



SUN LIFE PROSPERITY DYNAMIC FUND, INC.

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To all stockholders:

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders of Sun Life Prosperity Dynamic Fund, Inc. shall be held on 16 July 2024 (Tuesday) at 2:00 p.m. via Zoom Webinar at <https://sunlife.co/SLPF-ASHM2024>, to consider the following:

AGENDA

1. Call to Order
2. Proof of Notice of Meeting
3. Determination and Certification of Quorum
4. Chairman's Address
5. Review of 2023 Operations
6. 2023 Fund Performance
7. Election of Directors for the 2024 to 2025 term
8. Approval of the Minutes of the 2023 Stockholders' Meetings
9. Confirmation and Ratification of All Acts and Proceedings of the Board and Corporate Officers
10. (Annex A)
11. Appointment of External Auditor
12. Other Matters – Amendment of
 - a. Article II (Primary Purpose) and Article II, paragraphs 1 (ii) and 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations
 - b. Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code"
 - c. Article VI of the Articles of Incorporation to increase the number of directors to six
 - d. Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
 - e. Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares
 - f. Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication and align the meeting date of the Funds; Section 2 (Special Meetings) of the By-Laws to align with Section 49 of the Revised Corporation Code
 - g. Article 1, Section 3 (Notice) of the By-Laws to allow for the sending of notices electronically.
 - h. Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code
 - i. Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors
 - j. Article II, Section 2 (Meetings) of the By-Laws to align the period for the notice of meeting of the directors with the Revised Corporation Code
 - k. Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors and prohibited from participating in the determination of their own per diems or compensation and to ensure that director compensation is granted by stockholders
 - l. Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors
 - m. Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers
 - n. Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies

- o. Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
 - p. Article VI, Section 1 (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
 - q. Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations and to clean up the section
 - r. Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
 - s. Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
 - t. Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
 - u. Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
 - v. Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
 - w. Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
 - x. Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
 - y. Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuance of the Securities and Exchange Commission
 - z. Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian
 - aa. Article XI, Section 3 (Auditors) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor
 - bb. Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised corporation Code
13. Adjournment

Representatives of Navarro Amper & Co./Deloitte Touche Tohmatsu are expected to be present during the annual meeting to respond to appropriate questions and to make a statement if they so desire.

The Board of Directors has, in accordance with the By-Laws, fixed the close of business on **30 April 2024** as the record date for the determination of the shareholders entitled to notice of and to vote as such in the annual stockholders' meeting and any adjournment thereof.

The Fund will accept proxy votes from its stockholders by emailing SunLifeFunds@sunlife.com until Saturday, 06 July 2024 (at least 10days prior to the ASHM). The same shall be remotely validated by the Fund before the close of business hours on or before 11 July 2024 (at least 5 days prior to the ASHM).

Shareholders and/or their proxies must pre-register using the provided link. Identification of the registrant will be verified during the pre-registration process.

Taguig City, Metro Manila, 13 June 2024.



ATTY. ANNA KATRINA C. KABIGTING-IBERO
Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

Preliminary Information Statement Definitive Information Statement

2. Name of Registrant as specified in its charter: **Sun Life Prosperity Dynamic Fund, Inc.**

3. Province, country or other jurisdiction of incorporation or organization: **Philippines**

4. SEC Identification Number: **A199908713**

5. BIR Tax Identification Code: **204-583-064**

6. Address of Principal Office: **8th Floor Sun Life Centre, 5th Avenue cor Rizal Drive, Bonifacio Global City, Taguig City 1634**

7. Registrant's telephone number, including area code: **(632) 8555-8888**

8. Date, time, place of the meeting of security holders:

**16 July 2024 (Tuesday) at 2:00 p.m.
via Zoom Webinar at <https://sunlife.co/SLPF-ASHM2024>
to be hosted from 8F Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City 1634**

9. Approximate date on which the Information Statement is first to be sent or given to security holders: **18 June 2024**

10. In case of Proxy Solicitations:

Name of Solicitor: **Ms. Jonah Lui P. Pascual**

Address and Telephone Number: **8th Floor Sun Life Centre, 5th Avenue cor Rizal Drive, Bonifacio Global City, Taguig City 1634; (632) 8849-9888; jonahlui.pascual@sunlife.com**

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of shares of Common Stock Outstanding
Common Shares, PHP0.01 par value	600,153,724 shares (as of 31 May 2024)

12. Are any or all of the Company's securities listed on the Philippine Stock Exchange ("PSE")?

Yes No

PART I.
INFORMATION REQUIRED IN THE INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, Time and Place of Meeting of Security Holders

a. The annual shareholders' meeting of Sun Life of Canada Prosperity Dynamic Fund, Inc. (the "Company") will be held on **16 July 2024 (Tuesday) at 2:00 p.m. via Zoom Webinar at <https://sunlife.co/SLPF-ASHM2024> to be hosted from 8F Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City 1634.** The principal office of the Company is located at 8th Floor Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City 1634.

b. The approximate date on which the information statement and proxy form ("ASHM materials") will be sent to all shareholders is on 18 June 2024. Stockholders will receive the ASHM materials personally, by mail (by physical or electronic transmission). Further, stockholders will also have access to the ASHM materials via the SLAMCI website.

Item 2. Dissenter's Right of Appraisal. The Revised Corporation Code of the Philippines, specifically its Sections 80 to 85 of Title X, gives a dissenting shareholder or a shareholder who votes against certain corporate actions specified by law, the right to demand payment of the fair market value of his/her shares, commonly referred to as Appraisal Right. There is no matter or item to be submitted to a vote or acted upon in the annual shareholders' meeting of the Company which falls under the instances provided by law when dissenting shareholders can exercise their Appraisal Right.

Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

a. No current director or officer of the Company, or nominee for election as directors of the Company or any associate thereof, has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon other than election to office.

b. No director has informed the Company in writing that he intends to oppose any action to be taken by the Company at the meeting.

A. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

a. The Company has 600,153,724 outstanding common shares as of 31 May 2024. Each common share shall be entitled to one (1) vote with respect to all matters to be taken up during the annual shareholders' meeting.

b. The record date for determining shareholders entitled to notice of and to vote during the annual shareholders' meeting is **30 April 2024.**

c. In the forthcoming annual stockholders' meeting, shareholders shall be entitled to elect five (5) members to the Board of Directors. Each stockholder may vote such number of shares for as many as five (5) persons he may choose to be elected from the list of nominees, or he may cumulate said shares and give one (1) candidate as many votes as the number of his shares multiplied by five (5) shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by five (5).

d. **Security Ownership of Certain Beneficial Owners and Management**

1. **Security Ownership of Certain Beneficial Owners.** Holders of more than 5%, if any, are included in the list of the Top 20 Shareholders, which is submitted to the SEC through a confidential disclosure.

On 7 March 2013, SEC en banc approved the confidential treatment of the list of Top 20 shareholders of the Sun Life Prosperity Funds, including its 5% and 10% beneficial owners. This is to protect the investors' privacy, which is a privilege they enjoy when they invest in other shared investment vehicles, such as unit investment trust funds, and when they invest in bank deposits. None of the officers listed in Item 5 below own more than 5% of the Company's securities.

2. **Security Ownership of Management as of 31 March 2024 follows:**

Title of Class	Name of Beneficial Owner	Number of Shares ¹	Nature of Ownership	Citizenship	Percent of Class
Common	Benedicto C. Sison	1	Beneficial (B) and Record (R)	Filipino and American	0.00000%
Common	Valerie N. Pama	1	B & R	Filipino	0.00000%
Common	Aleli Angela G. Quirino	1	B & R	Filipino	0.00000%
Common	Oscar S. Reyes	1	B & R	Filipino	0.00000%
Common	Cesar Luis F. Bate	1	B & R	Filipino	0.00000%

*One share of stock will be assigned to Dr. Cielito F. Habito, nominee, on the day of the Annual Stockholders' Meeting

The above individual owners can be contacted through the Corporate Secretary of the Company, Atty. Kabigting-Ibero, 6th Floor Sun Life Centre, 5th Avenue cor Rizal Drive, Bonifacio Global City, Taguig City 1634.

3. **Voting Trust Holders of 5% or More.** No holder of 5% or more of the Company's common shares has any voting trust or similar agreement that vest voting rights or other powers to a voting trustee.

4. **Changes in Control.** There has been no change in control of the Company since the beginning of the last fiscal year.

Item 5. Directors and Executive Officers

Nominees for Independent Directors, Mr. Cesar Luis F. Bate, Dr. Cielito F. Habito, and Mr. Oscar S. Reyes, were nominated by Ms. Valerie N. Pama to the Corporate Governance Committee. Ms. Pama is not related to the said nominees. The Corporate Governance Committee, composed of Atty. Quirino as Chairman and Mr. Sison and Mr. Reyes as Members, pre-screens and shortlists all candidates nominated to become a member of the Board of Directors in accordance with the qualifications and disqualifications of the regulations named above and in accordance with the procedure outlined in the Company's Manual on Corporate Governance ("Manual").

Except for committee members who are independent directors themselves, none of the members of the Corporate Governance Committee are related to the independent directors.

¹ Number of shares held in their capacity as Director or Chairperson

a. The Company's directors—including independent directors—and executive officers are as follows:

<u>Name</u>	Citizenship	Position	Age	Term of Office	Period Served
Benedicto C. Sison	Filipino and American	Director/ Chairman	63	July 2018 - present	6 terms
Valerie N. Pama	Filipino	Director/ President	60	March 2022 – present	2 terms
Aleli Angela G. Quirino <i>(outgoing)</i>	Filipino	Independent Director	80	2012 to present	12 terms
Oscar S. Reyes	Filipino	Independent Director	78	2012 to present	12 terms
Cesar Luis F. Bate	Filipino	Independent Director	63	November 2021 – present	3 terms
Cielito F. Habito <i>(incoming)</i>	Filipino	Independent Director	71		
Jeanemar S. Talaman	Filipino	Treasurer	42	September 2022 – present	2 terms
Maria Teresa A. Co	Filipino	Chief Compliance Officer	54	August 2023 – present	
Anna Katrina C. Kabigting-Ibero	Filipino	Corporate Secretary	44	April 2020 – present	4 terms
Frances Ianna S. Canto	Filipino	Assistant Corporate Secretary	35	September 2020 – present	4 terms
Ria V. Mercado	Filipino	Risk Officer	48	2015-present	9 terms

A brief write-up on the business experience of the incumbent and incoming directors and executive officers of the Fund follows:

BENEDICTO C. SISON
Chairman (2018 to present)

Mr. Benedicto C. Sison is the CEO and Country Head of the Sun Life group of companies in the Philippines from 01 July 2018. He is the Chairman and Director of the eighteen (18) Sun Life Prosperity Funds, namely: Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., (September 2015 to present), Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc. (2017 to present), and Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc. (2018 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present) and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). He is also a Director of Sun Life Financial Philippine Holding Company, Inc. (06 December 2021 to present), Sun Life Financial Plans, Inc., Sun Life Asset Management Company, Inc., and Grepalife Asset Management Corporation (01 July 2018 to present). He is also the Director and Chairman of the Grepalife Mutual Funds such as Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation, and Grepalife Fixed Income Fund Corporation (September 2015 to present). He is the Chairman of Sun Life Financial – Philippines Foundation, Inc., (September 2019 to present) where he also serves as Trustee. He was a Senior Advisor to the Board of Trustees of

the Philippine Investment Funds Association (PIFA) and served as the President of the Philippine Life Insurance Association (PLIA).

VALERIE N. PAMA

President / Director (March 2022 – present)

Ms. Valerie N. Pama is currently the Chief Asset Management Officer (“CAMO”) of Sun Life of Canada (Philippines), Inc. Since November 1, 2019, Ms. Pama, in her capacity as CAMO, has been responsible for the expansion and development of the various initiatives to drive the profitability and growth of Sun Life’s overall asset management business providing strategic direction and development of long-term plans and policies.

Ms. Pama is the President and Director of eighteen (18) Sun Life Prosperity Funds, i.e. Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life of Canada Prosperity Bond, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (March 2022 to present) and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). She is also the Chairman and Director of Grepalife Asset Management Corporation (December 2021 to present).

Currently, Ms. Pama is a Trustee and Vice President of Sun Life Financial-Philippines Foundation, Inc. (October 2020 and December 2022, respectively, to present), Member (2015 to present) and Trustee (2018-2023) of Filipina CEO Circle, Member of Management Association of the Philippines (2015 to present), Financial Executives of the Philippines (2013 to present) and Makati Business Club (August 2019 to present).

Ms. Pama was previously the Director and President of Sun Life Investment Management and Trust Corporation (September 2020 to June 2021), responsible for its establishment and preparations for operations. She was a Director and President of Sun Life Asset Management Company, Inc. (“SLAMCI”) and Director and/or President of thirteen (13) Sun Life Prosperity Funds (2011 to 2020). She was also a Director and/or President of three (3) Grepalife Funds i.e. Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation (formerly, “Grepalife Bond Fund Corporation”), and Grepalife Fixed Income Fund Corporation (2011 to 2018). Ms. Pama was formerly the President of the Sun Life Prosperity Funds and the Grepalife Funds (2011 to 2013). She was also a Director of BESTSERVE Financial Ltd. (HKG) (2021 to 2022).

She also served as the Chief Operating Officer of SLAMCI (2011 to 2012) before being appointed as its President in 2013. With over seven years as President of SLAMCI, Ms. Pama has made tremendous contributions by leading it into becoming the number one non-bank asset management company. Under her vision and leadership, the company achieved great milestones: growing from three (3) mutual funds to sixteen (16) mutual funds to over Php100 Billion in Assets Under Management, launch of the Sun Life Prosperity Card, expanding the sales force into having the most number of Mutual Fund-licensed advisors in the industry and garnering numerous awards from the Philippine Investment Funds Association (PIFA). Another noteworthy recognition for SLAMCI under her management was being named the best asset management company for the Philippines from Euromoney’s 2018 Private Banking and Wealth Management survey.

Ms. Pama is a veteran banker, having been in the industry for 20 years. She started her career with Citibank N.A. in 1990 as a Management Associate, wherein she obtained exposure in various segments of the business, assuming progressively senior roles over the years. She had worked in treasury/capital markets, loans, equity sales, customer funding sales, brokerage and money market sales. By the time she retired from Citibank N.A. in 2009, Ms. Pama was the President of Citicorp Financial Services and Insurance Brokerage Inc.

Prior to joining Sun Life, Ms. Pama was a Product Development consultant for ING Bank’s Investment Management Group.

Ms. Pama was a member of the Board of Trustees of PIFA from 2011 to 2020 and served as its Chairman from 2013 to 2015. This enabled her to represent the mutual fund industry in advocating investor literacy, customer protection and regulatory advancements to government agencies, key market players and the general public.

Ms. Pama is a graduate of the Ateneo de Manila University with a Bachelor of Science degree in Management Engineering. She obtained her Masters in Business Administration in International Business and Finance, with a minor in Business Economics from Katholieke Universiteit Leuven in Belgium. She was awarded With Distinction by the university for her exemplary academic performance on her final year.

OSCAR S. REYES

Independent Director (2012 to present)

Mr. Oscar S. Reyes is an Independent Director of the fourteen (14) Sun Life Prosperity Funds, namely: Sun Life Prosperity GS Fund, Inc. (2011 to present), Sun Life Prosperity Dynamic Fund, Inc. (2012 to present), Sun Life Prosperity Dollar Abundance Fund, Inc. (2006 to present), Sun Life Prosperity Dollar Advantage Fund, Inc. (2002 to present), Sun Life of Canada Prosperity Balanced Fund, Inc. (July 2018 to present), Sun Life of Canada Philippine Equity Fund, Inc. (July 2018 to present); Sun Life Prosperity World Equity Index Feeder Fund, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2028, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2038, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2048, Inc. (March 2018 to present); Sun Life Prosperity Dollar Starter Fund, Inc. (July 2021 to present); Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present); Sun Life Prosperity World Income Fund, Inc. (August 2022 to present) and Sun Life Prosperity Dollar Wellspring Fund, Inc. (September 2022 to present). He is also an Independent Director of the Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation, and Grepalife Fixed Income Fund Corporation (2011 to present) and Sun Life Financial Plans, Inc. (2006 to present).

Mr. Reyes other current positions are: Chairman, Pepsi Cola Products Phils Inc.; Independent Director, PXP Energy Corp., DM Wenceslao and Associates Inc., Philippine Dealing System Holdings Corp., Philippine Dealing & Exchange Corp., Philippine Depository & Trust Corp., Philippine Securities Settlement Corp., Team Energy Corp., Pioneer Life Corp., Navitas Holdings Inc., Eramen Minerals Inc., Petrolift Corp., Alviera Country Club; Member of the Advisory Board, Basic Energy Corp., Pioneer Insurance & Surety Corp., Pioneer Intercontinental Corp., among other firms

He completed his Bachelor of Arts degree in Economics at the Ateneo de Manila University in 1965 (Cum Laude) and did post-graduate studies at the Ateneo Graduate School of Business, Waterloo Lutheran University in Ontario, Canada and the Harvard Business School in Boston, Mass, USA.

ALELI ANGELA G. QUIRINO (outgoing)

Independent Director (2012 to present)

Atty. Aleli Angela G. Quirino is an Independent Director of the twelve (12) Sun Life of Canada Prosperity Balanced Fund, Inc. (2009 to present); Sun Life Prosperity Dynamic Fund, Inc.; (2012 to present); Sun Life Prosperity Dollar Starter Fund, Inc. (2017 to present); Sun Life Prosperity GS Fund, Inc.; Sun Life Prosperity Philippine Stock Index Fund, Inc.; Sun Life Prosperity Dollar Wellspring Fund, Inc.; Sun Life Prosperity World Voyager Fund, Inc.; Sun Life Prosperity Achiever Fund 2028, Inc.; Sun Life Prosperity Achiever Fund 2038, Inc.; Sun Life Prosperity Achiever Fund 2048, Inc.; Sun Life Prosperity World Equity Index Feeder Fund, Inc. (2018 to present); and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). She is also an Independent Director of the Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation, and Grepalife Fixed Income Fund Corporation ("Grepalife Funds") (2011 to present).

Atty. Quirino was Of Counsel of Angara Abello Concepcion Regala & Cruz Law Offices (ACCRA Law) (2009 – 2023). She is the Chairman of First Line Healthcare Diagnostics Center, Inc. (2021 to present). She is the Vice-Chairman (2015 to present) of the Board of Trustees and Past President (2009 to 2015) of the Ateneo de Manila Law Alumni Association, Inc., and is a Trustee and Corporate Secretary of the Assumption College, Inc. (1996 to present). She is

an Advisory Council Member of the Intellectual Property Association of the Philippines, Inc. (2012 to present). She is also the Past President of the ASEAN Intellectual Property Association (2017 to 2019) and Chairman Emeritus of the ASEAN Philippine Intellectual Property Association, Inc. She is an EXCO member of the Association Internationale de la Propriete Intellectuelle (2004 to present).

Atty. Quirino received her Bachelor of Arts and Bachelor of Science in Education (magna cum laude) from Assumption College and Bachelor of Laws (with honors) from the Ateneo de Manila University.

CESAR LUIS F. BATE

Independent Director (November 2021 to present)

Mr. Cesar Luis F. Bate is an Independent Director of the ten (10) Sun Life Prosperity Funds, namely: Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., and Sun Life Prosperity World Equity Index Feeder Fund, Inc.

Currently, Mr. Bate is the Managing Director of LMN Advisors/Partners Inc. ("LMN"). He established the consultancy firm LMN in October 2006 after being a stockbroker for 20 years. Prior to LMN, Mr. Bate was head of the Philippine operations of Macquarie Securities Philippines from 2004 to 2006. From 1995 to 2004, he was President of Dutch-owned ING Securities Philippines which was the country's largest stock brokerage house for years under his ten-year tenure. Mr. Bate started his career as a stockbroker with the local house A&A Securities in 1987 and joined British-owned Baring Securities as Head of Philippine sales in 1992.

Mr. Bate is the President of the Celisons Property Co. Inc. (2018 to present), an Independent Director of RM Commercial REIT, Inc. (2021 to present) and Director of Acacia Lane, Inc. (1980 to present). He is concurrently a Trustee of the Metropolitan Museum of Manila (2023 to present). He was also a Member of the Board of Trustees of Jose Rizal University (2007 to 2016).

Mr. Bate graduated with a Bachelor of Science in Management Engineering from Ateneo de Manila University in 1983.

CIELITO F. HABITO (incoming)

Independent Director (2019 to present)

(One share of stock will be assigned to Dr. Habito on the day of the Annual Stockholders' Meeting)

Dr. Cielito F. Habito is an Independent Director of the eleven (11) Sun Life Prosperity Funds, namely: Sun Life Prosperity GS Fund, Inc.; Sun Life of Canada Prosperity Balanced Fund, Inc.; Sun Life of Canada Prosperity Philippine Equity Fund, Inc.; Sun Life Prosperity Philippine Stock Index Fund, Inc.; Sun Life Prosperity Dollar Abundance Fund, Inc.; Sun Life Prosperity Dollar Advantage Fund, Inc.; Sun Life Prosperity World Voyager Fund, Inc.; and Sun Life Prosperity Achiever Fund 2048, Inc.; (2019 to present); Sun Life of Canada Prosperity Bond Fund, Inc. and Sun Life Prosperity Peso Starter Fund, Inc. (July 2021 to present) and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present).

He is a Professor of Economics at the Ateneo de Manila University, where he is also Senior Fellow of the Ateneo Center for Economic Research and Development. He also serves as Chairman of Brain Trust Inc., Operation Compassion Philippines, Independent Director of First Gen Corporation, PHINMA Corporation and Manila Exposition Complex Inc.; Trustee of the Ramon Magsaysay Award Foundation and Member of the Advisory Committee of the Japan International Cooperation Agency (JICA), and the World Bank-Philippines Civil Society Advisory Group.

He had also previously served in the Boards of Manila Water Company, Metropolitan Bank & Trust Company, Metrobank Card Corporation, Frontier Oil Corporation, Mutual Fund Company of the Philippines, One Wealthy Nation (OWN) Fund, Steel Corporation of the Philippines, Philsteel Holdings, Solidbank and Lepanto Consolidated Mining Co.

He served in the Cabinet of former President Fidel V. Ramos throughout his presidency in 1992-1998 as Secretary of Socioeconomic Planning, and Director-General of the National Economic and Development Authority (NEDA). Before joining government, he was Professor and Chairman at the Department of Economics of the University of the Philippines-Los Baños (UPLB). He also worked as Visiting Fellow of the Asian Development Bank Institute in Tokyo, Visiting Professor at the Asian Institute of Management and De La Salle Graduate School of Business, Visiting Research Fellow at the Center for Southeast Asian Studies in Kyoto University, Teaching Fellow at Harvard University and Research Consultant at the World Bank.

Dr. Habito is the recipient of numerous awards including the Presidential Award (2019) and Most Outstanding Alumnus Award (1993) of the UPLB Alumni Association, Philippine Legion of Honor (1998), The Outstanding Young Men (TOYM) of 1991, and the Gawad Lagablab (Outstanding Alumnus Award) of the Philippine Science High School (1991).

He graduated with a Bachelor of Science in Agriculture (Major in Agricultural Economics), Summa cum laude from the University of the Philippines-Los Baños in 1975. He earned a Master of Economics from the University of New England (Australia) in 1978 and Master of Arts in Economics (1981) and Ph.D. in Economics (1984) from Harvard University.

JEANEMAR S. TALAMAN

Treasurer (September 2022 to present)

Ms. Jeanemar S. Talamán is the Treasurer of Sun Life Prosperity Funds. She was the Treasurer and Head of Finance of Sun Life Investment Management and Trust Corporation (SLIMTC) (2020 to 2022). In that role, she was responsible for the overall finance function of the Company which covers Accounting, Financial Reporting, Internal Controls and Capital Management among others.

Prior to joining SLIMTC, Ms. Talamán was the Financial Accounting and Reporting Manager of Sun Life Philippines where she handled financial reporting requirements of the Sun Life Asset Management Company, Inc. (SLAMCI), Sun Life Prosperity Funds (Funds managed by SLAMCI), Sun Life Grepa Financial, Inc. and Sun Life Financial Philippine Holding Company, Inc. Concurrent to her role as Financial Reporting Manager, Ms. Talamán was also the Finance System Administration Manager responsible for ensuring the security and efficiency of finance system applications for all Sun Life Philippine entities. She has held various roles in Finance, including, Manager of Financial Planning and Analysis (May 2014 to July 2015), Manager, Accounts Reconciliation (June 2012 to April 2014) and she has been instrumental in setting up the Accounts Reconciliation team of Sun Life Malaysia in 2013. Ms. Talamán has more than 15 years of extensive experience in asset management industry, financial reporting for insurance business, taxation and regulatory reporting, treasury operations, project management, financial planning and management reporting.

Ms. Talamán is a Certified Public Accountant and a member of the Philippine Institute of Certified Public Accountants. She earned her Bachelor of Science in Accountancy degree from the University of San Agustín (Iloilo City) with academic distinction. She had satisfactorily completed the one-year course on Trust Operations and Investment Management from the Trust Institute Foundation of the Philippines.

MARIA TERESA A. CO

Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer (August 2023 to present)

Maria Teresa Co is the Chief Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer of Sun Life Philippines, including the Sun Life Prosperity Funds, with effect on 14 August 2023. In addition to her role with Sun Life Philippines, she is also acting as the Asia Conduct Risk lead in collaboration with the Regional Office.

Ms. 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).

Her career started with Citibank, N. A. under Philippines Operations before working with Sun Life Philippines from 2002 to 2007, overseeing life, asset management and pre-need compliance including exposure to Regional Internal Audit role.

Ms. Co's overseas career covered vast experiences as Regional Compliance professional in AXA China Insurance Limited, New York Life International, Prudential Corporation Asia Regional, Chubb (formerly ACE Life), and Group AIA, overseeing corporate and distribution compliance, regulatory developments, issues, and projects across Asia.

Before returning to Sun Life Philippines, Ms. Co was the Head of Compliance for Pru Life Insurance Corporation of U.K. (Pru Life UK), responsible for various mandates in the fields of Regulatory and Sales Compliance, AML, Financial Crimes, Fraud, Anti-Bribery and Corruption, Data Privacy, and Quality Assurance reviews.

ANNA KATRINA C. KABIGTING-IBERO

Corporate Secretary (April 2020 to present)

Atty. Anna Katrina C. Kabigting-Ibero is the Corporate Secretary of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., (April 2020 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present).

Atty. Ibero is also the Corporate Secretary of Sun Life of Canada (Philippines), Inc., Sun Life Asset Management Company, Inc., Sun Life Financial Plans, Inc., Sun Life Financial Philippine Holding Company, Inc., Sun Life Financial – Philippines Foundation, Inc., Grepalife Asset Management Corporation, and the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation, (April 2020 to present), Sun Life Investment Management and Trust Corporation (September 2020 to present), and Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (April 2020 to present).

Prior to joining Sun Life in 2014, Atty. Ibero worked as an Associate Lawyer at the David Cui-David Buenaventura and Ang Law Offices (2006 to 2010). She later joined the Bank of the Philippine Islands as Legal and Compliance Officer of the Bank's Asset Management and Trust Group (2010 to 2014).

Atty. Ibero received her Bachelor of Arts Major in Legal Management (2000) and Bachelor of Laws (2005) from the University of Santo Tomas. She was called to the Bar in 2006.

FRANCES IANNA S. CANTO

Assistant Corporate Secretary (September 2020 to present)

Atty. Frances Ianna S. Canto is the Assistant Corporate Secretary of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). She is also the Assistant Corporate Secretary of Sun Life Asset Management Company, Inc. and Sun Life

Investment Management and Trust Corporation (September 2020 – present), and Sun Life of Canada (Philippines), Inc. and Sun Life Financial Philippines Foundation, Inc. (September 2022 to present).

Prior to joining Sun Life in May 2020, Atty. Canto worked as a Legal and Compliance Officer of Manulife Philippines (March 2017), where she also served as Assistant Corporate Secretary and Alternate Data Protection Officer. Before joining Manulife, Atty. Canto briefly worked as a consultant with the Office of the Secretary of the Climate Change Commission and prior to that, as an Associate Lawyer at the Medialdea Ata Bello and Suarez Law Office (2013-2016).

Atty. Canto received her Juris Doctor degree from the Ateneo de Manila University. She was admitted to the Bar in May 2014.

RIA V. MERCADO

Risk Officer (2015-present)

Ms. Ria V. Mercado has been the Head of Risk Management of Sun Life Philippines since 2015. She is also the Chief Risk Officer of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., (2015 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present) and the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation, (July 2019 to present). She is also the Chief Risk Officer of Sun Life Asset Management Company, Inc., Grepalife Asset Management Corporation, Sun Life of Canada (Philippines), Inc., Sun Life Gropa Financial, Inc. (July 2015 to present) and Sun Life Financial – Philippines Foundation, Inc. (December 2019 to present).

Prior to joining Sun Life in 2015, she was with Deutsche Knowledge Services (DKS), where she was Debt and Client Risk & Control Lead. In this capacity, she was responsible for risk and control initiatives and for proactively identifying and mitigating operations risks through quality assurance initiatives. Prior to DKS, she was with Standard Chartered Bank where she rose from Graduate Associate to AVP – Unit Operational Risk Manager.

Ms. Mercado holds a Master in Business Management degree from the Asian Institute of Management. She is a BS Business Administration graduate of the University of the Philippines (Diliman).

1. **Independent Directors.** Nominees for Independent Directors were nominated by Ms. Valerie N. Pama to the Corporate Governance Committee. The nomination is in accordance with the guidelines and requirements set in the Securities and Exchange Commission (SEC) Memorandum Circular Nos. 24 (s. 2019) and SRC Rule 38. Qualifications of Directors as enumerated in said circulars are strictly followed.

2. **Nomination Process.** The Corporate Governance Committee, composed of Atty. Quirino as Chairman and Mr. Sison and Mr. Reyes as Members, pre-screens and shortlists all candidates nominated to become a member of the Board of Directors in accordance with the qualifications and disqualifications of the regulations named above and in accordance with the procedure outlined in the Company's Manual on Corporate Governance ("Manual").

Except for committee members who are independent directors themselves, none of the members of the Corporate Governance Committee are related to the independent directors. The following Final List of Candidates to the 2024 Board of Directors has been approved:

- 2.1 Mr. Benedicto C. Sison
- 2.2 Ms. Valerie N. Pama

- 2.3 Mr. Cesar Luis F. Bate
- 2.4 Mr. Cielito F. Habito
- 2.5 Mr. Oscar S. Reyes

Unless marked otherwise, proxies received will be voted for the election of each of the nominees stated in the proxy form.

- b. **Incorporators.** The incorporators of the Company are: Rizalina G. Mantaring, Ma. Karenina M. Casas, Valerie N. Pama, Aleli Angela G. Quirino and Oscar S. Reyes
- c. **Significant Employees.** The Company has no significant employees.
- d. **Family Relationships.** There are no family relationships up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, or persons nominated by the Company to become its directors or executive officers.
- e. **Involvement in Certain Legal Proceedings.** None of the directors or persons nominated to become directors or executive officers of the Company has been involved during the past five (5) years in any legal proceeding which is material to an evaluation of their ability or integrity to serve as such, including, bankruptcy petition, conviction by final judgment, being subject to any order, judgment or decree, or violation of a securities or commodities law.
- f. **Certain Relationships and Related Transactions.** The Company is not involved in any transaction or series of similar transactions, proposed or otherwise, with or involving any of its subsidiaries in which a director, executive officer, or stockholder owns ten percent (10%) or more of total outstanding shares and members of their immediate family had or is to have a direct or indirect material interest during the last two (2) years.
- g. **Parent of the Company.** The Company does not have a parent company.
- h. **Disagreement of Directors and Executive Officers.** None of the directors has resigned or declined to stand for re-election to the Board of Directors since the date of the last annual meeting of security holders because of a disagreement with the Company on any matter relating the Company's operations, policies, or practices.
- i. **Compliance with Leading Practices on Corporate Governance.** All of the directors and officers of the Company have attended a seminar on corporate governance given by a SEC-accredited provider. They attend a yearly training on Corporate Governance by a reputable provider, including topics global trends and best practices.

The Board reviews and updates its Manual on Corporate Governance at least annually to ensure that it is kept abreast of global leading practices and principles on good corporate governance. On a yearly basis, the Board Directors each accomplishes a Board Effectiveness Questionnaire to evaluate themselves as individual Directors and as a Board, to determine their skills and level of compliance with the Manual, as well as recommend changes to the Manual and Committee charters. This ensures that they remain independent and effective in implementing their respective mandates and discharging their duties and responsibilities. As a result of the recommendations from the Board on how to better improve Corporate Governance, they now hold a confidential meeting to discuss strategy every year. The Company also has robust and effective risk management policies and procedures in place to identify, mitigate and manage risks arising from the Company's operations. On a yearly basis, the Company's Compliance Officer issues a Certification which confirms that the Company substantially adopted all the provisions in the Manual of Corporate Governance, as prescribed by the SEC. Accounts of deviation, if any, are duly reported by the Compliance Officer, as necessary.

Item 6. Compensation of Directors and Executive Officers

- a. **Compensation of Executive Officers.** The executive officers of the Company do not receive any form of compensation from their appointment up to the present.

b. Compensation of Directors. The directors do not receive any form of compensation from inception up to the present other than a PHP 20,000.00 per diem for meetings attended. Only the members of the Board who are "external directors", i.e., those who are not officers and/or employees of SLOCPI, receive remuneration for their attendance in regular or special meetings of the Board at the rate of PHP 20,000.00 to each director for every meeting attended. Their contributed efforts to the Fund are on a voluntary basis only. Also, the directors or executive officers of the Fund will not participate in any bonus, profit sharing or other compensation plan, pension or retirement plan, contract or arrangement.

Each external director, as defined above, also receives a retainer's fee not to exceed PHP 15,000.00 per quarter. Payment of such retainer's fee is shared by the Fund with the other Sun Life Prosperity Funds which the external director also serves, provided that each external director receives a maximum of PHP 15,000.00 per quarter from all the Sun Life Prosperity Funds.

Total per diem received by the Fund's directors for the year 2023 and 2022 are P255,286 and P300,345, respectively.

The Board had four (4) regular quarterly meetings for 2023, including the organizational board meeting after the annual shareholders' meeting. For the four (4) meetings and with three (3) members of the Board who are external directors entitled to receive per diem, the Fund forecasts a total directors' per diem of PHP 240,000 for 2024. The external directors are also forecasted to receive a total of PHP 15,286 as retainer's fees for 2024.

c. **Employment Contracts and Termination of Employment and Change-in-Control Arrangements.** Other than that previously stated, there are no other standard or consulting arrangements or any compensatory plan relating to resignation/retirement by which directors and officers are to be compensated.

Item 7. Independent Public Accountants. During the two (2) most recent fiscal years, Navarro Amper and Co./Deloitte Touche Tohmatsu served as the Company's principal accountants and external auditors. The signing partner is Mr. Lloyd Morano, who has served in said capacity since 2023. The same auditors are being recommended for re-election at the scheduled annual shareholders' meeting. Representatives of the said firm are expected to be present at the upcoming annual shareholders' meeting to respond to appropriate questions and to make a statement if they so desire.

The signing partner of the audit firm shall be rotated after every five (5) years, in compliance with SRC Rule 68.

Audit and Audit-Related Fees. For 2023 and 2022, aggregate fees billed for professional services rendered by the external auditor for the audit of the Fund's annual financial statements and services normally provided by external auditors in connection with statutory and regulatory filings amounted to PHP 179,065 and PHP 162,787 respectively, inclusive of VAT and out-of-pocket expenses.

The Company's Audit and Compliance Committee hears the client service plan and service fee proposal presented by the external auditor and recommends such for the approval of the Board of Directors if found acceptable. Said Committee is composed of the following: Mr. Reyes as Chairman and Atty. Quirino and Mr. Bate as Members.

Item 8. Compensation Plans. No action is to be taken with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed to its directors or employees.

B. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities Other than for Exchange. No action is to be taken with respect to the authorization or issuance of any securities otherwise than for exchange for outstanding securities of the Company.

Item 10. Modification or Exchange of Securities. No action is to be taken with respect to the modification of any class of securities of the Company, or the issuance or authorization for issuance of one class of securities of the Company in exchange for outstanding securities of another class.

Item 11. Financial and Other Information. No action is to be taken with respect to Items 9 or 10. Report on Management's Discussion is attached as part of the annexes to SEC Form Definitive 20-IS.

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters. No action is to be taken with respect to any transactions involving the: 1. merger or acquisition of the Company into or with any other person or any other person into or with the Company; 2. acquisition of the Company or any of its security holders of securities of another person; 3. acquisition by the Company of any other going business or of the assets thereof; 4. sale or other transfer of all or any substantial part of the assets of the Company; or 5. liquidation or dissolution of the Company.

Item 13. Acquisition or Disposition of Property. No action is to be taken with respect to the acquisition or disposition of any property.

Item 14. Restatement of Accounts. No action is to be taken with respect to the restatement of any asset, capital or surplus account of the Company.

C. OTHER MATTERS

Item 15. Action with Respect to Reports. The minutes of the meeting and related records are available for inspection by any shareholder at the office of the Company during business hours. Management recommends a vote FOR the approval of the minutes of the 2023 Stockholders' Meetings held on 11 July 2023 and 08 September 2023 (continuation).

Item 16. Matters Not Required to be Submitted. No action is to be taken with respect to any matter which is not required to be submitted to a vote of security holders.

Item 17. Amendment of Charter, Bylaws, or Other Documents. Management proposes that stockholders approve the following amendments to the Articles of Incorporation and the By-Laws:

1. Article II (Primary Purpose) and Article II, paragraphs 1 (ii) and 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations.

The proposed amendment is to address the comments of the Securities and Exchange Commission on the Articles of Incorporation and to ensure that the purpose of the Fund is aligned with existing rules and regulations of the Commission:

"SECOND: That the purposes for which ~~said~~ the corporation is formed are:

PRIMARY PURPOSE To issue its own securities and offer them for sale to the public, to offer for sale, sell, or deliver after sale, any security or any interest in a security, whether issued by it or by another person, to invest, reinvest, or trade in securities and other investment assets allowed under the Investment Company Act and its Implementing Rules and Regulations as may be amended, to purchase, redeem, retire, or otherwise acquire or attempt to acquire any security, and while the owner thereof, to exercise all the voting rights and incidents of ownership, including the right to vote the same and to receive, collect, and dispose of the interests, dividends, and income therefrom, to do any and all things which may be useful in connection with or incidental to the conduct of such business, and generally to carry on the business of an open-end investment company in all the elements and details thereof.

SECONDARY PURPOSES

1. To exercise in respect of all shares of stock and/or other securities from time to time owned and held by and for its account, either directly or through a nominee, any and all rights, powers and privileges of individual ownership or interest therein, including the right to vote thereon for any and all purposes or otherwise act with respect thereto, to receive, collect and dispose of the interests, dividends and income therefrom and to do any and all acts and things for the preservation, improvement, enhancement in value of such securities or designed to accomplish any such purpose, including without limiting the generality of the foregoing, the

power (i) to aid by loan, subsidy, surety, guaranty or otherwise, those issuing, creating or responsible for any such securities; (ii) ~~to acquire or become interested in any such securities by underwriting, syndicate participation or otherwise;~~ xxx

6. Subject to the limits prescribed by the Investment Company Act and its Implementing Rules and Regulations, as may be amended, to borrow or raise money from not more than nineteen lenders, including its stockholders, necessary to meet the financial requirements of the corporation by the issuance of bonds, promissory notes, and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lien upon the properties of the corporation, or to issue, pursuant to law, shares of the capital stock, debentures, bonds, warrants, notes, or other evidences of indebtedness in payment for the properties acquired by the corporation or for money borrowed in the prosecution of its business."

2. Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."

The following proposed amendment is to address comments of the Securities and Exchange Commission on the Articles of Incorporation since it was drafted with reference to the old Corporation Law:

"SECONDARY PURPOSES

xxx

9. The foregoing clauses shall each be construed as purposes and powers and the matters expressed in each clause or any part of any clause shall in no wise be limited by reference to or inference from any other clause or any other part of the same clause shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of the general purposes and powers of the corporation nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed. Likewise, the purposes and powers specified herein shall not be regarded in any manner as a limitation of the powers granted or allowed to and exercisable by this corporation under the Revised Corporation Code ~~Corporation Law~~ and other statutes of the Republic of the Philippines."

3. Article VI of the Articles of Incorporation to increase the number of directors to six (6).

The following proposed amendment is to comply with the requirements of the Implementing Rules and Regulations of the Investment Company Act ("ICA IRR"), that 50% of the Board should be composed of Independent Directors:

"ARTICLE VI. That the number of directors of this Corporation shall be six (6) and the names, nationalities and residences of the first directors of the corporation who are to serve until their successors are elected and qualified as provided by the By-laws are as follows: xxx"

4. Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the Articles of Incorporation to ensure alignment of the provision on redemption of shares with existing rules and regulations of the Commission:

"SEVENTH: (a) That the capital stock of said Corporation is TWENTY-TWO MILLION PESOS (PhP 22,000,000), Philippine Currency, and said capital stock is divided into TWO BILLION TWO HUNDRED MILLION SHARES (2,200,000,000) with a par value of ONE CENTAVO (PhP 0.01) per share. (As approved by the stockholders representing 2/3 of the outstanding capital stock of the Company) on October 10, 2012 and by at least majority of the Board of Directors on March 22, 2013)

(b) That the holder of any share of stock of the Corporation upon its presentation to the Corporation or to any of its duly authorized representatives, is entitled to receive by way of redemption approximately his proportionate share of the Corporation's current net assets or the cash equivalent thereof, i.e., the current net asset value, subject to existing laws and the By-Laws of the Corporation. Provided, however, that no such redemption may be made only for the grounds allowed under Rule 10.4 of the Investment Company Act (ICA) and its Implementing Rules and Regulations (IRR), as amended by Securities and Exchange Commission Memorandum Circular No. 33 series of 2020, and for the period provided under Rule 10.5 of the ICA IRR, as such regulations may be further amended from time to time. unless the remaining unimpaired capital of the Corporation shall be at least P1,000,000.00 or 50% of its outstanding liabilities to the creditors of the Corporation, whichever is higher. Provided, further that redemption may be suspended during any of the periods specified under the By-Laws and under any applicable laws and regulations.

(c) Whenever the Corporation initiates a change in the asset management company providing the advisory services, shareholders will have the right to redeem within 7 days their shares free of any fees and/or charges during a period of Forty-Five (45) days after the change in asset management company is effected at least at the net asset value prevailing on the day in which the new asset management company takes over the management of the fund: computed in accordance with the Investment Company Act and its Implementing Rules and Regulations, as may be amended from time to time, other applicable issuances of the Securities and Exchange Commission, and other applicable laws and regulations."

5. Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the Articles of Incorporation:

"EIGHT: That the amount of said capital stock which has been actually subscribed is FIVE HUNDRED THOUSAND PESOS (PhP500,000.00) and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

NAME	NATIONALITY	No. of Shares Subscribed	AMOUNT SUBSCRIBED
Sun Life of Canada (Philippines), Inc.	Canadian	49,999,995	PhP499,999.95
Rizalina G. Mantaring	Filipino	1	0.01
Ma. Karenina M. Casas	Filipino	1	0.01
Valerie N. Pama	Filipino	1	0.01
Aleli Angela G. Quirino	Filipino	1	0.01
Oscar S. Reyes	Filipino	1	0.01
	Total	50,000,000	P500,000

FEATURES OF THE SHARES:

Common – Voting – with Par Value – Redeemable

The pre-emptive right of all stockholders to all issues or disposition of shares in proportion to their respective shareholdings shall be denied."

6. Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication and align the meeting date of the Funds; Section 2 (Special Meetings) of the By-Laws to align with Section 49 of the Revised Corporation Code.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws and to allow the Fund to hold its stockholders' meetings via remote communication:

"SECTION 1. Annual Meetings. – The annual meeting of the stockholders shall be held at the principal office, or via remote communication, of the Corporation ~~every fourth Wednesday of June~~ every second week of July of each year or on such other date as the board of directors may determine, unless such day is a legal holiday, in which case it shall be held on the next business day following.

SECTION 2. Special Meetings. – Special meetings of the stockholders, held at the principal office of the Corporation or via remote communication, may be called by the President of the Corporation, or by order of a majority of the board of directors, whenever such is deemed necessary; ~~and it shall be the duty of the President and/or of the board to order and call such special meetings whenever the holders of record of not less than ten (10%) per centum of the outstanding capital stock of the Corporation with voting privileges shall in writing so request; a stockholder may likewise propose the holding of a special meeting and"~~

7. Article 1, Section 3 (Notice) of the By-Laws to allow for the sending of notices electronically.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the provision with existing regulations on the notice period for sending of notices to stockholders, as well as allow the Fund to send notices to stockholders electronically:

"SECTION 3. Notices. - Notice of the time and place of the annual or special meetings of the stockholders shall be given either personally, by mail, whether by physical or electronic transmission, or by such other means as may be allowed by law or regulations, addressed to each stockholder of record entitled to vote at the meeting at the address reflected in the records of Corporation at least thirty twenty-one (21) calendar days before the date set for such meeting. The notice of every special meeting shall state briefly the purpose of the meeting and no other business shall be acted upon at such meeting except by at least a majority of all the stockholders of the Corporation entitled to vote present or represented at such meeting. Notices of meetings need not be published in the newspapers except when necessary to comply with the ~~special~~ requirements of the Revised Corporation Code or of the Securities and Exchange Commission.

Notices by electronic transmission or other means of communication shall be valid if sent to the address at which the stockholder has consented to receive notice. The stockholder shall inform the Corporation in writing if he wishes to revoke the consent to receive notices by electronic transmission or change the address to which the notices are sent."

8. Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting and to align the requirements for proxies in accordance with the Revised Corporation Code.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align with the Revised Corporation Code which allows stockholders to exercise their right to vote through remote communication or in absentia if provided in the By-Laws. This proposed amendment complies with the said requirement of the Code:

"SECTION 6. Voting. – At every stockholders' meeting, every stockholder entitled to vote shall be entitled to one vote for each share of stock registered in his name in the books of the Corporation; provided, however, that in the case of the election of directors, every stockholder entitled to vote shall be entitled to cast his vote, at his option, in accordance with the provisions of the law or regulations. Every stockholder entitled to vote may vote personally, by remote communication or in absentia, or by proxy. Proxies shall be in writing, signed and filed, by the stockholder and received by the Corporate Secretary within a reasonable time before the schedule meeting. ~~The instrument authorizing a proxy to act shall be exhibited to the secretary of the Corporation, and shall be lodged with the said secretary if so required.~~ The proxy instrument shall have the same legal effect or validity, regardless of whether it is accomplished, transmitted, recorded, processed, or stored as a physical or electronic document.

xxx"

9. Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors.

The following proposed amendment is to align the By-Laws with Securities and Exchange Commission regulations on board composition, and to also address comments of the Commission on the By-Laws:

"SECTION 1. Board of Directors. – Unless otherwise provided in the law, the corporate powers of the Corporation are exercised, its business conducted and its properties controlled and held, by a board of directors consisting of five members elected from among the stockholders of the Corporation, said members so elected to hold their office for one year and until their successors are elected annually by the stockholders during their annual meeting or adjournment thereof, or at any special meeting called for the purpose. The Board of Directors shall be composed of at least two (2) Independent Directors or such number as to constitute at least one-third (1/3) of the members of the Board, whichever is higher.

Xxx"

10. Article II, Section 2 (Meetings) of the By-Laws to align the period for the notice of meeting of the directors with the Revised Corporation Code.

The following proposed amendment is to clean up the provision with regard to sending of notices electronically to all directors including those residing in the Philippines:

"SECTION 2. Meetings. – The board shall hold meetings when necessary, upon call of the Chairman of the board or upon request of at least three of its members. Notice of the meeting shall be mailed to each director at his last known address, or delivered to him personally, or left at his office, or transmitted by fax, telephone or electronically not less than twenty-four hours previous to the hour of at least two (2) days prior the meeting ~~and in the case of members of the board residing abroad, notice of the meeting shall be given by fax or e-mail.~~ The notice shall specify the date, hours, and place of the meeting."

11. Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors and prohibited from participating in the determination of their own per diems or compensation and to ensure that director compensation is granted by stockholders.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the provisions with existing regulations:

"SECTION 4. Compensation. – For each attendance at any meeting of the board, a member of the board is entitled to a fee in such amount ~~as may be determined by the board~~, which shall take the industry practice into consideration. The Director's shall not participate in the determination of their own per diems or compensation."

12. Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the provisions with existing regulations:

"SECTION 5. Vacancy. – In case any vacancy or vacancies occur on the board during the period between two annual meetings of stockholders, ~~due to the death, resignation or other causes~~ for causes other than by removal or by expiration of term, the remaining members of the board, if still constituting a quorum, may fill said vacancy or vacancies by electing from among the stockholders, and the stockholder or stockholders so elected shall act as member or members of said board until the election of a new board of directors."

13. Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the provisions with existing regulations:

"SECTION 1. Executive Officers. – The executive officers of the corporation shall be a President, who shall be a member of the Board of Directors, a Treasurer, a Compliance Officer, and a Secretary, all of whom shall be elected by the Board.

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SECTION 6. Compliance Officer – the Compliance Officer shall not be a member of the Board and should annually attend a training on corporate governance. He shall ensure adherence to corporate principles and best practices. He shall ensure proper onboarding of new directors. He shall monitor, review, evaluate, and ensure the compliance by the corporation, its officers and directors with relevant laws, the Corporation's Manual of Corporate Governance, rules and regulations, and all governance issuances of regulatory agencies. He shall report to the Board of Directors if violations are found and recommend the imposition of appropriate disciplinary action. He shall ensure the integrity and accuracy of all documentary and electronic submission as may be allowed under SEC rules and regulations. He shall appear before the SEC when summoned in relation to compliance with the Corporation's Manual of Corporate Governance, and other relevant rules and regulations. He shall collaborate with other departments within the company to properly address compliance issues, which may be subject to investigation. He shall identify possible areas of compliance issues and work towards the resolution of the same. He shall ensure the attendance of board members and key officers to relevant trainings. He shall have periodic meetings with the Non-Executive Directors without any executive directors present to ensure that proper checks and balances are in place within the Company, such meetings to be held by the Lead Independent Director, if applicable. He shall perform such other duties and responsibilities as may be provided by the Board and SEC. He shall identify and monitor compliance with the rules and regulations of regulatory agencies, and take appropriate corrective measures to address all regulatory issues and concerns. And, he shall **release the Board Effectiveness Questionnaire at least annually.**"

14. Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies.

The following proposed amendment is to align the By-Laws with Securities and Exchange Commission regulations on board committee composition, and to also address comments of the Commission on the By-Laws:

"SECTION 1. Committees. – The board of directors may, by resolution or resolutions, designate one or more committees which, to the extent provided in said resolution or resolutions or in these by-laws, shall have and may exercise any of the powers of the board of directors in the management of the business and affairs of the Corporation. Such committee or committees shall have such names or names as may be determined from time to time by resolution adopted by the board of directors. Each committee shall keep regular minutes of its proceedings and report the same to the board when required. **Subject to applicable rules and regulations of the Securities and Exchange Commission with respect to board committees, such as Section 38.8.1 of the Implementing Rules and Regulations (IRR) of the Securities Regulation Code (SRC), as may be amended from time to time,** the board of directors shall have the power to change the members of any such committee at any time, to fill vacancies and to discharge any such committee members either with or without cause."

15. Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws since the Fund already engages the services of an Investment Company Adviser:

~~"SECTION 2. Advisory Board. – There may be an Advisory Board of any number of individuals appointed by the board of directors who may meet at stated times or on notice to all by any one of their own number or by the President of the Corporation. The Advisory Board will have no power to require the Corporation to make any specific action. Its purpose is solely to consider matters of general policy and to make~~

~~recommendations along such lines to the board of directors. Each member of the Advisory Board shall receive such remuneration as the board of directors shall, from time to time, fix by resolution.~~

[THE WHOLE SECTION 2 IS DELETED]"

16. Article VI, Section 1 (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations.

The following proposed amendment is to ensure that the contracting out of fund management functions complies with Securities and Exchange Commission regulations, and to also address comments of the Commission on the By-Laws:

"SECTION 1. Management Contracts. – xxx

(b) Any management contract whereby, subject to the control of the board of directors of the Corporation, the investment portfolio of the Corporation shall be managed or supervised by the other party to such contract, shall provide, among other things, that such management contract shall be automatically terminated in the event it is assigned to such other party. Nothing herein contained, however, shall be construed to prevent the other party to a management contract, with the knowledge and consent of the board of directors of this Corporation from contracting in turn for investment counselling with respect to any or all of the portfolio subject to the rules of the Investment Company Act Rule 5.1.6 or any amendments thereto on Outsourcing or Delegation of Functions of the Fund Manager, and other applicable issuances of the Securities and Exchange Commission."

17. Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations.

The following proposed amendment is to ensure that the Fund's distribution contract complies with Securities and Exchange Commission regulations, and to also address comments of the Commission on the By-Laws:

"SECTION 2. Distribution Contract. – (a) The Board of Directors may, at any time and from time to time, contract with any or more than one corporation or firm, appointing it or them as the distributor(s) or underwriter(s) for the securities issued by the Corporation in a manner not to contravene the applicable laws and regulations. If deemed beneficial to the Corporation by the Board of Directors and subject to applicable laws and regulations, such distribution contract and the management contract referred to in Section 1 of this Article VI may be entered into with any one corporation or firm. Any outsourcing or delegation of the fund distributor duties shall be subject to compliance with the requirements of the Implementing Rules and Regulations (IRR) of the Investment Company Act (ICA), as may be amended from time to time.

(b) Except where allowed by the applicable laws or regulations, the Corporation shall not issue or sell any of the shares of stock of the Corporation, before paying any taxes in connection with such issue or sale, less than the net asset value thereof determined and in effect at the time when the sale or contract of sale is made. ~~[The rest of the section is deleted] except when any contract or arrangement in effect between the Corporation and distributor which contemplates the sale of shares by the distributor to the public at prices based on the net asset value in effect at the time of sale by the distributor to the public, Corporation may, pursuant to such contract or arrangement, sell to the distributor during the period when a given net asset value is in effect, at a price less than said net asset value, provided that the sale by the Corporation to the distributors is effected within a reasonable time after the close of the period as the Board of Directors may approve.~~

~~No shares of its stock shall be sold by the Corporation during any period (other than the usual periods of not in excess of three (3) days in connection with the usual holidays) when the Philippine banks are closed, except to a distributor under a contract or arrangement as aforesaid to cover sales made by the distributor prior to the closing, or except when the net asset value of the shares is determined pursuant to Article IX."~~

18. Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws since the By-Laws was drafted with reference to the old Corporation Code:

"SECTION 3. Lost or Destroyed Certificates. - Lost or destroyed certificates may be replaced in accordance with the provisions of existing laws, particularly Section ~~73~~ 72 of the Revised Corporation Code, as such may be amended from time to time. In case of loss or destruction of any certificate or certificates of stock, new certificate/s may be issued upon application thereof in writing filed with the Corporation by the registered owner of the share or shares covered thereby, or his duly authorized representative, supported by a sworn statement detailing the circumstances surrounding such loss or destruction. The Corporation, through the board of directors, shall, from time to time, prescribe and fix the fees payable to the Corporation for the issuance of such new certificate/s. The delivery of a bond indemnifying the Corporation from any claim that may be made against it by reason of the issuance of such new certificate may also be required."

19. Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code.

The following proposed amendment is to align the By-Laws with Securities and Exchange Commission regulations on period for closing of the transfer books, and to also address comments of the Commission on the By-Laws:

"SECTION 6. Closing of Transfer Books. – The Board of Directors may, by resolution, direct that the stock and transfer books of the Corporation be closed for a period not exceeding sixty (60) days and at least twenty (20) days for regular meetings and seven (7) days for special meetings preceding the date of any meeting of stockholders, or the date for the payment of any dividend, or the date for the allotment of rights, or the date when any change or conversion or exchange of capital stock, shall go into effect, as a record date for the determination of the stockholders entitled to notice, and to vote at, any such meeting, or entitled to receive payment of any such dividend, or to any such allotment of rights, or to exercise the rights in respect of any change, conversion or exchange of the capital stock, and in each such case only such stockholders as shall be stockholders of record on the date so fixed shall be entitled to notice of, or to vote at, such meeting, or to receive payment of such dividend, or to receive such allotment of rights, or to exercise such rights, as the case may be, notwithstanding any transfer of any stock on the books of the Corporation after such record date as aforesaid."

20. Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws since the Prospectus requires approval of the Commission:

"SECTION 1. Investment Objectives. - The Corporation will be classified under the Investment Company Act as an open-end investment company. The investment objectives of the Corporation are set forth in the prospectus to be filed with and approved by the Philippine Securities and Exchange Commission. The Corporation reserves freedom of action with respect to such matters as are specifically reserved in such prospectus. Amendments thereto may be made pursuant to applicable laws and regulations such as the Investment Company Act, and its Implementing Rules and Regulations, and any amendments thereof."

21. Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to ensure alignment of the Fund's restrictions with existing rules and regulations of the Commission:

"SECTION 2. Restrictions. – The Corporation shall not, unless the Securities and Exchange Commission shall provide otherwise:

(a) Purchase any security on margin, except ~~such short-term credits as are necessary for the clearance of transaction~~ investment in partly paid shares;

(b) Participate on a joint and several basis in any trading account in securities ~~except in connection with an underwriting in which the Corporation is a participant;~~

(c) Effect a short sale of any security, ~~except in connection with an underwriting in which the Corporation is a participant;~~

xxx"

22. Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws since the Prospectus requires approval of the Commission:

"SECTION 1. Net Asset Value. – The net asset value of each share of the capital stock of the Corporation, as of the close of business on any day, shall be as defined in the prospectus, which is in accordance with Rule 8.4 of the Investment Company Act (ICA) Implementing Rules and Regulations (IRR), as may be amended from time to time, to be filed with and approved by the Securities and Exchange Commission. The Corporation reserves freedom of action with respect to such matters as are specifically reserved in such Prospectus. Amendments thereto may be made pursuant to applicable laws and regulations."

23. Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to ensure alignment of the Fund's procedure for redemption with existing rules and regulations of the Commission:

"SECTION 1. Procedure for Redemption. – the Corporation agrees to purchase, and each holder of capital stock of the Corporation shall be entitled to require the Corporation to purchase (except when the redemption is suspended under the grounds and for a period allowed under the Investment Company Act and its Implementing Rules and Regulations, as may be amended from time to time, other applicable issuances of the Securities and Exchange Commission, and other applicable laws and regulations) but not in the event and to the extent that the Corporation has no assets legally available for such purpose whether arising out of capital, paid-in surplus, or other surplus, net profits or otherwise), all or any part of the shares of capital stock standing in the name of such holder on the books of the Corporation, but only at the net asset value of such shares as of closing day ~~the effective date of redemption pursuant to Article IX Section 1(d).~~ Any such demand for purchase shall be accompanied by any certificate which has been issued representing such shares."

24. Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to ensure alignment of the provision for payment upon redemption with existing rules and regulations of the Commission:

"SECTION 2. Payment on Redemption. – Payment for the shares purchased, as aforesaid, shall be made by the Corporation within seven banking days after the date on which demand is so made. The board of directors, may, however, in its discretion, if it deems it advisable for the best interest of the Corporation and the stockholders as a whole, subject to applicable rules and regulations of the Securities and Exchange Commission, request the Securities and Exchange Commission to suspend the right to require the repurchase of shares as aforesaid or defer payment for the shares for all or part of any period only for the grounds allowed under Rule 10.4 of the Investment Company Act (ICA) and its Implementing Rules and Regulations (IRR), as amended by Securities and Exchange Commission Memorandum Circular No. 33 series of 2020, and for the period provided under Rule 10.5 of the ICA IRR, as such regulations may be further amended from time to time when (1) trading on the Philippine Stock Exchange is restricted, as determined by the Securities and Exchange Commission, or such Exchange is closed for other than customary week-end and holiday closing, (2) the Securities and Exchange Commission has by order permitted such suspension, (3) an emergency exists making disposal of portfolio securities or valuation of net assets of the Fund not reasonably practicable, or (4) an event defined in the prospectus occurs. In the event that the right to require the repurchase of shares so presented is suspended pursuant to the preceding sentence, then with respect to shares demand for purchase of which is so made on the day on which the suspension is declared and prior to the day on which the period of suspension is terminated (i) the stockholder may withdraw his demand and require the return of any certificate presented by him or (ii) the determination of the net asset value with respect to any shares remaining on deposit shall be in accordance with the existing rules under the ICA IRR, as may be amended from time to time, made as of the close of business on the first business on the first business day on which (a) the Philippine Stock Exchange is open, or (b) a determination of the net asset value of the shares is made pursuant to Article IX which occurs on or after the date of termination of the period of such suspension, and (c) payment for said shares shall be made to the holder of record within the period provided for under Rule 10.2 of the ICA IRR, as may be amended from time to time seven days after such termination date."

25. Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuance of the Securities and Exchange Commission.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the definition and qualification of a custodian with existing rules and regulations of the Commission:

"SECTION 1. Custodian. – All securities owned by the Corporation shall be held by a Custodian who shall have the qualifications and responsibilities as provided for under Rule 5.3.1 of the Investment Company Act and its Implementing Rules and Regulations, as amended by Securities and Exchange Commission Memorandum Circular No. 33, series of 2020, as such regulations may be amended from time to time. ~~which shall be a commercial bank in good repute or any other entity with the qualifications prescribed under applicable laws and regulations.~~ The Custodian shall be appointed from time to time by the board of directors, which shall fix its remuneration and the terms under which it shall act and hold in custody such securities. Upon the resignation or inability to serve of any such Custodian, the Corporation shall (a) use its best efforts to obtain a successor custodian, (b) require the securities of the Corporation held by the Custodian to be delivered to the successor custodian, and (c) in the event that no successor custodian can be found, submit to the stockholders of the Corporation, before permitting delivery of such securities to anyone other than a successor custodian, the question whether the Corporation shall function without a custodian; provided, however, that nothing herein contained shall prevent the termination at any time on not more than ninety (90) days' notice of any agreement between the Corporation and any such Custodian by the Board of Directors of the Corporation or by the affirmative vote of the outstanding stock with voting powers of the Corporation. Upon its resignation or inability to serve, the Custodian may deliver any assets of the Corporation held by it to a qualified bank selected by it, such assets to be held subject to the terms of custody which governed such retiring custodian, pending action by the Corporation as set forth in this Section."

26. Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to ensure that the provision on Auxiliary Custodian is aligned with the Commission's existing rules and regulations on outsourcing or delegation of functions:

"SECTION 2. Auxiliary Custodian. – In the event that the board of directors shall deem it necessary or desirable that any of the securities of the Corporation to be held outside of the Philippines to the extent permitted by applicable laws and regulations, or in cases where custody over the securities by the principal Custodian, may not be practicable, the board of directors may designate one or more auxiliary Custodians for such securities, subject to supervision by the principal Custodian, and in all instances in accordance with Rule 5.3.6 of the Investment Company Act and its Implementing Rules and Regulations, as may be amended from time to time."

27. Article XI, Section 3 (Auditors) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the definition and qualification of an auditor with existing rules and regulations of the Commission:

"SECTION 3. Auditors. – The auditors of the Corporation shall have the qualifications and shall be appointed ~~be designated~~ in accordance with Rule 5.8 of the Investment Company Act and its Implementing Rules and Regulations, and Rule 68 of the Securities Regulation Code and its Implementing Rules and Regulations, and other applicable laws and regulations, as such regulations may be amended from time to time."

28. Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised corporation Code.

The following proposed amendment is to address comments of the Securities and Exchange Commission on the By-Laws to align the section on Amendments with the Revised Corporation Code:

"SECTION 1. Amendments. – These by-laws may be amended, altered or repealed, in whole or in part, by the stockholders representing a majority of the subscribed capital stock of the Corporation at their annual meeting or at a special meeting duly called for the purpose, and by majority vote of the members of the board of Directors.

The owners of two-thirds (2/3) of the outstanding capital stock may delegate the power to amend or repeal, in whole or in part, these by-laws, or adopt new by-laws, to the Board of Directors, provided that this delegation shall be considered revoked whenever stockholders owning or representing a majority of the outstanding capital stock shall so vote at a regular or special meeting. These by-laws may also be amended, altered, repealed, in whole or in part, by a vote of a majority of all the members of the Board, in accordance with law, at a regular meeting or at a special meeting duly called for the purpose., provided that notice of intention to amend the by-laws shall have been given at the next preceding meeting of the board, or without any such notice, by a vote of at least 2/3 of all members of the board. Any amendment, alteration or repeal decided by the board shall become effective without need of confirmation by the stockholders, unless the Board provides otherwise, but the same shall be reported to the stockholders for their information at their next annual meeting or special meeting."

Item 18. Other Proposed Action. Aside from the foregoing, there is no other proposed action.

Item 19. Voting Procedures. All elections and all questions, except as otherwise provided by law, shall be decided by the plurality vote of the shareholders present in person or by proxy; provided that a quorum (10% of the voting stock) is present. In case of election of directors, a majority vote (50% of the voting stock +1) is required.

The right to vote of investors as of the Record Date may be exercised in person, through proxy, or so when so authorized in the By-laws or when approved by the majority of the Board of Directors, through remote communication or in absentia. The Fund will accept proxy votes from its stockholders by emailing SunLifeFunds@sunlife.com until Saturday, 06 July 2024 (at least 10days prior to the ASHM). The same shall be remotely validated by the Fund before the close of business hours on or before 11 July 2024 (at least 5 days prior to the ASHM). Investors who will decide to attend the ASHM via Zoom may also exercise their right to vote in absentia via the Zoom poll functionality available during the conduct of the ASHM. Client identification may be verified during the pre-registration process.

Thereafter, the Corporate Secretary will proceed to count and tabulate the votes casted via remote communication or in absentia, and those who voted through proxy.

PART II. INFORMATION REQUIRED IN A PROXY FORM

Item 1. Identification. The solicitation of proxies is made by Ms. Jonah Lui P. Pascual for and on behalf of Ms. Valerie N. Pama, President of the Company. The proxy given will be voted by Ms. Pama in accordance with the authority contained therein. Atty. Anna Katrina C. Kabigting-Ibero, Corporate Secretary, will vote in case of Ms. Pama's absence.

Item 2. Instruction. Proxy forms attached to the notice of the annual shareholders' meeting appoint Ms. Pama, President of the Company, to represent and vote all shares registered in the name of the shareholder. The following need to be indicated by the shareholder on the form: a. Date and place the form was signed; b. Shareholder's complete name; and c. Signature.

Upon receipt of a duly completed proxy form through courier, regular mail, fax, or email (sent using the shareholder's registered email address with the Company), the Company will ensure that the forms are in order and that the above requirements have been complied with. Shareholder names and signatures appearing on the proxy form that are irreconcilable against Company records will be considered void.

Should defects be noted on a duly completed proxy form with regard to items (a) and (b) above, the Company has the option to determine ways and means by which the defect could be corrected, in which case the proxy form would be considered valid. Proxy forms not meeting the above requirements would not be counted.

Item 3. Revocability of Proxy. A shareholder giving a proxy has the power to revoke it at any time prior to its exercise by voting in person at the Annual Meeting, by giving written notice to the Corporate Secretary prior to the Annual Meeting, or by giving another proxy with a later date provided it is received by the office of the Corporate Secretary not later than ten (10) days prior to the Annual Meeting.

Item 4. Persons Making the Solicitation.

a. The proxy solicitation is conducted on behalf of the Company by SLAMCI as part of its management services and is to be made through registered mail and courier service. No director of the Company has informed the Company in writing that he intends to oppose any action intended to be taken.

b. Proxies may also be solicited by SLAMCI employees assigned to Investor Services, without additional compensation, personally or by written communication, telephone or other electronic means. **Ms. Jonah Lui P. Pascual** has been designated as the contact person for all inquiries related hereto at contact number (632) 8849-9888 with address at 8th Floor Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City 1634, and email address jonahlui.pascual@sunlife.com.

c. Likewise, no especially engaged employee or paid solicitors are to be involved in this exercise.

d. The Company will bear the cost of publicizing the Notice for the Annual Stockholders' Meeting in newspapers of general circulation and the hiring of an external vendor for the annual meeting marketing materials. The foregoing is estimated to cost the Company about Php 4,549.

Item 5. Interest of Certain Persons in Matters to be Acted Upon. As of 31 March 2024, records show that SLOCPI owns 0% of the Company's outstanding capital stock. Mr. Benedicto C. Sison, Country Head and CEO of Sun Life of Canada (Philippines), Inc. ("SLOCPI"), has the power to vote of the shares or direct the voting of the shares held by SLOCPI Agents' Provident Plan.

SHAREHOLDERS OF RECORD ENTITLED TO NOTICE OF AND VOTE AT THE MEETING SHALL BE FURNISHED WITHOUT CHARGE, A COPY OF THE COMPANY'S ANNUAL REPORT OR SEC FORM 17-A, UPON WRITTEN REQUEST ADDRESSED TO:

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
OFFICE OF THE CORPORATE SECRETARY
6TH FLOOR SUN LIFE CENTRE, 5TH AVENUE COR RIZAL DRIVE
BONIFACIO GLOBAL CITY, TAGUIG CITY 1634

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct.

Sun Life Prosperity Dynamic Fund, Inc.
Issuer



ATTY. ANNA KATRINA C. KABIGTING-IBERO
Corporate Secretary

Date: 13 June 2024

Annex “A”

ANNEX TO THE AGENDA

Sun Life of Canada Prosperity Bond Fund, Inc.
Sun Life of Canada Prosperity Balanced Fund, Inc.
Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
Sun Life Prosperity Peso Starter Fund, Inc.
Sun Life Prosperity Dollar Advantage Fund, Inc.
Sun Life Prosperity Dollar Abundance Fund, Inc.
Sun Life Prosperity GS Fund, Inc.
Sun Life Prosperity Dynamic Fund, Inc.
Sun Life Prosperity Philippine Stock Index Fund, Inc.
Sun Life Prosperity Dollar Wellspring Fund, Inc.
Sun Life Prosperity World Voyager Fund, Inc.
Sun Life Prosperity Dollar Starter Fund, Inc.

Acts and Proceedings of the Board and Corporate Officers for Confirmation and Ratification of the Stockholders:

1. Election and/or appointment of officers, committee members and representatives to the Philippine Investment Funds Association (PIFA) for – 2023-2024
2. Confirmation and continuation of the Management Agreement and Distribution Agreement and Transfer Agency Agreement with Sun Life Asset Management Company, Inc. (SLAMCI)
3. Updating Common Board Resolutions
4. Authority to use BPI’s DocuSign Platform
5. Amendment of Articles of Incorporation and By-Laws
6. Updating of List of SEC Authorized e-Filers
7. Amendments to the Fund Management Agreement and Marketing and Distribution Agreement, including Outsourcing of Functions
8. BIR Authorization
9. Revised Trust Resolution
10. Approval of the 2023 Audited Financial Statements
11. Approval of Manual on Corporate Governance
12. Nominees for SLP Funds’ Board of Directors for the term 2024-2025
13. Approval of Board Level Committee Charters
14. Amendments to SLP Funds Prospectus
15. Appointment of Compliance Officer, Money Laundering Officer, and Data Protection Officer
16. Appointment of Lead Independent Director for 2024
17. The joint holding of the Sun Life Prosperity Funds’ Annual Stockholders’ Meetings on 16 July 2024 through remote communications in accordance with SEC Memorandum No. 6, dated March 12, 2020, using Zoom’s Video Conferencing facility. Stockholders of record of the Funds as of 30 April 2024 shall be entitled to notice of and to attend and vote at said meeting.

(DRAFT) MINUTES OF THE JOINT ANNUAL STOCKHOLDERS' MEETING

**Sun Life of Canada Prosperity Bond Fund, Inc.
Sun Life of Canada Prosperity Balanced Fund, Inc.
Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
Sun Life Prosperity Dollar Abundance Fund, Inc.
Sun Life Prosperity Dollar Advantage Fund, Inc.
Sun Life Prosperity Peso Starter Fund, Inc.
Sun Life Prosperity GS Fund, Inc.
Sun Life Prosperity Dynamic Fund, Inc.
Sun Life Prosperity Philippine Stock Index Fund, Inc.
Sun Life Prosperity Dollar Wellspring Fund, Inc.
Sun Life Prosperity World Voyager Fund, Inc.
Sun Life Prosperity Dollar Starter Fund, Inc.**

Held on 11 July 2023 from 2:00 p.m. to 3:15 p.m.
via Zoom Webinar

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

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

VALERIE N. PAMA
GERALD L. BAUTISTA
CIELITO F. HABITO*
TERESITA J. HERBOSA*
ALELI ANGELA G. QUIRINO*
OSAR S. REYES*
CESAR LUIS F. BATE*

Also Present:

JEANEMAR S. TALAMAN
ANNA KATRINA C KABIGTING-IBERO
FRANCES IANNA S. CANTO
NAVARRO AMPER & CO./DELOITTE TOUCHE
TOHMATSU

1. CALL TO ORDER

Ms. Valerie N. Pama, Acting Chairman, called to order the Joint Annual Stockholders' Meeting of the Sun Life of Canada Prosperity Bond Fund, Inc. ("Bond Fund"), Sun Life of Canada Prosperity Balanced Fund, Inc. ("Balanced Fund"), Sun Life of Canada Prosperity Philippine Equity Fund, Inc. ("Philippine Equity Fund"), Sun Life Prosperity Dollar Advantage Fund, Inc. ("Dollar Advantage Fund"), Sun Life Prosperity Dollar Abundance Fund, Inc. ("Dollar Abundance Fund"), Sun Life Prosperity Dynamic Fund, Inc. ("Dynamic Fund"), Sun Life Prosperity GS Fund, Inc. ("GS Fund"), Sun Life Prosperity Peso Starter Fund, Inc. ("Peso Starter Fund"), Sun Life Prosperity Philippine Stock Index Fund, Inc. ("Philippine Stock Index Fund"), Sun Life Prosperity Dollar Wellspring Fund, Inc. ("Dollar Wellspring Fund"), Sun Life Prosperity World Voyager Fund, Inc. ("World Voyager Fund") and Sun Life Prosperity Dollar Starter Fund, Inc. ("Dollar Starter Fund") which are collectively known as the Sun Life Prosperity Funds (the "Funds"). She thereafter presided over the same. Atty. Frances Ianna S. Canto, Assistant Corporate Secretary, recorded the minutes thereof.

2. PROOF OF NOTICE OF MEETING

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

Thereafter, she certified that the stockholders of record as of 30 April 2023 were duly notified of the meeting. The notices were sent electronically, posted on the Sun Life Asset Management Corporation, Inc. ("SLAMCI") website, and likewise published in newspapers of general circulation

3. CERTIFICATION OF QUORUM

The Corporate Secretary reported the attendance based on the Attendance Sheet as well as the proxies received before the meeting. The attendance is set forth in Annex "A" of the minutes.

4. CHAIRMAN'S ADDRESS

A pre-recorded video of the Chairman, Mr. Benedicto C. Sison, was shown to the Stockholders.

5. REVIEW OF 2022 OPERATIONS

Ms. Jeanemar S. Talaman, Treasurer of the Funds, presented a review of the Funds' Operations and Financial Performance in 2022.

6. 2022 FUND PERFORMANCE

The Fund Managers presented a video on the 2022 Fund Performance. After the video presentation, the stockholders were invited to join the Market Outlook Forum which will be held right after the Stockholders' Meeting.

7. ELECTION OF DIRECTORS FOR THE TERM 2023 to 2024

The Corporate Secretary informed the Chairman that the voting procedure and resumes of the nominees for directors have been stated in the SEC Form 20-IS and circulated to the stockholders prior to the annual meeting. The Assistant Corporate Secretary explained that eligible stockholders may cast their votes during the meeting. She added that the preliminary results of votes on proxies submitted and validated as of 06 July 2023 shall be provided during the meeting, with the final results being reflected in the minutes of the meeting.

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

a. SUN LIFE PROSPERITY PHILIPPINE STOCK INDEX FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate*
- Aleli Angela G. Quirino*
- Cielito F. Habito*

b. SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.

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

c. SUN LIFE PROSPERITY PESO STARTER FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Gerald L. Bautista
- Cesar Luis F. Bate*
- Cielito F. Habito*
- Teresita J. Herbosa*

d. SUN LIFE PROSPERITY DOLLAR STARTER FUND, INC.

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

The following Funds failed to secure the required number of votes to elect its Boards of Directors for the term 2023-2024:

- Sun Life of Canada Prosperity Balanced Fund, Inc.
- Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
- Sun Life Prosperity Dollar Advantage Fund, Inc.
- Sun Life Prosperity Dollar Abundance Fund, Inc.
- Sun Life Prosperity Dynamic Fund, Inc.
- Sun Life Prosperity GS Fund, Inc.
- Sun Life Prosperity World Voyager Fund, Inc.
- Sun Life of Canada Prosperity Bond Fund, Inc.

The respective resolutions were passed by the Stockholders, as documented through Sun Life Prosperity Funds ASHM Resolution No. 1-2023.

A continuation of the Annual Stockholders' Meeting will be held on 08 September 2023 at 9:00 a.m. via Zoom Conference. In the meantime, the present Board of Directors for the above Funds will continue to serve as such until their successors are elected and duly qualified.

8. APPROVAL OF THE MINUTES OF THE PREVIOUS MEETING

With a majority vote of the stockholders present or represented during the online meeting, the minutes of the previous meetings held on July 13, 2023, September 9, 2022, and November 09, 2022 (for the Dollar Wellspring Fund) were approved, and the same was documented through the issuance of Sun Life Prosperity Funds ASHM Resolution No. 2-2023.

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

With a majority vote of the stockholders present or represented during the online meeting, the resolution to approve the confirmation and ratification of all acts and proceedings of the Board of Directors and Officers of the previous year was approved. The same was documented through the issuance of Sun Life Prosperity Funds ASHM Resolution No. 3-2023.

10. APPOINTMENT OF EXTERNAL AUDITOR

With a majority vote of the stockholders present or represented during the online meeting, the stockholders appointed Navarro Amper and Co./Deloitte Touche Tohmatsu as the Funds' External Auditor for 2023. The same was documented through the issuance of Sun Life Prosperity Funds ASHM Resolution No. 4-2023.

11. OTHER MATTERS

Amendments of the Articles of Incorporation

With the affirmative vote of at least 2/3 of the outstanding capital stock, the following amendments to the Articles of Incorporation of the Peso Starter Fund were **approved**:

- a. Article II, paragraph 6 of the Articles of Incorporation to align with regulations; and
- b. Article II paragraphs 8 (Secondary Purpose) of the Articles of Incorporation to clarify the wording.

However, the proposed amendments to the respective Articles of Incorporations of the Bond, Balanced, Philippine Equity, Dollar Abundance, Dollar Advantage, GS, Dynamic, Stock Index, Wellspring, World Voyager, and Dollar Starter Funds were **not approved** due to the failure to meet the requirement of an affirmative vote of 2/3 of the outstanding capital stock.¹

Amendments of the By-Laws

The following amendments to the By-Laws of the Peso Starter Fund were likewise **approved** after obtaining the affirmative vote of a majority of the Fund's outstanding capital stock:

¹ This includes the proposal to amend Article VI of the Balanced Fund, Dollar Abundance Fund, Dollar Advantage Fund, Philippine Equity Fund, GS Fund, Dynamic Fund, and World Voyager Fund's respective Articles of Incorporation to increase the number of directors to six (6).

- a. Article I, Section 1 (Annual Meetings) of the By-Laws to change the schedule of holding the Annual Meeting.
- b. Article I, Section 6 (Voting) of the By-Laws to align the proxy requirement with the Revised Corporation Code
- c. Article II, Section 2 (Nomination and Review Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees.
- d. Article II, Section 3 (Meetings) of the By-Laws is being renumbered and reworded for clarity
- e. Article II, Sections 4, 5, 6, and 7 of the By-Laws are being renumbered; Section 6 (Compensation) of the By-Laws to ensure that director compensation is granted by stockholders; and
- f. Article VI, Section 2 on Distribution Contract of the By-Laws to clean up the section

Similarly, the following amendments to the By-Laws of the Dollar Starter Fund and Stock Index Fund were **approved** after obtaining the affirmative vote of a majority of its outstanding capital stock:

- a. Article I, Section 1 (Annual Meetings) of the By-Laws to change the schedule of holding the Annual Meeting
- b. Article I, Section 6 (Voting) of the By-Laws to align the proxy requirement with the Revised Corporation Code.
- c. Article II, Section 2 (Meetings) of the By-Laws is being reworded for clarity
- d. Article II, Section 4 (Compensation) of the By-Laws to ensure that director compensation is granted by the stockholders; and
- e. Article VI, Section 2 (Distribution Contracts) of the By-Laws to clean up the section.

For the Wellspring Fund, the amendments to its By-Laws were **approved** after obtaining the affirmative vote of a majority of its outstanding capital stock:

- a. Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication and align the meeting date of the Funds; Section 2 (Special Meetings) of the By-Laws to align with Section 49 of the Revised Corporation Code
- b. Article I, Section 3 (Notices) of the By-Laws to align with Securities and Exchange Commission requirements
- c. Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting and to align the requirements for proxies in accordance with the Revised Corporation Code
- d. Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors
- e. Article II, Section 2 (Meetings) of the By-Laws to align the period for the notice of meeting of the directors with the Revised Corporation Code
- f. Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors and prohibited from participating in the determination of their own per diems or compensation and to ensure that director compensation is granted by stockholders
- g. Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors

- h. Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers
- i. Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies
- j. Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
- k. Article VI, Section 1 (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
- l. Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations and to clean up the section
- m. Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
- n. Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
- o. Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
- p. Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
- q. Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
- r. Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
- s. Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
- t. Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuance of the Securities and Exchange Commission
- u. Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian
- v. Article XI, Section 3 (Auditors) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor; and
- w. Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised corporation Code

Meanwhile, the proposed amendments to the By-Laws of the Bond, Balanced, Philippine Equity, Dollar Abundance, Dollar Advantage, GS, Dynamic, and World Voyager Funds were **not approved** due to the failure to meet the requirement of an affirmative vote of the majority of the outstanding capital stock. Also not approved is the delegation of power to amend Articles 1, 2, 3, 4 and 6 of the By-Laws of the Balanced Fund.

The respective resolutions were passed by the Stockholders, as documented through Sun Life Prosperity Funds ASHM Resolution Nos. 5 to 36-2023.

A continuation of the Annual Stockholders' Meeting will be held on 08 September 2023 at 9:00 a.m. via Zoom Conference to re-submit these matters for the approval of the Stockholders.

12. QUESTIONS FROM THE STOCKHOLDERS

The meeting host chose the three most-asked questions from the stockholders and asked Ms. Talaman to answer the first question which pertains to the service enhancements that Sun Life Asset Management Company, Inc. (“SLAMCI”) implemented in 2022. Ms. Talaman responded that during the year, SLAMCI lowered the investment amounts of its global funds, enhanced the payment channels and auxiliary services, and introduced Over-the Counter US Dollar bills payment. She said that the Company looks forward to introducing and improving its services even more to enhance the investing experience of the clients.

As to the second question, the host asked Mr. Gerald L. Bautista, SLAMCI President, what clients can look forward to from the Company in the coming months or years. Mr. Bautista replied that SLAMCI recognizes the clients’ need for an investment product that regularly and potentially pays out dividends. As such, he said that SLAMCI will be introducing the Sun Life Prosperity World Income Fund, the Company’s first income-paying fund. He also said that the clients can expect the Company to continue with its regular investor education webinars.

For the last question, the host asked Ms. Pama what investment advice she can give to investors given the current volatile market conditions. Ms. Pama explained that in general, the 2022 investing environment and returns were disappointing. However, they see 2023 to be potentially better as inflation and interest rates may have appeared to have stabilized and with most of the Sun Life Funds already generating positive returns year-to-date. She advised investors to stay calm and to stay the course so that they may meet their long-term investment goals. She also said that clients may consider re-assessing their risk tolerance and if they are not able to manage the current volatility in the market, they may choose to reallocate their funds into the Peso and Dollar Starter Funds. Finally, she advised clients to perform asset allocation.

The host then reminded the participants to attend the Market Outlook Forum with the Fund Managers to discuss in more detail investment advice during this time.

13. ADJOURNMENT

There being no other matter for discussion, upon motion duly made and seconded, the Joint Annual Stockholders’ Meeting of the Sun Life Prosperity Funds was adjourned at 3:15 pm.

