Corporate Governance Report consistent with ASEAN Corporate Governance Scorecard (ACGS) and the Revised Corporation Code.</p>	<p>Compliant</p>	<p>Disclose or provide link/reference to the company policy and practice for setting board remuneration</p> <p>The Board determines the relationship between remuneration and performance of key officers and board members which should be aligned with the long-term</p>	<p>Not applicable</p>

		<p>interests of the Company and consider the following key factors: 1) the level of remuneration must be commensurate to the role; 2) no director should participate in the determination of his own per diem or compensation; and 3) remuneration pay-out schedules should be sensitive to risk outcomes over a multi-year horizon.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, II.B.1.b. Specific Duties and Functions of the Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>2. Company provides a clear disclosure of its policies and procedure for setting Executive remuneration, including the level and mix of the same in the Annual Corporate Governance Report consistent with ASEAN Corporate</p>	<p>Compliant</p>	<p>Disclose or provide link/reference to the company policy and practice for determining executive remuneration</p> <p>The Board determines the relationship between remuneration</p>	<p>Not applicable</p>

<p>Governance Scorecard (ACGS) and the Revised Corporation Code.</p>		<p>and performance of key officers and board members which should be aligned with the long-term interests of the Company and consider the following key factors: 1) the level of remuneration must be commensurate to the role; 2) no director should participate in the determination of his own per diem or compensation; and 3) remuneration pay-out schedules should be sensitive to risk outcomes over a multi-year horizon.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors.</p> <p>The Company compensates based on the value of the job of individual Senior Management and employees. Wherever they work across the Philippines, the respective income will reflect the level of responsibilities and accountabilities within the Company.</p> <p>The Company recognizes and rewards achievements and results in line with its "Pay for Performance" policy. Through performance, officers and employees will be able to directly influence their</p>	
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		<p>compensation. The Company rewards exceptional job performance and provides support that would help officers and employees accomplish goals.</p> <p>The Company also provides a Long-Term Incentive Program. Leadership excellence is an important factor underlying the success of the Company. That's why its Long-Term Incentive (LTI) program rewards leaders for their focus on creating sustainable long-term value for shareholders.</p> <p>The LTI program provides leaders with a long-term, significant stake in the Company's success and helps the Company retain those who are leading the Company. Employees at the Director level and above are eligible to participate in the long-term incentive (LTI) program. The Company's LTI program rewards individuals for creating absolute and relative shareholder value over a five-year period with greater weight given to performance over the final three years. Objectives for the program include aligning payouts to sustained performance balanced with retention and providing an incentive focused on</p>	
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	<p>both absolute and relative total return performance versus peers.</p> <p>Kindly see the Sun Life website, About Us, Become an Employee, Our Rewards and Benefits web page.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, II.B.1.b. Specific Duties and Functions of the Board of Directors</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Sun Life website, About Us, Become an Employee, Our Rewards and Benefits web page</b>  <a href="https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/">https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/</a></p> <p><b>Employee Long-Term Incentive Program</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Long%20Term%20Incentive%20Program%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Long%20Term%20Incentive%20Program%20SLFPI%202023.pdf</a></p>	
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<p>3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.</p>	<p>Non-compliant</p>	<p>Provide breakdown of director remuneration and executive compensation, particularly the remuneration of the CEO.</p> <p>The Company maintains a record of the remuneration of Directors and Senior Management on an individual basis.</p> <p><b>Source Documents and Link:</b></p> <p><b>General Information Sheet, Section Total Annual Compensation of Directors During the Preceding Fiscal Year</b></p> <p><b>Audited Financial Statements, Section 14. Related Party Transactions, Remuneration of Key Management Personnel</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf</a></p>	<p>The Company discloses the aggregate remuneration of Directors and Senior Management in the General Information Sheet and Annual Financial Statement respectively.</p>
<p>Recommendation 8.5</p>			
<p>1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions.</p>	<p>Compliant</p>	<p>Disclose or provide reference/link to company's RPT policies</p> <p>Indicate if the director with conflict of interest abstained from the board discussion on that particular transaction.</p>	<p>Not applicable</p>

		<p>The Company discloses its policies governing Related Party Transactions and other unusual or infrequently occurring transactions.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.b. Review Committee for Related Party Transactions.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, II.B.2.b. Review Committee for Related Party Transactions</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>2. Company discloses material or significant RPTs in its Annual Company Report or Annual Corporate Governance Report, reviewed and approved by the Board, and submitted for confirmation by majority vote of the stockholders in the annual stockholders' meeting during the year.</p>	<p>Compliant</p>	<p>Provide information on all RPTs for the previous year or reference to a document containing the following information on all RPTs:</p> <ol style="list-style-type: none"> <li>1. Name of the related counterparty;</li> <li>2. Relationship with the party;</li> <li>3. Transaction date;</li> <li>4. Type/nature of transaction;</li> <li>5. Amount or contract price;</li> <li>6. Terms of the transaction;</li> <li>7. Rationale for entering into the transaction;</li> <li>8. The required approval (i.e., names of the board of directors approving,</li> </ol>	<p>Not applicable</p>

names and percentage of shareholders who approved) based on the company's policy; and

9. Other terms and conditions

The Company discloses material or significant Related Party Transactions in the Audited Financial Statements, reviewed and approved by the Board, and submitted for confirmation by majority vote of the stockholders in the annual stockholders' meeting during the year.

Kindly see the Audited Financial Statement.

Kindly also see the Draft Minutes of the Annual Meeting of the Stockholders.

**Source Documents and Link:**

**Audited Financial Statements, Section 14. Related Party Transactions**

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf>

		<p><b>Draft Minutes of the Annual Meeting of the Stockholders</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2023%20Draft%20Minutes%20of%20the%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2023%20Draft%20Minutes%20of%20the%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI.pdf</a></p>	
<b>Recommendation 8.7</b>			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	Provide link to the company's website where the Manual on Corporate Governance is posted.	
2. Company's MCG is posted on its company website.	Compliant	<p>The Company's corporate governance practices are principally contained in the Manual on Corporate Governance; Amended Articles of Incorporation; and Amended By-Laws. The Company is compliant with IC Circular Letter No. 2021-71 "Revised Code of Corporate Governance for Insurance Commission Regulated Companies" and related circulars on corporate governance.</p> <p>Kindly see the Manual on Corporate Governance; the Amended Articles of Incorporation; and Amended By-Laws posted in the SLFPI website.</p> <p><b>Source Documents and Link:</b></p>	

		<p><b>Manual on Corporate Governance</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Amended Articles of Incorporation</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Amended%20Articles%20of%20Incorporation%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Amended%20Articles%20of%20Incorporation%20SLFPI.pdf</a></p> <p><b>By-Laws</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/By%20Laws%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/By%20Laws%20SLFPI.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
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**Principle 9:** 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**