FRANCES IANNA S. CANTO
Assistant Corporate Secretary

ATTESTED TO BY:

VALERIE N. PAMA
President
Sun Life Prosperity Funds*

GERALD L. BAUTISTA

Director

Peso Starter Fund

ALELI ANGELA G. QUIRINO

Independent Director

Dynamic, GS, Stock Index, Wellspring, World Voyager, Dollar Starter, and Balanced Funds

CESAR LUIS F. BATE

Independent Director

Bond, Peso Starter, Dynamic, Philippine Equity, Dollar Advantage, Dollar Abundance, Stock Index, Wellspring, Dollar Starter, and World Voyager Funds

CIELITO F. HABITO

Independent Director

Bond, Peso Starter, Dollar Advantage, Dollar Abundance, Philippine Equity, GS, Balanced, Stock Index, and World Voyager Funds

OSCAR S. REYES

Independent Director

Balanced, Philippine Equity, Dollar Advantage, Dollar Abundance, GS, Dynamic, Wellspring, and Dollar Starter Funds

TERESITA J. HERBOSA

Independent Director

Bond, Dollar Starter, and Peso Starter Funds

Annex "A"2023 Joint Annual Stockholders' Meetings
Stockholders Present and Represented, Per Fund

Sun Life Prosperity Fund	Total Shares Subscribed (Outstanding Capital Stock as of 30 April 2022)	Stockholder Attendance (in shares)	Attendance (in percentage) for Quorum Requirement
Bond Fund	1,435,365,466	816,195,774	56.86%
Balanced Fund	2,235,774,928	637,820,298	28.53%
Equity Fund	2,105,109,135	386,854,805	18.38%
Dollar Advantage Fund	7,491,974	1,906,020	25.44%
Peso Starter Fund	19,993,105,145	18,301,270,590	91.54%
Dollar Abundance Fund	3,182,418	595,563	18.71%
GS Fund	90,094,030	13,765,204	15.28%
Dynamic Fund	1,356,571,830	501,389,682	36.96%
Index Fund	3,993,552,480	2,694,515,546	67.47%
Dollar Wellspring Fund	5,834,494	2,845,458	48.77%
World Voyager Fund	5,990,453	2,675,121	44.66%
Dollar Starter Fund	5,936,358	4,026,373	67.83%

**DRAFT MINUTES OF THE CONTINUATION OF THE
JOINT ANNUAL STOCKHOLDERS' MEETING**

**Sun Life of Canada Prosperity Balanced Fund, Inc.
Sun Life of Canada Prosperity Bond Fund, Inc.
Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
Sun Life Prosperity Dollar Advantage Fund, Inc.
Sun Life Prosperity Dollar Abundance Fund, Inc.
Sun Life Prosperity Dynamic Fund, Inc.
Sun Life Prosperity GS Fund, Inc.
Sun Life Prosperity Philippine Stock Index Fund, Inc.
Sun Life Prosperity Dollar Starter Fund, Inc.,
Sun Life Prosperity Dollar Wellspring Fund, Inc.
Sun Life Prosperity World Voyager Fund, Inc.**

Held on 08 September 2023 from 09:00 a.m. to 09:20 a.m.
via Zoom Webinar

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

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

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

Also Present:

GERALD L. BAUTISTA
EDGAR S. TORDESILLAS
ANNA KATRINA C KABIGTING-IBERO
FRANCES IANNA S. CANTO
DINO S. MACASAET
NICHOLAS R. VELUZ

1. CALL TO ORDER

Mr. Benedicto C. Sison, Chairman, called to order the Continuation of the Joint Annual Stockholders' Meeting of the Sun Life of Canada Prosperity Balanced Fund, Inc. ("Balanced Fund"), Sun Life of Canada Prosperity Bond Fund, Inc. ("Bond Fund"), Sun Life of Canada Prosperity Philippine Equity Fund, Inc. ("Equity Fund"), Sun Life Prosperity Dollar Advantage Fund, Inc. ("Dollar Advantage Fund"), Sun Life Prosperity Dollar Abundance Fund, Inc. ("Dollar Abundance Fund"), Sun Life Prosperity Dynamic Fund, Inc. ("Dynamic Fund"), Sun Life Prosperity GS Fund, Inc. ("GS Fund"), Sun Life Prosperity Philippine Stock Index Fund, Inc. ("Index Fund"), Sun Life Prosperity Dollar Starter Fund, Inc., ("Dollar Starter Fund"), Sun Life Prosperity Dollar Wellspring Fund, Inc. ("Wellspring Fund"), and Sun Life Prosperity World Voyager Fund, Inc. ("World Voyager Fund"), which are collectively known as the Sun Life Prosperity Funds (the "Funds"). She thereafter presided over the same. Atty. Frances Ianna Canto, Assistant Corporate Secretary, prepared the minutes thereof.

2. PROOF OF NOTICE OF MEETING

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

She certified that 100% of the stockholders of record as of 30 April 2023 were duly notified of the Joint Annual Stockholders Meeting held last 11 July 2023. For the present continuation meeting, Atty. Ibero informed the Chairperson that additional notices were sent electronically.

3. DETERMINATION AND CERTIFICATION OF QUORUM

The Corporate Secretary reported the attendance based on the Attendance Sheet as well as the proxies received before the meeting. The attendance is set forth in Annex "A" of the minutes.

4. ELECTION OF DIRECTORS FOR THE TERM 2023 to 2024

The Chairman stated that based on the records of the Corporation, the following Corporations failed to elect a new set of directors during the Joint Annual Stockholders Meeting last 11 July 2023:

- a. Sun Life of Canada Prosperity Balanced Fund, Inc.
- b. Sun Life of Canada Prosperity Bond Fund, Inc.
- c. Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
- d. Sun Life Prosperity Dollar Advantage Fund, Inc.
- e. Sun Life Prosperity Dollar Abundance Fund, Inc.
- f. Sun Life Prosperity Dynamic Fund, Inc.
- g. Sun Life Prosperity GS Fund, Inc.
- h. Sun Life Prosperity World Voyager Fund, Inc.

As such, their respective Boards of Directors continue to serve in a holdover capacity.

The Corporate Secretary informed the Chairman that the voting procedure and resumes of the nominees for directors have been stated in the SEC Form 20-IS and circulated to the stockholders prior to the annual meeting. The Assistant Corporate Secretary explained that eligible stockholders may cast their votes through the poll function of Zoom. She added that the preliminary results of votes on proxies submitted and validated as of 07 September 2023, including the votes cast last July, shall be provided during the meeting, with the final results being reflected in the minutes of the meeting.

Thereafter, the Corporate Secretary reported that all the Funds listed above were still not able to obtain the required 50%+1 votes. As such, the directors of these Funds will continue to serve as such until their successors are elected and duly qualified in the next Annual Stockholders' Meeting.

5. **OTHER MATTERS**

Amendments of the Articles of Incorporation

Due to the failure to meet the requirement that 2/3 of the outstanding capital stock should be present in person or by proxy, the proposed amendments to the respective Articles of Incorporations of the Bond, Balanced, Philippine Equity, Dollar Abundance, Dollar Advantage, GS, Dynamic, Stock Index, Wellspring, World Voyager, and Dollar Starter Funds were **not approved**.

Amendments of the By-Laws

Similarly, the proposed amendments to the By-Laws of the Bond, Balanced, Philippine Equity, Dollar Abundance, Dollar Advantage, GS, Dynamic, and World Voyager Funds were **not approved** due to the failure to meet the requirement of an affirmative vote of the majority of the outstanding capital stock.

6. **ADJOURNMENT**

The Corporate Secretary advised the stockholders present that they may send their questions, comments, clarifications, and suggestions to SunLifeFunds@sunlife.com.

There being no other matter for discussion, upon motion duly made and seconded, the continuation of the Joint Annual Stockholders' Meeting of the Sun Life Prosperity Funds was adjourned at 9:20 a.m.

FRANCES IANNA S. CANTO
Assistant Corporate Secretary

ATTESTED TO BY:

BENEDICTO C. SISON
Chairman
Sun Life Prosperity Funds*

VALERIE N. PAMA
President
Sun Life Prosperity Funds*

ALELI ANGELA G. QUIRINO
Independent Director
Dynamic, GS, Stock Index, Wellspring, World
Voyager, Dollar Starter, and Balanced Funds

CESAR LUIS F. BATE

CIELITO F. HABITO

Independent Director

Bond, Dynamic, Philippine Equity, Dollar Advantage, Dollar Abundance, Stock Index, Wellspring, Dollar Starter, and World Voyager Funds

Independent Director

Bond, Dollar Advantage, Dollar Abundance, Philippine Equity, GS, Balanced, Stock Index, and World Voyager Funds

OSCAR S. REYES

Independent Director

Balanced, Philippine Equity, Dollar Advantage, Dollar Abundance, GS, Dynamic, Wellspring, and Dollar Starter Funds

TERESITA J. HERBOSA

Independent Director

Bond and Dollar Starter Funds

DRAFT

Annex "A"

Continuation of the 2023 Joint Annual Stockholders' Meetings Stockholders Present and Represented, Per Fund

Sun Life Prosperity Fund	Total Shares Subscribed (Outstanding Capital Stock as of 30 April 2023)	Stockholder Attendance (in shares)*	Attendance (in percentage) for Quorum Requirement*
Balanced Fund	2,128,935,161	514,919,543	24.19%
Bond Fund	1,546,450,265	242,109,767	15.66%
Philippine Equity Fund	2,072,163,191	241,568,164	11.66%
Dollar Advantage Fund	6,901,175	2,219,114	32.16%
Dollar Abundance Fund	3,409,089	986,562	28.94%
Dynamic Fund	1,293,495,801	476,534,837	36.84%
GS Fund	79,768,531	10,142,624	12.72%
Stock Index Fund	948,823,629	2,417,874,796	60.64%
Dollar Starter Fund	5,995,069	3,540,380	59.05%
Wellspring Fund	4,820,687	2,910,482	60.37%
World Voyager Fund	5,986,296	2,524,417	42.17%

*This includes the proxies received for, and the actual attendance during, the 11 July 2023 Joint Annual Stockholders Meeting.

PROXY FORM

I/we, _____ hereby nominate, constitute and appoint **Ms. VALERIE N. PAMA**, President, with right of substitution and revocation, to represent and vote all shares registered in my/our name or owned by me/us and/or such shares as I am/we are authorized to represent and vote in my/our capacity as administrator, executor or attorney-in-fact for any and all matters presented during the Annual Stockholders' Meeting on 16 July 2024, and all adjournments and postponements thereof, in the following funds (*please tick all applicable*):

- | | |
|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| <input type="checkbox"/> Sun Life of Canada Prosperity Balanced Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Dynamic Fund, Inc. |
| <input type="checkbox"/> Sun Life of Canada Prosperity Bond Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Philippine Stock Index Fund, Inc. |
| <input type="checkbox"/> Sun Life of Canada Prosperity Philippine Equity Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity World Voyager Fund, Inc. |
| <input type="checkbox"/> Sun Life Prosperity Peso Starter Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Dollar Wellspring Fund, Inc. |
| <input type="checkbox"/> Sun Life Prosperity Dollar Advantage Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Dollar Abundance Fund, Inc. |
| <input type="checkbox"/> Sun Life Prosperity Dollar Starter Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity GS Fund, Inc. |

This Proxy revokes all proxies which I/we may have previously executed concerning the above matters. This proxy shall be effective until withdrawn by me/us through notice in writing, or superseded by subsequent proxy, delivered to the Corporate Secretary at least ten (10) days before the Annual Stockholders' Meeting or any adjournments and postponements thereof, but shall cease to apply in instances where I/we personally attend the meeting.

EXECUTED ON _____ AT _____.

Printed Name and Signature

BALLOT

(VOTING IN ABSENTIA FORM)

I/we, _____ hereby vote all shares registered in my/our name or owned by me/us and/or such shares on all matters presented during the Annual Stockholders' Meeting on 16 July 2024, and all adjournments and postponements thereof, in the following funds (please tick all applicable):

- | | |
|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| <input type="checkbox"/> Sun Life of Canada Prosperity Balanced Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Dynamic Fund, Inc. |
| <input type="checkbox"/> Sun Life of Canada Prosperity Bond Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Philippine Stock Index Fund, Inc. |
| <input type="checkbox"/> Sun Life of Canada Prosperity Philippine Equity Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity World Voyager Fund, Inc. |
| <input type="checkbox"/> Sun Life Prosperity Peso Starter Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Dollar Wellspring Fund, Inc. |
| <input type="checkbox"/> Sun Life Prosperity Dollar Advantage Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity Dollar Abundance Fund, Inc. |
| <input type="checkbox"/> Sun Life Prosperity Dollar Starter Fund, Inc. | <input type="checkbox"/> Sun Life Prosperity GS Fund, Inc. |

1. VOTE FOR NOMINEES (A vote "FOR" the election of the nominees is recommended.)

- | | | |
|--------------------------|--------------------------|------------------------------------------------------------------------|
| For | Against | |
| <input type="checkbox"/> | <input type="checkbox"/> | Authority to vote for all nominees (Please refer to Annex "A") |

2. OTHERS (A vote "FOR" the following items is recommended.)

- | | | |
|--------------------------|--------------------------|-------------------------------------------------------------------------------------------------------------|
| For | Against | |
| <input type="checkbox"/> | <input type="checkbox"/> | Approval of the Minutes of 2023 Joint Annual Stockholders' Meetings (held on 11 July and 08 September 2023) |
| <input type="checkbox"/> | <input type="checkbox"/> | Confirmation and Ratification of All Acts and Proceedings of the Board and Corporate Officers |
| <input type="checkbox"/> | <input type="checkbox"/> | Re-appointment of Navarro Amper & Co./Deloitte Touche Tohmatsu as External Auditor for 2024 |

Additional Item (for Balanced Fund, Dollar Abundance Fund, Dollar Advantage Fund, Philippine Equity Fund, GS Fund, Dynamic Fund, World Voyager Fund only)

- | | | |
|--------------------------|--------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| For | Against | |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article VI of the Articles of Incorporation to increase the number of directors to six (6) to ensure that independents and management are both well represented in board meetings |

Additional Item (For Balanced Fund, Dollar Abundance Fund, and Philippine Equity Fund only)

- | | | |
|--------------------------|--------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| For | Against | |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article III of the Articles of Incorporation to indicate principal office address as Sun Life Centre, Bonifacio Global City, Taguig City to comply with the Securities and Exchange Commission requirement that a specific principal office address should be provided in the Articles of Incorporation |

Additional Item (For Balanced Fund only)

- | | | |
|--------------------------|--------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| For | Against | |
| <input type="checkbox"/> | <input type="checkbox"/> | Delegation of the Power to amend Articles I, II, III, IV and VI of the By-Laws to the Board of Directors so that changes to the By-Laws could be speedily implemented by the Board of Directors, provided that Securities and Exchange Commission approval is secured. |

Additional Items (For Balanced Fund, Bond Fund, Philippine Equity Fund, Dollar Abundance Fund, Dollar Advantage Fund, GS Fund, and Dynamic Fund)

For	Against	
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication; Section 2 (Special Meetings) to align with the Section 49 of the Revised Corporation Code.
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article I, Section 3 (Notices) of the By-Laws to align the notice period for stockholders' meetings with the issuances of the Securities and Exchange Commission and to allow for the sending of the notices electronically.
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article VI, Section 1 (b) (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations, and to clean up the provisions
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
<input type="checkbox"/>	<input type="checkbox"/>	Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuance of the Securities and Exchange Commission
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article XI, Section 3 (Auditors) to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor
<input type="checkbox"/>	<input type="checkbox"/>	Amendment of Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised Corporation Code

Additional Items (For Balanced Fund, Bond Fund, Philippine Equity Fund, World Voyager Fund, Dollar Abundance Fund, Dollar Advantage Fund, GS Fund, Dynamic Fund, and Dollar Wellspring Fund only)

- | For | Against | |
|--------------------------|--------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code" |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares |

Additional Items (For Balanced Fund, Bond Fund, Philippine Equity Fund, Dollar Abundance Fund, Dollar Advantage Fund, GS Fund only)

- | For | Against | |
|--------------------------|--------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article II, Section 3 (Meetings) and 4 (Quorum) of the By-Laws to align the period for the notice of meeting of the directors with the Revised Corporation Code. (Note: This section is also for renumbering) |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article II, Section 5 (Compensation) of the By-Laws to expressly state that directors are prohibited from participating in the determination of their own per diems or compensation; and to ensure that director compensation is granted by stockholders. (Note: This section is also for renumbering) |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article II, Section 6 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors. (Note: This section is also renumbering.) |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article III, Sections 1 and 7 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers |

Additional Items (For Dynamic Fund only)

- | For | Against | |
|--------------------------|--------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers |

Additional Items (For World Voyager Fund only)

- | For | Against | |
|--------------------------|--------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article I, Section 1 (Annual Meetings) to change the schedule of holding the Annual Meeting |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article I, Section 6 (Voting) of the By-Laws to align the proxy requirement with the Revised Corporation Code |
| <input type="checkbox"/> | <input type="checkbox"/> | Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to clean up the section |

Additional Items (For Balanced Fund, Bond Fund, Philippine Equity Fund, Dollar Abundance Fund, Dollar Advantage Fund, and GS Fund)

For Against

- Amendment of Article II, Section 2 (Nomination Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees.

Additional Items (For Balanced Fund, Bond Fund, Philippine Equity Fund, Dollar Starter Fund, Stock Index Fund, World Voyager Fund, Dollar Abundance Fund, Dollar Advantage Fund, and GS Fund only)

For Against

- Amendment of Article II paragraph 8 (Secondary Purpose) of the Articles of Incorporation to clarify the wording (i.e., replace "business with "activities").

Additional Items (For World Voyager Fund and Dynamic Fund only)

For Against

- Amendment /rewording of Article II, Section 2 (Meetings) for clarity
- Amendment of Article II, Section 4 (Compensation) of the By-Laws to ensure that director compensation is granted by the stockholders

Additional Items (For GS Fund only)

For Against

- Amendment of Article I of the Articles of Incorporation to change the corporate name to Sun Life Prosperity Short Term Fixed Income Fund, Inc. (including the By-Laws)
- Amendment of Registration Statement and Prospectus to change the Fund's Investment Objective, Investment Policy, and Strategy.

Additional Item (For Dollar Starter Fund, and Stock Index Fund only)

For Against

- Amendment of Article II, paragraph 6 of the Articles of Incorporation to align with regulations

Additional Item (For Dollar Starter Fund only)

For Against

- Amendment of Registration Statement and Prospectus to change the Fund's Investment Objective, Investment Policy, and Strategy

This Form revokes all documents which I/we may have previously executed concerning the above matters. This Form shall be effective until withdrawn by me/us through notice in writing, or superseded by the execution of a subsequent Form, delivered to the Corporate Secretary at least ten (10) days before the Annual Stockholders' Meeting or any adjournments and postponements thereof, but shall cease to apply in instances where I/we personally attend the meeting.

EXECUTED ON _____ AT _____.

Printed Name and Signature

ANNEX A:

NOMINEES FOR ELECTION TO THE BOARD OF DIRECTORS FOR 2024

Please tick the box to signify your vote for the nominee. If you have ticked "FOR" under Item 1 of the Ballot (Voting in Absentia Form), we will consider this as a vote "FOR" all the nominees below.

SUN LIFE OF CANADA PROSPERITY BALANCED FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Oscar S. Reyes
- Cielito F. Habito
- Teresita J. Herbosa

SUN LIFE PROSPERITY DOLLAR WELLSPRING FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate
- Aleli Angela G. Quirino
- Oscar S. Reyes

SUN LIFE OF CANADA PROSPERITY BOND FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate
- Cielito F. Habito
- Teresita J. Herbosa

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate
- Cielito F. Habito
- Oscar S. Reyes

SUN LIFE OF CANADA PROSPERITY PHILIPPINE EQUITY FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Oscar S. Reyes
- Aleli Angela G. Quirino
- Cesar Luis F. Bate

SUN LIFE PROSPERITY GS FUND, INC.

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

SUN LIFE PROSPERITY DOLLAR ABUNDANCE FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cielito F. Habito
- Cesar Luis F. Bate
- Teresita J. Herbosa

SUN LIFE PROSPERITY PESO STARTER FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Gerald L. Bautista
- Cesar Luis F. Bate
- Cielito F. Habito
- Teresita J. Herbosa

SUN LIFE PROSPERITY DOLLAR ADVANTAGE FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cielito F. Habito
- Cesar Luis F. Bate
- Teresita J. Herbosa

SUN LIFE PROSPERITY PHILIPPINE STOCK INDEX FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate
- Aleli Angela G. Quirino
- Cielito F. Habito

SUN LIFE PROSPERITY DOLLAR STARTER FUND, INC.

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

SUN LIFE PROSPERITY WORLD VOYAGER FUND, INC.

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate
- Aleli Angela G. Quirino
- Cielito F. Habito

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CESAR LUIS F. BATE**, Filipino, of legal age and a resident of 7 Beaterio St., Urdaneta Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the following covered companies:

- Sun Life of Canada Prosperity Bond Fund, Inc.
- Sun Life Prosperity Dynamic Fund, Inc.
- Sun Life Prosperity Dollar Advantage Fund, Inc.
- Sun Life Prosperity Dollar Abundance Fund, Inc.
- Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
- Sun Life Prosperity Philippine Stock Index Fund, Inc.
- Sun Life Prosperity Dollar Wellspring Fund, Inc.
- Sun Life Prosperity World Voyager Fund, Inc.
- Sun Life Prosperity World Equity Index Feeder Fund, Inc.
- Sun Life Prosperity Peso Starter Fund, Inc.

2. I am affiliated with the following companies or organizations:

Company/Organization	Position	Period of Service
RM Commercial REIT, Inc.	Independent Director	2021 to present
Celisons Property Co. Inc.	President	2018 to present
LMN Advisors/Partners, Inc.	Managing Director	2006 to present
Metropolitan Museum of Manila	Trustee	2023 to present
Acacia Lane, Inc.	Director	1980 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Sun Life of Canada Prosperity Bond Fund, Inc.; Sun Life Prosperity Dynamic Fund, Inc.; Sun Life Prosperity Dollar Advantage Fund, Inc.; Sun Life Prosperity Dollar Abundance Fund, Inc.; Sun Life of Canada Prosperity Philippine Equity Fund, Inc.; Sun Life Prosperity Philippine Stock Index Fund, Inc.; Sun Life Prosperity Dollar Wellspring Fund, Inc.; Sun Life Prosperity World Voyager Fund, Inc.; Sun Life Prosperity World Equity Index Feeder Fund, Inc.; Sun Life Prosperity Peso Starter Fund, Inc. (collectively, "Covered Companies") as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of Covered Companies and their subsidiaries and affiliates.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.

6. **Not Applicable** - (For those in government service/affiliated with government agency or GOCC) I have the required written permission or consent from the (head of the agency/department) to be an independent director in _____ pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of the Covered Companies of any changes in the abovementioned information within five days from its occurrence.


Done on the date and place written below.


CESAR LUIS F. BATE
Affiant

MAY 15 2024.

SUBSCRIBED AND SWORN to before me this at Makati City affiant personally appeared before me and exhibited to me his Driver's License with ID No. N01-89-098279 valid until March 24, 2034.

Doc. No. 460
Page No. 93
Book No. 44
Series of 2024.


ATTY. JOEL L. VILLALON
Notary Public for Makati City until 12-31-2024
Roll No. 51808, Appointment No. M-069
IBP Lifetime No. 018385, 12-27-17, PPLM
MCLE Compliance No. VII-0007561
PTR No. 10075001/1-02-2024
Unit 208, Carreon Building
2746 Zenaida St., Poblacion, Makati City 1210

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CIELITO F. HABITO**, Filipino, of legal age, and a resident of 10071 Mt. Pulog St. Los Baños Subdivision, Los Baños, Laguna, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the following covered companies:

- Sun Life of Canada Prosperity Bond Fund, Inc.
- Sun Life of Canada Prosperity Balanced Fund, Inc.
- Sun Life Prosperity Dynamic Fund, Inc.
- Sun Life Prosperity Philippine Stock Index Fund, Inc.
- Sun Life Prosperity World Voyager Fund, Inc.
- Sun Life Prosperity Dollar Abundance Fund, Inc.
- Sun Life Prosperity Dollar Advantage Fund, Inc.
- Sun Life Prosperity GS Fund, Inc.
- Sun Life Prosperity Peso Starter Fund, Inc.
- Sun Life Prosperity Peso Voyager Feeder Fund, Inc.
- Sun Life Prosperity Achiever Fund 2048, Inc.

2. I am affiliated with the following companies or organizations (including Government Owned and Controlled Corporations):

Company / Organization	Position / Relationship	Period of Service
Ateneo de Manila University, Department of Economics	Professor	2001 - Present
Ateneo Center for Economic Research and Development	Director Senior Fellow	2001-2012;2021-2022 2012-2021;2022- Present
Ramon Magsaysay Award Foundation	Member, Board of Trustees	2018 - Present
First Gen Corporation	Independent Director	2016 - Present
PHINMA Corporation	Independent Director	2024 - Present
Manila Exposition Complex, Inc.	Independent Director	2023 - Present
Japan International Cooperation Agency (JICA) - Philippines	Member, Advisory Committee	2013 - Present
World Bank Philippines	Member, Civil Society Advisory Group	2008 - Present
Operation Compassion Philippines, Inc.	Chairman; Board of Trustees	2006 - Present
Brain Trust Inc.	Chairman	2004 - Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Sun Life of Canada Prosperity Bond Fund, Inc.; Sun Life of Canada Prosperity Balanced Fund, Inc.; Sun Life Prosperity Dynamic Fund, Inc.; Sun Life Prosperity Philippine Stock Index Fund, Inc.; Sun Life Prosperity World Voyager Fund, Inc.; Sun Life Prosperity Dollar Abundance Fund, Inc.; Sun Life Prosperity Dollar Advantage Fund, Inc.; Sun Life Prosperity GS Fund, Inc.; Sun Life Prosperity Peso Starter Fund, Inc.; Sun Life Prosperity Peso Voyager Feeder Fund, Inc.; Sun Life Prosperity Achiever Fund 2048, Inc. (collectively, "Covered Companies"), as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of Covered Companies and their subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
5. Except for the pending proceedings that are civil or administrative in nature that were initiated during my term as SEC Chairperson and all arising from the performance of my official duties and functions, I hereby confirm that I am not the subject of any pending criminal or administrative investigation or proceeding for any offense involving fraudulent acts.
6. **Not applicable.** (For those in government service/affiliated with government agency or GOCC) I have the required written permission or consent from the (head of the agency/department) to be an independent director in _____ pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of Covered Companies of any changes in the abovementioned information within five days from its occurrence.

Done on the date and place indicated below.


CIELITO F. HABITO
 Affiant

SUBSCRIBE AND SWORN to before me this MAY 15 2024 in Makati City, affiant personally appeared before me and exhibiting to me his Passport with No. P1977324B valid until 16 June 2029 issued in DFA San Pablo.

Doc. No. 458 ;
 Page No. 93 ;
 Book No. 94 ;
 Series of 2024.

ATTY. JOEL L. VILLALON
 Notary Public for Makati City until 12-31-2024
 Roll No. 51808, Appointment No. M-069
 IBP Lifetime No. 018385, 12-27-17, PPLM
 MCLE Compliance No. VII-0007561
 PTR No. 10075001/1-02-2024
 Unit 203, Carreon Building,
 2746 Zenzaida St., Poblacion, Makati City 1210

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **OSCAR S. REYES**, Filipino, of legal age, and a resident of Unit 6 Kasiyahan Homes, 58 McKinley Road, Forbes Park, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the following covered companies:
 - Sun Life of Canada Prosperity Balanced Fund, Inc.
 - Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
 - Sun Life Prosperity World Income Fund, Inc.
 - Sun Life Prosperity World Equity Index Feeder Fund, Inc.
 - Sun Life Prosperity Achiever Fund 2028 Inc.
 - Sun Life Prosperity Achiever Fund 2038 Inc.
 - Sun Life Prosperity Peso Voyager Feeder Fund, Inc.
 - Sun Life Prosperity Dollar Starter Fund, Inc.
 - Sun Life Prosperity Dynamic Fund, Inc.
 - Sun Life Prosperity GS Fund, Inc.
 - Sun Life Prosperity Dollar Wellspring Fund, Inc.
2. I am affiliated with the following companies or organizations (including Government Owned and Controlled Corporations):

Company / Organization	Position / Relationship	Period of Service
Sun Life Financial Plans Inc.	Independent Director	2006-present
Basic Energy Corporation	Independent Director	2007-2019
	Member, Advisory Board	2019-present
D.M. Wenceslao & Associates, Inc.	Independent Director	2019-present
Pioneer Life Inc.	Member, Advisory Board	2019-present
Pioneer Insurance & Surety Corp.	Independent Director	2019-present
Pioneer Intercontinental Insurance	Member, Advisory Board	2019-2020
	Independent Director	2020-present
Pepsi Cola Products Phils., Inc.	Chairman	2007-present
PXP Energy Corp.	Director	2017-present
Navitas Holdings Inc.	Director	2022-present
Navitas Energy Services Corp.	Director	2023-present
Eramen Minerals Inc.	Independent Director	2004-present
Alviera Country Club	Independent Director	2015-present
Petrolift Inc.	Independent Director	2007-present
Grepalife Fixed Income Fund Corporation	Independent Director	2011-present
Grepalife Dollar Bond Fund Corporation	Independent Director	2011-present

Grepalife Balanced Fund Corporation	Independent Director	2011-present
Phil. Dealing & Exchange Corp.	Independent Director	2019-present
Phil. Depository & Trust Corp.	Independent Director	2019-present
Phil. Securities Settlement Corp.	Independent Director	2019-present
Phil. Dealing system Holdings Corp.	Independent Director	2019-present
Team Energy Corporation	Independent Director	2019-present
Mit-Pacific Infrastructure Holdings Corp.	Independent Director	2023-present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Sun Life of Canada Prosperity Balanced Fund, Inc.; Sun Life of Canada Prosperity Philippine Equity Fund, Inc.; Sun Life Prosperity World Income Fund, Inc.; Sun Life Prosperity World Equity Index Feeder Fund, Inc.; Sun Life Prosperity Achiever Fund 2028 Inc.; Sun Life Prosperity Achiever Fund 2038 Inc.; Sun Life Prosperity Peso Voyager Feeder Fund, Inc.; Sun Life Prosperity Dollar Starter Fund, Inc.; Sun Life Prosperity Dynamic Fund, Inc.; Sun Life Prosperity GS Fund, Inc.; Sun Life Prosperity Dollar Wellspring Fund, Inc. (collectively, "Covered Companies"), as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of Covered Companies and their subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
5. Except for the pending proceedings that are civil or administrative in nature that were initiated during my term as SEC Chairperson and all arising from the performance of my official duties and functions, I hereby confirm that I am not the subject of any pending criminal or administrative investigation or proceeding for any offense involving fraudulent acts.
6. **Not applicable.** (For those in government service/affiliated with government agency or GOCC) I have the required written permission or consent from the (head of the agency/department) to be an independent director in _____ pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.

8. I shall inform the Corporate Secretary of Covered Companies of any changes in the abovementioned information within five days from its occurrence.

Done on the date and place indicated below.


OSCAR S. REYES
Affiant

SUBSCRIBE AND SWORN to before me this **MAY 15 2024** in Makati City, affiant personally appeared before me and exhibiting to me his Passport with No. P0615079C valid until 20 June 2032 issued in DFA NCR EAST.

Doc. No. 457;
Page No. 93;
Book No. 44;
Series of 2024.

ATTY. JOEL L. VILLALON
Notary Public for Makati City until 12-31-2024
Roll No. 51808, Appointment No. M-069
IBP Lifetime No. 018385, 12-27-17, PPLM
MCLE Compliance No. VII-0007561
PTR No. 10075001/1-02-2024
Unit 203, Carreon Building,
2746 Zenaida St., Poblacion, Makati City 1210

COVER SHEET

CS201215846

S.E.C. Registration Number

S	U	N	L	I	F	E	P	R	O	S	P	E	R	I	T	Y	D	Y	N	A	M	I	C		
F	U	N	D	I	N	C.																			

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B	O	N	I	F	A	C	I	O	T	A	G	U	I	G	C	I	T	Y							

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

Jeanemar S. Talaman
Contact Person

8555-8888
Company Telephone Number

1	2		3	1
Month			Day	

SEC Form 17-A
FORM TYPE

Month			Day	

Fiscal Year

Annual Meeting

Mutual Fund Company

Secondary License Type, If Applicable

Dept. Requiring this Doc.		

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings		
Domestic		Foreign

To be accomplished by SEC Personnel concerned

File Number											

_____ LCU

Document I.D.											

_____ Cashier

[----- STAMPS -----]

Remarks = pls. use black ink for scanning purposes

SEC Number CS201215846

File Number: _____

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

(Company's Full Name)

**8th Floor, Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City, Metro Manila, Philippines**

(Company's Address)

8555-8888

(Telephone No.)

December 31

(Fiscal Year Ending)
(Month & Day)

SEC FORM 17-A ANNUAL REPORT

Form Type

Amendment Designation (If applicable)

December 31, 2023

Period Ended Date

OPEN-END INVESTMENT COMPANY

Secondary License Type and File Number

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended **December 31, 2023**
2. SEC Identification Number **CS201215846** 3. BIR Tax Identification No. **008-357-526-000**
4. Exact name of registrant as specified in its charter

Sun Life Prosperity Dynamic Fund, Inc.

5. Metro Manila, Philippines
Province, Country or other jurisdiction of
incorporation or organization
6. (SEC Use Only)
Industry Classification Code:
7. **Sun Life Centre, 5th Avenue cor. Rizal Drive, Bonifacio Global City, Taguig City 1634**
Address of principal office Postal Code

8. **(02) 8555-8888**
Registrant's telephone number, including area code

9. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of December 31, 2023)
<u>Common Shares, PHP0.01 Par Value</u>	<u>698,529,522 shares</u>

10. Are any or all of these securities listed on the Philippine Stock Exchange?

Yes No

11. Check whether the registrant:

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

Yes No

(b) Has been subject to such filing requirements for the past 90 days.

Yes No

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

The Sun Life Prosperity Dynamic Fund, Inc. (the “Fund”) is a registered open-end investment company under the Investment Company Act (R.A. 2629) and the Securities Regulation Code (R.A. 8799). It was incorporated on August 31, 2012 under SEC Registration No. CS201215846.

Sun Life Asset Management Company, Inc. (“SLAMCI”), a wholly owned subsidiary of Sun Life of Canada (Philippines), Inc. (“SLOCPI”), acts as the Fund Manager and Principal Distributor. For 2023, income of the Fund is composed of the following:

Trading Gains	11.21%
Interest Income from Fixed-Income Securities	51.93%
Dividend income	32.32%
Interest Income from cash and cash equivalents	4.55%

The Fund’s investment objective is to generate long-term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Pesos. The Fund will adopt a tactical asset allocation approach by having the ability to switch between equities, bonds, and cash with a wider range in the permitted allocation between equities and fixed-income assets when needed.

The Fund was incorporated on August 31, 2012 with 200,000,000 authorized shares at par value of P0.01 per share.

On October 10, 2012, the shareholders approved the blanket increase from 200,000,000 shares to 100,000,000,000 shares both with a par value of P0.01 per share. The Board was authorized to implement the increase in tranches.

On March 22, 2013, the Board of Directors approved the first tranche of share capital increase by 2,000,000,000 shares (from 200,000,000 shares to 2,200,000,000 shares both with par value of P0.01 per share). The SEC subsequently approved the increase on January 22, 2014 and the registration statement on July 3, 2014.

On August 6, 2013, the Board of Directors approved the second tranche of share capital increase by 3,000,000,000 shares (from 2,200,000,000 shares to 5,200,000,000 shares both with par value of P0.01 per share) which was subsequently approved by the SEC on December 23, 2014. On July 13, 2015, the registration statement was approved by the SEC.

As at December 31, 2023, the Company has 698,529,522 issued and outstanding shares out of the 5,200,000,000 ACS with a par value of P0.01 per share.

The Fund’s common shares are available through SLAMCI’s registered representatives and eligible securities dealers that have entered into an agreement with SLAMCI to sell shares.

The Fund is part of the seventeen (17) Sun Life Prosperity Funds which offer excellent value to investors as a result of SLAMCI’s collective experience in fund management, strong investment philosophy, remarkable investment performance and strong organizational structure. However, it should be noted that past performance of any fund manager is no guarantee of future results. It is only an indication of their capabilities to deal with rapid changes in the economy and market conditions in the future.

The Sun Life Prosperity Funds make investing simple, accessible and affordable. The Sun Life Prosperity Funds offer a unique “family of funds” to choose from. The “family of funds” concept allows investors to modify their investment strategies over time, by letting them transfer from one fund to another, as their needs dictate, as much as ten times a year without paying documentary stamp taxes.

The financial statements have been prepared on the historical cost basis, except for certain financial assets measured at fair value. Fair value changes therefore affect the ratios related to the Fund's total comprehensive income. The change to marked-to-market thus provides equitable treatment between investors coming in and out of the Fund.

The Fund principally competes directly with the Unit Investment Trust Funds ("UITFs") offered by commercial banks and other mutual funds in the Philippines, namely the First Metro Save and Learn F.O.C.C.U.S. Dynamic Fund, Inc. However, the Fund does not have any knowledge on the relative size, financial and market strengths of the Fund's competitor. The Fund principally competes in terms of returns and the associated risks of the return. The Fund's market strength is its wide distribution network that provides strategic distribution of Fund shares and the financial stability and reputation of its Investment Company Adviser. The Fund intends to compete principally based on the reputation of SLAMCI for superior investment performance and corporate governance coupled with its distribution network and superior backroom operations.

The Fund participates in the mutual funds sector which is a sub-sector of the financial services industry. There are no national geographical boundaries as the nature of the industry and prevailing technology make it possible for the various players to offer their services to almost any place in the country. There are potential advantages in investing in mutual funds; corollary, there are also attendant risks. Below is a summary of some of the risks and their potential effect on the investor:

Market Risk: Market risk is the risk of possible decline in the value of the Fund due to fluctuations in prices of the fund's assets. Since the Fund may invest in both equity and fixed income securities, it is subject to two types of market risks: (1) Interest Rate Risk applicable to fixed income investments of the Fund; and (2) Equity Price Risk applicable to the equity investments of the Fund.

- **Interest Rate Risk:** Interest Rate Risk is a type of Market Risk which is applicable to the Fund's investments in bonds, if any. This refers to the increase/decrease of a bond price due to movement in market factors such as changes in interest rates. A change in interest rates is the period when interest rates rise or fall thus causing the decline or increase in the market price of the bonds held by the Fund, if any. This risk is minimized by closely monitoring the direction of interest rates and aligning it with the appropriate strategy of the Fund.
- **Equity Price Risk:** For equity investments, changes in prices of equity refer to the equity investments held by the Fund either for strategic or trading purposes. These equity investments, if any, are subject to the daily price fluctuations, as determined by market forces. Hence, prices may vary as a result of the general economic and political conditions, as well as developments in the company's operations and overall profitability. To manage this risk, the equity investments included in the Fund's portfolio are carefully selected based on their fundamental soundness.

Credit Risk: Investments in bonds carry the risk that the issuer of the bonds might default on its interest and/or principal payments. In the event of default, the Fund's value will be adversely affected and may result in a write-off of the concerned asset held by the Fund. To mitigate the risk, each Issuer/Borrower/Counterparty passes through a stringent credit evaluation process to determine whether the quality of the bond complies with the prescribed standards of the Fund.

Further, the credit quality of the Issuer/Borrower/Counterparty is reviewed periodically to ensure that excellent credit standing is maintained.

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

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

Dilution Risk: Being an open-end mutual fund, various investors may effectively subscribe to any amount of shares of the Fund. As such, investors face the risk of their investments being diluted as more investors subscribe to shares of the Fund. The influence that the investors can exert over the control and management of the Fund decreases proportionately. To mitigate the risk, the Fund may impose single investor limits to the ownership of the fund, when necessary. This limits the extent to which any single investor can exercise control of the Fund. The Fund may also impose an anti-dilution levy or fee for significant orders, to protect the interest of the remaining investors of the Fund, when necessary.

Large Transaction Risk: If an investor in a Fund makes a large transaction, the Fund's cash flow may be affected. For example, if an investor redeems a large number of shares of a Fund, that Fund may be forced to sell securities at unfavorable prices to pay for the proceeds of redemption. This unexpected sale may have a negative impact on the net asset value of the Fund. To mitigate this risk, the Fund may impose single investor limits to the ownership of the fund, when necessary. This limits the extent to which redemptions from any single investor can impact the Fund's cash flow. The Fund may also impose an anti-dilution levy or fee for significant orders, to protect the interest of the remaining investors of the Fund, when necessary.

Non-guarantee: Unlike deposits made with banks, an investment in the Fund is neither insured nor guaranteed by the Philippine Deposit Insurance Corporation ("PDIC"). Hence, investors carry the risk of losing the value of their investment. Moreover, as with any investment, it is important to note that past performance of the Fund does not guarantee its future success.

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

Operational Risk: This is the risk of loss resulting from inadequate or failed internal processes, controls, people and systems. Categories of operational risks may fall under: sales and distribution, human resources, information technology, processes and people, accounting and finance, model risk, legal and regulatory and third party relationships. The Fund ensures that internal controls and practices are consistent with enterprise wide policies supporting the management of operational risks. The Fund has established business specific guidelines. Comprehensive investment program, including appropriate levels of self-insurance, is maintained to provide protection against potential losses.

The above risk factors are by no means exhaustive. New and/or unidentified risks may arise given the fast changing financial markets and economic environment.

Classification of the Fund into high, moderate or low risk investment: The investment objective of the Fund is to generate long-term capital appreciation through investment in equity securities and/or in government and corporate debt securities. The Fund will adopt a tactical asset allocation approach by having the ability to switch between equities, bonds, and cash with a wider range in the permitted shift in allocation between equities and fixed-income assets when needed. Considering the nature of these investments, the Fund is for retail and corporate clients and is classified as a growth investment.

Item 2. Properties

The Fund has financial assets in the form of cash and cash equivalents, fixed income and listed equity securities. As prescribed by SEC Rules, all of its assets are held by its custodian bank, Citibank N.A..

Office space of the Fund is provided by SLAMCI pursuant to the Management Agreement between them. The Fund does not intend to acquire any real property in the course of its business.

Item 3. Legal Proceedings

There is no material pending legal proceeding to which the Fund or any of its affiliates is a party, or of which any of their property is the subject.

Item 4. Submission of Matters to a Vote of Security Holders

The Fund held its Annual Stockholders' Meeting on 11 July 2023 and the continuation thereof on 08 September 2023. The stockholders present or represented unanimously approved the following:

1. The minutes of the Annual Stockholders' Meeting held on 13 July 2022;
2. The minutes of the Continuation Meeting of the Stockholders held on 09 September 2022;
3. All acts and proceedings of the Board and Corporate Officers (confirmation and ratification thereof);
4. Appointment of Navarro, Amper & Co. (Deloitte Touche Tohmatsu) as External Auditor for 2023.

Due to the failure to meet the required quorum of at least 2/3 of the outstanding capital stock, the following items were not approved:

1. Amendment of Article VI of the Articles of Incorporation to increase the number of directors to six (6)
2. Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations
3. Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."
4. Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares

Due to the failure to meet the requirement that 50%+1 share of the OCS should be present in person or by proxy, the following items were not approved by the stockholders:

1. Election of members of the Board of Directors for the term 2023-2024. Thus, the current set of directors shall continue to serve on a holdover capacity for the term 2023-2024.

2. Amendment of Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication; Section 2 (Special Meetings) to align with Section 49 of the Revised Corporation Code
3. Amendment of Article I, Section 3 (Notices) of the By-Laws to align the notice period for stockholders' meetings with the issuances of the Securities and Exchange Commission and to allow for the sending of the notices electronically.
4. Amendment of Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code
5. Amendment of Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors.
6. Amendment of Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies.
7. Amendment of Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
8. Amendment of Article VI, Section 1 (b) (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
9. Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations, and to clean up the provisions.
10. Amendment of Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
11. Amendment of Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
12. Amendment of Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
13. Amendment of Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
14. Amendment of Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
15. Amendment of Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
16. Amendment of Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
17. Amendment of Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuances of the Securities and Exchange Commission
18. Amendment of Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian.
19. Amendment of Article XI, Section 3 (Auditors) of the By Laws to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor.
20. Amendment of Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised Corporation Code.
21. Amendment of Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors are prohibited from participating in the determination of their own per diems or compensation.
22. Amendment of Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors.
23. Amendment of Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers.

24. Amendment of Article II, Section 2 (Nomination Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Registrant's Common Equity and Related Stockholder Matters

1. Market Information

The shares of the Fund are traded over-the-counter. The Fund's common stocks are available through registered representatives and eligible securities dealers that have entered into an agreement to sell shares with the Fund's Principal Distributor, SLAMCI.

The following table shows the ranges of high and low prices (NAVPS) of the Fund's common shares for each quarter within the last two calendar years:

	2023		2022	
	High	Low	High	Low
Q1	0.9335	0.8784	0.9739	0.9114
Q2	0.9134	0.8867	0.9407	0.8285
Q3	0.9035	0.8569	0.9058	0.8100
Q4	0.9077	0.8385	0.8881	0.8144

The Fund's NAVPS is published daily through Business World, Business Mirror, and Sun Life Websites.

Below table shows the investment company return information of the Fund in the last five (5) recently completed fiscal years:

Year on year yield (1-year)	2.8783%
3 Year - Simple	1.8585%
5Year - Simple	-1.8985%

2. Holders

The Fund has 4,999 shareholders as of December 31, 2023.