1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.	Compliant	Provide information or link/reference to a document containing information on the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor.	
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		<p>The Audit, Compliance and Corporate Governance 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.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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<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.</p>	<p>Compliant</p>	<p>Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor.</p> <p>The Audit, Compliance and Corporate Governance 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.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Cor</a></p>	
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		<a href="#">porate%20Governance%20SLFPI.pdf</a>	
<p>3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.</p>	<p>Compliant</p>	<p>Provide information on or link/reference to a document containing the company's reason for removal or change of external auditor.</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 endorsed by the Audit, Compliance and Corporate Governance Committee, and approved by the Board, the Company engages the services of Navarro Amper &amp; Co., a local member firm of Deloitte Touche Tohmatsu Limited, as its external auditor.</p> <p>Kindly see the Audited Financial Statement.</p> <p><b>Source Documents and Link:</b></p> <p><b>Audited Financial Statements</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial</a></p>	

		<a href="#">%20Statements%20SLFPI%202023.pdf</a>	
<b>Recommendation 9.2</b>			
<p>1. Audit Committee Charter includes the Audit Committee's responsibility on:</p> <ul style="list-style-type: none"> <li>i. assessing the integrity and independence of external auditors;</li> <li>ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and</li> <li>iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.</li> </ul>	Compliant	<p>Provide link/reference to the company's Audit Committee Charter</p> <p>The Audit, Compliance and Corporate Governance 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.B.2.a. Audit Compliance and Corporate Governance Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	Not applicable

<p>2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.</p>	<p>Compliant</p>	<p>Provide link/reference to the company's Audit Committee Charter</p> <p>The Audit, Compliance and Corporate Governance 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.B.2.a. Audit Compliance and Corporate Governance Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	<p>Not applicable</p>
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### Recommendation 9.3

<p>1. Company discloses the nature of non-audit services performed by its external auditor in the Annual Report to deal with the potential conflict of interest.</p>	<p>Compliant</p>	<p>Disclose the nature of non-audit services performed by the external auditor, if any.</p> <p>The Company discloses the nature of non-audit services performed by its 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 Audited Financial Statements.</p> <p><b>Source Documents and Link:</b></p> <p><b>Audited Financial Statements</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf</a></p>	<p>Not applicable</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>Provide link or reference to guidelines or policies on non-audit services</p> <p>The Audit, Compliance and Corporate Governance Committee evaluates and determines the non-audit work, if any, of the External Auditor, and periodically reviews the non-audit</p>	<p>Not applicable</p>

		<p>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 independence. The non-audit work, if allowed, should be disclosed in the annual report and Annual Corporate Governance Report.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.4. External Auditor.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.4 External Auditor</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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**Principle 10:** The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.

**Recommendation 10.1**

1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the	Compliant	Disclose or provide link on the company's policies and practices on the disclosure of non-financial information, including EESG issues.	Not applicable
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<p>management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.</p>		<p>The Board adopts a globally recognized standard/framework in disclosing non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.</p> <p>Kindly see the Manual on Corporate Governance, Section V. Reportorial or Disclosure System of Corporate Governance Policies.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section V. Reportorial or Disclosure System of Corporate Governance Policies</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.</p>		<p>Provide link to Sustainability Report, if any. Disclose the standards used.</p> <p>The Board adopts a globally recognized standard/framework in</p>	

		<p>disclosing non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.</p> <p>Kindly see the Manual on Corporate Governance, Section V. Reportorial or Disclosure System of Corporate Governance Policies.</p> <p>Kindly see the Sustainability Report.</p> <p>Kindly also see our sustainability ambition.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section V. Reportorial or Disclosure System of Corporate Governance Policies</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Sustainability Report</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philip">https://www.sunlife.com.ph/content/dam/sunlife/regional/philip</a></p>	
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		<a href="#">pines/documents/Sustainability%20Report%202023.pdf</a>  <b>Sustainability Ambition</b> <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sustainability/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sustainability/</a>	
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**Principle 11:** The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for informed decision-making by investors, stakeholders and other interested users.

**Recommendation 11.1**

1. The company should have a website to ensure a comprehensive, cost efficient transparent, and timely manner of disseminating relevant information to the public.	Compliant	<p>Disclose and identify the communication channels used by the company (i.e., website, Analyst's briefing, Media briefings /press conferences, Quarterly reporting, Current reporting, etc.). Provide links, if any.</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><b>Source Documents and Link:</b></p> <p><b>Sun Life website, About Us, Corporate Governance web page</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/">https://www.sunlife.com.ph/en/about-us/corporate-governance/</a></p>	Not applicable
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Internal Control System and Risk Management Framework			
<b>Principle 12:</b> 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 framework.			
<b>Recommendation 12.1</b>			
1. Company has an adequate and effective internal control system in the conduct of its business.	Compliant	<p>List quality service programs for the internal audit functions.</p> <p>Indicate frequency of review of the internal control system</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</p>	Not applicable

		<p>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>Kindly see the Manual on Corporate Governance, Section II.B.5. Internal Auditor.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.5. Internal Auditor</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.</p>	<p>Compliant</p>	<p>Identify international framework used for Enterprise Risk Management</p> <p>Provide information or reference to a document containing information on:</p> <ol style="list-style-type: none"> <li>1. Company's risk management procedures and processes</li> <li>2. Key risks the company is currently facing</li> <li>3. How the company manages the key risks</li> </ol>	<p>Not applicable</p>

		<p>Indicate frequency of review of the enterprise risk management framework.</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 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 Company has established a formal risk identification program</p>	
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	<p>whereby key risks that may impact its business are identified. Exposure to these risks is assessed on a qualitative and quantitative bases. Risk control programs and action plans are established for mitigating the exposure. The Company has adopted risk management policies to provide a consistent approach to measurement, mitigation and control, and monitoring of risk exposures.</p> <p>The risks facing the Company can generally be classified into the following categories:</p> <ul style="list-style-type: none"><li>• Market risk</li><li>• Interest rate risk</li><li>• Equity price risk</li><li>• Credit risk</li><li>• Liquidity risk</li><li>• Insurance and underwriting risk</li></ul> <p>Kindly see the Audited Financial Statement, Section 30. Risk Management.</p> <p><b>Source Documents and Link:</b></p> <p><b>Audited Financial Statements, Section 30. Risk Management</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines</a></p>	
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		<a href="#">/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf</a>	
<b>Recommendation 12.2</b>			
<p>1. 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>Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm.</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 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.B.5. Internal Auditor.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.5. Internal Auditor</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	<p>Not applicable</p>

Recommendation 12.3			
1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.	Compliant	Identify the company's Chief Audit Executive (CAE) and provide information on or reference to a document containing his/her responsibilities.	Not applicable
2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third party service provider.	Compliant	<p>The Company's Internal Auditor Joel O. Bungabong, is responsible for the periodic formal review of the effectiveness of the Company's system and internal controls.</p> <p>Kindly see the information on the Internal Auditor, including his name, qualifications in the Manual on Corporate Governance Section II.B.5. Internal Auditor and Sun Life website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.5. Internal Auditor</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Sun Life website</b>  <a href="https://www.sunlife.com.ph/en/about-us/who-we-are/">https://www.sunlife.com.ph/en/about-us/who-we-are/</a></p>	Not applicable