On March 7, 2013, SEC *en banc* approved the confidential treatment of the list of Top 20 shareholders of the Fund, including the 5% and 10% beneficial owners. This is to protect the investors' privacy, which is a privilege they enjoy when they invest in other shared investment vehicles, such as unit investment trust funds, and when they invest in bank deposits.

The following table shows the number of institutional and retail investors and the percentage of their investments, and the geographic concentration of investments as of December 31, 2023.

% Ownership of Institutional Investors	% Ownership of Retail Investors
17.67%	82.33%

Area	Percentage of Investments
LUZON	95%
VISAYAS	4%
MINDANAO	1%
TOTAL	100%

3. Dividends

The Fund has not declared cash or stock dividends to date, but it has no restrictions that may limit its ability to pay dividends in the future.

The Board of Directors of the Fund has the power to fix and determine the amount to be reserved or provided for declaration and payment of dividends from the Fund's unrestricted retained earnings. The amount of such dividends (either in cash, stock, property or a combination of the foregoing) will depend on the Fund's profits, cash flows, capital expenditure, financial condition, and other factors. The existence of surplus profit arising from the operation of the Fund is needed before a dividend can be declared. The surplus profits or income must be a bona fide income founded upon actual earnings or profits. Actual earnings or profits shall be the net income for the year based on the audited financial statements, adjusted for unrealized items, which are considered not available for dividend declaration. Taking into account the Fund's cash flows, capital expenditure, investment objective, and financial condition, at least 10% of the actual earnings or profits may be declared by the Board of Directors as dividends.

Cash dividends and property dividends may be declared by the Board of Directors and no stockholder approval is required. Stock dividends paid on the Offer Shares are subject to approval by both the Board of Directors and the stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Fund at a stockholders' meeting called for such purpose.

Under the Revised Corporation Code, Corporations with surplus profit in excess of 100% of its paid-in capital stock are required to declare dividends (cash or stock) and distribute it to its stockholders.

Dividends so declared will be automatically reinvested in additional shares on behalf of the shareholders, without sales charges, at the NAVPS on the payment date established for such dividends. AS such, shareholders realize their gains when shares are redeemed. Shareholders may also elect not to have dividends reinvested and receive payment in cash, net of tax.

Item 6. Management's Discussion and Analysis or Plan of Operation.

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

1. **Increase/Decrease in NAVPS.** NAVPS is computed by dividing net assets (total assets less total liabilities) by the total number of shares issued and outstanding and for conversion to shares, if any, as of the end of the reporting day. Any increase or decrease in NAVPS translates to a prospective capital gain or capital loss, respectively, for the Fund's shareholders.
2. **Net Investment Income.** Represents the total earnings of the Fund from its investment securities, less operating expenses and income tax. This gauges how efficiently the Fund has utilized its resources in a given time period.

3. **Assets Under Management (AUM).** These are the assets under the Fund's disposal. This measures investor confidence (increase/decrease brought about by investor subscriptions/redemptions) as well as the growth of the Fund (increase/decrease brought about by its operational income and market valuation of its assets and liabilities).
4. **Cash Flow.** Determines whether the Fund was able to achieve the optimal level of liquidity by being able to meet all its scheduled payments, while maintaining at the same time the maximum investments level and minimum cash level.

Accounting Policies on Financial Assets through Profit and Loss

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company commits to purchase or sell the asset. Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss (FVTPL), transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities carried at FVTPL are expensed in profit or loss.

Classification and Subsequent Measurement

The Company classifies its financial assets in the following measurement categories:

- FVTPL
- Amortized cost

Classification of financial assets will be driven by the entity's business model for managing the financial assets and the contractual cash flows of the financial assets.

A financial asset is to be measured at amortized cost if: a) the objective of the business model is to hold the financial asset for the collection of the contractual cash flows, and b) the contractual cash flows under the instrument represent solely payment of principal and interest (SPPI).

All other debt and equity instruments must be recognized at fair value.

All fair value movements on financial assets are taken through the statement of comprehensive income, except for equity investments that are not held for trading, which may be recorded in the statement of comprehensive income or in reserves (without subsequent recycling to profit or loss).

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the group classifies its debt instruments:

- Amortized cost. Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is

recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- FVTPL. Assets that do not meet the criteria for amortized cost are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of comprehensive income within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in finance income.

Amortized cost and effective interest method

The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period.

For financial instruments other than purchased or originated credit-impaired (POCI) financial assets, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses (ECL), through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

Interest income is recognized using the effective interest method for debt instruments measured subsequently at amortized cost. For financial instruments other than POCI financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired.

Equity instruments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective, that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

The Company subsequently measures all equity investments at FVTPL, except where the Company's Management has elected, at initial recognition, to irrevocably designate an equity instrument at FVTOCI. The Company's policy is to designate equity investments as FVTOCI when those investments are held for the purposes other than to generate investment returns. When the election is used, fair value gains and losses are recognized in other comprehensive income (OCI) and are not subsequently reclassified to profit or loss, including disposal. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in profit or loss as other income when the Company's right to receive payment is established.

Changes in the fair value of financial assets at FVTPL are recognized in net realized gains (losses) on investments in the statement of profit or loss as applicable.

FINANCIAL MARKETS REVIEW (2023)

INVESTMENT APPROACH

The Fund is designed to be an adaptive and agile fund that maximizes gains through opportunistic re-balancing of its portfolio between equities and fixed income assets. It is a one-decision mutual fund that quickly shifts between fixed income and equities, depending on prevailing market conditions to yield better returns. The fund ended the year with an equity exposure of 55.71% while 44.29% was in cash and fixed income securities.

PERFORMANCE REVIEW

Equity Portion

The local bourse had a strong start, posting intra-year high of 7,137.62 in January on slowing inflation expectations and healthy corporate earnings growth. However, inflation proved to be sticky during the following months and stayed above 7% during the first quarter. This caused risk off sentiment and sent the Philippine Stock Exchange index (PSEi) to as low as 6,330.53 during the first half of the year. The Bangko Sentral ng Pilipinas (BSP) raised rates to address inflation and following the US Federal Reserve's hawkish stance.

PSEi succumbed to further selling pressure in August as it broke below the 6,400 support after a disappointing 2Q GDP print of 4.3%. During the fourth quarter, the local bourse even broke below the 6,000 level before finally recovering during the last two months of the year.

For the year, the BSP raised policy rates by 1% to end the year at 6.5% as local inflation averaged 6% in 2023.

The local bourse ended the year at 6,450.04, down by 1.77% YoY.

Fixed Income Portion

It was a strong year for local government bonds as yields dropped as much as 100-150 basis points (1-1.5%) from their highest levels. Inflation cooled from 8.7% in January to 3.9% in December as the BSP continued hiking policy rates all the way until the second half of the year. With inflation coming down swiftly, demand for local bonds increased steadily throughout the year as investors started building bond positions.

For the year, the Fund posted a 2.88% y-o-y gain in its NAVPS to PHP 0.9043/share.

OUTLOOK

Equity portion

The local bourse may recover in 2024 as BSP is expected to cut policy rates due to lower inflation expectation. Our base case scenario is for PSEi to reach 7,200 by end-2024, backed by high single digit corporate earnings growth and translates to a P/E of 12.8x.

Fixed income portion

Returns for local fixed income are likely to be positive in 2024. Monetary policy rate cuts are now on the table as local inflation numbers approach the BSP's 2-4% target. Both capital gains and accruals are expected to provide positive returns for local bond funds.

FINANCIAL STATEMENTS ANALYSIS

Material Changes in the 2023 Financial Statements

Statement of Financial Position and Statements of Changes in Equity – 31 December 2023 and 31 December 2022

	31-Dec-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Audited	Audited			
Cash and cash equivalents	P 21,345,140	P 50,716,153	(29,371,013)	-57.91%	Liquidity requirements were met.
Financial assets at fair value through profit or loss	610,341,838	1,105,460,516	(495,118,678)	-44.79%	Decrease was due to disposal of investment in listed equities and fixed-income securities.
Accrued interest receivable	2,157,595	2,836,916	(679,321)	-23.95%	Collection of interest depends on the scheduled interest payments of each investment.
Dividends receivable	211,521	168,090	43,431	25.84%	The collection of receivable is dependent on the scheduled payment dates of each listed stock from which dividends were received.
Other current assets	10,976	10,976	0	0.00%	
Total Assets	634,067,070	1,159,192,651	(525,125,581)	-45.30%	
Accrued expenses and other payables	1,233,997	1,549,942	(315,945)	-20.38%	The decrease was due to lower outstanding proceeds payable to investors for redemption of their investments processed on or before end of the reporting period, which are usually settled three (3) days after the transaction date.
Due to brokers	-	251,734	(251,734)	100.00%	This account refers to amounts payable to brokers for the purchase of investments processed on or before the reporting period, which are settled three days after the transaction date.
Payable to fund manager	1,182,726	2,238,849	(1,056,123)	-47.17%	The decrease was due to lower AUM for the period.
Total Liabilities	2,416,723	4,040,525	(1,623,802)	-40.19%	
Share capital	35,069,670	35,069,670	-	0.00%	
Additional paid in capital	3,267,793,704	3,267,804,689	(10,985)	0.00%	
Deficit	(11,710,287)	(22,617,706)	10,907,419	-48.23%	Net income for the period.
Treasury Shares	(2,659,502,740)	(2,125,104,527)	(534,398,213)	25.15%	Due to net acquisition of treasury shares during the period.
Net Assets	P 631,650,347	P 1,155,152,126	(523,501,779)	-45.32%	Net acquisition of treasury shares.
Net Assets Value per Share	P 0.9043	P 0.8789	P 0.0254	2.89%	

There were no known trends, demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing the Fund's liquidity in any material way.

There was no contingent liability reflected in the accompanying audited financial statements.

The Fund does not anticipate having any cash flow or liquidity problems as it complies with the liquidity requirements per ICA-IRR 6.10. The Fund was able to meet all its monetary obligations to its shareholders (for redemption) and creditors for the period covered. It does not foresee any event that could trigger a direct or contingent financial obligation that is material to its operations.

There were no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Fund with unconsolidated entities/other persons created during the reporting period. Likewise, there are no material commitments for capital expenditures, known trends, events, or uncertainties that have had or that are reasonably expected to have a material impact on net income/revenue from the continuing operations of the Fund.

There are no other significant events and transactions from the last annual reporting period that is required for disclosure this year.

Statement of Comprehensive Income for the Years Ended – 31 December 2023 and 31 December 2022

	31-Dec-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Audited	Audited			
Investment Income	P 49,083,179	P 18,992,153	30,091,026	158.44%	The increase was due to higher trading gain realized in the disposal of equity securities and interest received from fixed-income securities during the year compared to prior year.
Investment Expenses	3,123,607	7,460,954	(4,337,347)	-58.13%	Dependent on the percentage of the amount of stock trading as sold and purchased for the period.
Operating Expenses	25,549,496	29,771,477	(4,221,981)	-14.18%	This is due to the decrease in management and distribution fees brought by lower average AUM, custody fees, directors' fees, taxes and licenses.
Net Unrealized Gains (Losses) on Investments	1,270,315	(50,529,077)	51,799,392	-102.51%	Decrease was due to favorable market condition during the period compared to prior year.
Provision for Income Tax	10,772,972	13,469,385	(2,696,413)	-20.02%	Final taxes of interest income earned from fixed-income investments and cash equivalents.
Net Investment Income (Loss)	P 10,907,419	(P 82,238,740)	93,146,159	113.26%	

Average daily net asset value in 2023 and 2022 is P1,035,758,526 and P1,201,900,578 , respectively.

The Fund has no unusual nature of transactions or events that affect assets, liabilities, equity, net income or cash flows.

There were no commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Fund which are not reflected in the accompanying audited financial statements. The management of the Fund is of the opinion that there were no income or losses from these items that will have any material effect on its audited financial statements.

There were no known material events subsequent to the end of the annual reporting period that have not been reflected in the Fund's audited financial statements as at the period ended December 31, 2023. There were no significant elements of income or loss that did not arise from the Fund's continuing operations.

There were no changes in estimates of amount reported in the current financial year or changes in estimates of amounts reported in prior financial years.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of the Fund.

The Fund is governed by the following fundamental investment policies:

1. It does not issue senior securities;
2. It does not intend to incur any debt or borrowing. In the event that borrowing is necessary, it can do so only if, at the time of its incurrence or immediately thereafter, there is asset coverage of at least 300% for all its borrowings;
3. It does not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own share capital;
4. It generally maintains a diversified portfolio. Industry concentrations may vary at any time depending on the investment manager's view on the prospects;
5. It does not invest more than twenty percent (20%) of its net assets in real estate properties and developments, subject to investment restrictions and/or limitations under applicable law, if any;

6. It does not purchase or sell commodity futures contracts;
7. It does not engage in lending operations to related parties such as the members of the Board of Directors, officers of the Company and any related party, or related party corporations of the Company;
8. The asset mix in each type of security is determined from time to time, as warranted by economic and investment conditions;
9. Subscribers are required to settle their subscriptions in full upon submission of their application for subscriptions;
10. It may use various techniques to hedge investment risks; and
11. It does not change its investment objectives without the prior approval of a majority of its shareholders and prior notice to the SEC.

Item 7. Financial Statements

Copies of the following audited financial statements are attached as Exhibits:

1. Statements of Financial Position, 2023, 2022
2. Statements of Comprehensive Income, 2023, 2022, 2021
3. Statements of Changes in Equity, 2023, 2022, 2021
4. Statements of Cash Flows, 2023, 2022, 2021
5. Notes to Financial Statements

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

Navarro Amper & Co. /Deloitte Touche Tohmatsu, with address at 19/F Net Lima Plaza, 5th Avenue corner 26th Street, Bonifacio Global City, Taguig City, Philippines, has acted as external auditor of the Fund since its incorporation.

There has been no disagreement with the accountants on any accounting and financial disclosures.

External Audit Services/Audit and Audit-Related Fees

For 2023 and 2022, aggregate fees billed for professional services rendered by the external auditor for the audit of the Fund's annual financial statements and services normally provided by external auditors in connection with statutory and regulatory filings amounted to P179,065 and P162,787 respectively, inclusive of VAT and out-of-pocket expenses.

External auditors of the Fund are designated in accordance with Section 29 of the ICA subject to ratification at the annual stockholders' meeting by the vote of a majority of the outstanding voting securities attending.

The Fund's Board of Directors has an Audit and Compliance Committee, which is composed of Mr. Oscar Reyes (Committee Chairperson and independent director) Atty. Aleli Angela G. Quirino (independent director), and Cesar Luis F. Bate (independent director) as members. The Audit and Compliance Committee has considered and endorsed for the approval of the Board of Directors the external auditor's service fees, which were so approved.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers

1. Directors and Executive Officers

The Board of Directors is responsible for conducting all businesses of the Fund. It exercises general supervision over the duties performed by the Investment Company Adviser, Distributor, Administrator, Transfer Agent and Custodian of the Fund.

The following are the incumbent Directors and Executive Officers of the Fund:

Name	Citizenship	Position	Age	Term of Office	Period Served
Benedicto C. Sison	Filipino and American	Director/ Chairman	63	July 2018 - present	6 terms
Valerie N. Pama	Filipino	Director/ President	60	March 2022 – present	2 terms
Aleli Angela G. Quirino	Filipino	Independent Director	79	2012 to present	12 terms
Oscar S. Reyes	Filipino	Independent Director	77	2012 to present	12 terms
Cesar Luis F. Bate	Filipino	Independent Director	63	November 2021 – present	3 terms
Jeanemar S. Talaman	Filipino	Treasurer	42	September 2022 – present	2 terms
Maria Teresa A. Co	Filipino	Chief Compliance Officer	54	August 2023 – present	
Anna Katrina C. Kabigting-Ibero	Filipino	Corporate Secretary	44	April 2020 – present	4 terms
Frances Ianna S. Canto	Filipino	Assistant Corporate Secretary	35	September 2020 – present	4 terms
Ria V. Mercado	Filipino	Chief Risk Officer	48	2015-present	9 terms

A brief write-up on the business experience of the incumbent directors and executive officers of the Fund follows:

BENEDICTO C. SISON

Chairman (2018 to present)

Mr. Benedicto C. Sison is the CEO and Country Head of the Sun Life group of companies in the Philippines from 01 July 2018. He is the Chairman and Director of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., (September 2015 to present), Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc. (2017 to present), and Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc. (2018 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present) and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present) and of Sun Life Financial Philippine Holding Company, Inc. (06 December 2021 to present) and. He is also a Director of Sun Life Financial Plans, Inc., Sun Life Asset Management Company, Inc., and Grepalife Asset Management Corporation (01 July 2018 to present). He is also the Director and Chairman of the Grepalife Funds such as Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation, and Grepalife Fixed Income Fund Corporation (September 2015 to present). He is the Chairman of Sun Life Financial – Philippines Foundation, Inc., (September 2019 to present) where he also serves as Trustee. He was a Senior Advisor to the Board of Trustees of the Philippine Investment Funds Association (PIFA) and served as the President of the Philippine Life Insurance Association (PLIA).

VALERIE N. PAMA

President / Director (March 2022 – present)

Ms. Valerie N. Pama is currently the Chief Asset Management Officer (“CAMO”) of Sun Life of Canada (Philippines), Inc. Since November 1, 2019, Ms. Pama, in her capacity as CAMO, has been responsible for the expansion and development of the various initiatives to drive the profitability and growth of Sun Life’s overall asset management business providing strategic direction and development of long-term plans and policies.

Ms. Pama is also the Chairman and Director of Grepalife Asset Management Corporation (December 2021 to present). She is the President and Director of eighteen (18) Sun Life Prosperity Funds, i.e. Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life of Canada Prosperity Bond, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (March 2022 to present) and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present).

Currently, Ms. Pama is a Trustee and Vice President of Sun Life Financial-Philippines Foundation, Inc. (October 2020 and December 2022, respectively, to present), Member (2015 to present) and Trustee (2018-2023) of Filipina CEO Circle, Member of Management Association of the Philippines (2015 to present), Financial Executives of the Philippines (2013 to present) and Makati Business Club (August 2019 to present).

Ms. Pama was previously the Director and President of Sun Life Investment Management and Trust Corporation (September 2020 to June 2021), responsible for its establishment and preparations for operations. She was a Director and President of Sun Life Asset Management Company, Inc. (“SLAMCI”) and Director and/or President of thirteen (13) Sun Life Prosperity Funds (2011 to 2020). She was also a Director and/or President of three (3) Grepalife Funds i.e. Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation (formerly, “Grepalife Bond Fund Corporation”), and Grepalife Fixed Income Fund Corporation (2011 to 2018). Ms. Pama was formerly the President of the Sun Life Prosperity Funds and the Grepalife Funds (2011 to 2013). She was also a Director of BESTSERVE Financial Ltd. (HKG) (2021 to 2022).

She also served as the Chief Operating Officer of SLAMCI (2011 to 2012) before being appointed as its President in 2013. With over seven years as President of SLAMCI, Ms. Pama has made tremendous contributions by leading it into becoming the number one non-bank asset management company. Under her vision and leadership, the company achieved great milestones: growing from three (3) mutual funds to sixteen (16) mutual funds to over Php100 Billion in Assets Under Management, launch of the Sun Life Prosperity Card, expanding the sales force into having the most number of Mutual Fund-licensed advisors in the industry and garnering numerous awards from the Philippine Investment Funds Association (PIFA). Another noteworthy recognition for SLAMCI under her management was being named the best asset management company for the Philippines from Euromoney’s 2018 Private Banking and Wealth Management survey.

Ms. Pama is a veteran banker, having been in the industry for 20 years. She started her career with Citibank N.A. in 1990 as a Management Associate, wherein she obtained exposure in various segments of the business, assuming progressively senior roles over the years. She had worked in treasury/capital markets, loans, equity sales, customer funding sales, brokerage and money market sales. By the time she retired from Citibank N.A. in 2009, Ms. Pama was the President of Citicorp Financial Services and Insurance Brokerage Inc.

Prior to joining Sun Life, Ms. Pama was a Product Development consultant for ING Bank's Investment Management Group.

Ms. Pama was a member of the Board of Trustees of PIFA from 2011 to 2020 and served as its Chairman from 2013 to 2015. This enabled her to represent the mutual fund industry in advocating investor literacy, customer protection and regulatory advancements to government agencies, key market players and the general public.

Ms. Pama is a graduate of the Ateneo de Manila University with a Bachelor of Science degree in Management Engineering. She obtained her Masters in Business Administration in International Business and Finance, with a minor in Business Economics from Katholieke Universiteit Leuven in Belgium. She was awarded With Distinction by the university for her exemplary academic performance on her final year.

OSCAR S. REYES

Independent Director (2012 to present)

Mr. Oscar S. Reyes is an Independent Director of the fourteen (14) Sun Life Prosperity Funds, namely: Sun Life Prosperity GS Fund, Inc. (2011 to present), Sun Life Prosperity Dynamic Fund, Inc. (2012 to present), Sun Life Prosperity Dollar Abundance Fund, Inc. (2006 to present), Sun Life Prosperity Dollar Advantage Fund, Inc. (2002 to present), Sun Life of Canada Prosperity Balanced Fund, Inc. (July 2018 to present), Sun Life of Canada Philippine Equity Fund, Inc. (July 2018 to present); Sun Life Prosperity World Equity Index Feeder Fund, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2028, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2038, Inc. (March 2018 to present); Sun Life Prosperity Achiever Fund 2048, Inc. (March 2018 to present); Sun Life Prosperity Dollar Starter Fund, Inc. (July 2021 to present); Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present); Sun Life Prosperity World Income Fund, Inc. (August 2022 to present) and Sun Life Prosperity Dollar Wellspring Fund, Inc. (September 2022 to present). He is also an Independent Director of the Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation, and Grepalife Fixed Income Fund Corporation (2011 to present) and Sun Life Financial Plans, Inc. (2006 to present).

Mr. Reyes other current positions are : Chairman, Pepsi Cola Products Phils Inc.; Independent Director, PXP Energy Corp, DM Wenceslao and Associates Inc, Philippine Dealing System Holdings Corp, Philippine Dealing & Exchange Corp, Philippine Depository & Trust Corp, Philippine Securites Settlement Corp, Team Energy Corp., Pioneer Life Corp, Navitas Holdings Inc, Eramen Minerals Inc, Petrolift Corp, Alviera Country Club; Member of the Advisory Board, Basic Energy Corp, Pioneer Insurance & Surety Corp, Pioneer Intercontinental Corp, among other firms. He completed his Bachelor of Arts degree in Economics at the Ateneo de Manila University in 1965 (Cum Laude) and did post-graduate studies at the Ateneo Graduate School of Business, Waterloo Lutheran University in Ontario, Canada and the Harvard Business School in Boston, Mass, USA.

ALELI ANGELA G. QUIRINO

Independent Director (2012 to present)

Atty. Aleli Angela G. Quirino is an Independent Director of Sun Life of Canada Prosperity Balanced Fund, Inc. (2009 to present); Sun Life Prosperity Dynamic Fund, Inc.; (2012 to present); Sun Life Prosperity Dollar Starter Fund, Inc. (2017 to present); Sun Life Prosperity GS Fund, Inc; Sun Life Prosperity Philippine Stock Index Fund, Inc.; Sun Life Prosperity Dollar Wellspring Fund, Inc.; Sun Life Prosperity World Voyager Fund, Inc.; Sun Life Prosperity Achiever Fund 2028, Inc.; Sun Life Prosperity Achiever Fund 2038, Inc.; Sun Life Prosperity Achiever Fund 2048, Inc.; Sun Life Prosperity World Equity Index Feeder Fund, Inc. (2018 to present); and Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). She is also an Independent Director of the Grepalife Dollar Bond Fund Corporation, Grepalife Balanced Fund Corporation, and Grepalife Fixed Income Fund Corporation ("Grepalife Funds") (2011 to present).

Atty. Quirino was Of Counsel of Angara Abello Concepcion Regala & Cruz Law Offices (ACCRA Law) (2009 – 2023). She is the Chairman of First Line Healthcare Diagnostics Center, Inc. (2021 to present). She is the Vice-Chairman (2015 to present) of the Board of Trustees and Past President (2009 to 2015) of the Ateneo de Manila Law Alumni Association, Inc., and is a Trustee and Corporate Secretary of the Assumption College, Inc. (1996 to present). She is an Advisory Council Member of the Intellectual Property Association of the Philippines, Inc. (2012 to present). She is also the Past President of the ASEAN Intellectual Property Association (2017 to 2019) and Chairman Emeritus of the ASEAN Philippine Intellectual Property Association, Inc. She is an EXCO member of the Association Internationale de la Propriete Intellectuelle (2004 to present).

Atty. Quirino received her Bachelor of Arts and Bachelor of Science in Education (magna cum laude) from Assumption College and Bachelor of Laws (with honors) from the Ateneo de Manila University.

CESAR LUIS F. BATE

Independent Director (November 2021 to present)

Mr. Cesar Luis F. Bate is an Independent Director of ten (10) Sun Life Prosperity Funds namely: Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., and Sun Life Prosperity World Equity Index Feeder Fund, Inc.

Currently, Mr. Bate is the Managing Director of LMN Advisors/Partners Inc. (“LMN”). He established the consultancy firm LMN in October 2006 after being a stockbroker for 20 years. Prior to LMN, Mr. Bate was head of the Philippine operations of Macquarie Securities Philippines from 2004 to 2006. From 1995 to 2004, he was President of Dutch-owned ING Securities Philippines which was the country’s largest stock brokerage house for years under his ten-year tenure. Mr. Bate started his career as a stockbroker with the local house A&A Securities in 1987 and joined British-owned Baring Securities as Head of Philippine sales in 1992.

Mr. Bate is the President of the Celisons Property Co. Inc. (2018 to present), an Independent Director of RM Commercial REIT, Inc. (2021 to present) and Director of Acacia Lane, Inc. (1980 to present). He is concurrently a Trustee of the Metropolitan Museum of Manila (2023 to present). He was also a Member of the Board of Trustees of Jose Rizal University (2007 to 2016).

Mr. Bate graduated with a Bachelor of Science in Management Engineering from Ateneo de Manila University in 1983.

JEANEMAR S. TALAMAN

Treasurer (September 2022 to present)

Ms. Jeanemar S. Talaman is the Treasurer of Sun Life Prosperity Funds. She was the Treasurer and Head of Finance of Sun Life Investment Management and Trust Corporation (SLIMTC) (2020 to 2022). In that role, she was responsible for the overall finance function of the Company which covers Accounting, Financial Reporting, Internal Controls and Capital Management among others.

Prior to joining SLIMTC, Ms. Talaman was the Financial Accounting and Reporting Manager of Sun Life Philippines where she handled financial reporting requirements of the Sun Life Asset Management Company, Inc. (SLAMCI), Sun Life Prosperity Funds (Funds managed by SLAMCI), Sun Life Grepa Financial, Inc. and Sun Life Financial Philippine Holding Company, Inc. Concurrent to her role as Financial Reporting Manager, Ms. Talaman was also the Finance System Administration Manager responsible for ensuring the security and efficiency of finance system applications for all Sun Life Philippine entities. She has held various roles in Finance, including, Manager of Financial Planning and Analysis (May 2014 to July 2015), Manager, Accounts Reconciliation (June 2012 to April 2014) and she has been instrumental in setting up the Accounts Reconciliation team of Sun Life Malaysia in 2013. Ms. Talaman

has more than 15 years of extensive experience in asset management industry, financial reporting for insurance business, taxation and regulatory reporting, treasury operations, project management, financial planning and management reporting.

Ms. Talamán is a Certified Public Accountant and a member of the Philippine Institute of Certified Public Accountants. She earned her Bachelor of Science in Accountancy degree from the University of San Agustin (Iloilo City) with academic distinction. She had satisfactorily completed the one-year course on Trust Operations and Investment Management from the Trust Institute Foundation of the Philippines.

MARIA TERESA A. CO

Chief Compliance Officer, Money Laundering Reporting Officer,
and Data Protection Officer (August 2023 to present)

Maria Teresa Co is the Chief Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer of Sun Life Philippines, including the Sun Life Prosperity Funds, with effect on 14 August 2023. In addition to her role with Sun Life Philippines, she is also acting as the Asia Conduct Risk lead in collaboration with the Regional Office.

Ms. 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).

Her career started with Citibank, N. A. under Philippines Operations before working with Sun Life Philippines from 2002 to 2007, overseeing life, asset management and pre-need compliance including exposure to Regional Internal Audit role.

Ms. Co's overseas career covered vast experiences as Regional Compliance professional in AXA China Insurance Limited, New York Life International, Prudential Corporation Asia Regional, Chubb (formerly ACE Life), and Group AIA, overseeing corporate and distribution compliance, regulatory developments, issues, and projects across Asia.

Before returning to Sun Life Philippines, Ms. Co was the Head of Compliance for Pru Life Insurance Corporation of U.K. (Pru Life UK), responsible for various mandates in the fields of Regulatory and Sales Compliance, AML, Financial Crimes, Fraud, Anti-Bribery and Corruption, Data Privacy, and Quality Assurance reviews.

ANNA KATRINA C. KABIGTING-IBERO

Corporate Secretary (April 2020 to present)

Atty. Anna Katrina C. Kabigting-Ibero is the Corporate Secretary of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., (April 2020 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present).

Atty. Ibero is also the Corporate Secretary of Sun Life of Canada (Philippines), Inc., Sun Life Asset Management Company, Inc., Sun Life Financial Plans, Inc., Sun Life Financial Philippine Holding Company, Inc., Sun Life Financial – Philippines Foundation, Inc., Grepalife Asset Management Corporation, and the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife

Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation, (April 2020 to present), Sun Life Investment Management and Trust Corporation (September 2020 to present), and Assistant Corporate Secretary of Sun Life Grepa Financial, Inc. (April 2020 to present).

Prior to joining Sun Life in 2014, Atty. Ibero worked as an Associate Lawyer at the David Cui-David Buenaventura and Ang Law Offices (2006 to 2010). She later joined the Bank of the Philippine Islands as Legal and Compliance Officer of the Bank's Asset Management and Trust Group (2010 to 2014).

Atty. Ibero received her Bachelor of Arts Major in Legal Management (2000) and Bachelor of Laws (2005) from the University of Santo Tomas. She was called to the Bar in 2006.

FRANCES IANNA S. CANTO

Assistant Corporate Secretary (September 2020 to present)

Atty. Frances Ianna S. Canto is the Assistant Corporate Secretary of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc. (formerly Sun Life Prosperity Money Market Fund, Inc.), Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., and Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present). She is also the Assistant Corporate Secretary of Sun Life Asset Management Company, Inc. and Sun Life Investment Management and Trust Corporation (September 2020 – present), and Sun Life of Canada (Philippines), Inc. and Sun Life Financial Philippines Foundation, Inc. (September 2022 to present).

Prior to joining Sun Life in May 2020, Atty. Canto worked as a Legal and Compliance Officer of Manulife Philippines (March 2017), where she also served as Assistant Corporate Secretary and Alternate Data Protection Officer. Before joining Manulife, Atty. Canto briefly worked as a consultant with the Office of the Secretary of the Climate Change Commission and prior to that, as an Associate Lawyer at the Medialdea Ata Bello and Suarez Law Office (2013-2016).

Atty. Canto received her Juris Doctor degree from the Ateneo de Manila University. She was admitted to the Bar in May 2014.

RIA V. MERCADO

Chief Risk Officer (2015-present)

Ms. Ria V. Mercado has been the Head of Risk Management of Sun Life Philippines since 2015. She is also the Chief Risk Officer of the eighteen Sun Life Prosperity Funds i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Money Market Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., (2015 to present), Sun Life Prosperity Peso Voyager Feeder Fund, Inc. (January 2022 to present), Sun Life Prosperity World Income Fund, Inc. (August 2022 to present) and the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation, (July 2019 to present). She is also the Chief Risk Officer of Sun Life Asset Management Company, Inc., Grepalife Asset Management Corporation,

Sun Life of Canada (Philippines), Inc., Sun Life Grepa Financial, Inc. (July 2015 to present) and Sun Life Financial – Philippines Foundation, Inc. (December 2019 to present).

Prior to joining Sun Life in 2015, she was with Deutsche Knowledge Services (DKS), where she was Debt and Client Risk & Control Lead. In this capacity, she was responsible for risk and control initiatives and for proactively identifying and mitigating operations risks through quality assurance initiatives. Prior to DKS, she was with Standard Chartered Bank where she rose from Graduate Associate to AVP – Unit Operational Risk Manager.

Ms. Mercado holds a Master in Business Management degree from the Asian Institute of Management. She is a BS Business Administration graduate of the University of the Philippines (Diliman).

2. Incorporators

The following are the incorporators of the Company:

- Rizalina G. Mantaring
- Ma. Karenina M. Casas
- Valerie N. Pama
- Aleli Angela G. Quirino
- Oscar S. Reyes

3. Significant Employees

The Fund has no significant employees.

4. Family Relationships

None of the current directors or officers is related to each other up to the 4th civil degree of affinity or consanguinity.

5. Material Pending Legal Proceedings

The Fund has no knowledge of any material pending legal proceedings, for the past five (5) years and to date, to which any of the directors and executive officers of the Fund is a party of which any of their property is the subject.

There was no bankruptcy petition filed by or against any business of which any of the directors and executive officers of the Fund was a general partner or executive officer either at the time of bankruptcy or within two (2) years prior to that time.

No director or executive officer of the Fund was convicted by final judgment in a criminal proceeding, domestic or foreign and neither is any director or officer subject to any pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses.

No director or executive officer of the Fund is being subject to any order, judgment or decree not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities, or banking activities

No director or executive officer of the Fund is being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation and the judgment has not been reversed, suspended or vacated.

Item 10. Executive Compensation

1. Compensation of Executive Officers.

The executive officers of the Fund do not receive any form of compensation from their appointment up to the present.

Compensation of Directors.

The directors do not receive any form of compensation from inception up to the present other than a P20,000 per diem for meetings attended. Only the members of the Board who are “external directors”, *i.e.*, those who are not officers and/or employees of SLOCPI, receive remuneration for their attendance in regular or special meetings of the Board at the rate of P20,000 to each director for every meeting attended. Their contributed efforts to the Fund are on a voluntary basis only. Also, the directors or executive officers of the Fund will not participate in any bonus, profit sharing or other compensation plan, pension or retirement plan, contract or arrangement.

However, starting January 01, 2010, each external director, as defined above, also receives a retainer’s fee not to exceed P15,000 per quarter. Payment of such retainer’s fee is shared by the Fund with the other Sun Life Prosperity Funds which the external director also serves, provided that each external director receives a maximum of P15,000 per quarter from all the Sun Life Prosperity Funds.

Total per diem received by the Fund’s directors for the year 2023 and 2022 are P255,286 and P300,345, respectively.

The Board had four (4) regular quarterly meetings for 2023, including the organizational board meeting after the annual shareholders’ meeting. For the four (4) meetings and with three (3) members of the Board who are external directors entitled to receive per diem, the Fund forecasts a total directors’ per diem of P240,000 for 2024. The external directors are also forecasted to receive a total of P15,286 as retainer’s fees for 2024.

Item 11. Security Ownership of Certain Beneficial Owners and Management

1. Security ownership of more than 5% of the Fund’s outstanding capital stock as of December 31, 2023:

On 7 March 2013, SEC *en banc* approved the confidential treatment of the list of Top 20 shareholders of the Fund, including the 5% and 10% beneficial owners. This is to protect the investors’ privacy, which is a privilege they enjoy when they invest in other shared investment vehicles, such as unit investment trust funds, and when they invest in bank deposits.

2. Security Ownership of Management as of December 31, 2023:

Title of Class	Name of Owner	Number of Shares ¹	Nature of Ownership	Citizenship	Percent of Class
Common	Benedicto C. Sison	1	Beneficial (R) and Record (R)	Filipino and American	0.00000%
Common	Oscar S. Reyes	1	R	Filipino	0.00000%
Common	Aleli Angela G. Quirino	1	R	Filipino	0.00000%
Common	Valerie N. Pama	1	R	Filipino	0.00000%
Common	Cesar Luis F. Bate	1	R	Filipino	0.00000%

The above individual owners can be reached at c/o the Corporate Secretary, 6th Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City.

¹ Number of shares held in their capacity as Director or Chairperson

3. Voting Trust Holders of 5% or More

No holder of 5% or more of the Fund's common shares has any voting trust or similar agreement that vest voting rights or other powers to a voting trustee.

4. Change in Control

The Fund has no knowledge of any arrangement that may result in a change of control of the Fund.

Item 12. Certain Relationships and Related Transactions

The Fund has no existing related party transactions.

PART IV - CORPORATE GOVERNANCE

Item 13. Compliance with Leading Practice on Corporate Governance

The Fund is committed to performing its obligations following sound standards of business and financial practices and assesses the level of compliance of the Board of Directors and top-level management with its Manual on Corporate Governance through the Corporate Governance Self-Rating Form.

Likewise, the Fund requires the directors to answer a Board Effectiveness Questionnaire to determine their outlook on current practices and further enhance their performance. Internal audit and compliance units of the Fund also actively ensure that the Fund meets its regulatory and moral obligations to the government agencies and the general public, respectively.

There has been no reported incident of any deviation from the Fund's Manual on Corporate Governance. A strong ethical business culture in the performance of duties is continuously upheld and promoted. Nonetheless, the Fund makes an effort to improve corporate governance of the company by holding training sessions for its Board and officers whenever possible.

Compliance with Foreign Account Tax Compliance Act (FATCA)

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

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

PART V – EXHIBITS AND SCHEDULES

A. Audited Financial Statements

1. Statements of Financial Position, 2023, 2022
2. Statements of Comprehensive Income, 2023, 2022, 2021
3. Statements of Changes in Equity, 2023, 2022, 2021
4. Statements of Cash Flows, 2023, 2022, 2021
5. Notes to Financial Statements

B. Reports on SEC Form 17-C

- SIGNATURE PAGE FOLLOWS –

SIGNATURES

Pursuant to the requirements of Section 11 of the RSA and Section 177 of the Revised Corporation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of MAKATI CITY on APR 23 2024, 2024.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

Issuer

Pursuant to the requirements of the Revised Securities Act, this annual report has been signed by the following persons in the capacities and on the dates indicated.

By:

Valerie N. Pama

Valerie N. Pama

Principal Executive Officer/President

Gerald L. Bautista

Gerald L. Bautista

Principal Operating Officer / SLAMCI President

Candy S. Esteban

Candy S. Esteban

Principal Accounting Officer/CFO

Jeanemar S. Talaman

Jeanemar S. Talaman

Principal Financial Officer/Treasurer/Comptroller

Anna Katrina C. Kabigting-Ibero

Anna Katrina C. Kabigting-Ibero

Corporate Secretary

APR 23 2024

MAKATI CITY

SUBSCRIBED AND SWORN to before me this ___ day of _____, 2024, affiants exhibiting their government issued identification cards, as follows:

Name	Government ID No.	Valid Until	Place of Issue
Valerie N. Pama	Passport No. P7158454B	07/07/2031	DFA Manila
Gerald L. Bautista	Passport No. P9687638B	04/19/2032	DFA Manila
Candy S. Esteban	Driver's License N02-95-277891	05/03/2033	Quezon City
Jeanemar S. Talaman	Driver's License F03-13-001744	06/05/2033	DLRC - Ayala
Anna Katrina C. Kabigting-Ibero	Driver's License N02-96-324358	09/01/2032	Paranaque City

Doc. No. 403
 Page No. 57
 Book No. 26
 Series of 2024.

ATTY ROMEO M. MONFORT

Notary Public City of Makati

Until December 31, 2025

Appointment No. M-032 (2024-2025)

PTR No. 10073900 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

This document contains key information clients of Sun Life Prosperity Dynamic Fund should know about. More information can be found in the Fund's prospectus. Ask a Sun Life Financial Advisor or contact Sun Life Asset Management Company, Inc., at 8-849-9888 or PHIL-MF-Products@sunlife.com or visit www.sunlifefunds.com.

Launch Date	July 1, 2014	Fund Classification	Multi-Asset Fund	Minimum Holding Period	30 days
Fund Size	PHP 631,693,865.67	Minimum Subscription	PHP 1,000	Early Redemption Fee	1.00%
Net Asset Value Per Share	0.9043	Minimum Subsequent	PHP 1,000	Redemption Settlement	T+3 business days
Benchmark	50% PSEi + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Management and Distribution Fee	2.00%	Bloomberg Ticker	SLPDYNA PM Equity
Fund Structure	Mutual Fund (Shares)	Transfer Agency Fee	0.15%		

What does the Fund invest in?

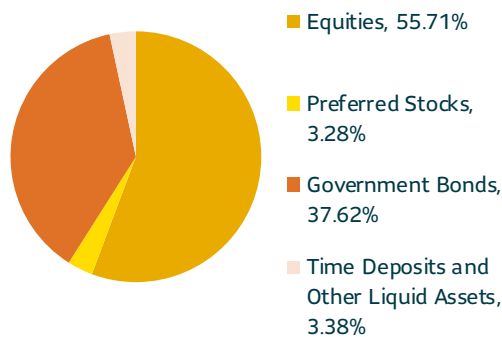
The **Sun Life Prosperity Dynamic Fund** is an adaptive and agile mutual fund that allows you to maximize gains through the opportunistic re-balancing of its portfolio between equities and fixed income assets. It is a one-decision mutual fund that quickly shifts between fixed income and equities, depending on prevailing market conditions in order to yield better returns.

The Fund is suitable for investors with a **growth risk profile** and long-term investment horizon. The Fund's investment objective is to generate long term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Pesos. The Fund will adopt a tactical asset allocation approach by having the ability to switch between equities, bonds, and cash with a wider range in the permitted shift in allocation between equities and fixed-income assets when needed.

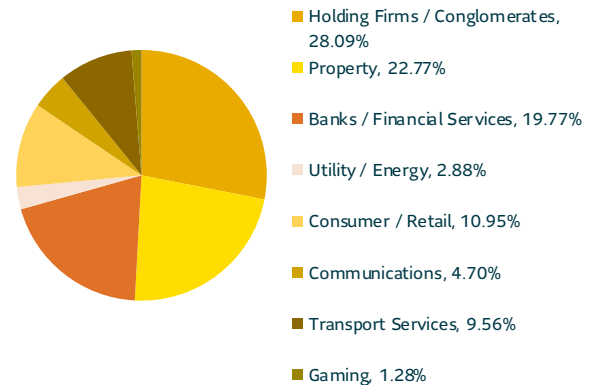
Top Equity Holdings

1. SM Investments Corporation, 7.20%
2. SM Prime Holdings Inc., 6.32%
3. Ayala Land Inc., 5.35%
4. International Container Terminal Services Inc., 5.33%
5. BDO Unibank Inc., 4.83%
6. Bank of the Philippine Islands, 4.22%
7. Ayala Corporation, 3.59%
8. EEI Corporation (Series B), 2.49%
9. Jollibee Foods Corporation, 2.41%
10. Universal Robina Corporation, 2.27%

Investment Mix

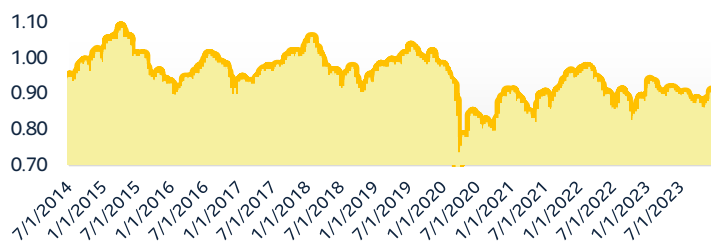


Sector Allocation



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	3.27%	2.88%	2.88%	1.86%	-1.90%
Benchmark*	2.47%	3.15%	3.15%	-4.65%	9.27%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

***Bond Benchmark Effectivity Date:**

HSBC Local Currency Bond Philippines Liquid Total Return: July 1, 2014 to April 30, 2016
 Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life): May 1, 2016 to present

Market Review and Outlook

- The Philippine Stock Exchange Index (PSEi) rose for the second straight month, closing at 6,450 (+3.6% month-on-month) amidst foreign inflows and lower inflation print. Likewise, Philippine government bonds rallied during the month on the back of the US Federal Reserve's (Fed) dovish pivot and limited supply issued by the Bureau of Treasury (BTr).
- December inflation fell further to 3.9% from 4.1% the previous month. Foreign inflows amounted to \$18m during the month.
- The Bangko Sentral ng Pilipinas (BSP) kept policy rate unchanged at 6.5% during its last meeting mirroring the US Fed's decision to hold rates steady.
- After breaking above the 6400 level, the local bourse has established a new trading range of 6400 to 6700. Continuous foreign inflow and further down trend in inflation may allow the PSEi to move even higher. However, we may see profit-taking around 6700 as the market trades at overbought levels. For fixed income, the Fund maintains overweight duration and will look to increase duration on corrections.
- On a gross-of-fees basis, the Fund ended ahead of benchmark year-to-date.