<p>3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.</p>	<p>Compliant</p>	<p>Identify qualified independent executive or senior management personnel, if applicable.</p> <p>The Company has an Audit, Compliance and Corporate Governance Committee which 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.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	<p>Not applicable</p>
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## Recommendation 12.4

<p>1. Company has a separate risk management function to identify, assess and monitor key risk exposures.</p>	<p>Compliant</p>	<p>Provide information on company's risk management function.</p> <p>The Company has a separate risk management function to identify, assess and monitor key risk exposures.</p> <p>Kindly see the Manual on Corporate Governance, Section II.B.2.a. Audit, Compliance and Corporate Governance Committee.</p> <p>Kindly also see the Audited Financial Statement, Section 30. Risk Management.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, II.B.2.a. Audit, Compliance and Corporate Governance Committee</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p> <p><b>Audited Financial Statements, Section 30. Risk Management</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines</a></p>	<p>Not applicable</p>
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		<a href="#">/documents/Audited%20Financial%20Statements%20SLFPI%202023.pdf</a>	
<b>Recommendation 12.5</b>			
1. In managing the company's Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate champion of Enterprise Risk Management (ERM).	Compliant	Identify the company's Chief Risk Officer (CRO) and provide information on or reference to a document containing his/her responsibilities and qualifications/background.	Not applicable
2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities.	Compliant	<p>The Company's Chief Risk Officer Ria V. Mercado, is responsible for providing independent oversight of the Company-wide risk management programs.</p> <p>Kindly see the information on the Chief Risk Officer, including her name, qualifications, and function in the Sun Life website, About Us, Who We Are web page and Manual on Corporate Governance Section II.B.2.a. Duties and Responsibilities of the Audit, Compliance and Corporate Governance Committee.</p> <p><b>Source Documents and Link:</b></p> <p><b>Sun Life website, About Us, Who We Are web page</b>  <a href="https://www.sunlife.com.ph/en/about-us/who-we-are/">https://www.sunlife.com.ph/en/about-us/who-we-are/</a></p>	Not applicable

		<p><b>Manual on Corporate Governance Section II.B.2.a. Duties and Responsibilities of the Audit, Compliance and Corporate Governance Committee</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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**Cultivating a Synergic Relationship with Shareholders**

**Principle 13:** The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.

**Recommendation 13.1**

1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.	Compliant	<p>Provide link or reference to the company's Manual on Corporate Governance where shareholders' rights are disclosed.</p> <p>The Board is committed to respecting the rights of the stockholders, as follows:</p> <ol style="list-style-type: none"> <li>1. Voting Right</li> <li>2. Pre-emptive Right</li> <li>3. Power of Inspection</li> <li>4. Right to Information</li> <li>5. Right to Dividends</li> <li>6. Appraisal Right</li> </ol> <p>Kindly see the Manual on Corporate Governance, Section VI.A. Investors' Rights and Protection.</p>	Not applicable
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		<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section VI.A. Investors' Rights and Protection</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
2. Board ensures that basic shareholder rights are disclosed on the company's website.	Compliant	<p>Provide link to company's website</p> <p>The Manual on Corporate Governance, which provides the basic rights of the shareholders is uploaded to the SLFPI website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	Not applicable
<b>Recommendation 13.2</b>			
1. Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders'	Compliant	Indicate the number of days before the annual stockholders' meeting or special stockholders' meeting when the notice and agenda were sent out	

<p>Meeting with sufficient and relevant information at least 21 days before the meeting.</p>		<p>Indicate whether shareholders' approval of remuneration or any changes therein were included in the agenda of the meeting.</p> <p>Provide link to the Agenda included in the company's Information Statement</p> <p>The Company released its Notice of Annual Meeting of the Stockholders on January 30, 2023, 31 days before the March 1, 2023 scheduled date of the meeting.</p> <p><b>Source Documents and Link:</b></p> <p><b>Notice of Annual Meeting of the Stockholders</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Notice%20of%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Notice%20of%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI%202023.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<b>Recommendation 13.3</b>			
<p>1. Board encourages active shareholder participation by making the result of the votes taken during the most recent</p>	<p>Compliant</p>	<p>Provide information or reference to a document containing information on all relevant questions raised and answers during the ASM and special meeting and</p>	<p>Not applicable</p>

<p>Annual or Special Shareholders' Meeting publicly available the next working day.</p>		<p>the results of the vote taken during the most recent ASM/SSM.</p> <p>The Draft Minutes of the Annual Meeting of the Stockholders which includes the result of votes taken on March 1, 2023 is available in the SLFPI website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Draft Minutes of the Annual Meeting of the Stockholders</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2023%20Draft%20Minutes%20of%20the%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2023%20Draft%20Minutes%20of%20the%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<p>2. Minutes of the Annual and Special Shareholders' Meetings are available on the company website within five business days from the end of the meeting.</p>	<p>Compliant</p>	<p>Provide link to minutes of meeting in the company website.</p> <p>Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes.</p> <p>Indicate also if the voting on resolutions was by poll.</p>	<p>Not applicable</p>

		<p>Include whether there was opportunity to ask question and the answers given, if any</p> <p>The Draft Minutes of the Annual Meeting of the Stockholders which includes the result of votes taken on &lt;date&gt; is available in the SLFPI website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Draft Minutes of the Annual Meeting of the Stockholders</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2023%20Draft%20Minutes%20of%20the%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/2023%20Draft%20Minutes%20of%20the%20Annual%20Meeting%20of%20the%20Stockholders%20SLFPI.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<b>Recommendation 13.4</b>			
1. Board has an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.	Compliant	<p>Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes</p> <p>The Board encourages the exercise of shareholders' voting rights and the resolution of collective action</p>	Not applicable

		<p>problems through appropriate mechanisms.</p> <p>Kindly see the Manual on Corporate Governance, Section VI. Shareholders' Benefit.</p> <p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, VI. Shareholders' Benefit</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
<p>2. The alternative dispute mechanism is included in the company's Manual on Corporate Governance.</p>	<p>Compliant</p>	<p>Provide link/reference to where it is found in the Manual on Corporate Governance</p> <p>The Board encourages the exercise of shareholders' voting rights and the resolution of collective action problems through appropriate mechanisms.</p> <p>Kindly see the Manual on Corporate Governance, Section VI. Shareholders' Benefit.</p> <p><b>Source Documents and Link:</b></p>	<p>Not applicable</p>

		<p><b>Manual on Corporate Governance, VI. Shareholders' Benefit</b></p> <p><a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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**Duties to Stakeholders**

**Principle 14:** 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**

<p>1. Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth and sustainability.</p>	<p>Compliant</p>	<p>Identify the company's shareholder and provide information or reference to a document containing information on the company's policies and programs for its stakeholders.</p> <p>The Company has one (1) shareholder (i.e., 100%), Sun Life of Canada (Philippines), Inc.</p> <p>The following are the Company's stakeholders: shareholder, clients, employees, advisors, suppliers, creditors, and the communities in which it operates.</p> <p>Due to the continuous interactions with its stakeholders, the Company has prepared policies and programs to implement good governance practices.</p>	<p>Not applicable</p>
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		<p>Kindly see the Company Policies in the Company 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 Sustainability Report that provides our sustainability plan and focuses on our areas of expertise where we can have the most positive social and environmental impact:</p> <ul style="list-style-type: none"> <li>• <b>Increasing Financial Security</b> – We aspire to increase the lifetime financial security of our clients, employees and communities. We are increasing access to and use of insurance and wealth products, empowering and educating people to improve financial security outcomes.</li> <li>• <b>Fostering Healthier Lives</b> – We aspire to improve health and wellness outcomes for clients, employees, and communities. We’re improving access to and use of health insurance and</li> </ul>	
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health care, and empowering people to navigate and manage their health journey to improve health outcomes. Our investments in community health complement these efforts.

- **Advancing Sustainable Investing** – We aspire to deliver sustainable returns for clients. To pursue our aspiration, we manage assets with environmental, social and governance factors embedded in our investment processes, offer our clients sustainable investing opportunities, and invest our own assets to support a low-carbon and more inclusive economy.
- **Building Resilience to Climate Change** – We're committed to being a part of the climate solution. We're decarbonizing our business and engaging with our stakeholders to support the transition to a low-carbon economy. Meaningful climate action is essential to achieving our Purpose and

ensuring the resiliency of our business.

- **Operating as a Trusted and Responsible Business** – We aspire to be a responsibly-managed business that is client-focused, competitive, forward-thinking, and sustainable for the long term. From expanding our diversity, equity and inclusion efforts, to ensuring our clients and employees feel valued, we're building on our long-standing sustainability practices and achievements.

**Source Documents and Link:**

**Sustainability Report**

<https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Sustainability%20Report%202023.pdf>

**Sustainability Ambition**

<https://www.sunlife.com.ph/en/about-us/corporate-governance/sustainability/>

**Employee Development Programs**

		<a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Development%20Programs%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Development%20Programs%20SLFPI%202023.pdf</a>	
<b>Recommendation 14.2</b>			
1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.	Compliant	<p>Identify policies and programs for the protection and fair treatment of company's stakeholders</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 Sustainability Report that provides our sustainability plan and focuses on our areas of expertise where we can have the most positive social and environmental impact:</p> <ul style="list-style-type: none"> <li>• <b>Increasing Financial Security</b> – We aspire to increase the lifetime financial security of our clients, employees and communities. We are increasing access to and use of insurance and wealth products, empowering and</li> </ul>	Not applicable

educating people to improve financial security outcomes.

- **Fostering Healthier Lives** – We aspire to improve health and wellness outcomes for clients, employees, and communities. We're improving access to and use of health insurance and health care, and empowering people to navigate and manage their health journey to improve health outcomes. Our investments in community health complement these efforts.
- **Advancing Sustainable Investing** – We aspire to deliver sustainable returns for clients. To pursue our aspiration, we manage assets with environmental, social and governance factors embedded in our investment processes, offer our clients sustainable investing opportunities, and invest our own assets to support a low-carbon and more inclusive economy.

		<ul style="list-style-type: none"> <li>• <b>Building Resilience to Climate Change</b> – We're committed to being a part of the climate solution. We're decarbonizing our business and engaging with our stakeholders to support the transition to a low-carbon economy. Meaningful climate action is essential to achieving our Purpose and ensuring the resiliency of our business.</li> <li>• <b>Operating as a Trusted and Responsible Business</b> – We aspire to be a responsibly-managed business that is client-focused, competitive, forward-thinking, and sustainable for the long term. From expanding our diversity, equity and inclusion efforts, to ensuring our clients and employees feel valued, we're building on our long-standing sustainability practices and achievements.</li> </ul> <p>Kindly also see the following policies in the Sun Life website, Corporate Governance, Company Policies:</p> <ul style="list-style-type: none"> <li>• Competing Fairly and Openly</li> </ul>	
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		<ul style="list-style-type: none"> <li>• Respecting Privacy and Confidentiality</li> </ul> <p><b>Source Documents and Link:</b></p> <p><b>Sustainability Report</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Sustainability%20Report%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Sustainability%20Report%202023.pdf</a></p> <p><b>Sustainability Ambition</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sustainability/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sustainability/</a></p> <p><b>Sun Life website, Corporate Governance, Company Policies</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/">https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</a></p>	
<b>Recommendation 14.3</b>			
<p>1. Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redress for the violation of their rights.</p>	<p>Compliant</p>	<p>Provide the contact details (i.e., name of contact person, dedicated phone number or e-mail address, etc.) which stakeholders can use to voice their concerns and/or complaints for possible violation of their rights.</p> <p>Provide information on whistleblowing policy, practices and procedures for stakeholders</p>	<p>Not applicable</p>

		<p>The Company is committed to always keeping stakeholders informed through the following communication channels:</p> <ul style="list-style-type: none"><li>• <b>Financial Advisors</b> – Our Advisors are the hands and heart that bring our purpose closer to Filipinos. Serving at the frontliners of the industry, they provide clients with sound advice, product recommendations, and a partnership they can rely on throughout their financial journey.</li><li>• <b>Client Service Centers and Client Care Hotline</b> – The client experience is further enhanced with the help of our Client Service Centers (CSC) and Client Care Hotline (Client Care). Located in various locations nationwide, our CSCs are a one-stop venue for various transactions, such as payments and claims. Meanwhile, Client Care allows clients to connect with us without needed to travel, providing quick assistance ranging from basic inquiries to urgent matters.</li></ul>	
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		<ul style="list-style-type: none"> <li>• <b>Client Emails</b> – From important announcements to seasonal campaigns to regular correspondences, all these find a common ground in email as a primary mode of communication. This is especially useful for clients and the public who can connect with us for various needs.</li>   <li>• <b>Sun Life Philippines Website</b> – Sun Life’s Philippine website provides the latest news, product information, and marketing activities of the company. On top of these, we also publish articles aligned with our financial literacy advocacy to continuously raise awareness of the importance of pursuing financial security and healthier lives.</li>   <li>• <b>Bright Minds Client Community</b> – In a bid to offer solutions, information, and campaigns most relevant to clients, Sun Life regularly engages the Bright Minds Community, a group highly engaged clients who</li> </ul>	
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provide valuable feedback and actionable insights. These guide our next steps, ensuring we are providing exactly what our clients need.

- **Social Media and Entertainment Platforms** – Sun Life maintains an active presence on various social network platforms, including Facebook, Instagram, LinkedIn, and Twitter, enabling us to engage clients and the public directly, especially with the direct messaging feature. Meanwhile, entertainment platforms including Tiktok and Youtube enable us to further add context to our purpose.

Meanwhile, to communicate with employees and advisors, we utilize the following channels:

- **Letters and Memos** – As working from home becomes the norm, letters and memos help our employees and advisors remain aligned and connected, so we can move

in one direction towards our goals no matter what. These pave the way for a clearer path towards our goals, enable us to celebrate milestones, and offer reassurance in challenging times.