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SLAMCI is regulated by the **Securities and Exchange Commission (SEC)**.

For consumer assistance and financial consumer complaints, you may contact the **Corporate Governance and Finance Department (CGFD)** through CGFD@sec.gov.ph or 8818-5952 / 5322-7696 loc. 114.

This document contains key information clients of Sun Life Prosperity Dynamic Fund should know about. More information can be found in the Fund's prospectus. Ask a Sun Life Financial Advisor or contact Sun Life Asset Management Company, Inc., at 8-849-9888 or PHIL-MF-Products@sunlife.com or visit www.sunlifefunds.com.

Launch Date	July 1, 2014	Fund Classification	Multi-Asset Fund	Minimum Holding Period	30 days
Fund Size	PHP 631,209,774.99	Minimum Subscription	PHP 1,000	Early Redemption Fee	1.00%
Net Asset Value Per Share	0.8757	Minimum Subsequent	PHP 1,000	Redemption Settlement	T+3 business days
Benchmark	50% PSEI + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Management and Distribution Fee	2.00%	Bloomberg Ticker	SLPDYNA PM Equity
Fund Structure	Mutual Fund (Shares)	Transfer Agency Fee	0.15%		

What does the Fund invest in?

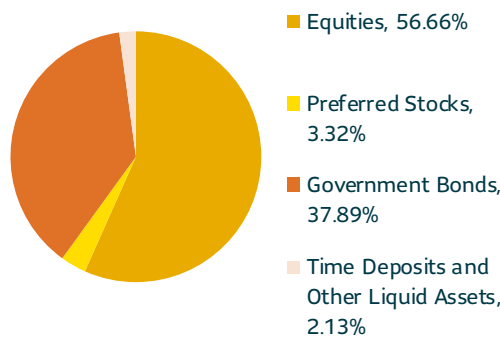
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The Fund is suitable for investors with a **growth risk profile** and long-term investment horizon. The Fund's investment objective is to generate long term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Pesos. The Fund will adopt a tactical asset allocation approach by having the ability to switch between equities, bonds, and cash with a wider range in the permitted shift in allocation between equities and fixed-income assets when needed.

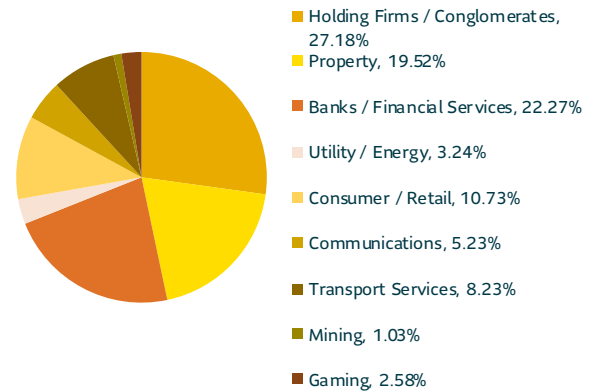
Top Equity Holdings

1. SM Investments Corporation, 7.55%
2. SM Prime Holdings Inc., 6.21%
3. BDO Unibank Inc., 5.33%
4. Ayala Land Inc., 4.85%
5. International Container Terminal Services Inc., 4.66%
6. Bank of the Philippine Islands, 4.57%
7. Ayala Corporation, 2.97%
8. Metropolitan Bank & Trust Co., 2.73%
9. EEI Corporation (Series B), 2.50%
10. Universal Robina Corporation, 2.40%

Investment Mix

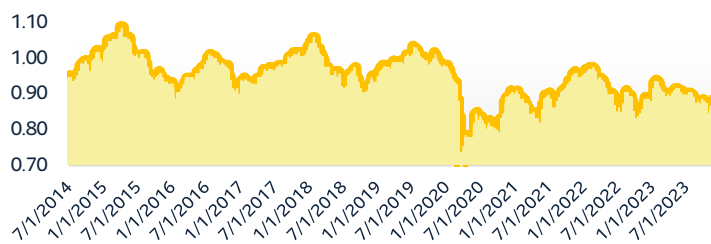


Sector Allocation



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	4.10%	-0.38%	-1.40%	1.72%	-5.68%
Benchmark*	3.52%	0.73%	-0.11%	-4.44%	7.77%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

*Bond Benchmark Effectivity Date:

HSBC Local Currency Bond Philippines Liquid Total Return: July 1, 2014 to April 30, 2016
 Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life): May 1, 2016 to present

Market Review and Outlook

- The Philippine Stock Exchange Index (PSEi) rose by 4.2% in November but remains down by 5.2% year-to-date. Likewise, local bonds gained tracking the movements in US Treasuries. Positive macro developments drove the recent rally in both equity and bond markets.
- November inflation fell to 4.1% from 4.9% the previous month. This was below the consensus estimate of 4.3%. Meanwhile, Philippine GDP for 3Q 2023 came in at 5.9%, higher than consensus estimate of 4.7%.
- The down trend in inflation print allowed the Bangko Sentral ng Pilipinas (BSP) to keep its policy unchanged in its November meeting.
- PSEi is likely to remain within its current 6,000 to 6,400 trading range until yearend. The local bourse needs more foreign inflows to break its current sideways movement. Further gains on local bonds may be expected as rates continue to ease due to lower inflation expectation.
- On a gross-of-fees basis, the Fund is at par with its benchmark year-to-date.

Notice on the Change in Dynamic Fund's Strategy: As allowed by the Fund's investment objective, we have moved the target exposure of the Sun Life Prosperity Dynamic Fund from 50-90% to 30-90% for Equities and from 0-50% to 0-70% for Fixed Income.

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Launch Date	July 1, 2014	Fund Classification	Multi-Asset Fund	Minimum Holding Period	30 days
Fund Size	PHP 612,851,471.54	Minimum Subscription	PHP 1,000	Early Redemption Fee	1.00%
Net Asset Value Per Share	0.8412	Minimum Subsequent	PHP 1,000	Redemption Settlement	T+3 business days
Benchmark	50% PSEI + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Management and Distribution Fee	2.00%	Bloomberg Ticker	SLPDYNA PM Equity
Fund Structure	Mutual Fund (Shares)	Transfer Agency Fee	0.15%		

What does the Fund invest in?

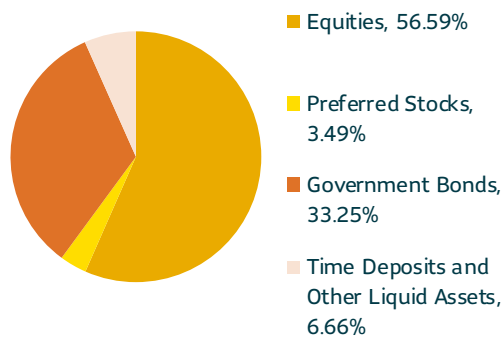
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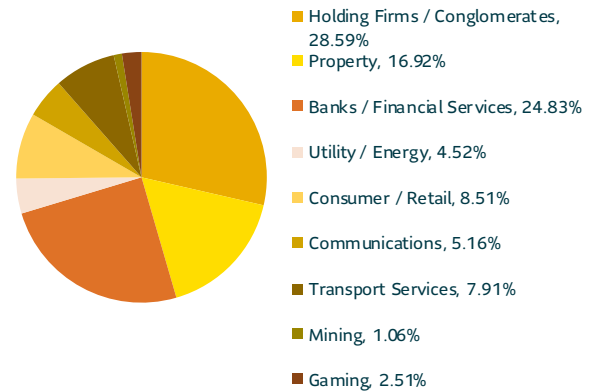
Top Equity Holdings

- SM Investments Corporation, 7.47%
- SM Prime Holdings Inc., 5.65%
- BDO Unibank Inc., 5.65%
- Bank of the Philippine Islands, 4.79%
- International Container Terminal Services Inc., 4.48%
- Ayala Land Inc., 3.92%
- Metropolitan Bank & Trust Co., 3.62%
- Ayala Corporation, 2.99%
- EEL Corporation (Series B), 2.60%
- Universal Robina Corporation, 2.40%

Investment Mix

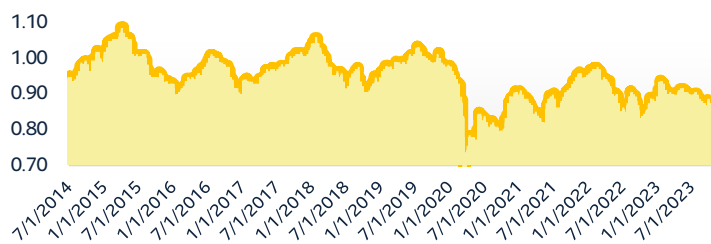


Sector Allocation



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	-4.42%	-4.30%	0.18%	2.90%	-7.05%
Benchmark*	-3.24%	-2.65%	1.49%	-4.19%	7.88%

Notes:

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- Benchmark data were based on available information as of extraction date.

***Bond Benchmark Effectivity Date:**

HSBC Local Currency Bond Philippines Liquid Total Return: July 1, 2014 to April 30, 2016
 Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life): May 1, 2016 to present

Market Review and Outlook

- The Philippine Stock Exchange Index (PSEi) succumbed to selling pressure last October as it broke below the 6,000-support following global risk off sentiment triggered by rising interest rates, geopolitical risk, and renewed inflation fears.
- 3Q23 earnings results have begun to trickle in but have failed to inspire market confidence as rising inflation and tepid consumer spending dampened profits.
- For fixed income, government bond yields eased from highs established last July. Additional liquidity from a PHP 150 billion bond maturity mid-August translated to better demand for local government bonds in both the primary and secondary markets. Furthermore, the unwillingness of the Bureau of the Treasury (BTr) to award high bids for the FXTN 20-23 (15Y) re-issue encouraged market participants to pick up long-end bonds in the secondary market. Overall, we saw bonds across the curve rally, but bonds in the belly outperformed.
- The PSEi may continue to trade within a narrow range of 5,800 to 6,250 range in the coming weeks as investors await stronger catalysts.
- On a gross-of-fees basis, the Fund trails its benchmark year-to-date.

Notice on the Change in Dynamic Fund's Strategy: As allowed by the Fund's investment objective, we have moved the target exposure of the Sun Life Prosperity Dynamic Fund from 50-90% to 30-90% for Equities and from 0-50% to 0-70% for Fixed Income.

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SECURITIES AND EXCHANGE COMMISSION

THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City
1209 Trunk Line No:02-5322-7696 Email Us:www.sec.gov.ph/imessagemo@sec.gov.ph



The following document has been received:

Receiving: ARIEL FETALVO

Receipt Date and Time: April 15, 2024 08:00:00 AM

Company Information

SEC Registration No.: CS201215846

Company Name: SUN LIFE PROSPERITY DYNAMIC FUND, INC.

Industry Classification: J67020

Company Type: Stock Corporation

Document Information

Document ID: OST10415202482196274

Document Type: Financial Statement

Document Code: FS

Period Covered: December 31, 2023

Submission Type: Annual

Remarks: None

Acceptance of this document is subject to review of forms and contents

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

C S 2 0 1 2 1 5 8 4 6

Company Name

S	U	N		L	I	F	E		P	R	O	S	P	E	R	I	T	Y		D	Y	N	A	M	I	C				
F	U	N	D		I	N	C	.																						

Principal Office (No./Street/Barangay/City/Town)Province)

S	U	N	L	I	F	E		C	E	N	T	R	E		5	T	H		A	V	E	.		C	O	R	.			
R	I	Z	A	L		D	R	I	V	E	,		B	O	N	I	F	A	C	I	O		G	L	O	B	A	L		
C	I	T	Y	,		T	A	G	U	I	G		C	I	T	Y														

Form Type

A A F S

Department requiring the report

C R M D

Secondary License Type, If Applicable

N/A

COMPANY INFORMATION

Company's Email Address

sunlife_sec_communications@sunlife.com

Company's Telephone Number/s

8555-8888

Mobile Number

0999-991-7178

No. of Stockholders

4,999

Annual Meeting
Month/Day

Every Fourth Wednesday of June

Fiscal Year
Month/Day

12/31

CONTACT PERSON INFORMATION

The designated contact person **MUST** be an Officer of the Corporation

Name of Contact Person

JEANEMAR S. TALAMAN

Email Address

Jeanemar.Talaman@sunlife.com

Telephone Number/s

8555-8888

Mobile Number

N/A

Contact Person's Address

SUN LIFE CENTRE, 5TH AVE. COR. RIZAL DRIVE, BONIFACIO GLOBAL CITY, TAGUIG CITY

Note 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated

2: All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.

Mariel Javal

From: Merobhe T Esmele
Sent: Saturday, April 13, 2024 9:04 AM
To: PHIL-FIN_FAR2
Subject: Fwd: Your BIR AFS eSubmission uploads were received

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From: eafs@bir.gov.ph <eafs@bir.gov.ph>
Sent: Saturday, April 13, 2024 9:02:37 AM
To: PHIL-FIN.SLPDynamic <PHIL-FIN.SLPDynamic@sunlife.com>
Cc: PHIL-FIN.SLPDynamic <PHIL-FIN.SLPDynamic@sunlife.com>
Subject: Your BIR AFS eSubmission uploads were received

CAUTION This email originated from outside the organization. Please proceed only if you trust the sender.

Hi SUN LIFE PROSPERITY DYNAMIC FUND, INC.,

Valid files

- EAFS008357526AFSTY122023.pdf
- EAFS008357526ITRTY122023.pdf
- EAFS008357526RPTY122023.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-A5BFBA804TXVXPQXWS24TM0C5GL6B5B**

Submission Date/Time: **Apr 13, 2024 09:02 AM**

Company TIN: **008-357-526**

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REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF FINANCE
BUREAU OF INTERNAL REVENUE

FILING REFERENCE NO.

TIN	: 008-357-526-000
Name	: SUN LIFE PROSPERITY DYNAMIC FUND, INC.
RDO	: 044
Form Type	: 1702
Reference No.	: 462400058975631
Amount Payable (Over Remittance)	: -10,976.00
Accounting Type	: C - Calendar
For Tax Period	: 12/31/2023
Date Filed	: 04/06/2024
Tax Type	: IT

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**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

The Management of Sun Life Prosperity Dynamic Fund, Inc. (the "Company") is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, as at December 31, 2023 and 2022, and for the years ended December 31, 2023, 2022 and 2021, in accordance with the Philippine Financial Reporting Standards and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Those charged with governance review and approve the financial statements including the schedules attached therein, and submits the same to the stockholders.

Navarro Amper & Co., the independent auditor appointed by the stockholders for the periods December 31, 2023 and 2022, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders has expressed its opinion on the fairness of presentation upon completion of such audit.

Handwritten signature of Benedicto C. Sison in cursive.

Benedicto C. Sison, Chairman of the Board

Handwritten signature of Valerie N. Pama in cursive.

Valerie N. Pama, President

Handwritten signature of Jeanemar S. Talamon in cursive.

Jeanemar S. Talamon, Treasurer

Signed this 25th day of March 2024.



APR 01 2024

CITY OF MAKATI

Subscribed and sworn to me before this ___ day of _____ 2024 at _____, affiants exhibiting to me competent evidence of identity, as follows:

Name	Government Issued ID	Date/Place Issued
Benedicto C. Sison	Passport ID P8268568B	24 Nov 2021/DFA Manila
Valerie N. Pama	Passport ID P7158454B	8 July 2021/DFA Manila
Jeanemar S. Talaman	Driver's License F03-13-001744	05 June 2033/ DLRC - Ayala

WITNESS MY HAND AND SEAL on the date and place above written:

Doc. No. 199
Page No. 41
Book No. XII
Series of 2024.

ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBP No. 05729- Lifetime Member
MCLE Compliance No. VII-0022734
valid until April 14, 2025
Appointment No. M-39 (2023-2024)
PTR No. 10073909 Jan. 2, 2024 / Makati
Makati City Roll No. 40091
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors and Shareholders
SUN LIFE PROSPERITY DYNAMIC FUND, INC.
(An Open-end Investment Company)
Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sun Life Prosperity Dynamic Fund, Inc. (the "Company"), which comprise the statements of financial position as at December 31, 2023 and 2022, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years ended December 31, 2023, 2022, and 2021, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2023 and 2022, and its financial performance and its cash flows for the years ended December 31, 2023, 2022, and 2021, in accordance with Philippine Financial Reporting Standards ("PFRS").

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing ("PSAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines ("Code of Ethics") together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



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About Deloitte Philippines

In the Philippines, services are provided by Navarro Amper & Co., a duly registered professional partnership.



Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with PFRS, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- Conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.



Report on Other Legal and Regulatory Requirements

Report on the Supplementary Information Required by the Bureau of Internal Revenue

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information in Note 21 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such supplementary information is the responsibility of Management and has been subjected to the auditing procedures applied in our audits of the basic financial statements. In our opinion, the supplementary information is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Navarro Amper & Co.
BOA Registration No. 0004, valid from June 7, 2021 to September 22, 2024
TIN 005299331

By:



Lloyd Ryan C. Moraño
Partner
CPA License No. 0108235
TIN 226-565-008
BIR A.N. 08-002552-090-2023, issued on March 10, 2023; effective until March 9, 2026
PTR No. A-6110718, issued on January 18, 2024, Taguig City

Taguig City, Philippines
April 8, 2024



SUN LIFE PROSPERITY DYNAMIC FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF FINANCIAL POSITION

		December 31	
	Notes	2023	2022
ASSETS			
Current Assets			
Cash and cash equivalents	6	P 21,345,140	P 50,716,153
Financial assets at fair value through profit or loss	7	610,341,838	1,105,460,516
Accrued interest receivable	6,7	2,157,595	2,836,916
Dividends receivable	7	211,521	168,090
Other current assets		10,976	10,976
		P634,067,070	P1,159,192,651
LIABILITIES AND EQUITY			
Current Liabilities			
Accrued expenses and other payables	9	P 1,233,997	P 1,549,942
Due to brokers	8	-	251,734
Payable to fund manager	10	1,182,726	2,238,849
Total Current Liabilities		2,416,723	4,040,525
Equity			
Share capital	11	35,069,670	35,069,670
Additional paid-in capital	12	3,267,793,704	3,267,804,689
Deficit		(11,710,287)	(22,617,706)
		3,291,153,087	3,280,256,653
Treasury shares	11	(2,659,502,740)	(2,125,104,527)
Total Equity		631,650,347	1,155,152,126
		P634,067,070	P1,159,192,651
Net Asset Value Per Share	13	P 0.9043	P 0.8789

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
(An Open-end Investment Company)

STATEMENTS OF COMPREHENSIVE INCOME

		For the Years Ended December 31		
	Notes	2023	2022	2021
Investment Income				
Net realized gain (losses) on investments	7	P 5,499,830	(P17,640,107)	P 118,753,457
Dividend income	7	15,862,157	22,524,154	20,272,632
Interest income	14	27,721,192	14,105,706	6,045,469
Other income		-	2,400	-
		49,083,179	18,992,153	145,071,558
Investment Expenses				
Commission	8	2,993,626	7,166,666	7,102,832
Clearing fees		129,981	294,288	505,120
		3,123,607	7,460,954	7,607,952
Net Investment Income		45,959,572	11,531,199	137,463,606
Operating Expenses				
Management and transfer fees	10	13,245,302	15,397,950	16,395,045
Distribution fees	10	11,517,654	13,379,468	14,253,837
Directors' fees	10	255,286	300,345	504,262
Custodianship fees		253,729	291,997	299,806
Taxes and licenses		84,519	222,376	189,121
Professional fees		179,065	162,787	168,484
Printing and supplies		4,549	4,809	5,812
Miscellaneous		9,392	11,745	11,947
		25,549,496	29,771,477	31,828,314
Profit (Loss) Before Net Unrealized Gains (Losses) on Investments		20,410,076	(18,240,278)	105,635,292
Net Unrealized Gains (Losses) on Investments	7	1,270,315	(50,529,077)	(23,985,979)
Profit (Loss) Before Tax		21,680,391	(68,769,355)	81,649,313
Income Tax Expense	17	10,772,972	13,469,385	11,963,741
Total Comprehensive Income (Loss) for the Year	15	P 10,907,419	(P 82,238,740)	P 69,685,572
Basic Earnings (Loss) per Share	15	P 0.009	(P 0.061)	P 0.048
Diluted Earnings (Loss) per share	15	P 0.009	(P 0.061)	P 0.048

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF CHANGES IN EQUITY**For the Years Ended December 31**

	Notes	Share Capital	Additional Paid-in Capital	Deficit	Treasury Shares	Total
Balance, January 1, 2021	11,12	P 35,069,670	P 3,210,216,567	(P10,064,538)	(P1,902,187,703)	P 1,333,033,996
Total comprehensive income for the year		-	-	69,685,572	-	69,685,572
Transactions with owners:						
Reissuance of treasury shares during the year		-	(155,352)	-	15,564,638	15,409,286
Acquisition of treasury shares during the year	11	-	-	-	(103,351,305)	(103,351,305)
Total transactions with owners	-	-	(155,352)	-	(87,786,667)	(87,942,019)
Balance, December 31, 2021	11,12	35,069,670	3,210,061,215	59,621,034	(1,989,974,370)	1,314,777,549
Total comprehensive loss for the year		-	-	(82,238,740)	-	(82,238,740)
Transactions with owners:						
Reissuance of treasury shares during the year		-	-	-	105,419	105,419
Acquisition of treasury shares during the year	11	-	57,743,474	-	(135,235,576)	(77,492,102)
Total transactions with owners	-	-	57,743,474	-	(135,130,157)	(77,386,683)
Balance, December 31, 2022	11,12	35,069,670	3,267,804,689	(22,617,706)	(2,125,104,527)	1,155,152,126
Total comprehensive income for the year		-	-	10,907,419	-	10,907,419
Transactions with owners:						
Reissuance of treasury shares during the year		-	(10,985)	-	86,079	75,094
Acquisition of treasury shares during the year	11	-	-	-	(534,484,292)	(534,484,292)
Total transactions with owners	-	-	(10,985)	-	(534,398,213)	(534,409,198)
Balance, December 31, 2023	11,12	P35,069,670	P3,267,793,704	(P11,710,287)	(P2,659,502,740)	P631,650,347

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

(An Open-end Investment Company)

STATEMENTS OF CASH FLOWS

		For the Years Ended December 31		
	Notes	2023	2022	2021
Cash Flows from Operating Activities				
Profit (Loss) before tax		P 21,680,391	(P 68,769,355)	P 81,649,313
Adjustments for:				
Net unrealized (gains) losses on investments	7	(1,270,315)	50,529,077	23,985,979
Dividend income	7	(15,862,157)	(22,524,154)	(20,272,632)
Net realized (gains) losses on investments	7	(5,499,830)	17,640,107	(118,753,457)
Interest income	14	(27,721,192)	(14,105,706)	(6,045,469)
Operating cash flows before working capital changes		(28,673,103)	(37,230,031)	(39,436,266)
Decrease in other current assets		-	17	461
Increase (Decrease) in:				
Accrued expenses and other payables		(315,945)	(5,570,619)	5,575,325
Payable to fund manager		(1,056,123)	(244,762)	(27,934)
Cash used in operations		(30,045,171)	(43,045,395)	(33,888,414)
Acquisition of financial assets at fair value				
through profit or loss	7,8	(1,223,165,752)	(3,349,812,812)	(1,995,907,862)
Proceeds from disposals and maturities of financial assets				
at fair value through profit or loss	7	1,724,802,841	3,372,160,203	2,169,832,835
Interest income received		28,400,513	13,563,159	6,892,500
Dividend income received		15,818,726	22,828,693	20,651,550
Income taxes paid		(10,772,972)	(13,469,385)	(11,963,741)
Net cash generated from operating activities		505,038,185	2,224,463	155,616,868
Cash Flows from Financing Activities				
Proceeds from reissuance of treasury shares	11	75,094	105,419	15,409,286
Payments on acquisition of treasury shares	11	(534,484,292)	(77,492,102)	(103,351,305)
Net cash used in financing activities		(534,409,198)	(77,386,683)	(87,942,019)
Net Increase (Decrease) in Cash and cash equivalents		(29,371,013)	(75,162,220)	67,674,849
Cash and cash equivalents, Beginning		50,716,153	125,878,373	58,203,524
Cash and cash equivalents, End	6	P 21,345,140	P 50,716,153	P 125,878,373

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

(An Open-end Investment Company)

NOTES TO FINANCIAL STATEMENTS

AS AT DECEMBER 31, 2023 AND 2022 AND FOR THE YEARS ENDED DECEMBER 31, 2023, 2022 and 2021

1. CORPORATE INFORMATION

Sun Life Prosperity Dynamic Fund, Inc. (the "Company") was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 31, 2012. The Company is a registered open-end investment company under the Investment Company Act (Republic Act "R.A." No. 2629) and the Securities Regulation Code (R.A. No. 8799), formerly known as the Revised Securities Act (B.P. No. 178). It is engaged in the sale of redeemable shares and investment of the proceeds in domestic equity securities and/or in government and corporate debt securities. The Company adopted a tactical asset allocation approach in order to have the ability to switch between equities, bonds, and cash with a wider range in the permitted allocation between equities and fixed-income assets when needed. As an open-end investment company, its shares are redeemable anytime based on the Net Asset Value Per Share (NAVPS) at the time of redemption.

The Company appointed Sun Life Asset Management Company, Inc. (SLAMCI), an investment management company incorporated in the Philippines and a wholly owned subsidiary of Sun Life of Canada (Philippines), Inc. (SLOCPI), as its fund manager, adviser, administrator, distributor and transfer agent and provides management, distribution and all other required operational services, as disclosed in Note 10.

The Company's registered office address and principal place of business is at the Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City.

2. FINANCIAL REPORTING FRAMEWORK AND BASIS OF PREPARATION AND PRESENTATION

Statement of Compliance

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), which include all applicable PFRS, Philippine Accounting Standards (PAS) and interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC), Philippine Interpretations Committee (PIC) and Standing Interpretations Committee (SIC) as approved by the Financial and Sustainability Reporting Standards Council (FSRSC) and the Board of Accountancy (BOA), and adopted by the SEC.

Basis of Preparation and Presentation

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

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

Functional and Presentation Currency

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

3. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

Adoption of New and Revised Accounting Standards Effective as at Reporting Period Ended December 31, 2023

The Company adopted all accounting standards and interpretations as at December 31, 2023. The new and revised accounting standards and interpretations that have been published by the International Accounting Standards Board (IASB) and approved by the FSRSC in the Philippines, were assessed to be applicable to the Company's financial statements, are as follows:

Amendments to PAS 1 Presentation of Financial Statements and PFRS Practice Statement 2 Making Materiality Judgements, Disclosure Initiative – Accounting Policies

The Company has adopted the amendments to PAS 1 for the first time in the current year. The amendments change the requirements in PAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term 'significant accounting policies' with 'material accounting policy information'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

The supporting paragraphs in PAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material.

The FSRSC has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in PFRS Practice Statement 2.

The Company has adopted the amendments by disclosing 'material accounting policy information' instead of 'significant accounting policy' and removing the accounting policies not considered as material.

Amendments to PAS 12 Income Taxes— International Tax Reform—Pillar Two Model Rules

The Company has adopted the amendments to PAS 12 for the first time in the current year. The FSRSC amends the scope of PAS 12 to clarify that the Standard applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including tax law that implements qualified domestic minimum top-up taxes described in those rules.

The amendments introduce a temporary exception to the accounting requirements for deferred taxes in PAS 12, so that an entity would neither recognise nor disclose information about deferred tax assets and liabilities related to Pillar Two income taxes.

Following the amendments, the Company is required to disclose that it has applied the exception and to disclose separately its current tax expense (income) related to Pillar Two income taxes.

The amendments did not have a material impact to the financial statements of the Company as the Pillar Two legislation has not been enacted or substantially enacted in the jurisdiction where the Company operates.

New Accounting Standards Effective after the Reporting Period Ended December 31, 2023

At the date of authorization of these financial statements, the company has not applied the following PFRS pronouncements that have been issued but are not yet effective:

Effective for annual periods beginning on or after January 1, 2024

- Amendments to PAS 1 Presentation of Financial Statements—Classification of Liabilities as Current or Non-current
- Amendments to PAS 1 Presentation of Financial Statements—Non-current Liabilities with Covenants
- Amendments to PAS 7 Statement of Cash Flows and PFRS 7 Financial Instruments: Disclosures—Supplier Finance Arrangements
- Amendments to PFRS 16 Leases—Lease Liability in a Sale and Leaseback

Effective for annual periods beginning on or after January 1, 2025

- Amendments to PAS 21 The Effects of Changes in Foreign Exchange Rates—Lack of Exchangeability
- PFRS 17 Insurance Contracts (including the June 2020 and December 2021 Amendments to PFRS 17)

Effective date is deferred indefinitely

- Amendments to PFRS 10 Consolidated Financial Statements and PAS 28 Investments in Associates and Joint Ventures—Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Management anticipates that the adoption of the new or revised PFRSs in future periods will not have a material impact on the financial statements in the period of their initial adoption.

4. MATERIAL ACCOUNTING POLICY INFORMATION

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss (FVTPL), transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities carried at FVTPL are expensed in profit or loss.

Classification and Subsequent Measurement

The Company classifies its financial assets in the following measurement categories:

- FVTPL,
- Fair value through other comprehensive income (FVTOCI); and
- Amortized cost

Classification of financial assets will be driven by the entity's business model for managing the financial assets and the contractual cash flows of the financial assets.

A financial asset is to be measured at amortized cost if: a) the objective of the business model is to hold the financial asset for the collection of the contractual cash flows, and b) the contractual cash flows under the instrument represent solely payment of principal and interest (SPPI).

All other debt and equity instruments must be recognized at fair value.

All fair value movements on financial assets are taken through the statement of comprehensive income, except for equity investments that are not held for trading, which may be recorded in the statement of comprehensive income or in reserves (without subsequent recycling to profit or loss).

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the group classifies its debt instruments:

- Amortized cost. Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.
- FVTPL. Assets that do not meet the criteria for amortized cost are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of comprehensive income within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in finance income.

Amortized cost and effective interest method

The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period.

For financial instruments, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses (ECL), through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

Interest income is recognized using the effective interest method for debt instruments measured subsequently at amortized cost. For financial instruments other than POCI financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired.

Equity instruments

The Company subsequently measures all equity investments at FVTPL, except where the Company's Management has elected, at initial recognition, to irrevocably designate an equity instrument at FVTOCI. The Company's policy is to designate equity investments as FVTOCI when those investments are held for the purposes other than to generate investment returns. When the election is used, fair value gains and losses are recognized in other comprehensive income (OCI) and are not subsequently reclassified to profit or loss, including disposal. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in profit or loss as other income when the Company's right to receive payment is established.

Changes in the fair value of financial assets at FVTPL are recognized in net realized gains (losses) on investments in the statement of profit or loss as applicable.

Impairment of financial assets

The Company recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before considering any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition

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

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain/loss that had been recognized in OCI and accumulated in equity is recognized in profit or loss, with the exception of equity investment designated as measured at FVTOCI, where the cumulative gain/loss previously recognized in OCI is not subsequently reclassified to profit or loss, but is transferred to retained earnings.

Financial Liabilities and Equity Instruments

Financial liabilities

All financial liabilities are measured subsequently at amortized cost using the effective interest method or at FVTPL. Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Financial liabilities measured subsequently at amortized cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held-for-trading, or (iii) designated as at FVTPL, are measured subsequently at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortized cost of a financial liability.

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

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Equity instruments

Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Share capital

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

Deficit

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

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

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

Contingent Liabilities and Assets

Contingent liabilities and assets are not recognized because their existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Contingent liabilities are disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized, but are disclosed only when an inflow of economic benefits is probable. When the realization of income is virtually certain, asset should be recognized.

Revenue Recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control of a product or service to a customer.

Dividend income

Dividend income from investments is recognized when the shareholders' rights to receive payments have been established, usually at ex-dividend rate, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income

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

Realized gains or losses

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

Fair value gains or losses

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

Expense Recognition

Expenses are recognized in profit or loss when incurred.

Expenses in the statements of comprehensive income are presented using the function of expense method. Investment expenses are transaction costs incurred in the purchase and sale of investments. Operating expenses are costs attributable to the administrative and other business expenses of the Company including management fees and custodianship fees.

Fair Value

In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis.

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

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

Related Party Transactions

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

Taxation

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

Current tax

The current tax expense is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statements of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's current tax expense is calculated using 25% regular corporate income tax (RCIT) rate or 1% minimum corporate income tax (MCIT) rate in July 1, 2020 to June 30, 2023 and 25% RCIT rate or 2% MCIT rate, whichever is higher, effective July 1, 2023, respectively.

Final tax

Final tax expense represents final taxes withheld on interest income from cash and cash equivalents and fixed-income securities and final taxes withheld on proceeds from sale of listed equity securities.

Deferred tax

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

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

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

Current and deferred taxes for the year

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

Earnings (Loss) per Share

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

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

Net Asset Value per Share (NAVPS)

The Company computes its NAVPS by dividing the total net asset value as at the end of the reporting period by the number of issued and outstanding shares and shares to be issued on deposits for future share subscriptions.

5. **CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In the application of the Company's accounting policies, Management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on the historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical Judgments in Applying Accounting Policies

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

Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgment reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortized cost that are derecognized prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

The Company measures its financial assets at amortized cost if the financial asset qualifies for both SPPI and business model test. The Company's business model is to hold the asset and to collect its cash flows which are SPPI. All other financial assets that do not meet the SPPI and business model test are measured at FVTPL.

As at December 31, 2023 and 2022, the Company's financial assets measured at FVTPL amounted to P610,341,838 and P1,105,460,516, respectively, as disclosed in Note 7 while the financial assets measured at amortized cost amounted to P23,714,256 and P53,721,159, respectively, composed of cash and cash equivalents, accrued interest receivable and dividends receivable as disclosed in Notes 6 and 7.

Puttable shares designated as equity instruments

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

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

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

As at December 31, 2023 and 2022, the recognized amount of share capital representing puttable shares in the statements of financial position amounted to P35,069,670 as disclosed in Note 11.

Key Sources of Estimation Uncertainty

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

Deferred tax asset

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

Based on Management's expectation of the Company's future taxable income, the Company did not recognize the deferred tax asset as at December 31, 2023 and 2022, as disclosed in Note 17.

Determining the fair value of investments in debt securities classified as financial assets at FVTPL

The Company carries its investments in traded debt securities at fair value, which requires use of accounting estimates and judgment. Since market interest rate is a significant component of fair value measurement, fair value would differ if the Company applied a different set of reference rates in the valuation methodology. Any change in the fair value of these financial assets would affect profit or loss and equity.

As at December 31, 2023 and 2022, the carrying amounts of investments in debt securities classified as financial assets at FVTPL amounted to P237,668,340 and P419,121,545, respectively, as disclosed in Note 7.

6. CASH AND CASH EQUIVALENTS

This account consists of the following:

	2023	2022
Cash in banks	P 6,332,304	P 5,673,887
Cash equivalents	15,012,836	45,042,266
	P21,345,140	P50,716,153

Cash in banks earned interest amounting to P43,047, P198,005 and P122,073 at average rates of 0.11%, 0.07% and 0.13% in 2023, 2022 and 2021, respectively, as disclosed in Note 14.

Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. The Company classifies an investment as cash equivalents if that investment has a maturity of three months or less from the date of acquisition.

Cash equivalents earned interest income amounting P2,190,149, P2,127,259 and P286 at average rates of 36.49%, 9.45% and nil in 2023, 2022 and 2021, respectively as disclosed in Note 14. Accrued interest receivable amounted to P5,505 and P22,021 as at December 31, 2023 and 2022.

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

This account consists of:

	2023	2022
Investments in listed equity shares	P 372,673,498	P 686,338,971
Investments in fixed-income securities	237,668,340	419,121,545
	P 610,341,838	P1,105,460,516

Investments in equity securities are composed of ordinary and preferred shares.

Investments in fixed-income securities include investment in treasury notes.

The Company recognized dividend income from investments in listed equity securities amounting to P15,862,157, P22,524,154 and P20,272,632 in 2023, 2022 and 2021, respectively. Dividends receivable amounted to P211,521 and P168,090 as at December 31, 2023 and 2022, respectively.

Interest income earned on fixed-income securities amounted to P25,487,996, P11,780,442 and P5,923,110 in 2023, 2022 and 2021, respectively, as disclosed in Note 14. Average rates earned on these investments are also disclosed in Note 14.

Accrued interest receivable amounted to P2,152,090 and P2,814,895 as at December 31, 2023 and 2022.

Net gains (losses) on investments recognized in profit or loss arising from financial assets at FVTPL are as follows:

	2023	2022	2021
Net realized gains (losses) on investments:			
Equity securities	(P 1,137,645)	(P10,350,113)	P114,916,334
Fixed-income securities	6,637,475	(7,289,994)	3,837,123
	5,499,830	(17,640,107)	118,753,457
Net unrealized gains (losses) on investments:			
Equity securities	747,455	(52,615,977)	(9,550,107)
Fixed-income securities	522,860	2,086,900	(14,435,872)
	1,270,315	(50,529,077)	(23,985,979)
	P 6,770,145	(P68,169,184)	P94,767,478

The movements in the financial assets at FVTPL are summarized as follows:

	2023	2022	2021
Balance, January 1	P1,105,460,516	P1,222,649,561	P1,297,034,921
Additions	1,222,914,018	3,323,140,342	2,000,679,997
Disposal	(1,719,303,011)	(3,389,800,310)	(2,051,079,378)
Unrealized gains (losses)	1,270,315	(50,529,077)	(23,985,979)
Balance, December 31	P 610,341,838	P1,105,460,516	P1,222,649,561

The following presents the breakdown of the maturity profile of the principal amounts of fixed-income securities:

	2023	2022
Due after one year through five years	P 69,000,000	P 50,000,000
Due after five years through ten years	24,850,000	190,210,000
Due after ten years	119,895,000	170,000,000
	P216,445,000	P410,210,000

8. DUE TO BROKERS

Due to brokers account pertains to amounts payable to brokers for the purchase of investments, processed on or before the reporting period, which are settled three days after the transaction date.

Due to brokers amounted to nil and P251,734 as at December 31, 2023 and 2022, respectively.

Counterparties to the contract are not allowed to offset payable and receivable arising from the purchase and sale of investments.

Commissions are paid to brokers when buying and selling shares of stocks. Commission amounted to P2,993,626, P7,166,666 and P7,102,832 were incurred in 2023, 2022 and 2021, respectively.

9. ACCRUED EXPENSES AND OTHER PAYABLES

This account consists of:

	2023	2022
Due to investors	P 920,616	P1,159,346
Withholding and documentary stamp taxes	109,443	203,677
Professional fees	179,065	162,787
Custodianship fees payable	24,873	24,132
	P1,233,997	P1,549,942

Due to investors account pertains to amounts payable to investors for the redemption of their investments processed on or before the reporting period, which are usually paid three days after the transaction date.

In line with the announcement of the Securities Clearing Corporation of the Philippines (SCCP) that stock market transaction settlement will change from four (4) clearing days settlement cycle to three (3) clearing days, the Company, effective September 11, 2023, changed the redemption and switch out settlement schedules from four (4) days to three (3) days after the transaction date.

10. RELATED PARTY TRANSACTIONS

In the normal course of business, the Company transacts with companies which are considered related parties under PAS 24, *Related Party Disclosures*.

As at December 31, 2023 and 2022, SLOCPI held shares representing 0.00% and 34.37% respectively, of net assets attributable to shareholders.

The details of transactions with related parties and the amounts paid or payable are set out below.

Nature of Transaction	Transactions During the Year			Outstanding Payable		Term	Condition	Notes
	2023	2022	2021	2023	2022			
SLAMCI – Fund Manager								
Management, Distribution and Transfer fees	P24,762,956	P28,777,418	P30,648,882	P1,182,726	P2,238,849	2.15% of average daily net assets; settled in cash on or before the 15 th day of the following month	Unsecured; Unguaranteed	a
Key Management Personnel								
Directors' fees	255,286	300,345	504,262	-	-	Payable on demand; Settled in cash	Unsecured; Unguaranteed	b
Entity Under Common Control								
Sun Life of Canada Philippines Inc.						Non-interest bearing; Settled in cash on the day of transaction	Unsecured; Unguaranteed	c
Sale	-	-	10,651,486					

Details of the Company's related party transactions are as follows:

a. Investment Management

On October 12, 2012, the Company and SLAMCI entered into a Management and Distribution Agreement (MDA) wherein SLAMCI will act as its fund manager, adviser, administrator, distributor and transfer agent and will provide management, distribution and all required operational services. Under the MDA, SLAMCI will receive aggregate fees for these services at an annual rate of 2.00% (exclusive of VAT) of the net assets attributable to shareholders on each valuation day. Moreover, under the Transfer Agency Agreement, SLAMCI receives aggregate fees for these services at an annual rate of 0.15% (exclusive of VAT) of the net assets attributable to shareholders on each valuation day.

On July 13, 2022, the Board of Directors of the Company and SLAMCI jointly approved to continue its MDA and Transfer Agency Agreements based on the provisions of ICA 2018 IRR (Implementing Rules and Regulations of the Investment Company Act 2018) published by the SEC on January 11, 2018. The agreements shall remain to continue in effect from year to year as approved by the respective Board of Directors of the Company and SLAMCI.

Management, distribution and transfer fees charged by SLAMCI to the Company in 2023, 2022 and 2021 amounted to P24,762,956, P28,777,418 and P30,648,882, respectively. Accrued management fees as at December 31, 2023 and 2022 amounting to P1,182,726 and P2,238,849, respectively, are shown as "Payable to Fund Manager" in the statements of financial position.

b. Remuneration of Directors

Remuneration of directors is presented in the statements of comprehensive income under "Directors' Fees" account amounting to P255,286, P300,345 and P504,262 in 2023, 2022 and 2021 respectively, which are usually paid to directors based on the number of meetings held and attended. There were no accrued Directors' fees as at December 31, 2023 and 2022.

Except for the Board of Directors, the Company has no key management personnel and employees. Pursuant to the Company's MDA with SLAMCI, the latter provides all staff of the Company, including executive officers and other trained personnel.

c. Purchase and Sale of Investments

These types of transactions are buy and sell of the same security between portfolios of two separate affiliated legal entities of and whose assets are managed by Investment Department until July 25, 2021 and Sun Life Investment Management and Trust Corporation from July 26, 2021 onwards. Portfolio Managers determine that this is appropriate and in the best interest of certain portfolios and ensure that the trade will be executed in a manner that is fair and equitable to both parties involved in the cross trade.