- **Intranet** – Being a multinational company, Sun Life strives to ensure that every market where it operates remain aligned with the company's purpose and vision. Its intranet, called "The Source," makes this possible by publishing corporate news and guidelines that only Sun Life employees may access.
- **Workplace and Workchat by Facebook** – Workplace serves to connect employees from different Sun Life territories by enabling real-time posting of updates, best practices, greetings, and newsworthy clips. It also allows the creation of groups which employees may join depending on their interest or advocacy, such as digital leadership or diversity,

equity, and inclusion. Meanwhile, Workchat makes it possible to connect and consult with one another real time. Access is restricted to Sun Life employees only.

- **Employee Town Hall Meetings** – Sun Life holds quarterly town hall meetings with employees to discuss updates on the company's direction, strategy, offerings, and various activities. The event also serves as a venue to welcome new hires and honor service awardees. Complementing these meetings are the department town halls, where the different teams have the opportunity further process the company's strategy.
- **Video Teleconferencing** – Teleconferencing has become part of the norm, and Sun Life easily adapted by using the platform to conduct meetings, discuss urgent matter, and brainstorm ideas for client campaigns and advisor activities, among others.

		<ul style="list-style-type: none"> <li>• <b>Facebook Closed Community</b> – A Facebook community exclusive for Sun Life advisors is another way we engage our agency force. Here, we keep them up to speed on activities and campaigns to inspire them to reach their goals. It is also a venue for sharing heartwarming stories and leadership messages that emphasize the company’s noble purpose.</li> <li>• <b>Advisor Events</b> – Sun Life takes pride in having a highly engaged agency force – one that not only embraces the company’s purpose but actively advocates it. Advisor events are key to forging this passion within them, with creative productions that remind them of the nobility of their profession. These are likewise graced by our leadership team and celebrity brand ambassadors.</li> </ul> <p>The Whistleblower program of the Company provides a formal</p>	
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		<p>mechanism 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 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"> <li>• For shareholders, advisors, clients, suppliers, business partners, contractors, sub-contractors, and other third parties: <ul style="list-style-type: none"> <li>– Send report to: <a href="mailto:Code@sunlife.com">Code@sunlife.com</a></li> </ul> </li> <li>• For Sun Life Philippines Board of Directors, officers and employees: <ul style="list-style-type: none"> <li>– Speak Up with their manager, Human</li> </ul> </li> </ul>
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Resources, Legal or Compliance

- Send report to: Code@sunlife.com
- 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
  - Select ClearView Connects
- Send report to: P.O. Box 11017, Toronto, Ontario M1E 1N0, Canada

Kindly see the Reporting Channels.

Kindly also see the SLFPI website.

**Source Documents and Link:**

**Reporting Channels**

		<a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLFPI.pdf</a>  <b>SLFPI website</b> <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a>	
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**Principle 15:** A mechanism for employee participation should be developed to create a symbiotic environment, realize the company's goals and participate in its corporate governance processes.

**Recommendation 15.1**

1. Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.	Compliant	<p>Provide information on or link/reference to company policies, programs and procedures that encourage employee participation.</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"> <li>• <b>Our Culture</b> – Our people are guided by a set of core values that are shared throughout the organization</li> </ul>	Not applicable
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worldwide: Integrity, Engagement, Client Focus, Excellence and Value

- **Our Rewards** – We offer our employees a fair and competitive compensation package and a rewarding career in line with their job, skills and performance
- **Our Benefits** – Together with a competitive package, we grant our employees and dependents with benefit packages to address everyday needs and prepare for their 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 Training 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 empowered to bring our best selves to work
- **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
- **Corporate Social Responsibility** – the Company, through its philanthropic arm Sun Life Financial-Philippines Foundation, Inc. (Sun Life Foundation), allows employee spirit of volunteerism to shine brighter.

**Source Documents and Link:**

		<p><b>Sun Life website, About Us, Become an Employee, Our Culture web page</b> <a href="https://www.sunlife.com.ph/en/about-us/become-an-employee/our-culture/">https://www.sunlife.com.ph/en/about-us/become-an-employee/our-culture/</a></p> <p><b>Sun Life website, About Us, Become an Employee, Our Rewards and Benefits web page</b> <a href="https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/">https://www.sunlife.com.ph/en/about-us/become-an-employee/our-rewards-and-benefits/</a></p> <p><b>Employee Long-Term Incentive Program</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Long%20Term%20Incentive%20Program%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Long%20Term%20Incentive%20Program%20SLFPI%202023.pdf</a></p> <p><b>Employee Development Programs</b> <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Development%20Programs%20SLFPI%202023.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Employee%20Development%20Programs%20SLFPI%202023.pdf</a></p> <p><b>Sun Life website, About Us, Corporate Governance, Employee Benefits and Training web page</b> <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/">https://www.sunlife.com.ph/en/about-us/corporate-governance/</a></p>	
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		<p><b>Sun Life website, About Us, Corporate Governance, Company Policies web page</b></p> <p><a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/">https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</a></p>	
<b>Recommendation 15.2</b>			
<p>1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.</p>	<p>Compliant</p>	<p>Identify or provide link/reference to the company's policies, programs and practices on anti-corruption</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, 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</p>	<p>Not applicable</p>

		<p>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 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 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>	
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		<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>Kindly also see the Procurement Supplier Accreditation and Selection Process.</p> <p><b>Source Documents and Link:</b></p> <p><b>Code of Conduct, Section Rejecting Bribery and Corruption</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p> <p><b>Sun Life website, About Us, Corporate Governance, Company Policies</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/">https://www.sunlife.com.ph/en/about-us/corporate-governance/company-policies/</a></p> <p><b>Procurement Supplier Accreditation and Selection Process</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Procurement%20Supplier%20Accreditation%20and%20Selection%20Process%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Procurement%20Supplier%20Accreditation%20and%20Selection%20Process%20SLFPI.pdf</a></p>	
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<p>2. 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>Identify how the board disseminated the policy and program to employees across the organization</p> <p>The Code of Conduct is annually disseminated to all directors, officers and employees, posted in the SLFPI website and internal databases (The Source and Bright Hub), and explained to new directors, officers and employees during onboarding or orientation.</p> <p><b>Source Documents and Link:</b></p> <p><b>Code of Conduct</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Code%20of%20Conduct%20SLFPI.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	<p>Not applicable</p>
<b>Recommendation 15.3</b>			
<p>1. Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation</p>	<p>Compliant</p>	<p>Disclose or provide link/reference to the company whistle-blowing policy and procedure for employees.</p>	<p>Not applicable</p>



<p>2. 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.</p>	<p>Compliant</p>	<p>Indicate if the framework includes procedures to protect the employees from retaliation.</p> <p>Provide contact details to report any illegal or unethical behavior.</p> <p>The Whistleblower program of the Company provides a formal mechanism 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 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"> <li>• For shareholders, advisors, clients, suppliers, business partners, contractors, sub-</li> </ul>	<p>Not applicable</p>
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		<p>contractors, and other third parties:</p> <ul style="list-style-type: none"> <li>- Send report to: <a href="mailto:Code@sunlife.com">Code@sunlife.com</a></li> <li>• For Sun Life Philippines Board of Directors, officers and employees: <ul style="list-style-type: none"> <li>- Speak Up with their manager, Human Resources, Legal or Compliance</li> <li>- Send report to: Code@sunlife.com</li> <li>- Raise it to: www.employee-ethics-hotline.com</li> <li>- Report it to: www.clearviewconnects.com</li> <li>- Call ClearView using toll-free numbers: <ul style="list-style-type: none"> <li>▪ Dial 1800 1322 0175 (PLDT Landline/Smart)</li> <li>▪ Dial 1800 8918 0153 (Globe)</li> </ul> </li> <li>- Launch the Skype app from their computer or mobile device <ul style="list-style-type: none"> <li>▪ Type clearview-connects</li> <li>▪ Select ClearView Connects</li> </ul> </li> </ul> </li> </ul>	
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		<p>– Send report to: P.O. Box 11017, Toronto, Ontario M1E 1N0, Canada</p> <p>Kindly see Reporting Channels.</p> <p><b>Source Documents and Link:</b></p> <p><b>Reporting Channels</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Reporting%20Channels%20SLFPI.pdf</a></p> <p><b>SLFPI website</b>  <a href="https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/">https://www.sunlife.com.ph/en/about-us/corporate-governance/sunlife-financial-plans/</a></p>	
<p>3. Board supervises and ensures the enforcement of the whistleblowing framework.</p>	<p>Compliant</p>	<p>Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.</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.1.b. Specific Duties and Functions of the Board of Directors.</p>	<p>Not applicable</p>