11. EQUITY

Movements are as follows:

	2023		2022		2021	
	Shares	Amount	Shares	Amount	Shares	Amount
Authorized: P0.01 par value						
At December 31	5,200,000,000	P 52,000,000	5,200,000,000	P 52,000,000	5,200,000,000	P 52,000,000
Fully paid:						
At December 31	3,506,967,024	P 35,069,670	3,506,967,024	P 35,069,670	3,506,967,024	P 35,069,670
Treasury shares:						
At January 1	2,192,658,591	P2,125,104,527	2,107,653,044	P1,989,974,370	2,005,281,414	P1,902,187,703
Acquired during the year	615,865,127	534,484,292	85,116,255	135,235,576	118,779,832	103,351,305
Reissuance	(86,216)	(86,079)	(110,708)	(105,419)	(16,408,202)	(15,564,638)
At December 31	2,808,437,502	P2,659,502,740	2,192,658,591	P2,125,104,527	2,107,653,044	P1,989,974,370

Fully paid ordinary shares with a par value of P0.01 carry one vote per share and carry a right to dividends.

Incorporation

The Company was incorporated on August 31, 2012 with 200,000,000 authorized shares at par value of P0.01 per share.

Approved changes

On October 10, 2012, the shareholders approved the blanket increase from 200,000,000 shares to 100,000,000,000 shares with a par value of P0.01 per share. The Board was authorized to implement the increase in tranches.

On March 22, 2013, the Board of Directors approved the first tranche of share capital increase by 2,000,000,000 shares (from 200,000,000 shares to 2,200,000,000 shares with a par value of P0.01 per share). The SEC subsequently approved the increase on January 22, 2014 and the registration statement on July 3, 2014.

Deposits for future stock subscriptions received in cash amounting to P500,000,000 equivalent to 500,000,000 shares from investors in 2013 for the increase in authorized share capital is recognized in equity since the Company has met all of the conditions required for such recognition as disclosed in Note 4.

On August 6, 2013, the Board of Directors approved the second tranche of share capital increase by 3,000,000,000 shares (from 2,200,000,000 shares to 5,200,000,000 shares with a par value of P0.01 per share) which was subsequently approved by the SEC on December 23, 2014. On July 13, 2017, the registration statement was approved by the SEC.

Current state

As at December 31, 2023, the Company has 698,529,522 issued and outstanding shares out of the 5,200,000,000 ACS with a par value of P0.01 per share.

The annual summary of the transaction of the Company's outstanding shares is as follows:

Year	NAVPS, end	Issuances	Redemptions	Balances
2012	P0.9908	50,000,000	-	50,000,000
2013	P0.9029	-	-	50,000,000
2014	P0.9998	3,503,921,187	(48,031,602)	3,505,889,585
2015	P0.9260	38,792,139	(146,889,954)	3,397,791,770
2016	P0.8962	5,155,668	(324,454,812)	3,078,492,626
2017	P1.0203	18,495,215	(732,722,627)	2,364,265,214
2018	P0.9217	503,652	(450,492,552)	1,914,276,314
2019	P0.9748	-	(376,806,558)	1,537,469,756
2020	P0.8877	-	(35,784,146)	1,501,685,610
2021	P0.9396	16,408,202	(118,779,832)	1,399,313,980
2022	P0.9789	110,708	(85,116,255)	1,314,308,433
2023	P0.9042	86,216	(615,865,127)	698,529,522

The total number of shareholders as at December 31, 2023, 2022 and 2021 is 4,999, 4,998 and 4,995, respectively.

Redeemable shares

Redeemable shares carry one vote each, and are subject to the following:

a. Distribution of dividends

Each shareholder has a right to any dividends declared by the Company's Board of Directors and approved by 2/3 of its outstanding shareholders.

b. Denial of pre-emptive rights

No shareholder shall, because of his ownership of the shares, have a pre-emptive or other right to purchase, subscribe for, or take any part of shares or of any other securities convertible into or carrying options or warrants to purchase shares of the registrant.

c. Right of redemption

The holder of any share, upon its presentation to the Company or to any of its duly authorized representatives, is entitled to receive, by way of redemption, approximately his proportionate share of the Company's current net assets or the cash equivalent thereof. Shares are redeemable at any time at their net assets value less any applicable sales charges and taxes.

12. ADDITIONAL PAID-IN CAPITAL

Additional paid-in capital of P3,267,793,704, P3,267,804,689 and P3,210,061,215 as at December 31, 2023, 2022 and 2021, respectively, pertains to excess payments over par value from investors and from reissuance of treasury shares.

13. NET ASSET VALUE PER SHARE (NAVPS)

NAVPS is computed as follows:

	Note	2023	2022
Total equity		P 631,650,347	P1,155,152,126
Outstanding shares	11	698,529,522	1,314,308,433
NAVPS		P 0.9043	P 0.8789

NAVPS is based on issued, outstanding and fully paid shares minus treasury shares. The expected cash outflow on redemption of these shares is equivalent to computed NAVPS as at reporting period.

14. INTEREST INCOME

This account consists of interest income on the following:

	Notes	2023	2022	2021
Fixed-income securities	7	P25,487,996	P11,780,442	P5,923,110
Cash in banks	6	43,047	198,005	122,073
Cash equivalents	6	2,190,149	2,127,259	286
		P27,721,192	P14,105,706	P6,045,469

Interest income is recorded gross of final withholding tax which is shown as "Income tax expense" account in the statements of comprehensive income.

Average interest rates of investments, cash and cash equivalents in 2023, 2022 and 2021 are as follows:

	2023	2022	2021
Fixed-income securities	7.13%	6.79%	5.09%
Cash in banks	0.00%	0.07%	0.13%
Cash equivalents	36.49%	9.45%	-

Interest income earned on financial assets, analyzed by category, is as follows:

	Notes	2023	2022	2021
Financial assets at FVTPL	7	P25,487,996	P11,780,442	P5,923,110
Cash and cash equivalents	6	2,233,196	2,325,264	122,359
		P27,721,192	P14,105,706	P6,045,469

15. EARNINGS (LOSS) PER SHARE

The calculation of the basic and diluted earnings (loss) per share is based on the following data:

	2023	2022	2021
Total comprehensive income (loss) for the year	P 10,907,419	(P 82,238,740)	P 69,685,572
Weighted average number of issued and outstanding shares	1,175,632,707	1,351,713,503	1,452,629,129
Basic earnings (loss) per share	P 0.009	(P 0.061)	P 0.048
Diluted earnings (loss) per share	P 0.009	(P 0.061)	P 0.048

As at December 31, 2023, 2022 and 2021, the Company has no dilutive potential ordinary shares.

16. FAIR VALUE OF FINANCIAL INSTRUMENTS

Assets measured at fair value on a recurring basis

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value classified under level 1 based on the degree to which the inputs to fair value are observable.

	Note	Level 1
December 31, 2023		
Investments in listed equity shares	7	P 372,673,498
Investments in fixed-income securities	7	237,668,340
		P 610,341,838
December 31, 2022		
Investments in listed equity shares	7	P 686,338,971
Investments in fixed-income securities	7	419,121,545
		P1,105,460,516

The fair values of fixed-income securities are based on quoted prices of done deal rates and bid rates of identical instruments.

Listed equity securities are valued at quoted prices as at reporting date.

No transfers in fair value hierarchy were made as at December 31, 2023 and 2022. Total unrealized gain or loss on investments relating to financial assets that are measured at fair value at the end of the reporting period are presented separately in the statements of comprehensive income and disclosed in Note 7.

Financial asset and liabilities not measured at fair value

Cash and cash equivalents, accrued interest receivable, dividends receivable, accrued expenses and other payables excluding withholding and documentary stamp taxes, due to brokers, and payable to fund manager have short-term maturities, hence, their carrying amounts are considered their fair values.

17. INCOME TAXES

Details of current tax expense are as follows:

	2023	2022	2021
Final tax	P10,772,972	P13,469,368	P11,963,280
MCIT	-	17	461
	P10,772,972	P13,469,385	P11,963,741

The reconciliation between tax expense and the product of accounting profit (loss) multiplied by 25% in 2023, 2022 and 2021 is as follows:

	2023	2022	2021
Accounting profit (loss)	P21,680,390	(P68,769,355)	P 81,649,313
Tax expense (benefit) at 25% in 2023 2022 and 2021	P 5,420,098	(P17,192,339)	P 20,412,328
Adjustment for income subject to lower tax rate	3,842,674	9,942,942	10,465,976
Tax effects of:			
Net unrealized fair value loss (gains) on investments	(317,579)	12,632,269	5,996,494
Unrecognized MCIT	-	17	461
Unrecognized Net Operating Loss Carry-Over (NOLCO)	7,168,276	9,307,508	9,845,004
Dividend income exempt from tax	(3,965,539)	(5,631,039)	(5,068,158)
Net realized loss (gain) on investments	(1,374,958)	4,410,027	(29,688,364)
	P10,772,972	P13,469,385	P 11,963,741

On March 26, 2021, the Republic Act (RA) 11534 also known as "Corporate Recovery and Tax Incentives for Enterprises Act" or "CREATE" Act was passed into law which reduced the corporate income tax rates and rationalized the current fiscal incentives by making it time-bound, targeted and performance-based.

Among others, the Act includes the following significant revisions:

1. Effective July 1, 2020, domestic corporations with total assets not exceeding P100 million and net taxable income of P5 million and below shall be subject to 20% income tax rate while the other domestic corporations and resident foreign corporations will be subject to 25% tax income tax rate;
2. MCIT rate is reduced to from 2% to 1% from July 1, 2020 to June 30, 2023;

Details of the Company's NOLCO from 2019 to 2023 are as follows:

Year Incurred	Year of Expiry	Beginning Balance	Additions	Expired	2023 Balance
2019	2022	P46,370,274	P -	(P46,370,274)	P -
2022	2025	37,230,031	-	-	37,230,031
2023	2026	-	28,673,104	-	28,673,104
		P83,600,305	P28,673,104	(P46,370,274)	P65,903,135

Details of the Company's NOLCO from 2020 to 2021 covered by Revenue Regulations (RR) No. 25-2020 are as follows:

Year of Incurrence	Year of Expiry	Beginning Balance	Addition	Expired	2023 Balance
2020	2025	P35,365,475	P -	P -	P35,365,475
2021	2026	39,380,016	-	-	39,380,016
		P74,745,491	P -	P -	P74,745,491

Pursuant to Section 4 COVID-19 Response and Recovery Interventions paragraph (bbbb) of Republic Act No. 11494 also known as "Bayanihan to Recover As One Act" and to RR No. 25-2020 of Bureau of Internal Revenue, the NOLCO incurred by the Company for taxable years 2020 and 2021 shall be carried over as a deduction from gross income for the next five consecutive taxable years immediately following the year of such loss.

Details of MCIT are as follows:

Year Incurred	Year of Expiry	Amount	Applied Previous Year	Applied Current Year	Expired	Effects of changes in tax rate	Unapplied
2019	2022	P 57	P -	P -	(P57)	P -	P -
2021	2024	461	-	-	-	-	461
2022	2025	1,741	-	-	-	-	1,741
		P2,259	P -	P -	(P57)	P -	P2,202

Deferred tax asset on NOLCO and MCIT were not recognized since Management believes that future taxable income will not be available against which the deferred tax asset can be utilized.

The Company's interest income arising from cash in banks, cash equivalents, and fixed-income securities and realized gains on sale of listed equity securities are already subjected to final tax and are therefore excluded from the computation of taxable income subject to RCIT.

Realized gains on redemption of investments in mutual funds are exempted from tax and are therefore excluded from the computation of taxable income subject to RCIT and MCIT.

18. CONTINGENCIES

The Company has no pending legal cases as at December 31, 2023 and 2022 that may have a material effect on the Company's financial position and results of operations.

19. FINANCIAL RISK MANAGEMENT

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

Market risk

The Company's activities expose it primarily to the financial risks of changes in interest rates and prices of equity securities in the stock market. There has been no change in the manner in which the Company manages and measures the risk.

Interest rate risk

Interest rate risk refers to the possibility that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest.

The primary source of the Company's interest rate risk relates to cash in banks, cash equivalents, and fixed-income securities. Interest rates of the financial assets are disclosed in Note 6, 7, and 14.

The risk is managed by the Fund Manager by actively monitoring the prevailing interest rate environment. The duration of the portfolio is reduced during periods of rising rates and widening credit spreads to maximize interest income potential. Conversely, the same is increased during periods of falling rates and narrowing credit spreads.

A 50 basis points increase or decrease in the interest rates had been determined for sensitivity analysis based on the exposure to interest rates for financial assets at FVTPL and loans and receivables at the end of each reporting period. The same is used for reporting interest rate risk internally to key management personnel and represents Management's assessment of the reasonable effect of the maximum possible movement in interest rates.

The following table details the increase or decrease in net profit if interest rates had been 50 basis points higher or lower and all other variables are held constant for the years ended 2023, 2022, and 2021:

Change in Interest rates	Increase (Decrease) in Net Profit/Equity		
	2023	2022	2021
+50 basis	(P 6,934,701)	(P 11,450,716)	(P4,109,631)
-50 basis	7,261,580	11,999,752	4,273,642

In Management's opinion, the sensitivity analysis is unrepresentative of the inherent interest rate risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Equity price risk

The Company is exposed to equity price risks arising from investments in listed equity securities. Investments in equity securities could either be held for strategic or trading purposes.

The risk is managed by the Fund Manager by actively monitoring the domestic equity market. Portfolios are traded based on a combination of regularly-carried out fundamental and technical analyses of stock prices.

Based on the exposure to equity price risks at the end of each reporting period, if equity prices had been 2% higher or lower, profit or loss for the years ended December 31, 2023, 2022 and 2021 would have increased or decreased by P7,273,990, P13,396,239 and P20,672,536, respectively.

In Management's opinion, the sensitivity analysis is unrepresentative of the inherent equity price risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of dealing only with creditworthy counterparties, as a means of mitigating the risk of financial loss from defaults, and transacts only with entities that are rated with equivalent of investment grade of "High" down to "Satisfactory". This information is supplied by independent rating agencies, when available. If the information is not available, the Company uses other publicly available financial information and its own trading records to rate its major counterparties. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The table below summarizes the current internal credit rating equivalence system of the Company.

Summary rating	Internal credit rating	S&P rating
High	AAA	AAA
High	AA	AA- to AA+
High	A	A- to A+
High	BBB	BBB- to BBB+
Satisfactory	BB	BB- to B+
Acceptable	B	B- to B+
Low	CCC/C	CCC- to CCC+

The carrying amount of cash and cash equivalents, accrued interest receivable, and dividends receivable are recorded in the financial statements represents the Company's maximum exposure to credit risk. The Company determined that the credit quality of cash and cash equivalents, accrued interest receivable, and dividends receivable as high grade and low credit risk investments. Therefore, no ECL is recognized for these financial assets.

Liquidity risk

Liquidity risk arises when the Company encounters difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company aims to maintain an appropriate level of liquidity which means having sufficient liquidity to be able to meet all obligations promptly under foreseeable adverse circumstances, while not having excessive liquidity.

The Company maintains at least ten percent of the fund in liquid/semi-liquid assets in the form of cash in banks, special savings deposits, accrued interest receivable, dividend receivable and other collective schemes wholly invested in liquid/semi-liquid assets to assure necessary liquidity. This is also in compliance to Section 6.10 of the Implementing Rules and Regulations of the Investment Company Act series of 2018.

The Fund Manager manages liquidity risks by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities. The table had been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

	Less than One Month	One Month to One Year	Total
2023			
Accrued expenses and other payables	P 945,489	P179,065	P1,124,554
Payable to fund manager	1,182,726	-	1,182,726
	P2,128,215	P179,065	P2,307,280
2022			
Accrued expenses and other payables	P1,183,478	P162,787	P1,346,265
Due to brokers	251,734	-	251,734
Payable to fund manager	2,238,849	-	2,238,849
	P3,674,061	P162,787	P3,836,848

The difference between the carrying amount of accrued expenses and other payables disclosed in the statements of financial position and the amount disclosed in this note pertains to withholding and documentary stamp taxes that are not considered financial liabilities.

The following table details the Company's expected maturity for its financial assets. The table had been drawn up based on contractual maturities of the financial assets including interest that will be earned on those assets, except when the Company anticipates that the cash flows will occur in a different period.

	Average Effective Interest Rate	Less than One Year	One Year to Five Years	Five Years to Ten Years	More than Ten Years	Total
2023						
Cash in banks	0.00%	P 6,332,304	P -	P -	P -	P 6,332,304
Cash equivalents	36.49%	15,012,836	-	-	-	15,012,836
Financial assets at fair value through profit or loss	7.13%	156,007	69,609,092	28,070,687	120,362,074	218,197,860
Accrued interest receivable		2,157,595	-	-	-	2,157,595
Dividends receivable		211,521	-	-	-	211,521
		P 23,870,263	P 69,609,092	P 28,070,687	P120,362,074	P241,912,116
2022						
Cash in banks	0.07%	P 5,673,887	P -	P -	P -	P 5,673,887
Cash equivalents	9.45%	45,042,266	-	-	-	45,042,266
Financial assets at fair value through profit or loss	6.79%	210,144	51,100,477	190,979,603	171,086,991	413,447,215
Accrued interest receivable		2,836,916	-	-	-	2,836,916
Dividends receivable		168,090	-	-	-	168,090
		P 53,931,303	P 51,100,477	P 190,979,603	P171,086,991	P 467,168,374

The Company expects to meet its obligations from operating cash flows and proceeds of maturing financial assets and sale of financial assets at FVTPL.

20. CAPITAL RISK MANAGEMENT

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

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

The capital structure of the Company consists of issued capital as disclosed in Note 11.

The Fund Manager manages the Company's capital and NAVPS, as disclosed in Notes 11, 12 and 13, to ensure that the Company's net asset value remains competitive and appealing to prospective investors.

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

- It does not issue senior securities;
- It does not intend to incur any debt or borrowing. In the event that borrowing is necessary, it can do so only if, at the time of its incurrence or immediately thereafter, there is asset coverage of at least 300% for all its borrowings;
- It does not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own share capital;
- It generally maintains a diversified portfolio. Industry concentrations may vary at any time depending on the investment manager's view on the prospects;
- It does not invest more than twenty percent (20%) of its net assets in real estate properties and developments, subject to investment restrictions and/or limitations under applicable law, if any;
- It does not purchase or sell commodity futures contracts;
- It does not engage in lending operations to related parties such as the members of the Board of Directors, officers of the Company and any related party, or related party corporations of the Company;

- h. The asset mix in each type of security is determined from time to time, as warranted by economic and investment conditions;
- i. Subscribers are required to settle their subscriptions in full upon submission of their application for subscriptions;
- j. It may use various techniques to hedge investment risks; and
- k. It does not change its investment objectives without the prior approval of a majority of its shareholders and prior notice to the SEC.

The Investment Policies refer to the following:

- a. Investment Objective - to generate long-term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Peso.
- b. Benchmark - the Company's performance is measured against 50% PSE Index and 50% Bloomberg Sovereign Bond Index, net of tax.
- c. Asset Allocation Range - the Company allocates its funds available for investments among cash and other deposit substitutes, fixed-income securities and equity securities based on certain proportion as approved by Management.

Other matters covered in the investment policy include the fees due to be paid to the Fund Manager with management and distribution fees each set at an annual rate of 2.00% of the net assets attributable to shareholders on each valuation day.

In compliance with SEC Memorandum Circular No. 21, Series of 2019 signed on September 24, 2019 in relation to independent Net Asset Value (NAV) calculation, SLAMCI (Fund Manager) engaged Citibank, N.A. Philippines to service its fund accounting functions including calculation of its NAV every dealing day. In December 2020, SLAMCI implemented the outsourced fund accounting to all Sun Life Prosperity Funds.

As at December 31, 2023 and 2022, the Company is in compliance with the above requirements and minimum capital requirement of P50,000,000.

The equity ratio at year-end is as follows:

	2023	2022
Equity	P 631,650,347	P1,155,152,126
Asset	634,067,070	1,159,192,651
Equity ratio	0.9962:1	0.9965:1

The Management believes that the above ratios are within the acceptable range.

21. SUPPLEMENTARY INFORMATION REQUIRED BY THE BUREAU OF INTERNAL REVENUE (BIR) UNDER REVENUE REGULATIONS NO. 15-2010

The following information on taxes and license fees paid or accrued during the 2023 taxable year is presented for purposes of filing with the BIR and is not a required part of the basic financial statements.

Documentary stamp tax

Documentary stamp taxes incurred by the Company during 2023 amounted to P7 representing taxes paid in connection with the issuance of share certificates by the Company to its shareholders. The documentary stamp tax paid by the Company to the BIR includes those charged against the shareholder's investment for share certificate issuances in excess of ten (10) inter-fund transfers per calendar year.

Other taxes and licenses

Details of other taxes and licenses and permit fees paid or accrued in 2023 are as follows:

Charged to Operating Expenses	
Business permits	P 49,937
Residence or community tax	32,575
Filing and registration fees	1,500
Annual registration	500
	P 84,512

Withholding taxes

Withholding taxes paid and accrued and/or withheld consist of:

	Paid	Accrued	Total
Expanded withholding taxes	P1,900,823	P 109,443	P1,972,654

Deficiency tax assessments

The Company has no tax assessments and tax cases in 2023.

22. APPROVAL OF FINANCIAL STATEMENTS

The financial statements of the Company were reviewed and endorsed by the Audit and Compliance Committee for the approval of the Board of Directors on March 25, 2024.

The Board of Directors approved the issuance of the financial statements also on March 25, 2024.

* * *

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTARY SCHEDULES

To the Board of Directors and Shareholders
SUN LIFE PROSPERITY DYNAMIC FUND, INC.
(An Open-end Investment Company)
Sun Life Centre, 5th Avenue corner Rizal Drive
Bonifacio Global City, Taguig City

We have audited the financial statements of Sun Life Prosperity Dynamic Fund, Inc. (the "Company") as at December 31, 2023 and 2022, and for the years ended December 31, 2023, 2022, and 2021, in accordance with Philippine Standards on Auditing on which we have rendered an unqualified opinion dated April 8, 2024.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information on the attached schedule showing the reconciliation of the retained earnings available for dividend declaration as at December 31, 2023 and other supplementary information shown in schedules A-H, as required by the Securities and Exchange Commission under the revised Securities Regulation Code Rule 68, are presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of Management and has been subjected to the auditing procedures applied in our audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Navarro Amper & Co.
BOA Registration No. 0004, valid from June 7, 2021 to September 22, 2024
TIN 005299331

By:



Lloyd Ryan C. Moraño
Partner

CPA License No. 0108235

TIN 226-565-008

BIR A.N. 08-002552-090-2023, issued on March 10, 2023; effective until March 9, 2026

PTR No. A-6110718, issued on January 18, 2024, Taguig City

Taguig City, Philippines
April 8, 2024

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SUN LIFE PROSPERITY DYNAMIC FUND, INC.
RECONCILIATION OF RETAINED EARNINGS
AVAILABLE FOR DIVIDEND DECLARATION
As at December 31, 2023

2023

Unappropriated Retained Earnings, beginning of reporting period (see Footnote 2)	-	(2,261,424,845)
Add: Category A: Items that are directly credited to Unappropriated Retained Earnings		
Reversal of Retained Earnings Appropriations	-	-
Effect of restatements or prior-period adjustments	-	-
Others (describe nature)	-	-
	-	-
Less: Category B: Items that are directly deducted to Unappropriated Retained Earnings		
Dividend declaration during the reporting period	-	-
Retained Earnings appropriated during the reporting period	-	-
Effect of restatements or prior-period adjustments	-	-
Others (describe nature)	-	-
	-	-
Unappropriated Retained Earnings, as adjusted	-	(2,261,424,845)
Add/Less: Net income (loss) for the current year		10,907,419
Less: Category C.1: Unrealized income recognized in the profit or loss during the reporting period (net of tax)		
• Equity in net income of associate/joint venture, net of dividends declared	-	-
• Unrealized foreign exchange gain (except those attributable to Cash and Cash Equivalents)	-	-
• Unrealized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-	1,270,314
• Unrealized fair value gain of Investment Property	-	-
• Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS (describe nature)	-	-
	-	1,270,314
Add: Category C.2: Unrealized income recognized in the profit or loss in prior reporting periods but realized in the current reporting period (net of tax)		
• Realized foreign exchange gain (except those attributable to Cash and Cash Equivalents)	-	-
• Realized fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-	-
• Realized fair value gain of Investment Property	-	-
• Other realized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	-
	-	-
Add: Category C.3: Unrealized income recognized in the profit or loss in prior periods but reversed in the current reporting period (net of tax)		
• Reversal of previously recorded foreign exchange gain (except those attributable to Cash and Cash Equivalents)	-	-
• Reversal of previously recorded fair value adjustment (mark-to-market gains) of financial instruments at fair value through profit or loss (FVTPL)	-	-
• Reversal of previously recorded fair value gain of Investment Property	-	-
• Reversal of other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under the PFRS	-	-
	-	-
Adjusted Net Income/Loss	-	9,637,105
Add: Category D: Non-actual losses recognized in profit or loss during the reporting period (net of tax)		
• Depreciation on revaluation increment (after tax)	-	-
	-	-
Add/Less Category E: Adjustments related to relief granted by the SEC and BSP (see Footnote 3)		
• Amortization of the effect of reporting relief	-	-
• Total amount of reporting relief granted during the year	-	-
• Others (describe nature)	-	-
	-	-
Add/Less Category F: Other items that should be excluded from the determination of the amount of available for dividends distribution		
• Net movement of treasury shares (except for reacquisition of redeemable shares)	-	(534,398,213)
• Net movement of deferred tax asset not considered in reconciling items under the previous categories	-	-
• Net movement in deferred tax assets and liabilities related to same transactions, e.g., set up of ROU and lease liability, set up of asset and asset retirement obligation, and set-up of service concession asset and concession payable.	-	-
• Adjustments due to deviation from PFRS/GAAP - gain (loss)	-	-
• Others (describe nature)	-	-
	-	(534,398,213)
Total Retained Earnings, end of the reporting period available for dividend	-	(2,786,185,953)

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

Schedule of Financial Soundness Indicators and Financial Ratios

December 31, 2023 and December 31, 2022

	Formula	2023	2022
<i>Current/ Liquidity Ratios</i>			
a. Current ratio	Current Assets/Current Liabilities	262.37:1	286.89:1
b. Quick ratio	Quick Assets/Current Liabilities	262.36:1	286.89:1
c. Cash ratio	Cash/Current Liabilities	8.83:1	12.55:1
d. Days in receivable	Receivable/Revenue * No. of days	N/A	N/A
e. Working capital ratio	(Current Assets-Current Liabilities)/Current Liabilities	261.37:1	285.89:1
f. Net working capital to sales ratio	Working Capital / Total Revenue	12.87:1	60.82:1
g. Defensive Interval Ratio	360* (Quick Assets / Proj. Daily Operating Expense)	8934.04:1	14016.95:1
<i>Solvency Ratios</i>			
a. Long-term debt to equity ratio	Noncurrent Liabilities/Total Equity	N/A	N/A
b. Debt to equity ratio	Total Liabilities/Total Equity	0.00	0.00
c. Long term debt to total asset ratio	Noncurrent Liabilities/Total Assets	N/A	N/A
d. Total debt to asset ratio	Total Liabilities/Total Assets	0.00	0.00
Asset to equity ratio	Total Assets/Total Equity	1.00	1:01
Interest rate coverage ratio	Earning Before Income Tax/Interest Expense	0.00	0.00
<i>Profitability Ratio</i>			
a. Earnings before interest and taxes (EBIT) margin	EBIT/Revenue	44.17%	-362.09%
b. Earnings before interest, taxes and depreciation and amortization (EBITDA) margin	EBITDA/Revenue	44.17%	-362.09%
c. Pre-tax margin	EBT/Revenue	44.17%	-362.09%
d. Effective tax rate	Income Tax/EBIT	49.69%	-19.59%
e. Post-tax margin	Net Income After Tax/Revenue	22.22%	-433.01%
f. Return on equity	Net Income After Tax/Average Common Equity	1.22%	-6.66%
g. Return on asset	NIAT/Average Total Assets	1.22%	-6.55%
Capital intensity ratio	Total Assets/Revenue	12.92:1	61.04:1
Fixed assets to total assets	Fixed assets/Total assets	N/A	N/A
Dividend payout ratio	Dividends paid/Net Income	N/A	N/A

Sun Life Prosperity Dynamic Fund Inc.
Schedule Required under SRC Rule 68

i. Percentage of Investment in a Single Enterprise to Net Asset Value
As of December 31, 2023 and December 31, 2022

	2023			2022		
	Investment (Market Value)	Net Asset Value	% over NAV	Investment (Market Value)	Net Asset Value	% over NAV
Equities						
Aboitiz Equity Ventures Inc	4,586,218	631,650,347	0.73%	28,764,604	1,155,152,126	2.49%
Aboitiz Power Corporation	-	**	-	10,555,500	1,155,152,126	0.91%
Alliance Global Group Inc.	3,078,312	631,650,347	0.49%	6,111,840	1,155,152,126	0.53%
Ayala Corporation	22,670,490	631,650,347	3.59%	31,344,500	1,155,152,126	2.71%
Ayala Land Inc.	33,776,502	631,650,347	5.35%	38,606,260	1,155,152,126	3.34%
Bank of the Philippine Islands	26,677,742	631,650,347	4.22%	48,942,558	1,155,152,126	4.24%
BDO Unibank Inc.	30,491,195	631,650,347	4.83%	49,688,407	1,155,152,126	4.30%
DMCI Holdings Inc.	-	**	-	11,046,000	1,155,152,126	0.96%
Globe Telecom Inc.	8,109,800	631,650,347	1.28%	13,450,600	1,155,152,126	1.16%
AC Energy Corporation	-	**	-	9,678,391	1,155,152,126	0.84%
Century Pacific Food Inc.	5,865,025	631,650,347	0.93%	-	1,155,152,126	0.00%
GT Capital Holdings Inc.	13,457,900	631,650,347	2.13%	18,448,350	1,155,152,126	1.60%
International Container Terminal Services Inc.	33,651,180	631,650,347	5.33%	32,964,000	1,155,152,126	2.85%
JG Summit Holdings Inc.	9,570,271	631,650,347	1.52%	17,924,355	1,155,152,126	1.55%
Manila Electric Company	10,138,590	631,650,347	1.61%	19,538,532	1,155,152,126	1.69%
Metropolitan Bank & Trust Company	12,397,671	631,650,347	1.96%	22,611,960	1,155,152,126	1.96%
PLDT, INC.	8,443,958	631,650,347	1.34%	12,171,714	1,155,152,126	1.05%
SM Investments Corporation	45,488,752	631,650,347	7.20%	109,031,400	1,155,152,126	9.44%
SM Prime Holdings Inc.	39,942,903	631,650,347	6.32%	95,767,285	1,155,152,126	8.29%
Universal Robina Corporation	14,342,388	631,650,347	2.27%	24,032,560	1,155,152,126	2.08%
Bloomberry Resorts Corporation	4,517,544	631,650,347	0.72%	4,884,525	1,155,152,126	0.42%
Jollibee Foods Corporation	15,254,952	631,650,347	2.42%	16,419,700	1,155,152,126	1.42%
Monde Nissin Corporation	3,064,566	631,650,347	0.49%	11,517,660	1,155,152,126	1.00%
Wilcon Depot, Inc.	-	**	-	11,336,850	1,155,152,126	0.98%
Converge Information and Communications Technology Solutions	-	**	-	11,679,740	1,155,152,126	1.01%
EEI Corporation - PHY2249U1290	5,001,723	631,650,347	0.79%	9,999,000	1,155,152,126	0.87%
EEI Corporation - PHY2249U1373	15,744,312	631,650,347	2.49%	19,822,680	1,155,152,126	1.72%
ROBINSONS LAND CO PHP1	6,401,504	631,650,347	1.01%	-	**	-
Treasury Notes						
PIID0527C159	-	**	-	47,759,000	1,155,152,126	4.13%
PIID0528I160	-	**	-	116,746,800	1,155,152,126	10.11%
PIBD0729J687	2,810,673	631,650,347	0.44%	30,377,400	1,155,152,126	2.63%
PIBD2042K253	57,139,650	631,650,347	9.05%	130,173,600	1,155,152,126	11.27%
PIBD2535L086	28,693,515	631,650,347	4.54%	53,061,000	1,155,152,126	4.59%
PIBD1029A644	-	**	-	41,003,745	1,155,152,126	3.55%
PIID0528B176	69,634,800	631,650,347	11.02%	-	**	-
PH0000057218	17,889,943	631,650,347	2.83%	-	**	-
PH0000057200	3,866,760	631,650,347	0.61%	-	**	-
PIBD2535I071	44,630,103	631,650,347	7.07%	-	**	-
PH0000057374	7,591,124	631,650,347	1.20%	-	**	-
PIBD2039A232	5,411,772	631,650,347	0.86%	-	**	-
Cash equivalents						
RIZAL COMMERCIAL BANKING CORPORATION	15,012,836	631,650,347	2.38%	45,042,266	1,155,152,126	3.90%

ii. Total Investment of the Fund to the Outstanding Securities of an Investee Company

As of December 31, 2023 and December 31, 2022

	2023			2022		
	Investment (Shares)	Outstanding Securities	% over Investee	Investment (Shares)	Outstanding Securities	% over Investee
Equities						
Aboitiz Equity Ventures Inc	102,830	5,619,785,757	0.00%	498,520	5,630,225,457	0.01%
Aboitiz Power Corporation	-	**	-	310,000	7,358,604,307	0.00%
Alliance Global Group Inc.	272,900	9,002,953,579	0.00%	513,600	9,127,041,679	0.01%
Ayala Corporation	33,290	619,807,425	0.01%	45,100	619,143,083	0.01%
Ayala Land Inc.	980,450	14,942,175,713	0.01%	1,253,450	15,064,662,731	0.01%
Bank of the Philippine Islands	257,011	5,259,201,283	0.00%	479,829	4,513,128,255	0.01%
BDO Unibank Inc.	233,649	5,268,357,304	0.00%	470,089	4,386,642,196	0.01%
DMCI Holdings Inc.	-	13,277,470,000	0.00%	920,500	13,277,470,000	0.01%
Globe Telecom Inc.	4,715	144,228,604	0.00%	-	**	-
AC Energy Corporation	-	39,677,394,773	0.00%	-	**	-
Century Pacific Food Inc.	189,500	3,542,258,595	0.01%	6,170	144,060,544	0.00%
GT Capital Holdings Inc.	22,810	215,284,587	0.01%	-	-	0.00%
International Container Terminal Services Inc.	136,350	2,031,988,603	0.01%	1,270,130	39,677,394,773	0.00%
JG Summit Holdings Inc.	250,859	7,520,983,658	0.00%	-	**	-
Manila Electric Company	25,410	1,127,098,705	0.00%	42,410	215,284,587	0.02%
Metropolitan Bank & Trust Company	241,670	4,497,415,555	0.01%	164,820	2,030,340,949	0.01%
PLDT, INC.	6,602	216,055,775	0.00%	356,349	7,520,983,658	0.00%
SM Investments Corporation	52,166	1,222,023,358	0.00%	65,390	1,127,098,705	0.01%
SM Prime Holdings Inc.	1,214,070	28,879,231,694	0.00%	-	**	-
Universal Robina Corporation	121,340	2,177,422,968	0.01%	-	**	-
Bloomberry Resorts Corporation	459,100	11,430,368,194	0.00%	418,740	4,497,415,555	0.01%
Jollibee Foods Corporation	60,680	1,119,911,278	0.01%	9,242	216,055,775	0.00%
Monde Nissin Corporation	365,700	17,968,611,496	0.00%	-	**	-
Wilcon Depot, Inc.	-	4,099,724,116	0.00%	-	**	-
Converge Information and Communications Technology Solutions	-	7,266,573,061	0.00%	121,146	1,222,023,358	0.01%
EEI Corporation - PHY2249U1290	57,690	15,000,000	0.38%	2,697,670	28,879,231,694	0.01%
EEI Corporation - PHY2249U1373	162,480	45,000,000	0.36%	176,710	2,178,507,618	0.01%
ROBINSONS LAND CO PHP1	401,600	4,839,141,486	0.01%	638,500	10,832,700,162	0.01%
Treasury Notes						
PIID0527C159	-	457,798,870,000	0.00%	50,000,000	457,798,870,000	0.01%
PIID0528I160	-	420,448,620,000	0.00%	120,000,000	420,448,620,000	0.03%
PIBD0729J687	2,700,000	24,125,000,000	0.01%	30,000,000	24,125,000,000	0.12%
PIBD2042K253	47,500,000	27,597,000,000	0.17%	120,000,000	27,597,000,000	0.43%
PIBD2535L086	24,900,000	208,216,530,000	0.01%	50,000,000	208,216,530,000	0.02%
PIBD1029A644	-	270,000,000,000	0.00%	40,210,000	270,000,000,000	0.01%
PIID0528B176	69,000,000	283,763,660,000	0.02%	-	**	-
PH0000057218	17,550,000	24,793,000,000	0.07%	-	**	-
PH0000057200	3,600,000	30,000,000,000	0.01%	-	**	-
PIBD2535I071	38,850,000	62,220,400,000	0.06%	-	**	-
PH0000057374	7,300,000	30,000,000,000	0.02%	-	**	-
PIBD2039A232	5,045,000	31,504,000,000	0.02%	-	**	-
Cash equivalents						
RIZAL COMMERCIAL BANKING CORPORATION	15,012,836	**	-	45,042,266	**	-

iii Total Investment in Liquid or Semi-Liquid Assets to Total Assets

As of December 31, 2023 and December 31, 2022

	2023	2022
Total Liquid and Semi-Liquid Assets	634,056,094	1,159,181,675
TOTAL ASSETS	634,067,070	1,159,192,651
Total Investment in Liquid or Semi-Liquid Assets to Total Assets	100%	100%

iv. Total Operating Expenses to Total Net Worth

As of December 31, 2023 and December 31, 2022

	2023	2022
Total Operating Expenses	25,549,496	29,771,477
Average Daily Net Worth	1,035,758,527	1,201,900,578
Total Operating Expenses to Total Net Worth	2.47%	2.48%

v. Total Assets to Total Borrowings

As of December 31, 2023 and December 31, 2022

	2023	2022
Total Assets	634,067,070	1,159,192,651
Total Borrowings	2,416,723	4,040,525
Total Assets to Total Borrowings	26237%	28689%

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
2nd Floor Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

**Additional Requirements for Issuers of Securities to the Public
Required by the Securities and Exchange Commission
As at December 31, 2023**

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A. Financial Assets	<u>2</u>
B. Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related parties)	<u>N.A.</u>
C. Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	<u>N.A.</u>
D. Intangible Assets - Other Assets	<u>N.A.</u>
E. Long-Term Debt	<u>N.A.</u>
F. Indebtedness to Related Parties	<u>3</u>
G. Guarantees of Securities of Other Issuers	<u>N.A.</u>
H. Capital Stock	<u>4</u>

N.A. Not applicable

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

2nd Floor Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

SCHEDULE A - FINANCIAL ASSETS

As at December 31, 2023

Name of Issuing Entity and Association of Each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount shown in the Balance Sheet	Income Received and Accrued
Treasury Notes Issued by the Nat'l. Government	216,445	P 237,668,340	P 25,487,996
Cash equivalents			
RIZAL COMMERCIAL BANKING CORPORATION	15,012,836	15,012,836	2,190,149
Equity shares:			
Aboitiz Equity Ventures Inc	102,830	4,586,218	
Alliance Global Group Inc.	272,900	3,078,312	
Ayala Corporation	33,290	22,670,490	
Ayala Land Inc.	980,450	33,776,503	
Bank of the Philippine Islands	257,011	26,677,742	
BDO Unibank Inc.	233,649	30,491,195	
Globe Telecom Inc.	4,715	8,109,800	
Century Pacific Food Inc.	189,500	5,865,025	
GT Capital Holdings Inc.	22,810	13,457,900	
International Container Terminal Services Inc.	136,350	33,651,180	
JG Summit Holdings Inc.	250,859	9,570,271	
Manila Electric Company	25,410	10,138,590	
Metropolitan Bank & Trust Company	241,670	12,397,671	
PLDT, INC.	6,602	8,443,958	
SM Investments Corporation	52,166	45,488,752	
SM Prime Holdings Inc.	1,214,070	39,942,903	
Universal Robina Corporation	121,340	14,342,388	
Bloomberry Resorts Corporation	459,100	4,517,544	
Jollibee Foods Corporation	60,680	15,254,952	
Monde Nissin Corporation	365,700	3,064,566	
EEI Corporation - PHY2249U1290	57,690	5,001,723	
EEI Corporation - PHY2249U1373	162,480	15,744,312	
ROBINSONS LAND CO PHP1	401,600	6,401,504	
	5,652,872	372,673,498	15,862,157
TOTAL	20,882,153	P 625,354,674	P 43,540,302

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

2nd Floor Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

SCHEDULE F - INDEBTEDNESS TO RELATED PARTIES

As at December 31, 2023

Name of Related Party	Relationship	Balance at beginning of period	Balance at end of period
Sun Life Asset Management Company, Inc.	Fund Manager	P2,238,849	P1,182,726

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

2nd Floor Sun Life Centre, 5th Avenue, Corner Rizal Drive, Bonifacio Global, Taguig City

SCHEDULE H - CAPITAL STOCK

As at December 31, 2023

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding	Number of Shares reserved for options, warrants, conversion and other rights	Number of Shares Held By		
				Related Parties	Directors, Officers and Employees	Others
Share Capital						
Ordinary Shares	5,200,000,000	3,506,967,024	-	-	5	3,506,967,019
Treasury Shares	-	(2,808,437,502)	-	-	-	(2,808,437,502)
TOTAL	5,200,000,000	698,529,522	-	-	5	698,529,517

COVER SHEET

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SEC Identification Number

S U N L I F E P R O S P E R I T Y D Y N A M I C
F U N D , I N C.

(Company's Full Name)

S U N L I F E C E N T R E 5TH A V E .
C O R . R I Z A L D R I V E , B O N I F A C I O
G L O B A L C I T Y , T A G U I G C I T Y

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

Anna Katrina C. Kabigting-Ibero

(Contact Person)

8555-8888 loc. 5699

(Company Telephone Number)

SEC 17 - C

1 2 **3 1**
 Month Day
 (Fiscal Year)

(Form Type)

4th Wed. of June
 Month Day
 (Annual Meeting)

 (Secondary License Type, If Applicable)

 Dept. Requiring this Doc.

 Amended Articles Number/Section

 Total No. of Stockholders

Total Amount of Borrowings

_____	_____
Domestic	Foreign

To be accomplished by SEC Personnel concerned

 File Number

 LCU

 Document ID

 Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
 SEC FORM 17-C
 CURRENT REPORT UNDER SECTION 17
 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2 (c) THEREUNDER

1. 10 March 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201215846 3. BIR Tax Identification No. 008-357-526-000
4. Sun Life Prosperity Dynamic Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 28 February 2023)
<u>Common (Unclassified)</u>	<u>1,299,093,300</u>

10. Indicate the item numbers reported herein: Item 9 (b).

During the regular meeting of the Board of Directors of the Issuer held on 08 March 2023 at 11:30 a.m. at the Board Room, 6th Floor Sun Life Centre, 5th Avenue cor. Rizal Drive, Bonifacio Global City, Taguig City, where a quorum was present and acting throughout, the following matters were unanimously approved:

Item 9 (b) - Other Events.