		<p><b>Source Documents and Link:</b></p> <p><b>Manual on Corporate Governance, Section II.B.1.b. Specific Duties and Functions of the Board of Directors,</b>  <a href="https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf">https://www.sunlife.com.ph/content/dam/sunlife/regional/philippines/documents/Manual%20on%20Corporate%20Governance%20SLFPI.pdf</a></p>	
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**Principle 16:** The company should be socially responsible in all its dealings with the communities where 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. 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>Provide information or reference to a document containing information on the company's community involvement and environment-related programs.</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</p>	<p>Not applicable</p>
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	<p>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.</p> <p>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-certified building) and such other activities that foster healthy, sustainable communities, advocating for public policies that encourage financial security and healthy lifestyles.</p> <p>Sun Life Foundation aims to harness our light to shine brighter together.</p>	
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		<p>From advocating for financial literacy for marginalized communities to promoting healthier lifestyles for Filipinos, Sun Life Foundation strives to illuminate pathways to hope, recovery, and renewal.</p> <p><b>Financial Education</b></p> <ul style="list-style-type: none"> <li>- <b>Sun Pera-Aralan</b> Sun Pera-Aralan is a flagship financial management program, in partnership with AHA! Behavioral Design, that aims to increase financial self-efficacy among public school teachers. This involves applying positive and practical money behaviors that can be incorporated in their daily lives. As of December 2023, Sun Life Foundation reached 71,917 public school teachers in 18 school division offices within NCR and CALABARZON. Now surpassing the halfway mark, the goal is to continue expanding these efforts towards financial literacy as we drive towards our aim to reach 130,000 teachers by 2025.</li> </ul> <p><b>Health</b></p>	
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		<p>- <b>Sun Life Barangay Health Stations and Community-based Health and Wellness Programs</b></p> <p>In partnership with Health Futures Inc. (HFI), the Sun Life Foundation is building barangay health stations (BHS) to provide more communities with access to primary health care. This was complemented by the implementation of the community-based health and wellness program (CBHWP). In distant and less fortunate municipalities in the Philippines, primary health care remains to be inaccessible. With the construction of fully functional and equipped barangay health stations, these marginalized areas will have access to primary health care, thereby resulting in lower mortality rates and a healthier community. In 2023, Sun Life of Canada through Sun Life Foundation helped build diabetes corners in seven barangay health stations, to address the issue of rising cases of diabetes in the Philippines. In line with this, the "Diabetes Iwasan! Diabetes Pag-aralan!" campaign was launched to kickstart the initiatives on diabetes</p>	
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		<p>awareness and prevention. Some activities included informational videos on diabetes awareness, free blood sugar testing and counseling, distribution of low glycemic brown rice, and more.</p> <p><b>Education</b></p> <ul style="list-style-type: none"> <li>- <b>Scholarship Grants</b> Education is the key in empowering individuals towards achieving brighter futures and the Sun Life Foundation continues its commitment to help Filipino students have better tomorrows through comprehensive scholarship grants. For 2023, the Sun Life Foundation allotted scholarships for deserving students both in the high school and college levels. 65 scholarship slots were made available for deserving college students across seven academic partner institutions namely: UP Diliman, UP Mindanao, UP Cebu, UP Los Baños, Mindanao State University (Iligan Institute of Technology), and Father Saturnino Urios University (FSUU). The scholarship and financial subsidy were available for those</li> </ul>	
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		<p>who were enrolled in the fields of actuarial science (Mathematics, Statistics), business courses (Accountancy, Finance, Marketing, Business Administration), Information and Digital Technology (Computer Science, Information Technology), as well as Natural Sciences (Biology). The full scholarship program includes full scholarship benefits such as monthly allowance, book allowance, and tuition for FSUU scholars. Likewise, the Sun Life Foundation supported 125 students (from Junior High School to college) along with their families in Cebu in a bid to provide them with better access to quality education from secondary to tertiary education, and to increase the resilience to disasters of affected and vulnerable families in Cebu City, Alegria, Minglanilla, Medellin, and Daanbantayan. In collaboration with Children of Asia, the grant covers the school year 2022-2023 but shall be renewed annually until all 125 students graduate from college.</p> <p>- <b>Tulong Eskwela: Learning at the Right Level</b></p>	
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		<p>Now in the fourth year of its implementation, the Tulong Eskwela: Learning at the Right Level project continues to build skills and confidence among school communities in their learning recovery journey. This was accomplished through the expansion of reading and numeracy remediation support (Teaching at the Right Level), strengthening of supplementary programs in school communities for academic, social-emotional learning. Sun Life's volunteer community also helped empower school leaders through strategic capacity-building activities. This covered the School Division Offices (SDO) in Makati, Legazpi, and Sultan Kudarat. For four years, AHA! Learning Center and Sun Life Foundation have been helping schools in their learning recovery by engaging public school teachers as crucial drivers in supporting the students. The ongoing program at Comembo Elementary School in Makati continues to allow the Sun Life community to observe and immerse themselves, as the school teachers receive exclusive face-</p>	
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		<p>to-face training sessions for the entire program. In addition, an urban garden and feeding program was also launched in Comembo Elementary School. This resulted in improved attendance among target beneficiaries, and the children enjoying complete nutritious meals when they go to school.</p> <p>- <b>SHINE Giguimitan</b>  The Sun Life Foundation, in cooperation with the Solar Village Foundation, will be implementing the Solarized Homes to Improve and Nurture Education (SHINE) project in the off-grid community of Brgy. Giguimitan in Silvina Lobos, Northern Samar. The project aims to donate 90 Solar Home Systems and will provide lighting for 90% of the households using good quality, reliable solar home systems. Through this initiative, students will be able to participate better in classes and other activities throughout the school year. In addition to helping kids improve their scholastic performance, households can extend their livelihood activities until evening to earn more. The project will</p>	
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		<p>benefit the entire 82-household village with a population of 450 and an estimated number of 130 learners.</p> <p><b>Health</b></p> <ul style="list-style-type: none"> <li>- <b>Surgical Missions</b>        In collaboration with World Surgical Foundation Philippines, Inc. (WSFP), the Sun Life Foundation donated a total of PHP1.5 million that will cover the cost of surgical supplies for minor and major surgeries, anesthesia, tubes, and other regulated medicines. This was implemented in Abra, Sorsogon, and Cagayan de Oro. The program accomplished 178 successful surgeries in Abra and Sorsogon, and 27 successful major surgeries in Cagayan de Oro, totaling to 2 05 direct beneficiaries of the project. Most of the beneficiaries of this project were children. With the success of their surgeries and recovery, they were now able to go back to school and continue with their learning and development. Meanwhile, for adults who underwent successful surgeries and recovered completely, they</li> </ul>	
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		<p>were able to go back to work with ease so they can continue providing for their families.</p> <ul style="list-style-type: none"> <li>- <b>Enhanced Mingo Meals Nutrition Program</b></li> </ul> <p>The Sun Life Foundation supported a nutrition program for 100 malnourished children from Brgy. Calumpang, Iloilo through its implementing partner, the NVC Foundation. The project's objective is to lift kids from the early stages of malnutrition by providing nutritional support during early developmental years. Through this program, nutritionally at-risk children are given Mingo Meals as a food supplement for one year. The kids are monitored for one year to track their progress in terms of height, weight, and other nutritional indicators. During quarterly assessments, their carers (mostly mothers) also benefit from child health and nutrition sessions. To date, 100 malnourished infants and toddlers aged six months to five years old, their families, and Barangay Health Workers have benefited from the program. The Barangay Health Workers are also incentivized when the</p>	
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		<p>children assigned to their care reach their health targets.</p> <ul style="list-style-type: none"> <li>- <b>Project SUNBRIGHT</b> Project SUNBRIGHT explores community-based interventions to encourage exclusive breastfeeding and appropriate complementary feeding. The Sun Life Foundation, through its implementing partner, Save the Children, donated ₱1.5 million for the reduction of the prevalence rates of undernutrition (underweight, stunting and wasting) among infants and young children ages zero to 23 months old and nutritionally-at risk pregnant and lactating women to one urban poor community in Muntinlupa. The project helped 216 pregnant women, 557 parents or guardians of children under the age of two, 53 health service providers, and 60 individuals from the support network. Other project successes include: the dispelling of myths and misconceptions on breastfeeding, drafting a policy that provides technical assistance for the development of the F1KD Ordinance at the city level, and planning for</li> </ul>	
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		<p>sustainability as the Barangay Nutrition Committee will discuss the integration of Project SUNBRIGHT in their regular programs.</p> <ul style="list-style-type: none"> <li>- <b>Brighter Health &amp; Wellness</b> In collaboration with ASKI Foundation, the Sun Life Foundation is funding Brighter Health &amp; Wellness: Nurturing Undernourished Students and Fostering Food Security. This provides school-based feeding, milk feeding and comprehensive health checkups; enhances health by providing hygiene kits and dental checkups; engages and teachers, parents, health workers to form a supportive environment; and promotes sustainable practices through backyard gardening to equip families with skills to cultivate their own nutritious food. The project will help 64 kids from kindergarten to sixth grade in Red Cross Village Elementary School, located in Brgy. Joson, Carranglan, Nueva Ecija.</li> <li>- <b>Caring for Carers</b> The Sun Life Foundation will be giving a grant of PHP1.3 million</li> </ul>	
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		<p>to fund four training workshops, 10 monthly health and nutrition check-ups for children, and six bi-monthly check-ups for mothers through a collaboration with Gota de Leche (La Proteccion dela Infancia). The project will help improve the health status of caregiver-mothers of Children with Disabilities (CWD) through self-care capacity building, mental health workshops, and nutrition support. This project aims to benefit 40 mothers and their families.</p> <p>- <b>Project SUNRAY (Support to Nurture until Remission for Admirable Youth)</b></p> <p>The Sun Life Foundation will give a grant of PHP1,000,000 to the Kythe Foundation to provide psychosocial support and medical assistance to underprivileged children with cancer or other chronic illnesses through Kythe Child Life Services. The project has two components – the Adopt-a-Patient program and the Kythe Summer Camp 2024. The Adopt-a-Patient program will provide monthly assistance for necessary medical procedures,</p>	
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		<p>medicines and antibiotics, laboratory tests, and transportation to aid in the patient's recovery. Meanwhile, the Kythe Summer Camp 2024 aims to offer pediatric patients a break from their daily routine in the hospital by creating opportunities for them to establish friendships with children who are fighting the same battle. The year-round support will help 25 pediatric cancer patients.</p> <p>- <b>Brighter Health &amp; Wellness</b>  In collaboration with ASKI Foundation, the Sun Life Foundation is funding Brighter Health &amp; Wellness: Nurturing Undernourished Students and Fostering Food Security. This provides school-based feeding, milk feeding and comprehensive health checkups; enhances health by providing hygiene kits and dental checkups; engages and teachers, parents, health workers to form a supportive environment; and promotes sustainable practices through backyard gardening to equip families with skills to cultivate their own nutritious food. The</p>	
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		<p>project will help 64 kids from kindergarten to sixth grade in Red Cross Village Elementary School, located in Brgy. Josen, Carranglan, Nueva Ecija.</p> <p><b>Environment</b></p> <ul style="list-style-type: none"> <li>- <b>“Tulay sa Tibo” (Mangrove Boardwalk) and Beyond</b>        Now on its third phase, the Mangrove Education: “Tulay sa Tibo” (Mangrove Boardwalk) and Beyond has paved the way for the development and integration of mangrove education materials in the formal curriculum of schools in Gubat, Sorsogon. By doing so, it informs and prepares the next generation about the importance of mangrove health and the proper way to care for and monitor these trees. The Sun Life Foundation will be adding PHP1,000,000 of funding to further the project's accomplishments. To date, the project has benefited 13 schools, 32 teachers, and an estimated 8,000 students. With the additional funding, the “Tulay sa Tibo” (Mangrove</li> </ul>	
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		<p>Boardwalk) and Beyond Project will benefit more individuals.</p> <ul style="list-style-type: none"> <li>- <b>Food Shed Farming Enterprise</b> The Food Shed Farming Enterprise aims to improve food resilience of families in Del Carmen, Siargao through the establishment of food sheds in the communities. These food sheds allow farmers to grow crops that have a different season from their usual crops, which increases their food security while waiting for harvest season. It also provides an alternative source of food and income in case of harsh weather conditions or unexpected disruptions. Communities could also use their produce from the food sheds as an alternative source of income. The food shed is a sustainable, climate-adaptive, and easily replicable technology that community members can build in a small space. To date, 250 individuals have benefited from sustainable livelihood brought about by the establishment of food sheds in two barangays (Halian and Caub), resulting in nearly 2,943 individuals gaining access to nutritious food.</li> </ul>	
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		<p>- <b>Increasing Capacity of Calamianes Watersheds Towards Resilience</b></p> <p>In collaboration with the Forest Foundation, the Sun Life Foundation has helped in increasing the capacity of watersheds within the Calamianes Group of Islands (Busuanga, Coron, Culion and Linapacan), the so-called "Last ecological frontier in the Philippines". Through this project, the Sun Life Foundation provided equipment, gear, and documentary requirements for deputization for the local forest guards (Bantay Gubat). Theoretical and practical training for 3R (Recharge, Retention, Reuse) water technologies will also be provided for the Watershed Management Committee. Furthermore, this project conducted an awareness campaign through learning sessions and mural painting for the youth to learn about the importance of building resilient communities and watersheds for ecologically rich biodiversity and improved resources. The project is set to impact the lives</p>	
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		<p>of 60 Bantay Gubat, 45 trainees for 3R, and 60 youth participants for awareness activities. More than 18,000 individuals from the local area benefited from the project.</p> <p><b>Volunteerism</b></p> <ul style="list-style-type: none"> <li>- <b>Brigada Eskwela</b> Spearheaded by the Department of Education (DepEd), Brigada Eskwela is an annual initiative that aims to embody the Filipino value of bayanihan, calling on different sectors of society to volunteer and help public schools prepare for the opening of classes. To support this nationwide initiative, the Sun Life Foundation chose the San Juan City Technical-Vocational livelihood Senior High School as its main beneficiary. In 2022, a fire broke out in one of the school buildings, engulfing the entire top floor. As a result, the school needed to have a shifting schedule to accommodate all classes and students. Students also had to use the classrooms in their neighboring school. To motivate and lift the spirit of the community, the Sun Life</li> </ul>	
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		<p>Foundation helped in preparing one of their remaining buildings for the school year. 49 volunteers worked together to paint five classrooms. Additionally, Sun Life turned over 600 back-to-school kits for the students. As part of their support for Brigada Eskwela, The Sun Life Foundation also gathered 58 volunteers to repaint 2 classrooms in Pandac Elementary School, Iloilo, and 57 volunteers to repaint 6 classrooms in Pahanocoy Baybay Elementary School, Bacolod. These initiatives impacted the lives of 126 beneficiaries in Iloilo and 240 beneficiaries in Bacolod.</p> <p>- <b>Tree Planting</b>  Since 2018, the Sun Life Foundation and Bantay Kalikasan, the environmental stewardship arm of ABS-CBN Foundation, have been partnering to conduct tree planting activities in order to preserve the last watershed in Metro Manila. In 2023, there were 129 volunteers from the Sun Life Foundation who worked together with the ABS-CBN Foundation to plant 800 seedlings in the La Mesa Nature</p>	
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		<p>Reserve. By planting trees, we're creating a lifetime gift for future generations – safer, greener communities around La Mesa Nature Reserve. This initiative also creates jobs and income opportunities for local workers.</p> <ul style="list-style-type: none"> <li>- <b>Blood Drive</b>        Together with the Philippine Red Cross-National Blood Services, the Sun Life Foundation annually conducts a series of blood donation drives to support safe and reliable blood services, and to help our fellow Filipinos in need. This also raises awareness that blood donation can help improve the health of the donor and can help save the lives of others. There were 294 volunteers from the Sun Life Foundation in 2023, and 204 blood units were collected.</li> <li>- <b>Volunteers' Fair and Appreciation Lunch</b>        The Sun Life Foundation's Volunteers' Fair is an annual event where different partner organizations share brighter ways Sun Lifers can extend help by participating in fundraising activities or community involvement events for the</li> </ul>	
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		<p>chosen beneficiaries. At the height of the pandemic, the event was conducted virtually in consideration of the health and safety of the organizations and volunteers, For 2023, the Volunteers' Fair was back on-site, where partner organizations and communities set up their respective booths to share information materials, sell merchandise, and raise awareness for their advocacy. There were 71 attendees who participated in the fair. On Day 1, an appreciation lunch was hosted for 35 most active volunteers. Dr. Roberto Guevara also conducted a presentation to help spur the volunteers on. On Day 2, some partners shared their projects with Sun Life Foundation through short sessions. In the middle of the day, the Master of Disaster Board Game, a fun tool that educates on proper disaster preparedness and response, was conducted by ASSIST to serve as an energizer.</p> <p>- <b>Teachers with Light</b>  In partnership with the Solar Village Foundation, the Teachers with Light program</p>	
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		<p>aims to distribute solar lanterns to public school teachers in last-mile schools. These lanterns will allow teachers to have safe, quality light for early morning or night-time treks and travel. In 2023, the Sun Life Foundation gathered 17 volunteers from General Santos and South Cotabato to help distribute solar lanterns to 66 teachers, indirectly benefiting 660 students in last-mile schools.</p> <p>Kindly see the above activities and programs in Sun Life website.</p> <p><b>Source Documents and Link:</b></p> <p><b>Sun Life website, About Us, Sun Life Foundation web page</b> <a href="https://www.sunlife.com.ph/en/about-us/sun-life-foundation-video/">https://www.sunlife.com.ph/en/about-us/sun-life-foundation-video/</a></p>	
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**CERTIFICATION**

The undersigned certify that the responses and explanations set forth in the above Company's Annual Corporate Governance Report are true, complete and correct of our own personal knowledge and/or based on authentic records.

Signed in the City of \_\_\_\_\_ on the \_\_\_\_\_ of May 2024.

[Redacted Signature]

**MARIA SACHIKO A. PANG**  
**PRESIDENT**

Signature over printed name

[Redacted Signature]

**OSCAR S. REYES**  
**INDEPENDENT DIRECTOR**

Signature over printed name

[Redacted Signature]

**ANNA KATRINA C. KABIGTING-IBERO**  
**CORPORATE SECRETARY**

Signature over printed name

[Redacted Signature]

**BENEDICTO C. SISON**  
**CHAIRMAN**

Signature over printed name

[Redacted Signature]

**FRANCISCO S.A. SANDEJAS**  
**INDEPENDENT DIRECTOR**

Signature over printed name

[Redacted Signature]

**MARIA TERESA A. CO**  
**CHIEF COMPLIANCE OFFICER**

Signature over printed name

**MAY 24 2024**      **MAKATI CITY**

**SUBSCRIBED AND SWORN** to before me this \_\_\_\_\_ day of May 2024, 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
MARIA SACHIKO A. PANG	[Redacted]	[Redacted]
BENEDICTO C. SISON	[Redacted]	[Redacted]
OSCAR S. REYES	[Redacted]	[Redacted]
FRANCISCO S.A. SANDEJAS	[Redacted]	[Redacted]
ANNA KATRINA C. KABIGTING-IBERO	[Redacted]	[Redacted]
MARIA TERESA A. CO	[Redacted]	[Redacted]

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BOOK NO. 29  
SERIES OF 2024

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