1. 2022 Audited Financial Statements, as endorsed by its Audit and Compliance Committee
2. Related Party Transactions Operation Guideline, as revised, and as endorsed by its Audit and Compliance Committee
3. Holding of the Annual Stockholders' Meeting on 11 July 2023 via Zoom Video Communications ("Zoom")
4. Closing of the Issuer's Stock & Transfer Book on 30 April 2023 for the purpose of determining the stockholders entitled to notice of, to attend and vote at the Annual Stockholders' Meeting
5. Manual on Corporate Governance, as revised, and as endorsed by its Corporate Governance Committee
6. Amendments to the: (1) Fund Management Agreement and (2) Marketing and Distribution Agreement between Sun Life Asset Management Company, Inc.

SIGNATURES

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

Sun Life Prosperity Dynamic Fund, Inc.
Issuer



Anna Katrina C. Kabigting-Albero, Corporate Secretary
Signature and Title

Date: 10 March 2023

COVER SHEET

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SEC Identification Number

S U N L I F E P R O S P E R I T Y D Y N A M I C

F U N D , I N C.

(Company's Full Name)

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

C O R . R I Z A L D R I V E , B O N I F A C I O

G L O B A L C I T Y , T A G U I G C I T Y

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

Anna Katrina C. Kabigting-Ibero
(Contact Person)

8555-8888 loc. 5699
(Company Telephone Number)

SEC 17 - C

1 2 **3 1**
Month Day
(Fiscal Year)

(Form Type)

4th Wed. of June
Month Day
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic **Foreign**

To be accomplished by SEC Personnel concerned

File Number

_____ LCU

Document ID

_____ Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2 (c) THEREUNDER

1. 11 April 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201215846 3. BIR Tax Identification No. 008-357-526-000
4. Sun Life Prosperity Dynamic Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 March 2023)
<u>Common (Unclassified)</u>	<u>1,297,058,871</u>

10. Indicate the item numbers reported herein: **Item 4 (b) (i). Resignation, Removal or Election of Registrant's Directors or Officers.**

Effective 10 April 2023, Atty. Ma. Jemilyn S. Camania, has resigned from the Corporation and the following were unanimously appointed as interim officers, as follows:

- a. As Interim Compliance Officer: Atty. Maria Pia A. Urgello
- b. As Interim Money Laundering Reporting Officer: Atty. Maria Pia A. Urgello, and in her absence, Marie Desiree L. De Leon
- c. As Interim Data Protection Officer: Atty. Maria Pia A. Urgello

Please refer to Annex "A" for summary of their professional and business experience.

SIGNATURES

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

Sun Life Prosperity Dynamic Fund, Inc.

Issuer



Date: 11 April 2023

Anna Katrina C. Kabigiting, Corporate Secretary
Signature and Title

MARIA PIA A. URGELLO

Interim Compliance Officer; Interim Money Laundering Reporting Officer;

Interim Data Protection Officer

(11 April 2023 to present)

Atty. Maria Pia A. Urgello, 49 years old, is the Interim Compliance Officer of Sun Life of Canada (Philippines), Inc.; Sun Life Grepa Financial, Inc. Sun Life Financial Plans, Inc.; Sun Life Financial-Philippines Foundation, Inc.; Grepalife Asset Management Corporation; the three Grepalife Mutual Funds i.e., Grepalife Balanced Fund Corporation, Grepalife Dollar Bond Fund Corporation and Grepalife Fixed Income Fund Corporation; Sun Life Asset Management Company, Inc.; and the eighteen (18) Sun Life Prosperity Funds (i.e., Sun Life of Canada Prosperity Balanced Fund, Inc., Sun Life of Canada Prosperity Bond Fund, Inc., Sun Life of Canada Prosperity Philippine Equity Fund, Inc., Sun Life Prosperity Dollar Abundance Fund, Inc., Sun Life Prosperity Dollar Advantage Fund, Inc., Sun Life Prosperity Dollar Starter Fund, Inc., Sun Life Prosperity GS Fund, Inc., Sun Life Prosperity Peso Starter Fund, Inc., Sun Life Prosperity Dynamic Fund, Inc., Sun Life Prosperity Philippine Stock Index Fund, Inc., Sun Life Prosperity Dollar Wellspring Fund, Inc., Sun Life Prosperity World Voyager Fund, Inc., Sun Life Prosperity World Equity Index Feeder Fund, Inc., Sun Life Prosperity Achiever Fund 2028, Inc., Sun Life Prosperity Achiever Fund 2038, Inc., Sun Life Prosperity Achiever Fund 2048, Inc., Sun Life Prosperity Peso Voyager Feeder Fund, Inc., and Sun Life Prosperity World Income Fund, Inc.) (collectively, "Sun Life Philippines").

Atty. Urgello has served as the Deputy Business Unit Compliance Officer of Sun Life Philippines for the last 5 years (16 April 2018 to present).

Prior to joining Sun Life, Atty. Urgello is backed by 20 years of practice and specialization in the field of acquisitions; banking and finance; project finance; capital markets and securitization; corporate and regulatory compliance; contracts, corporate and commercial law, data privacy, labor and human resources; and partnership law. She came most recently from KPMG R.G Manabat & Co. as Director, Internal Legal Counsel and Data Protection Officer (DPO) (2011 to 2018). Prior to this, she held a senior counsel role at Tantoco Villanueva de Guzman & Llamas law firm (2006 to 2011).

Atty. Urgello obtained her Bachelor of Science Management, Major in Legal Management, and Juris Doctor degrees from the Ateneo de Manila University in 1994 and 1998, respectively. She was admitted to the Philippine Bar in 1999.

MARIE DESIREE L. DE DE LEON
Alternate Interim Money Laundering Reporting Officer
(11 April 2023 to present)

Marie Desiree L. De Leon, 48 years old, is currently the Anti-Money Laundering Head of Sun Life Philippines. She earned a Bachelor of Science Degree in Business Management in 1995 from St. Paul College University Manila. She joined Sun Life in May 1995 under the Operations team handling investigation of market conduct cases for over fifteen (15) years. She focused handling AML role in 2015 and started to build a team. With over eight (8) years of experience in handling and implementing Anti-Money Laundering (AML) requirements as set out in the AML regulations, she was assigned as the Alternate Money Laundering Reporting Officer for Sun Life of Canada (Philippines), Inc.; Sun Life Grepa Financial, Inc.; Sun Life Financial Plans, Inc.; Sun Life Financial-Philippines Foundation, Inc.; Grepalife Asset Management Corporation; the three (3) Grepalife Mutual Funds; Sun Life Asset Management Company, Inc.; and the eighteen (18) Sun Life Prosperity Funds.

At the moment, her team is composed of four (4) Specialists handling investigation of suspicious transaction cases and AML alerts generated from the AML system, assisting the first line business units (BUs) in implementing AML controls and processes, providing guidance to first line BUs (e.g., acceptability of identification documents, AML requirements for different types of applicants, handling of high risk clients, application of client due diligence), filing of covered and suspicious transactions, conducting training to function-specific staff and performing annual risk assessment.

Ms. De Leon is also involved in Sun Life's projects and initiatives, particularly, if the projects cover clients' onboarding process, new payment channels/facilities and disbursement process.

COVER SHEET

C S 2 0 1 2 1 5 8 4 6

SEC Identification Number

S U N L I F E P R O S P E R I T Y D Y N A M I C
F U N D , I N C.

(Company's Full Name)

S U N L I F E C E N T R E 5TH A V E .
C O R . R I Z A L D R I V E , B O N I F A C I O
G L O B A L C I T Y , T A G U I G C I T Y

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

Anna Katrina C. Kabigting-Ibero
 (Contact Person)

8555-8888 loc. 5699
 (Company Telephone Number)

SEC 17 - C

1 2 **3 1**
 Month Day
 (Fiscal Year)

(Form Type)

4th Wed. of June
 Month Day
 (Annual Meeting)

 (Secondary License Type, If Applicable)

 Dept. Requiring this Doc.

 Amended Articles Number/Section

 Total No. of Stockholders

Total Amount of Borrowings

_____ _____
 Domestic Foreign

To be accomplished by SEC Personnel concerned

 File Number

 LCU

 Document ID

 Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2 (c) THEREUNDER

1. 14 July 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201215846 3. BIR Tax Identification No. 008-357-526-000
4. Sun Life Prosperity Dynamic Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 30 June 2023)
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<u>Common (Unclassified)</u>	<u>1,253,550,363</u>
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10. Indicate the item numbers reported herein: **Items 4(b), 4(b)(i) and 9(b).**

A. During the Annual Stockholders' Meeting of the Issuer held on 11 July 2023 at 2:00 p.m. via Zoom Video Conference, during which 475,508,022 shares or 36.76% of the outstanding capital stock ("OCS") as of 30 April 2023 were present in person or by proxy, the following events transpired:

Item 4(b). Election of Directors. Due to the failure to meet the requirement that 50%+1 share of the OCS should be present in person or by proxy, no election of members of the Board of Directors could be held. The following shall continue to serve as directors until the continuation of the Annual Stockholders' Meeting on 08 September 2023, 9:00 a.m. via Zoom, and until their successors have been duly elected and qualified:

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate (independent)
- Aleli Angela G. Quirino (independent)
- Oscar S. Reyes (independent)

The Independent Directors will submit the required Certification within 30 days from date of the Annual Stockholders' Meeting.

Item 9(b). Other Events. The stockholders present or represented unanimously approved the following:

1. The minutes of the Annual Stockholders' Meeting held on 13 July 2022;
2. The minutes of the Continuation Meeting of the Stockholders held on 09 September 2022;
3. All acts and proceedings of the Board and Corporate Officers (confirmation and ratification thereof); and
4. Appointment of Navarro, Amper & Co. (Deloitte Touche Tohmatsu) as External Auditor for 2023;

Due to the failure to meet the requirement that 50%+1 share of the OCS should be present in person or by proxy, the following items were not approved by the stockholders:

1. Amendment of Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication; Section 2 (Special Meetings) to align with Section 49 of the Revised Corporation Code
2. Amendment of Article I, Section 3 (Notices) of the By-Laws to align the notice period for stockholders' meetings with the issuances of the Securities and Exchange Commission and to allow for the sending of the notices electronically.

3. Amendment of Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code
4. Amendment of Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors.
5. Amendment of Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies.
6. Amendment of Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
7. Amendment of Article VI, Section 1 (b) (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
8. Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations, and to clean up the provisions.
9. Amendment of Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
10. Amendment of Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
11. Amendment of Article VIII, Section 1 (Investment Policy) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
12. Amendment of Article VIII, Sections 2 (a) (b) and (c) (Restrictions) of the By-Laws to align with the Investment Company Act and its Implement Rules and Regulations
13. Amendment of Article IX, Section 1 (Net Asset Value) of the By-Laws to clarify that the Prospectus is as filed with and approved by the Securities and Exchange Commission
14. Amendment of Article X, Section 1 (Procedure for Redemption) of the By-Laws to align with the grounds for suspension under the Investment Company Act and its Implementing Rules and Regulations
15. Amendment of Article X, Section 2 (Payment on Redemption) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations
16. Amendment of Article XI, Section 1 (Custodian) of the By-Laws to align the definition of a Custodian with the definition and qualifications provided by the Investment Company Act and other applicable issuances of the Securities and Exchange Commission
17. Amendment of Article XI, Section 2 (Auxiliary Custodian) of the By-Laws to align it with the Investment Company Act and its Implementing Rules and Regulations on outsourcing or delegation of functions of the Custodian.
18. Amendment of Article XI, Section 3 (Auditors) of the By Laws to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor.
19. Amendment of Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised Corporation Code.
20. Amendment of Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors are prohibited from participating in the determination of their own per diems or compensation.
21. Amendment of Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors.
22. Amendment of Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers.
23. Amendment of Article II, Section 2 (Nomination Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees.

Due to the failure to meet the requirement that 2/3 of the OCS should be present in person or by proxy the following were not approved by the stockholders:

1. Amendment of Article VI of the Articles of Incorporation to increase the number of directors to six (6)
2. Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations
3. Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."
4. Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
5. Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares

The foregoing shall be resubmitted for approval in the continuation of the Annual Stockholders' Meeting on 08 September 2023, details of which have been stated above.

B. During the continuation of the Joint Regular Meeting and the Organizational Meeting of the Board of Directors immediately after the Annual Stockholders' Meeting, the following events transpired:

Item 4(b)(i). The following were unanimously elected/appointed by the Board:

Chairman:	Benedicto C. Sison
President:	Valerie N. Pama
Treasurer:	Jeanemar S. Talamán
Corporate Secretary:	Anna Katrina C. Kabigting-Ibero
Asst. Corp. Secretary:	Frances Ianna S. Canto
Interim Compliance Officer:	Maria Pia A. Urgello
Interim Data Protection Officer:	Maria Pia A. Urgello
Interim Money Laundering Reporting Officer:	Maria Pia A. Urgello
Risk Officer:	Ria V. Mercado
Internal Auditor:	Joel O. Bungabong
Corporate Governance Committee:	Aleli Angela G. Quirino (Chairman), Benedicto C. Sison and Oscar S. Reyes; and
Audit and Compliance Committee:	Oscar S. Reyes (Chairman), Cesar Luis F. Bate and Aleli Angela G. Quirino
Representatives to the Philippine Investment Funds Association, Inc.:	
Primary:	President/Valerie N. Pama
Alternate:	Any one (1) of the following: Treasurer President (Sun Life Asset Management Company, Inc.) General Counsel (Sun Life Financial Philippines) Treasurer/Chief Financial Officer (SLAMCI) Head (Bank and Alternative Distribution, SLAMCI) Head (MF Agency Sales, SLAMCI)

Item 9 (b). Other Events. The Board unanimously confirmed the continuation of the Management Agreement, Distribution Agreement and Transfer Agency Agreement with Sun Life Asset Management Company, Inc

SIGNATURES

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

Sun Life Prosperity Dynamic Fund, Inc.

Issuer



Anna Katrina C. Kabigting-Ibero, Corporate Secretary
Signature and Title

Date: 14 July 2023

SECURITIES AND EXCHANGE COMMISSION
 SEC FORM 17-C
 CURRENT REPORT UNDER SECTION 17
 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2 (c) THEREUNDER

1. 18 August 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201215846 3. BIR Tax Identification No. 008-357-526-000
4. Sun Life Prosperity Dynamic Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 July 2023)
<u>Common (Unclassified)</u>	<u>1,240,724,039</u>

10. Indicate the item numbers reported herein: **Item 4 (b) (i). Resignation, Removal or Election of Registrant's Directors or Officers.**

Effective 15 August 2023, Atty. Maria Pia A. Urgello, Interim Compliance Officer, Money Laundering Reporting Officer, and Data Protection Officer resigned from the Corporation. On 18 August 2023, Ms. Maria Teresa A. Co was unanimously appointed by the Board of Directors as the Corporation's Compliance Officer, Money Laundering Reporting Officer and Data Protection Officer with effectivity date on 15 August 2023.

Please refer to **Annex "A"** for a summary of her professional and business experience.

SIGNATURES

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

Sun Life Prosperity Dynamic Fund, Inc.

Issuer



Anna Katrina C. Kabigting-Hero, Corporate Secretary
Signature and Title

Date: 18 August 2023



MARIA TERESA CO

Maria Teresa Co, 53 years old, has more than thirty years of work experience in the fields of Accounting, Operations, Compliance, and Internal Audit with multinational companies. Ms. Co is a Certified Public Accountant and a Securities and Exchange Commission (SEC) Certified Compliance Officer for Pre-need companies (education and pension plans).

Her career started with Citibank, N. A. under Philippines Operations before working with Sun Life Philippines from 2002 to 2007, overseeing life, asset management and pre-need compliance including exposure to Regional Internal Audit role.

Ms. Co's overseas career covered vast experiences as Regional Compliance professional in AXA China Insurance Limited, New York Life International, Prudential Corporation Asia Regional, Chubb (formerly ACE Life), and Group AIA, overseeing corporate and distribution compliance, regulatory developments, issues, and projects across Asia.

Before returning to Sun Life Philippines, Ms. Co was the Head of Compliance for Pru Life UK (Philippine Operations), responsible for various mandates in the fields of Regulatory and Sales Compliance, AML, Financial Crimes, Fraud, Anti-Bribery and Corruption, Data Privacy, and Quality Assurance reviews.

COVER SHEET

C S 2 0 1 2 1 5 8 4 6

SEC Identification Number

S U N L I F E P R O S P E R I T Y D Y N A M I C

F U N D , I N C.

(Company's Full Name)

S U N L I F E C E N T R E 5 T H A V E .

C O R . R I Z A L D R I V E , B O N I F A C I O

G L O B A L C I T Y , T A G U I G C I T Y

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

Anna Katrina C. Kabigting-Ibero

(Contact Person)

8555-8888 loc. 5699

(Company Telephone Number)

SEC 17 - C

1 2

Month

(Fiscal Year)

3 1

Day

(Form Type)

4th Wed. of June

Month

Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2 (c) THEREUNDER

1. **12 September 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS201215846**
3. BIR Tax Identification No. **008-357-526-000**
4. **Sun Life Prosperity Dynamic Fund, Inc.**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634**
Address of principal office Postal Code
8. **(632) 8555-8888**
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 August 2023)
<u>Common (Unclassified)</u>	<u>1,204,195,778</u>

10. Indicate the item numbers reported herein: **Items 4(b) and 9(b).**

During the continuation of the Annual Stockholders' Meeting of the Issuer held on 08 September 2023 at 9:00 a.m. via Zoom Video Conference, during which 476,534,837 shares, representing 36.84% of the voting stock of the corporation were present in person or by proxy, the following events transpired:

Item 4(b). Election of Directors. Due to the failure to meet the requirement that 50%+1 share of the outstanding capital stock should be present in person or by proxy, no election of members of the Board of Directors could be held. The following shall continue to serve as directors in a holdover capacity:

- Benedicto C. Sison
- Valerie N. Pama
- Cesar Luis F. Bate (independent)
- Aleli Angela G. Quirino (independent)
- Oscar S. Reyes (independent)

Item 9(b). Other Events. Due to the failure to meet the requirement that 50%+1 share of the outstanding capital stock should be present in person or by proxy, the following items were not approved by the stockholders:

1. Amendment of Article I, Sections 1 (Annual Meetings) and 2 (Special Meetings) of the By-Laws to allow for the holding of the stockholders meeting via remote communication; Section 2 (Special Meetings) to align with Section 49 of the Revised Corporation Code
2. Amendment of Article I, Section 3 (Notices) of the By-Laws to align the notice period for stockholders' meetings with the issuances of the Securities and Exchange Commission and to allow for the sending of the notices electronically.
3. Amendment of Article I, Section 6 (Voting) of the By-Laws to provide for the use of remote communication or in absentia in the conduct of regular and special stockholders' meetings and on the manner of voting in accordance with the Revised Corporation Code
4. Amendment of Article II, Section 1 (Board of Directors) of the By-Laws to include the requirement that at least twenty percent (20%) of the Board of Directors must be composed of independent directors.
5. Amendment of Article IV, Section 1 (Committees) of the By-Laws to ensure compliance with applicable rules on the composition of committees, changing or discharging of its members, and filling in vacancies.
6. Amendment of Article IV, Section 2 (Advisory Board) of the By-Laws on the deletion of the Advisory Board
7. Amendment of Article VI, Section 1 (b) (Management Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations

8. Amendment of Article VI, Section 2 (Distribution Contracts) of the By-Laws to align with the Investment Company Act and its Implementing Rules and Regulations, and to clean up the provisions.
9. Amendment of Article VII, Section 3 (Lost or Destroyed Certificates) of the By-Laws to refer to the applicable section of the Revised Corporation Code
10. Amendment of Article VII, Section 6 (Closing of Transfer Books) of the By-Laws to align with the period specified in the Revised Corporation Code
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18. Amendment of Article XI, Section 3 (Auditors) of the By Laws to align it with the Investment Company Act and its Implementing Rules and Regulations and the Securities Regulation Code on the qualifications and appointment of an auditor.
19. Amendment of Article XIV, Section 1 (Amendments) of the By-Laws to align with the applicable provision of the Revised Corporation Code.
20. Amendment of Article II, Section 4 (Compensation) of the By-Laws to expressly state that directors are prohibited from participating in the determination of their own per diems or compensation.
21. Amendment of Article II, Section 5 (Vacancy) of the By-Laws to align with the Revised Corporation Code on the vacancies in the Board of Directors.
22. Amendment of Article III, Sections 1 and 6 of the By-Laws in relation to the election of a Compliance Officer as one of the corporate officers.
23. Amendment of Article II, Section 2 (Nomination Committee) of the By-Laws is deleted to align with required Board-level committees per recent rules and regulations. A separate section in the By-Laws also provides the Board with the power to designate committees.

Due to the failure to meet the requirement that 2/3 of the outstanding capital stock should be present in person or by proxy the following were not approved by the stockholders:

1. Amendment of Article VI of the Articles of Incorporation to increase the number of directors to six (6)
2. Amendment of Article II (Primary Purpose) and Article II, paragraph 1 (ii), and paragraph 6 (Secondary Purpose) of the Articles of Incorporation to align with the Investment Company Act and its Implementing Rules and Regulations
3. Amendment of Article II, paragraph 9 (Secondary Purpose) of the Articles of Incorporation to revise "Corporation Law" to "Revised Corporation Code."
4. Amendment of Article VII of the Articles of Incorporation to align the conditions for the redemption of shares by a shareholder with the Investment Company Act, its Implementing Rules and Regulations, and other applicable issuances of the Securities and Exchange Commission
5. Amendment of Article VIII of the Articles of Incorporation to add a description of the features of the Company's shares

The foregoing shall be carried over to the agenda of the next Annual Stockholders' Meeting for approval.

SIGNATURES

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

Sun Life Prosperity Dynamic Fund, Inc.

Issuer



Anna Katrina C. Kabigting-Ibero, Corporate Secretary
Signature and Title

Date: 12 September 2023

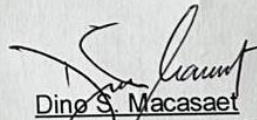
CERTIFICATION

I, Dino S. Macasaet, Head, Strategic Development, Training and Marketing of Sun Life Asset Management Company, Inc. (SLAMCI), a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number A199918034 and with principal office at 8/F Sun Life Centre, Rizal Drive cor. 5th Ave., Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused the following: **17Cs Re: Change in Redemption and Switch-out Settlement of Sun Life Prosperity Peso Equity-Laced and Bond Funds on 12 September 2023** to be prepared on behalf of Sun Life Asset Management Company, Inc. / Various Sun Life Prosperity Funds;
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the companies Sun Life Prosperity Funds will comply with the requirements set forth in SEC Notice dated May 12, 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submissions to CGFD.

SEP 13 2023

IN WITNESS WHEREOF, I have hereunto set my hand this ____ day of September 2023.



Dino S. Macasaet

Head, Strategic Development, Training and Marketing

MAKATI CITY

SEP 13 2023

SUBSCRIBED AND SWORN to me before this ____ day of September 2023, in Taguig City, Philippines.

Name	Government ID No.	Date of Issue	Place of Issue
Dino S. Macasaet	Passport No. P9443448A	11/07/2018	DFA Manila

Doc. No. 185;
Page No. 21;
Book No. 28;
Series of 2023.

ATTY. ROMEO M. MONFORT
Notary Public City of Makati
Until December 31, 2023
Appointment No. - 172 (2022-2023)
PTR NO. 9563521 Jan. 3, 2023 Makati City
IBP No. 1062634 - Jan. 3, 2018
MCLE NO. VI-0023417 Roll No. 27932
28 Amorsolo Street Legaspi Village
Makati City

COVER SHEET

C S 2 0 1 2 1 5 8 4 6

SEC Identification Number

S U N L I F E P R O S P E R I T Y D Y N A M I C

F U N D , I N C .

(Company's Full Name)

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

C O R . R I Z A L D R I V E , B O N I F A C I O

G L O B A L C I T Y , T A G U I G C I T Y

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

Dino S. Macasaet

(Contact Person)

8-555-8888

(Company Telephone Number)

SEC FORM 17-C

1 2

Month

3 1

Day

(Fiscal Year)

(Form Type)

Month Day

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2 (c) THEREUNDER

1. 12 September 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS201215846 3. BIR Tax Identification No. 008-357-526-000
4. Sun Life Prosperity Dynamic Fund, Inc.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 8th Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, 1634
Address of principal office Postal Code
8. (632) 8-555-8888
Issuer's telephone number, including area code
9. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of 31 August 2023)
<u>Common (Unclassified)</u>	1,204,195,778

10. Indicate the item numbers reported herein: **Item 9 (b). Other Events.**

- The President of the Fund Manager, President of the Fund, and the Treasurer of the Fund have approved changes in the redemption and switch-out settlement schedules, effective 11 September 2023. This change reduces the settlement period from four (4) to three (3) business days (*T+4 to T+3*) for Peso Equity-Laced Funds and from three (3) to two (2) business days (*T+3 to T+2*) for Peso Bond Funds. This adjustment is in line with the announcement made by the Securities Clearing Corporation of the Philippines (SCCP) through Memo No. 01-0623 dated June 13, 2023, that stock market transactions from August 24, 2023, onwards will be settled after two (2) clearing days from the current three (3) clearing days settlement cycle.

SIGNATURE

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

Sun Life Prosperity Dynamic Fund, Inc.

Issuer

Date: 12 September 2023


Dino S. Macasaet

Head, Strategic Development, Training and Marketing
Signature and Title

sunlife_sec_communications

From: ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>
Sent: Monday, April 8, 2024 10:06 AM
To: sunlife_sec_communications
Subject: Re: CGFD_Sun Life Prosperity Dynamic Fund, Inc._SEC Form 17-L_08April2024

CAUTION This email originated from outside the organization. Please proceed only if you trust the sender.

Thank you for reaching out to ictdsubmission@sec.gov.ph!

Your submission is subject for Verification and Review of the Quality of the Attached Document only for Secondary Reports. The Official Copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order through the SEC Express at <https://secexpress.ph/>. For further clarifications, please call (02) 8737-8888.

----- NOTICE TO
COMPANIES -----

Please be informed of the reports that shall be filed only through ictdsubmission@sec.gov.ph.

Pursuant to SEC MC Circular No. 3 s 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (pdf) through email at ictdsubmission@sec.gov.ph such as the following SECONDARY REPORTS:

1. 17-A 6. ICA-QR 11. IHAR 16. 39-AR 21. Monthly Reports
2. 17-C 7. 23-A 12. AMLA-CF 17. 36-AR 22. Quarterly Reports
3. 17-L 8. 23-B 13. NPM 18. PNFS 23. Letters
4. 17-Q 9. GIS-G 14. NPAM 19. MCG 24. OPC (Alternate Nominee)
5. ICASR 10. 52-AR 15. BP-FCLC 20. S10/SEC-NTCE-EXEMPT

Further, effective 01 July 2023, the following reports shall be submitted through <https://efast.sec.gov.ph/user/login>.

1. FORM MC 18 7. Completion Report
2. FORM 1 - MC 19 8. Certificate-SEC Form MCG- 2009
3. FORM 2- MC 19 9. Certificate-SEC Form MCG- 2002, 2020 ETC.
4. ACGR 10. Certification of Attendance in Corporate Governance
5. I-ACGR 11. Secretary's Certificate Meeting of Board Directors
(Appointment)
6. MRPT

Please be informed that the submission of the abovementioned eleven (11) reports through the ictdsubmission@sec.gov.ph shall no longer be accepted. For further information, please access this link Notice for guidance on the filing of reports:

Likewise, the following reports shall be filed through the Electronic Filing and Submission Tool (eFAST) at <https://efast.sec.gov.ph/user/login> :

1. AFS 7. IHFS 13. SSF

2. GIS 8. LCFS 14. AFS with Affidavit of No Operation
3. BDFS 9. LCIF 15. AFS with NSPO Form 1,2, and 3
4. FCFS 10. OPC_AO 16. AFS with NSPO Form 1,2,3 and 4,5,6
5. FCIF 11. PHFS 17. FS - Parent
6. GFFS 12. SFFS 18. FS – Consolidated

For the submission and processing of compliance in the filing of Memorandum Circular No. 28 Series of 2020, please visit this link – <https://apps010.sec.gov.ph/>

For your information and guidance.

Thank you.

Almer M Doring

From: sunlife_sec_communications
Sent: Monday, April 8, 2024 10:06 AM
To: ICTD Submission; CGFD Account
Cc: Jeanemar Talaman; PHIL-FIN_FAR2
Subject: CGFD_Sun Life Prosperity Dynamic Fund, Inc._SEC Form 17-L_08April2024
Attachments: Sun Life Prosperity Dynamic Fund, Inc._SEC Form 17-L_08April2024.pdf

To: CORPORATE GOVERNANCE AND FINANCE DEPARTMENT (CGFD)

Good day.

Please see attached SEC Form 17-L of Sun Life Prosperity Dynamic Fund, Inc.

Please let me know once you receive this e-mail and its attachment.

For any queries / additional comments, kindly contact us at the following e-mail addresses below.

Official email address: sunlife_sec_communications@sunlife.com

Alternative email address: sunlife_sec_communications2@sunlife.com

Official email address of authorized filer: almer.doring@sunlife.com

Thank you.

Almer M. Doring | Financial Accounting & Reporting | Finance

T: 632 8555 8888 | E: almer.doring@sunlife.com

5F Sun Life Centre, Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634



Life's brighter under the sun

Certification

I, Jeanemar S. Talaman, the Treasurer of Sun Life Asset Management Company, Inc., a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number A199918034 and with principal office at Sun Life Center, 5th Ave. Cor. Rizal Drive Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused this SEC Form 17-L to be prepared on behalf of Sun Life Prosperity Funds (17 Mutual Fund Companies);
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the 17 Mutual Fund companies or the Sun Life Prosperity Funds will comply with the requirements set forth in SEC Notice dated 14 May 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submissions to CGFD.


IN WITNESS WHEREOF, I have hereunto set my hand this 5th day of April 2024.


Jeanemar S. Talaman
Affiant

SUBSCRIBED AND SWORN to before me this APR 05 2024 day of _____, 2024, in CITY OF MAKATI City, Philippines. Affiant exhibiting his/her government issued identification card:

Name	Government ID No.	Valid Until	Place of Issue
Jeanemar S. Talaman	Driver's License F03-13-001744	05 June 2033	DLRC - Ayala

Doc. No. 60
Page No. 13
Book No. XIV
Series of 2024.


ATTY. GERVACIO B. ORTIZ JR.
Notary Public City of Makati
Until December 31, 2024
IBP No. 05729 - Lifetime Member
MCLE Compliance No. VII-0022734
valid until April 14, 2025
Appointment No. M-39 (2023-2024)
PTR No. 10073909 Jan. 2, 2024 / Makati
Makati City Reg No. 40091
101 Urban Ave. Campo Quezon Side,
Brgy. Pio Del Pilar, Makati City

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

**NOTIFICATION OF INABILITY TO FILE ALL OR
ANY PORTION OF SEC FORM 17-A OR 17-Q**

GENERAL INSTRUCTIONS

1. This Form may be signed by an executive officer of the issuer or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the issuer by an authorized representative other than an executive officer, evidence of the representative's authority to sign on behalf of the issuer shall be filed with the Form.
2. One signed original and four conformed copies of this Form and attachments thereto must be completed and filed with the Commission and, where any class of the issuer's securities are listed on a Stock Exchange, one with that Stock Exchange, in accordance with SRC Rule 17-1. The information contained in or filed with the Form will be made a matter of the public record in the Commission's and the Exchange's files.
3. A manually signed copy of the Form and amendments thereto shall be filed with the Stock Exchange if any class of securities of the issuer is listed thereon.
4. One signed original and four conformed copies of amendments to the notifications must also be filed on SEC Form 17-L but need not restate information that has been correctly furnished. The Form shall be clearly identified as an amended notification.
5. If the deadline for filing SEC Form 17-A or 17-Q specified in paragraph 2(b)(ii) of SRC Rule 17-1 is not complied with, a fine will be imposed for each day thereafter that the Form is not filed.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

NOTIFICATION OF INABILITY TO FILE ALL OR ANY PORTION OF SEC FORM 17-A OR 17-Q

Check One:

Form 17-A [] Form 17-Q []

Period-Ended Date of required filing December 31, 2023

Date of this report April 05, 2024

Nothing in this Form shall be construed to imply that the Commission has verified any information contained herein.

If this notification relates to a portion or portions of the filing checked above, identify the item(s) to which the notification relates: SEC FORM 17-A

1. SEC Identification Number CS201215846 2. BIR Tax Identification No. : 008-357-526-000

3. Sun Life Prosperity Dynamic Fund, Inc.
Exact name of issuer as specified in its charter

4. Bonifacio Global City, Taguig City
Province, country or other jurisdiction of incorporation

5. Industry Classification Code: (SEC Use Only)

6. 8F Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City 1634

.....
Address of principal office

.....
Postal Code

7. (02) – 8555-8888
Issuer's telephone number, including area code

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

9. Are any of the issuer's securities listed on a Stock Exchange?

Yes [] No []

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

.....
Part I - Representations

If the subject report could not be filed without unreasonable effort or expense and the issuer seeks relief pursuant to SRC Rule 17-1, the following should be completed. (Check box if appropriate)

(a) The reasons described in reasonable detail in Part II of this Form could not be estimated without unreasonable effort or expense. []

(b) The subject annual report on SEC Form 17-A, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report on SEC Form 17-Q, or portion thereof, will be filed on or before the fifth day following the prescribed due date. [✓]

(c) The accountant's statement or other exhibit required by paragraph 3 of SRC Rule 17-1 has been attached if applicable. []

Part II - Narrative

State below in reasonable detail the reasons why SEC Form 17-A or SEC Form 17-Q, or portion thereof, could not be filed within the prescribed period. (Attach additional sheets if needed.)

The Company's SEC Form 17-A for the year ended December 31, 2023 could not be completed and filed within the prescribed period. The Company has yet to complete the review of its audited financial statements and required notes disclosures. The Company undertakes to submit the report within fifteen (15) calendar days after the prescribed deadline to the Securities and Exchange Commission.

Part III - Other Information

(a) Name, address and telephone number, including area code, and position/title of person to contact in regard to this notification

**Jeanemar S. Talaman
Treasurer, Sun Life Asset Management Company, Inc.
Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City 1634
8555-8888**

(b) Have all other periodic reports required under Section 17 of the Code and under Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months, or for such shorter period that the issuer was required to file such report(s), been filed? If the answer is no, identify the report(s).

Yes [✓] No [] Reports:

(c) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes [] No [✓]

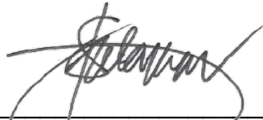
If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

SIGNATURE

Pursuant to the requirements of the SRC Rule 17-1, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dynamic Fund, Inc.

Registrant's full name as contained in charter



JEANEMAR S. TALAMAN

Treasurer, Sun Life Asset Management Company, Inc

Date: **April 05, 2024**



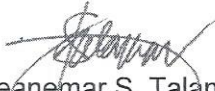
Sun Life
Asset Management

Certification

I, Jeanemar S. Talaman, the Treasurer of Sun Life Asset Management Company, Inc., a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number A199918034 and with principal office at Sun Life Center, 5th Ave. Cor. Rizal Drive Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused this SEC Form 17-Q to be prepared on behalf of Sun Life Prosperity Funds (17 Mutual Fund Companies):
 - i. Sun Life of Canada Prosperity Bond Fund, Inc.
 - ii. Sun Life of Canada Prosperity Balanced Fund, Inc.
 - iii. Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
 - iv. Sun Life Prosperity Dollar Advantage Fund, Inc.
 - v. Sun Life Prosperity Peso Starter Fund, Inc.
 - vi. Sun Life Prosperity Dollar Abundance Fund, Inc.
 - vii. Sun Life Prosperity GS Fund, Inc.
 - viii. Sun Life Prosperity Dynamic Fund, Inc.
 - ix. Sun Life Prosperity Philippine Stock Index Fund, Inc.
 - x. Sun Life Prosperity Dollar Wellspring Fund, Inc.
 - xi. Sun Life Prosperity World Voyager Fund, Inc.
 - xii. Sun Life Prosperity Dollar Starter Fund, Inc.
 - xiii. Sun Life Prosperity Achiever Fund 2028, Inc.
 - xiv. Sun Life Prosperity Achiever Fund 2038, Inc.
 - xv. Sun Life Prosperity Achiever Fund 2048, Inc.
 - xvi. Sun Life Prosperity World Equity Index Feeder Fund, Inc.
 - xvii. Sun Life Prosperity World Income Fund, Inc.
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the companies Sun Life Asset Management Company, Inc. and Sun Life Prosperity Funds will comply with the requirements set forth in SEC Notice dated 14 May 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submissions to CGFD.

IN WITNESS WHEREOF, I have hereunto set my hand this 17th day of May, 2024.


Jeanemar S. Talaman
Affiant

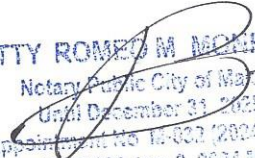
MAY 17 2024

MAKATI CITY

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2024, in _____ City, Philippines. Affiant exhibiting his/her government issued identification card:

Name	Government ID No.	Valid Until	Place of Issue
Jeanemar S. Talaman	Driver's License F03-13-001744	05 June 2033	DLRC - Ayala

Doc. No. 76
Page No. 17
Book No. 29
Series of 2024.


ATTY. ROMEO M. MCFORT
Notary Public City of Makati
Until December 31, 2025
Appointment No. 12-032 (2004-2025)
PTR No. 18078108 Jan. 2, 2016 Makati City
IBP No. 391310 Jan. 3, 2014 Pasig / Roll No. 27832
MCLE NO. VR-0027878 issued April 3, 2023
101 Urban Ave. Campos Rueda Bldg.
Brgy. Pio Del Pilar, Makati City

COVER SHEET

CS201215846

S.E.C. Registration Number

S	U	N	L	I	F	E	P	R	O	S	P	E	R	I	T	Y	D	Y	N	A	M	I	C		
F	U	N	D	I	N	C.																			

5	T	H	F	L	R	.	,	S	U	N	L	I	F	E	C	E	N	T	R	E	5	T	H		
A	V	E	B	O	N	I	F	A	C	I	O	G	L	O	B	A	L	F	O	R	T				
B	O	N	I	F	A	C	I	O	T	A	G	U	I	G	C	I	T	Y							

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

Jeanemar S. Talaman
Contact Person

8555-8888
Company Telephone Number

1	2
---	---

Month

3	1
---	---

Day

Fiscal Year

SEC FORM 17-Q
FORM TYPE

--	--

Month

--	--

Day

Annual Meeting

Mutual Fund Company

Secondary License Type, If Applicable

--	--	--

Dept. Requiring this Doc.

--

Amended Articles Number/Section

--

Total No. of Stockholders

Total Amount of Borrowings

--

Domestic

--

Foreign

To be accomplished by SEC Personnel concerned

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File Number

_____ LCU

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Document I.D.

_____ Cashier

[----- STAMPS -----]

Remarks = pls. use black ink for scanning purposes

SEC Number: CS201215846

File Number: _____

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

(Company's Full Name)

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

(Company's Address)

8555-8888

(Telephone No.)

December 31

(Fiscal Year Ending)
(Month & Day)

SEC FORM 17-Q

Form Type

Amendment Designation (If applicable)

March 31, 2024

Period Ended Date

OPEN-END INVESTMENT COMPANY

Secondary License Type and File Number

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended: March 31, 2024
2. Commission identification number: CS201215846. BIR Tax Identification No: 008-357-526-000
4. Exact name of issuer as specified in its charter

Sun Life Prosperity Dynamic Fund, Inc.

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

Philippines

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

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

8. Issuer's telephone number, including area code

(02) - 8555-8888

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

N.A.

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of March 31, 2024)
<u>Common Shares (Unclassified)</u>	<u>621,543,549 shares</u>

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

Yes [] No [x]

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

12. Indicate by check mark whether the registrant:

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

Yes [x] No []

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [x] No []

PART A - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

**SUN LIFE PROSPERITY DYNAMIC FUND, INC.
STATEMENTS OF FINANCIAL POSITION
AS AT MARCH 31, 2024 AND DECEMBER 31, 2023**

		(Unaudited)	(Audited)
	Notes	2024	2023
ASSETS			
Current Assets			
Cash and cash equivalents	4	P 11,513,031	P 21,345,140
Financial assets at fair value through profit or loss	5	573,802,692	610,341,838
Accrued interest receivable	6	1,921,384	2,157,595
Dividends receivable	7	929,003	211,521
Other current assets	8	150,560	10,976
		588,316,670	634,067,070
LIABILITIES AND EQUITY			
Current Liabilities			
Accrued expenses and other payables	9	P 1,202,495	P 1,233,997
Payable to fund manager	10	1,114,441	1,182,726
Total Current Liabilities		2,316,936	2,416,723
Equity			
Share capital	11	35,069,670	35,069,670
Additional paid-in capital	12	3,267,791,164	3,267,793,704
Retained earnings (deficit)		13,892,385	(11,710,287)
		3,316,753,219	3,291,153,087
Treasury shares	11	(2,730,753,485)	(2,659,502,740)
Total Equity		585,999,734	631,650,347
		P588,316,670	P634,067,070
Net Asset Value Per Share	13	P 0.9428	P 0.9043
Total Equity		P 585,999,734	P 631,650,347
Capital Stock - Php0.01 per share			
Authorized - 5,200,000,000 shares			
Total number of shares outstanding		621,543,549	698,529,522
Net Asset Value Per Share	13	P 0.9428	P 0.9043

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED MARCH 31, 2024 AND MARCH 31, 2023

		(Unaudited)	(Unaudited)
	Notes	2024	2023
Investment Income - net			
Net realized gains on investments	5	P 9,847,283	P 21,093,844
Dividend income		3,971,656	6,505,401
Interest income	14	3,768,764	7,063,995
		17,587,703	34,663,240
Investment Expenses			
Commission		306,454	903,936
Clearing fees		16,932	-
		323,386	903,936
Net Investment Income		17,264,317	33,759,304
Operating Expenses			
Management and transfer fees	10	1,956,643	3,747,397
Distribution fees	10	1,701,429	3,258,606
Directors' fees	10	63,821	63,821
Custodianship fees		21,801	56,799
Taxes and licenses		34,847	25,686
Professional fees		53,627	44,654
Printing and supplies		1,084	1,319
Miscellaneous		5,572	2,476
		3,838,824	7,200,758
Profit Before Net Unrealized Gains (Losses) on Investments		13,425,493	26,558,546
Net Unrealized Gains (Losses) on Investments	5	13,573,663	(4,899,942)
Profit Before Tax		26,999,156	21,658,604
Income Tax Expense		1,396,484	2,970,573
Total Comprehensive Income for the Period		P 25,602,672	P 18,688,031
Basic Earnings per Share		P 0.040	P 0.014

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED MARCH 31, 2024 AND MARCH 31, 2023

	Notes	Share Capital	Additional Paid-in Capital	Retained Earnings (Deficit)	Treasury Shares	Total
Balance, January 1, 2024	11, 12	P 35,069,670	P3,267,793,704	(P11,710,287)	(P2,659,502,740)	P631,650,347
Net income for the period		-	-	25,602,672	-	25,602,672
Transactions with owners:	11, 12					
Acquisition of treasury shares during the period		-	(2,540)	-	(71,361,086)	(71,363,626)
Reissuance of treasury shares during the period		-	-	-	110,341	110,341
Total transactions with owners		-	(2,540)	-	(71,250,745)	(71,253,285)
Balance, March 31, 2024	11, 12	P35,069,670	P3,267,791,164	P13,892,385	(P2,730,753,485)	P585,999,734

	Share Capital	Additional Paid-in Capital	Retained Earnings (Deficit)	Treasury Shares	Total
Balance, January 1, 2023	P 35,069,670	P3,267,804,689	(P22,617,706)	(P2,125,104,527)	P1,155,152,126
Net income for the period	-	-	18,688,031	-	18,688,031
Transactions with owners:					
Acquisition of treasury shares during the period	-	-	-	(15,774,240)	(15,774,240)
Reissuance of treasury shares during the period	-	-	-	-	-
Total transactions with owners	-	-	-	(15,774,240)	(15,774,240)
Balance, March 31, 2023	P35,069,670	P3,267,804,689	(P 3,929,675)	(P2,140,878,767)	P1,158,065,917

See Notes to Financial Statements.

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
STATEMENTS OF CASH FLOWS
FOR THE PERIOD ENDED MARCH 31, 2024 AND MARCH 31, 2023

		(Unaudited)	(Unaudited)
	Notes	2024	2023
Cash Flows from Operating Activities			
Profit before tax		P 26,999,156	P 21,658,604
Adjustments for:			
Net unrealized gains (losses) on investments	5	(13,573,663)	4,899,942
Net realized gains on investments	5	(9,847,283)	(21,093,844)
Dividend income		(3,971,656)	(6,505,401)
Interest income	14	(3,768,764)	(7,063,995)
Operating cash flows before working capital changes		(4,162,210)	(8,104,694)
Increase in other current assets		(139,584)	(49,931)
Increase (Decrease) in:			
Accrued expenses and other payables		(31,502)	483,824
Payable to fund manager		(68,285)	(58,703)
Cash used in operations		(4,401,581)	(7,729,504)
Acquisition of financial assets at fair value through profit or loss		(136,735,165)	(584,887,321)
Proceeds from disposals and maturities of financial assets at fair value through profit or loss		196,695,257	586,342,078
Interest income received		4,004,975	6,479,594
Dividend income received		3,254,174	5,675,306
Income taxes paid		(1,396,484)	(2,970,573)
Net cash generated from operating activities		61,421,176	2,909,580
Cash Flows from Financing Activities			
Proceeds from reissuance of treasury shares	11	110,341	-
Payments on acquisition of treasury shares	11	(71,363,626)	(15,774,240)
Net cash used in financing activities		(71,253,285)	(15,774,240)
Net Decrease in Cash and cash equivalents		(9,832,109)	(12,864,660)
Cash and cash equivalents, Beginning		21,345,140	50,716,153
Cash and cash equivalents, End	4	P 11,513,031	P 37,851,493

See Notes to Financial Statements.

NOTES TO FINANCIAL STATEMENTS

1. FINANCIAL REPORTING FRAMEWORK AND BASIS OF PREPARATION AND PRESENTATION

Statement of Compliance

These unaudited condensed consolidated interim financial statements of the Company as at and for the three-month period ended March 31, 2024 have been prepared in accordance with PAS 34, Interim Financial Reporting. These unaudited condensed consolidated interim financial statements do not include all the notes normally included in an annual audited financial report. Accordingly, these unaudited condensed consolidated interim financial statements are to be read in conjunction with the Annual Audited Financial Statements of the Company for the year ended December 31, 2023, which have been prepared in accordance with the Philippine Financial Reporting Standards (PRFS).

Basis of Preparation and Presentation

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

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

In preparing the condensed consolidated interim financial statements, the significant accounting estimates and judgments made by the Company in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those applied to the financial statements as at and for the year ended December 31, 2023.

Functional and Presentation Currency

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

2. ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

Adoption of New and Revised Accounting Standards Effective as at Reporting Period Ended December 31, 2023

The Company adopted all accounting standards and interpretations as at December 31, 2023. The new and revised accounting standards and interpretations that have been published by the International Accounting Standards Board (IASB) and approved by the FSRSC in the Philippines, were assessed to be applicable to the Company's financial statements, are as follows:

Amendments to PAS 1 Presentation of Financial Statements and PFRS Practice Statement 2 Making Materiality Judgements, Disclosure Initiative – Accounting Policies

The Company has adopted the amendments to PAS 1 for the first time in the current year. The amendments change the requirements in PAS 1 with regard to disclosure of accounting policies. The amendments replace all instances of the term 'significant accounting policies' with 'material accounting policy information'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

The supporting paragraphs in PAS 1 are also amended to clarify that accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed. Accounting policy information may be material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial. However, not all accounting policy information relating to material transactions, other events or conditions is itself material.

The FSRSC has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in PFRS Practice Statement 2.

The Company has adopted the amendments by disclosing 'material accounting policy information' instead of 'significant accounting policy' and removing the accounting policies not considered as material.

Amendments to PAS 12 Income Taxes— International Tax Reform—Pillar Two Model Rules

The Company has adopted the amendments to PAS 12 for the first time in the current year. The FSRSC amends the scope of PAS 12 to clarify that the Standard applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including tax law that implements qualified domestic minimum top-up taxes described in those rules.

The amendments introduce a temporary exception to the accounting requirements for deferred taxes in PAS 12, so that an entity would neither recognise nor disclose information about deferred tax assets and liabilities related to Pillar Two income taxes.

Following the amendments, the Company is required to disclose that it has applied the exception and to disclose separately its current tax expense (income) related to Pillar Two income taxes.

The amendments did not have a material impact to the financial statements of the Company as the Pillar Two legislation has not been enacted or substantially enacted in the jurisdiction where the Company operates.

New Accounting Standards Effective after the Reporting Period Ended December 31, 2023

At the date of authorisation of these financial statements, the company has not applied the following PFRS pronouncements that have been issued but are not yet effective:

Effective for annual periods beginning on or after January 1, 2024

- Amendments to PAS 1 Presentation of Financial Statements—Classification of Liabilities as Current or Non-current
- Amendments to PAS 1 Presentation of Financial Statements—Non-current Liabilities with Covenants
- Amendments to PAS 7 Statement of Cash Flows and PFRS 7 Financial Instruments: Disclosures—Supplier Finance Arrangements
- Amendments to PFRS 16 Leases—Lease Liability in a Sale and Leaseback

Effective for annual periods beginning on or after January 1, 2025

- Amendments to PAS 21 The Effects of Changes in Foreign Exchange Rates—Lack of Exchangeability
- PFRS 17 Insurance Contracts (including the June 2020 and December 2021 Amendments to PFRS 17)

Effective date is deferred indefinitely

- Amendments to PFRS 10 Consolidated Financial Statements and PAS 28 Investments in Associates and Joint Ventures—Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Management anticipates that the adoption of the new or revised PFRSs in future periods will not have a material impact on the financial statements in the period of their initial adoption.

3. MATERIAL ACCOUNTING POLICY INFORMATION

Financial assets

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss (FVTPL), transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs of financial assets and financial liabilities carried at FVTPL are expensed in profit or loss.

Classification and Subsequent Measurement

The Company classifies its financial assets in the following measurement categories:

- FVTPL,
- Fair value through other comprehensive income (FVTOCI); and
- Amortized cost

Classification of financial assets will be driven by the entity's business model for managing the financial assets and the contractual cash flows of the financial assets.

A financial asset is to be measured at amortized cost if: a) the objective of the business model is to hold the financial asset for the collection of the contractual cash flows, and b) the contractual cash flows under the instrument represent solely payment of principal and interest (SPPI).

All other debt and equity instruments must be recognized at fair value.

All fair value movements on financial assets are taken through the statement of comprehensive income, except for equity investments that are not held for trading, which may be recorded in the statement of comprehensive income or in reserves (without subsequent recycling to profit or loss).

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the group classifies its debt instruments:

- Amortized cost. Assets that are held for collection of contractual cash flows where those cash flows represent SPPI are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.
- FVTPL. Assets that do not meet the criteria for amortized cost are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of comprehensive income within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in finance income.

Amortized cost and effective interest method

The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period.

For financial instruments, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses (ECL), through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

Interest income is recognized using the effective interest method for debt instruments measured subsequently at amortized cost. For financial instruments other than POCI financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired.

Equity instruments

The Company subsequently measures all equity investments at FVTPL, except where the Company's Management has elected, at initial recognition, to irrevocably designate an equity instrument at FVTOCI. The Company's policy is to designate equity investments as FVTOCI when those investments are held for the purposes other than to generate investment returns. When the election is used, fair value gains and losses are recognized in other comprehensive income (OCI) and are not subsequently reclassified to profit or loss, including disposal. Impairment losses (and reversal of impairment losses) are not reported separately from other changes in fair value. Dividends, when representing a return on such investments, continue to be recognized in profit or loss as other income when the Company's right to receive payment is established.

Changes in the fair value of financial assets at FVTPL are recognized in net realized gains (losses) on investments in the statement of profit or loss as applicable.

Impairment of financial assets

The Company recognizes an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before considering any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition

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

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain/loss that had been recognized in OCI and accumulated in equity is recognized in profit or loss, with the exception of equity investment designated as measured at FVTOCI, where the cumulative gain/loss previously recognized in OCI is not subsequently reclassified to profit or loss, but is transferred to retained earnings.

Financial Liabilities and Equity Instruments

Financial liabilities

All financial liabilities are measured subsequently at amortized cost using the effective interest method or at FVTPL. Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'.

Financial liabilities measured subsequently at amortized cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held-for-trading, or (iii) designated as at FVTPL, are measured subsequently at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortized cost of a financial liability.

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

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Equity instruments

Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Share capital

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

Retained earnings (Deficit)

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

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

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

Contingent Liabilities and Assets

Contingent liabilities and assets are not recognized because their existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Contingent liabilities are disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized but are disclosed only when an inflow of economic benefits is probable. When the realization of income is virtually certain, asset should be recognized.

Revenue Recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control of a product or service to a customer.

Dividend income

Dividend income from investments is recognized when the shareholders' rights to receive payments have been established, usually at ex-dividend rate, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income

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

Realized gains or losses

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

Fair value gains or losses

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

Expense Recognition

Expenses are recognized in profit or loss when incurred.

Expenses in the statements of comprehensive income are presented using the function of expense method. Investment expenses are transaction costs incurred in the purchase and sale of investments. Operating expenses are costs attributable to the administrative and other business expenses of the Company including management fees and custodianship fees.

Fair Value

In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis.

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

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

Related Party Transactions

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

Taxation

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

Current tax

The current tax expense is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statements of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's current tax expense is calculated using 25% regular corporate income tax (RCIT) rate or 1% minimum corporate income tax (MCIT) rate in July 1, 2020 to June 30, 2023 and 25% RCIT rate or 2% MCIT rate, whichever is higher, effective July 1, 2023, respectively.

Final tax

Final tax expense represents final taxes withheld on interest income from cash and cash equivalents and fixed-income securities and final taxes withheld on proceeds from sale of listed equity securities.

Deferred tax

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

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

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

Current and deferred taxes for the year

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

Earnings (Loss) per Share

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

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

Net Asset Value per Share (NAVPS)

The Company computes its NAVPS by dividing the total net asset value as at the end of the reporting period by the number of issued and outstanding shares and shares to be issued on deposits for future share subscriptions.

4. CASH AND CASH EQUIVALENTS

	March 2024	December 2023
Cash in banks	P 11,513,031	P 6,332,304
Cash equivalents	-	15,012,836
	P 11,513,031	P 21,345,140

5. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	March 2024	December 2023
Investments in listed equity securities	P 359,752,714	P 372,673,498
Investments in fixed - income securities	214,049,978	237,668,340
	P 573,802,692	P 610,341,838

Net gains (losses) on investments recognized in profit or loss arising from financial assets at FVTPL are as follows:

	March 2024	December 2023
Net realized gains (losses) on investments in:		
Equity securities	P 10,716,277	(P 1,137,645)
Fixed- income securities	(868,994)	6,637,475
	9,847,283	5,499,830
Net unrealized gains (losses) on investments in:		
Equity securities	16,362,670	747,455
Fixed- income securities	(2,789,007)	522,860
	13,573,663	1,270,315
	P 23,420,946	P 6,770,145

The movements in the financial assets at FVTPL are summarized as follows:

	March 2024	December 2023
Beginning balance	P 610,341,838	P 1,105,460,516
Additions	136,735,165	1,222,914,018
Disposal	(186,847,974)	(1,719,303,011)
Unrealized losses	13,573,663	1,270,315
Ending balance	P 573,802,692	P 610,341,838

6. ACCRUED INTEREST RECEIVABLE

	March 2024	December 2023
Fixed-income securities	P 1,921,384	P 2,152,090
Cash equivalents	-	5,505
	P 1,921,384	P 2,157,595

7. DIVIDENDS RECEIVABLE

	March 2024	December 2023
Dividend receivable	P 929,003	P 211,521

8. OTHER CURRENT ASSETS

	March 2024	December 2023
Prepaid Expenses	P 139,584	P -
Prepaid Tax	10,976	10,976
	P 150,560	P 10,976

9. ACCRUED EXPENSES AND OTHER PAYABLES

	March 2024	December 2023
Due to investors	P 853,350	P 920,616
Professional fees	232,692	179,065
Withholding and documentary stamp taxes	106,515	109,443
Custodianship fees payable	9,938	24,873
	P 1,202,495	P 1,233,997

Due to investors account pertains to amounts payable to investors for the redemption of their investments processed on or before the reporting period, which are usually paid three (3) days after the transaction date.

10. RELATED PARTY TRANSACTIONS

In the normal course of business, the Company transacts with entities which are considered related parties under PAS 24, *Related Party Disclosures*.

The details of transaction with related parties and the amounts paid or payable are set out below:

Nature of Transaction	Transactions During the Quarter			Term	Condition
	Q1 2024	Q1 2024	2023		
SLAMCI - Fund Manager					
Management, Distribution and Transfer fees	P 3,658,072	P 1,114,441	P 1,182,726	2.15% of average daily net assets; settled in cash on or before the 15 th day of the following month	Unguaranteed Unsecured;
Key Management Personnel					
Directors' fees	P 63,821	P -	P -	Payable on demand; settled in cash	Unsecured

11. EQUITY

	2024	
	Shares	Amount
Authorized:		
At P0.01 par value	5,200,000,000	P 52,000,000
Fully paid:		
At March 31	3,506,967,024	P 35,069,670
Treasury shares:		
At January 1	2,808,437,502	P 2,659,502,740
Acquisition	77,103,607	71,361,086
Reissuance	(117,634)	(110,341)
At March 31	2,885,423,475	P 2,730,753,485

Fully paid ordinary shares with a par value of P0.01 carry one vote per share and carry a right to dividends.

Incorporation

The Company was incorporated on August 31, 2012 with 200,000,000 authorized shares at par value of P0.01 per share.

Approved changes

On October 10, 2012, the shareholders approved the blanket increase from 200,000,000 shares to 100,000,000,000 shares both with a par value of P0.01 per share. The Board was authorized to implement the increase in tranches.

On March 22, 2013, the Board of Directors approved the first tranche of share capital increase by 2,000,000,000 shares (from 200,000,000 shares to 2,200,000,000 shares both with par value of P0.01 per share). The SEC subsequently approved the increase on January 22, 2014 and the registration statement on July 3, 2014.

On August 6, 2013, the Board of Directors approved the second tranche of share capital increase by 3,000,000,000 shares (from 2,200,000,000 shares to 5,200,000,000 shares both with par value of P0.01 per share) which was subsequently approved by the SEC on December 23, 2014. On July 13, 2015, the registration statement was approved by the SEC.

Current state

As at March 31, 2024, the Company has 621,543,549 issued and outstanding shares out of the 5,200,000,000 ACS with a par value of P0.01 per share.

The following table shows the number of institutional and retail investors and the percentage of their investments, and the geographic concentration of investments as of March 31, 2024.

% Ownership of Institutional Investors	% Ownership of Retail Investors
19.86%	80.14%

Area	Percentage of Investments
LUZON	95%
VISAYAS	4%
MINDANAO	1%
TOTAL	100%

12. **ADDITIONAL PAID-IN CAPITAL**

	March 2024	December 2023
APIC	P 3,267,791,164	P 3,267,793,704

13. **NET ASSET VALUE PER SHARE**

	March 2024	December 2023
Total equity	P 585,999,734	P 631,650,347
Total Outstanding Shares	621,543,549	698,529,522
NAVPS	P 0.9428	P 0.9043

NAVPS is based on issued, outstanding and fully paid shares minus treasury shares. The expected cash outflow on redemption of these shares is equivalent to computed NAVPS as at reporting period.

Net Asset Value Calculation

The net asset value shall be calculated by adding:

- The aggregate market value of the portfolio securities and other assets;
- The cash on hand;
- Any dividends on stock trading ex-dividend; and
- Any accrued interest on portfolio securities,

And subtracting:

- Taxes and other charges against the fund not previously deducted;
- Liabilities
- Accrued expenses and fees; and
- Cash held for distribution to investors of the fund on a prior date.

Price Determination Of The Assets Of The Investment Company

The value of the assets of the Investment Company shall be determined based on the following:

- a. If quoted in an organized market, based on official closing price or last known transacted price;
- b. If unquoted or quoted investments where the transacted prices are not represented or not available to the market, based on fair value; Provided, further that in determining the fair value of investments, the Fund Manager shall, with due care and good faith:
 - Have reference to the price that the Investment Company would reasonably expect to receive upon the sale of the investment at the time the fair value is determined;
 - Document the basis and approach for determining the fair value.

Below table shows the investment company return information of the Fund in the last five (5) recently completed fiscal years as at March 31, 2024:

	Yields	NAVPS	NAVPS Date
Year on year yield (1-year)	5.5885%	P 0.8929	March 31, 2023
3 Year - Simple	13.9198%	P 0.8276	March 31, 2021
5Year - Simple	-4.5749%	P 0.9880	March 29, 2019

14. INTEREST INCOME

	March 2024	March 2023
Fixed income securities	P 3,631,798	P 5,738,289
Cash equivalents	125,915	9,155
Cash in banks	11,051	1,316,551
	P 3,768,764	P 7,063,995

15. EARNINGS PER SHARE

The calculation of the earnings per share for the quarter is based on the following data:

	March 2024	March 2023
Total comprehensive income for the period	P 25,602,672	P 18,688,031
Weighted average number of outstanding shares for the purpose of computing earnings per share	644,966,407	1,301,824,136
Basic and diluted earnings per share	P 0.040	P 0.014

16. FAIR VALUE OF FINANCIAL INSTRUMENTS

Assets and liabilities measured at fair value on a recurring basis

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value classified under level 1 based on the degree to which the inputs to fair value are observable.

	Note	Total
March 31, 2024		
Investment in listed equity shares	5	P 359,752,714
Investment in fixed-income securities	5	214,049,978
		P 573,802,692
December 31, 2023		
Investment in listed equity shares	5	P 372,673,498
Investment in fixed-income securities	5	237,668,340
		P 610,341,838

The fair values of fixed-income securities are based on quoted prices of done deal rates and bid rates of identical instruments.

Listed equity securities are valued at quoted prices as at reporting date.

No transfers in fair value hierarchy were made as at March 31, 2024 and December 31, 2023.

Financial assets and liabilities not measured at fair value

Cash and cash equivalents, accrued interest receivable, dividends receivable, accrued expenses and other payables excluding withholding and documentary stamp taxes, and payable to fund manager have short-term maturities, hence, their carrying amounts are considered their fair values.

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

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

- Increase/Decrease in Net Assets Value Per Share (NAVPS).** NAVPS is computed by dividing net assets (total assets less total liabilities) by the total number of shares issued and outstanding plus the total number of shares outstanding due to deposit for future subscriptions (DFFS) and for conversion to shares, if any, as of the end of the reporting day. Any increase or decrease in NAVPS translates to a prospective capital gain or capital loss, respectively, for the Fund's shareholders.
- Net Investment Income.** Represents the total earnings of the Fund from its investment securities, less operating expenses and income tax. This gauges how efficiently the Fund has utilized its resources in a given time period.
- Assets Under Management (AUM).** These are the assets under the Fund's disposal. This measures investor confidence (increase/decrease brought about by investor subscriptions/redemptions) as well as the growth of the Fund (increase/decrease brought about by its operational income and market valuation of its assets and liabilities).
- Cash Flow.** Determines whether the Fund was able to achieve the optimal level of liquidity by being able to meet all its scheduled payments, while maintaining at the same time the maximum investments level and minimum cash level.

Management's Discussion and Analysis of Financial Condition and Results of Operations

Material Changes in the 1st Quarter Financial Statements

Statement of Financial Position and Statements of Changes in Equity –31 Mar 2024 vs. 31 Dec 2023

	31-Mar-24	31-Dec-23	Movement	Percentage (%)	MDAS
	Unaudited	Audited			
Cash and cash equivalents	P 11,513,031	P 21,345,140	P (9,832,109)	-46.06%	Liquidity requirements were met.
Financial assets at fair value through profit or loss	573,802,692	610,341,838	(36,539,146)	-5.99%	The decrease was mainly due to net disposals of investments in listed equity securities and in fixed-income securities coupled with unrealized losses incurred during the period.
Accrued interest receivable	1,921,384	2,157,595	(236,211)	-10.95%	Collection of interest depends on the scheduled interest payments of each asset.
Dividends receivable	929,003	211,521	717,482	339.20%	The collection of receivable is dependent on the scheduled payment dates of each listed stock from which dividends were received.
Other current assets	150,560	10,976	139,584	1271.72%	This account mainly pertains to prepaid expenses to be amortized until the end of the accounting period and prepaid tax to be applied in the future income tax payable of the fund.
Total Assets	588,316,670	634,067,070	(45,750,400)	-7.22%	
Accrued expenses and other payables	1,202,495	1,233,997	(31,502)	-2.55%	The decrease was mainly due to lower outstanding payable to investors for redemption of their investments processed on or before end of the reporting period, which are usually settled three (3) days after the transaction date.
Payable to fund manager	1,114,441	1,182,726	(68,285)	-5.77%	Decrease in AUM for the period consequently decrease this account.
Total Liabilities	2,316,936	2,416,723	(99,787)	-4.13%	
Share capital	35,069,670	35,069,670	-	0.00%	
Additional paid in capital	3,267,791,164	3,267,793,704	(2,540)	0.00%	
Retained earnings	13,892,385	(11,710,287)	25,602,672	-218.63%	The movement represents the net income during the period.
Treasury Shares	(2,730,753,485)	(2,659,502,740)	(71,250,745)	2.68%	The change depicts the net acquisition of treasury shares during the period.
Net Assets	P 585,999,734	P 631,650,347	P (45,650,613)	-7.23%	The decrease was due to net acquisition partly offset with the net income earned during the period.
Net Assets Value per Share	P 0.9428	P 0.9043	P 0.0385	4.26%	

Statement of Financial Position and Statements of Changes in Equity –31 Mar 2023 vs. 31 Dec 2022

	31-Mar-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Unaudited	Audited			
Cash and cash equivalents	P 37,851,493	P 50,716,153	P (12,864,660)	25.37%	Liquidity requirements were met.
Financial assets at fair value through profit or loss	1,110,349,995	1,105,460,516	4,889,479	0.44%	The increase was mainly due to net acquisition of investments in listed equity securities and in fixed income securities coupled with lower unrealized losses incurred during the period.
Accrued interest receivable	3,421,317	2,836,916	584,401	20.60%	Collection of interest depends on the scheduled interest payments of each asset.
Dividends receivable	998,185	168,090	830,095	493.84%	The collection of receivable is dependent on the scheduled payment dates of each listed stock from which dividends were received.
Due from brokers	11,117,668	-	11,117,668	-	This account pertains to amounts receivable from brokers for the sale of investments processed on or before the reporting period, which are settled three days after the transaction date.
Other current assets	60,907	10,976	49,931	454.91%	This account mainly pertains to prepaid tax to be applied in the future income tax payable of the fund.
Total Assets	1,163,799,565	1,159,192,651	4,606,914	0.40%	
Accrued expenses and other payables	2,033,766	1,549,942	483,824	31.22%	The increase was mainly due to higher outstanding payable to investors for redemption of their investments processed on or before end of the reporting period, which are usually settled four (4) days after the transaction date.
Due to brokers	1,519,736	251,734	1,268,002	503.71%	This account pertains to amounts payable to brokers for the purchase of investments processed on or before the reporting period, which are settled three days after the transaction date.
Payable to fund manager	2,180,146	2,238,849	(58,703)	2.62%	Decrease in average AUM during the period consequently decrease this account.
Total Liabilities	5,733,648	4,040,525	1,693,123	41.90%	
Share capital	35,069,670	35,069,670	-	0.00%	
Additional paid in capital	3,267,804,689	3,267,804,689	-	0.00%	
Retained earnings	(3,929,675)	(22,617,706)	18,688,031	-82.63%	The movement represents the net income during the period.
Treasury Shares	(2,140,878,767)	(2,125,104,527)	(15,774,240)	0.74%	The increase depicts the net redemptions of treasury shares during the period.
Net Assets	P 1,158,065,917	P 1,155,152,126	P 2,913,791	0.25%	The increase was due to the net income earned partly offset with net redemptions during the period.
Net Assets Value per Share	P 0.8928	P 0.8789	P 0.0139	1.58%	

There were no known trends, demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing the Company's liquidity in any material way.

There was no contingent liability reflected in the accompanying interim unaudited financial statements.

The Company does not anticipate having any cash flow or liquidity problems as it complies with the liquidity requirements per ICA-IRR 6.10. The Company was able to meet all its monetary obligations to its shareholders (for redemption) and creditors for the period covered. It does not foresee any event that could trigger a direct or contingent financial obligation that is material to its operations.

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

There are no other significant events and transactions from the last annual reporting period that is required for disclosure this quarter.

Statement of Comprehensive Income for the Three months ended – 31 Mar 2024 vs. 31 Mar 2023

	31-Mar-24	31-Mar-23	Movement	Percentage (%)	MDAS
	Unaudited	Unaudited			
Investment Income	P 17,587,703	P 34,663,240	P (17,075,537)	-49.26%	The decrease was mainly due to lower realized gains from disposal of investments, interest income earned and lower dividend income earned
Investment Expenses	323,386	903,936	(580,550)	-64.22%	The decrease was mainly due to lower commission incurred during the period.
Operating Expenses	3,838,824	7,200,758	(3,361,934)	-46.69%	The decrease was mainly driven by the lower management fees brought by lower AUM for the period compared to last year coupled with the decrease in custodian fees incurred during the period.
Net Unrealized Gains (Losses) on Investments	13,573,663	(4,899,942)	18,473,605	-377.02%	The increase in this account is due to more favorable market prices of its investment during the period as compared to prior year.
Provision for Income Tax	1,396,484	2,970,573	(1,574,089)	-52.99%	The decrease was mainly driven by lower selling taxes from the sale and purchases of stocks during the period.
Net Investment Income	P 25,602,672	P 18,688,031	P 6,914,641	-37.00%	

Statement of Comprehensive Income for the Three months ended – 31 Mar 2023 vs. 31 Mar 2022

	31-Mar-23	31-Mar-22	Movement	Percentage (%)	MDAS
	Unaudited	Unaudited			
Investment Income	P 34,663,240	P 57,265,805	P (22,602,565)	39.47%	The decrease was mainly due to lower realized trading gains from disposal of investments for the period partly negated by higher dividend and interest income earned during the period.
Investment Expenses	903,936	3,047,486	(2,143,550)	-70.34%	The decrease was due to lower commission and clearing fees incurred during the year.
Operating Expenses	7,200,758	8,016,250	(815,492)	-10.17%	The decrease was mainly driven by lower management fees brought by lower AUM for the period compared to last year.
Net Unrealized Losses on Investments	(4,899,942)	(33,209,862)	28,309,920	85.25%	The increase in unrealized losses is due to more favorable market prices of its investment during the period as compared to prior year.
Provision for Income Tax	2,970,573	4,831,293	(1,860,720)	-38.51%	The decrease was mainly driven by lower selling taxes from the sale and purchases of stocks during the period.
Net Investment Income	P 18,688,031	P 8,160,914	P 10,527,117	-128.99%	

Average daily net asset value from January to March 2024 and January to March 2023 is P610,898,490 and P1,179,595,851, respectively.

The Company has no unusual nature of transactions or events that affect assets, liabilities, equity, net income or cash flows.

There were no commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Company which are not reflected in the accompanying interim unaudited financial statements.

The management of the Company is of the opinion that there were no income or losses from these items that will have any material effect on its interim unaudited financial statements.

There were no known material events subsequent to the end of the quarterly reporting period that have not been reflected in the Company's interim unaudited financial statements as at the period ended March 31, 2024. There were no significant elements of income or loss that did not arise from the Fund's continuing operations.

There were no changes in estimates of amount reported in the current financial year or changes in estimates of amounts reported in prior financial years.

PART II – RISK MANAGEMENT

Item 1. Financial Risk Exposures of the Company

1. Financial Risk Management Objectives and Policies

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

1.1 Market Risk: Market risk is the risk of possible decline in the value of the Fund due to fluctuations in prices of the fund's assets. Since the Fund may invest in both equity and fixed income securities, it is subject to two types of market risks: (1) Interest Rate Risk applicable to fixed income investments of the Fund; and (2) Equity Price Risk applicable to the equity investments of the Fund.

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

1.1.b Equity Price Risk: For equity investments, changes in prices of equity refer to the equity investments held by the Fund either for strategic or trading purposes. These equity investments, if any, are subject to the daily price fluctuations, as determined by market forces. Hence, prices may vary as a result of the general economic and political conditions, as well as developments in the company's operations and overall profitability. To manage this risk, the equity investments included in the Fund's portfolio are carefully selected based on their fundamental soundness.

1.2 Credit Risk: Investments in bonds carry the risk that the issuer of the bonds might default on its interest and/or principal payments. In the event of default, the Fund's value will be adversely affected and may result in a write-off of the concerned asset held by the Fund. To mitigate the risk, each Issuer/Borrower/Counterparty passes through a stringent credit evaluation process to determine whether the quality of the bond complies with the prescribed standards of the Fund. Further, the credit quality of the Issuer/Borrower/Counterparty is reviewed periodically to ensure that excellent credit standing is maintained. Moreover, a 10% exposure limit to a single Issuer/Borrower/Counterparty is likewise observed. It is good to note, however, that the Fund's government securities holdings are considered almost credit risk-free assets as they carry an unconditional guarantee of the Republic of the Philippines.

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

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

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

1.5 Non-guarantee: Unlike deposits made with banks, an investment in the Fund is neither insured nor guaranteed by the Philippine Deposit Insurance Corporation (“PDIC”). Hence, investors carry the risk of losing the value of their investment. Moreover, as with any investment, it is important to note that past performance of the Fund does not guarantee its future success.

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

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

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

The above risk factors are by no means exhaustive. New and/or unidentified risks may arise given the fast changing financial markets and economic environment.

2. Capital Risk Management

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

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

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

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

- It does not issue senior securities;
- It does not intend to incur any debt or borrowing. In the event that borrowing is necessary, it can do so only if, at the time of its incurrence or immediately thereafter, there is asset coverage of at least 300% for all its borrowings;
- It does not participate in any underwriting or selling group in connection with the public distribution of securities, except for its own share capital;
- It generally maintains a diversified portfolio. Industry concentrations may vary at any time depending on the investment manager’s view on the prospects;
- It does not invest more than twenty percent (20%) of its net assets in real estate properties and developments, subject to investment restrictions and/or limitations under applicable law, if any;
- It does not purchase or sell commodity futures contracts;
- It does not engage in lending operations to related parties such as the members of the Board of Directors, officers of the Company and any affiliates, or affiliated corporations of the Company;
- The asset mix in each type of security is determined from time to time, as warranted by economic and investment conditions;
- Subscribers are required to settle their subscriptions in full upon submission of their application for subscriptions;
- It may use various techniques to hedge investment risks; and
- It does not change its investment objectives without the prior approval of a majority of its shareholders and prior notice to the SEC.

The Investment Policies refer to the following:

- a. Investment Objective - to generate long-term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Peso.
- b. Benchmark - the Company's performance is measured against 50% PSE Index and 50% Bloomberg Sovereign Bond Index, net of tax.
- c. Asset Allocation Range - the Company allocates its funds available for investments among cash and other deposit substitutes, fixed-income securities and equity securities based on certain proportion as approved by Management.

Other matters covered in the investment policy include the fees due to be paid to the Fund Manager with management and distribution fees each set at an annual rate of 2.00% of the net assets attributable to shareholders on each valuation day.

In compliance to SEC Memorandum Circular No. 21, Series of 2019 signed on September 24, 2019 in relation to independent Net Asset Value (NAV) calculation, SLAMCI (Fund Manager) engaged Citibank, N.A. Philippines to service its fund accounting functions including calculation of its NAV every dealing day. In December 2020, SLAMCI implemented the outsourced fund accounting to all Sun Life Prosperity Funds.

As at March 31, 2024 and December 31, 2023, the Company is in compliance with the above requirements and minimum capital requirement of P50,000,000.

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

The Company does not have any investment in foreign securities.

4. Significant accounting judgments made in classifying a particular financial instrument in the fair value hierarchy.

CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, Management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on the historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical Judgments in Applying Accounting Policies

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

Business model assessment

Classification and measurement of financial assets depend on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgment reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortized cost that are derecognized prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business

model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

The Company measures its financial assets at amortized cost if the financial asset qualifies for both SPPI and business model test. The Company's business model is to hold the asset and to collect its cash flows which are SPPI. All other financial assets that do not meet the SPPI and business model test are measured at FVTPL.

Puttable shares designated as equity instruments

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

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

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

As at March 31, 2024 and December 31, 2023, the recognized amount of share capital representing puttable shares in the statements of financial position amounted to P35,069,670.

Key Sources of Estimation Uncertainty

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

Deferred tax assets

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

Based on Management's expectation of the Company's future taxable income, the Company did not recognize the deferred tax assets as at March 31, 2024 and December 31, 2023.

Determining the fair value of investments in debt securities classified as financial assets at FVTPL

The Company carries its investments in traded debt securities at fair value, which requires the use of accounting estimates and judgment. Since market interest rate is a significant component of fair value measurement, fair value would differ if the Company applied a different set of reference rates in the valuation methodology. Any change in the fair value of these financial assets would affect profit or loss and equity.

Compliance with Foreign Account Tax Compliance Act (FATCA)

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

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

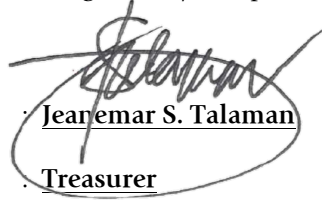
SIGNATURES

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

Issuer : Sun Life Prosperity Dynamic Fund, Inc.

Principal Financial/Accounting Officer/Comptroller:

Signature



: Jeanemar S. Talaman

Title

: Treasurer

Date

: May 17, 2024

SUN LIFE PROSPERITY DYNAMIC FUND, INC.

Schedule of Financial Soundness Indicators and Financial Ratios

March 31, 2024 and December 31, 2023

	Formula	2024	2023
<i>Current/ Liquidity Ratios</i>			
a. Current ratio	Current Assets/Current Liabilities	253.92:1	262.37:1
b. Quick ratio	Quick Assets/Current Liabilities	253.86:1	262.36:1
c. Cash ratio	Cash/Current Liabilities	4.97:1	8.83:1
d. Days in receivable	Receivable/Revenue * No. of days	N/A	N/A
e. Working capital ratio	(Current Assets-Current Liabilities)/Current Liabilities	252.92:1	261.37:1
f. Net working capital to sales ratio	Working Capital / Total Revenue	33.32:1	12.87:1
g. Defensive Interval Ratio	360* (Quick Assets / Proj. Daily Operating Expense)	55157.46:1	8934.04:1
<i>Solvency Ratios</i>			
a. Long-term debt to equity ratio	Noncurrent Liabilities/Total Equity	N/A	N/A
b. Debt to equity ratio	Total Liabilities/Total Equity	0:1	0.00
c. Long term debt to total asset ratio	Noncurrent Liabilities/Total Assets	N/A	N/A
d. Total debt to asset ratio	Total Liabilities/Total Assets	0:1	0.00
Asset to equity ratio	Total Assets/Total Equity	1:1	1:00
Interest rate coverage ratio	Earning Before Income Tax/Interest Expense	0:1	0.00
<i>Profitability Ratio</i>			
a. Earnings before interest and taxes (EBIT) margin	EBIT/Revenue	153.51%	44.17%
b. Earnings before interest, taxes and depreciation and amortization (EBITDA) margin	EBITDA/Revenue	153.51%	44.17%
c. Pre-tax margin	EBT/Revenue	153.51%	44.17%
d. Effective tax rate	Income Tax/EBIT	5.17%	49.69%
e. Post-tax margin	Net Income After Tax/Revenue	145.57%	22.22%
f. Return on equity	Net Income After Tax/Average Common Equity	4.21%	1.22%
g. Return on asset	NIAT/Average Total Assets	4.19%	1.22%
Capital intensity ratio	Total Assets/Revenue	33.45:1	12.92:1
Fixed assets to total assets	Fixed assets/Total assets	N/A	N/A
Dividend payout ratio	Dividends paid/Net Income	N/A	N/A

Sun Life Prosperity Dynamic Fund Inc.
Schedule Required under SRC Rule 68

i. Percentage of Investment in a Single Enterprise to Net Asset Value
As of March 31, 2024 and December 31, 2023

	2024			2023		
	Investment (Market Value)	Net Asset Value	% over NAV	Investment (Market Value)	Net Asset Value	% over NAV
Equities						
Aboitiz Equity Ventures Inc	5,960,726	585,999,734	1.02%	4,586,218	631,650,347	0.73%
Alliance Global Group Inc.	1,705,864	585,999,734	0.29%	3,078,312	631,650,347	0.49%
Ayala Corporation	20,160,000	585,999,734	3.44%	22,670,490	631,650,347	3.59%
Ayala Land Inc.	25,559,738	585,999,734	4.36%	33,776,502	631,650,347	5.35%
Bank of the Philippine Islands	24,486,972	585,999,734	4.18%	26,677,742	631,650,347	4.22%
BDO Unibank Inc.	32,523,641	585,999,734	5.55%	30,491,195	631,650,347	4.83%
Globe Telecom Inc.	3,007,300	585,999,734	0.51%	8,109,800	631,650,347	1.28%
Century Pacific Food Inc.	6,044,000	585,999,734	1.03%	5,865,025	631,650,347	0.93%
GT Capital Holdings Inc.	14,051,840	585,999,734	2.40%	13,457,900	631,650,347	2.13%
International Container Terminal Services Inc.	26,174,580	585,999,734	4.47%	33,651,180	631,650,347	5.33%
JG Summit Holdings Inc.	7,205,708	585,999,734	1.23%	9,570,271	631,650,347	1.52%
Manila Electric Company	7,468,440	585,999,734	1.27%	10,138,590	631,650,347	1.61%
Manila Water Company	6,151,740	585,999,734	1.05%	-	**	-
Metropolitan Bank & Trust Company	21,283,854	585,999,734	3.63%	12,397,671	631,650,347	1.96%
PLDT, INC.	8,921,440	585,999,734	1.52%	8,443,958	631,650,347	1.34%
SM Investments Corporation	48,732,192	585,999,734	8.32%	45,488,752	631,650,347	7.20%
SM Prime Holdings Inc.	30,275,949	585,999,734	5.17%	39,942,903	631,650,347	6.32%
Universal Robina Corporation	10,487,880	585,999,734	1.79%	14,342,388	631,650,347	2.27%
Bloomberry Resorts Corporation	2,875,920	585,999,734	0.49%	4,517,544	631,650,347	0.72%
Jollibee Foods Corporation	18,308,448	585,999,734	3.12%	15,254,952	631,650,347	2.42%
Monde Nissin Corporation	6,232,044	585,999,734	1.06%	3,064,566	631,650,347	0.49%
EEL Corporation - PHY2249U1290	5,188,500	585,999,734	0.89%	5,001,723	631,650,347	0.79%
EEL Corporation - PHY2249U1373	16,044,900	585,999,734	2.74%	15,744,312	631,650,347	2.49%
Robinsons Land Co	5,888,040	585,999,734	1.00%	6,401,504	631,650,347	1.01%
SLM PHP MT-CLS MNY MRKT FN C	5,013,000	585,999,734	0.86%	-	**	-
Treasury Notes						
PH0000058281	35,050,750	585,999,734	5.98%	-	**	-
PH0000058125	4,523,611	585,999,734	0.77%	-	**	-
PH0000058176	33,978,240	585,999,734	5.80%	69,634,800	631,650,347	11.02%
PH0000057218	17,652,843	585,999,734	3.01%	17,889,943	631,650,347	2.83%
PH0000057200	3,819,492	585,999,734	0.65%	3,866,760	631,650,347	0.61%
PIBD0729J687	2,780,973	585,999,734	0.47%	2,810,673	631,650,347	0.44%
PIBD2535I071	40,044,219	585,999,734	6.83%	44,630,103	631,650,347	7.07%
PIBD2042K253	35,269,741	585,999,734	6.02%	57,139,650	631,650,347	9.05%
PIBD2535L086	28,179,579	585,999,734	4.81%	28,693,515	631,650,347	4.54%
PH0000057374	7,477,244	585,999,734	1.28%	7,591,124	631,650,347	1.20%
PIBD2039A232	5,273,286	585,999,734	0.90%	5,411,772	631,650,347	0.86%
Cash equivalents						
RIZAL COMMERCIAL BANKING CORPORATION	-	**	-	15,012,836	631,650,347	2.38%

ii. Total Investment of the Fund to the Outstanding Securities of an Investee Company

As of March 31, 2024 and December 31, 2023

	Investment (Shares)	2024 Outstanding Securities	% over Investee	Investment (Shares)	2023 Outstanding Securities	% over Investee
Equities						
Aboitiz Equity Ventures Inc	13,623,194	5,619,785,757	0.24%	102,830	5,619,785,757	0.00%
Alliance Global Group Inc.	4,831,017	8,974,502,679	0.05%	272,900	9,002,953,579	0.00%
Ayala Corporation	31,305,699	619,807,425	5.05%	33,290	619,807,425	0.01%
Ayala Land Inc.	49,541,111	14,921,254,413	0.33%	980,450	14,942,175,713	0.01%
Bank of the Philippine Islands	42,216,685	5,259,201,283	0.80%	257,011	5,259,201,283	0.00%
BDO Unibank Inc.	47,030,624	5,268,710,945	0.89%	233,649	5,268,357,304	0.00%
Globe Telecom Inc.	16,781,765	144,228,604	11.64%	4,715	144,228,604	0.00%
Century Pacific Food Inc.	3,399,524	3,542,258,595	0.10%	189,500	3,542,258,595	0.01%
GT Capital Holdings Inc.	17,620,547	215,284,587	8.18%	22,810	215,284,587	0.01%
International Container Terminal Services Inc.	41,753,472	2,033,812,023	2.05%	136,350	2,031,988,603	0.01%
JG Summit Holdings Inc.	20,991,784	7,520,983,658	0.28%	250,859	7,520,983,658	0.00%
Manila Electric Company	14,151,166	1,127,098,705	1.26%	25,410	1,127,098,705	0.00%
Manila Water Company	271,600	2,594,653,325	0.01%	-	**	-
Metropolitan Bank & Trust Company	43,361,565	4,497,415,555	0.96%	241,670	4,497,415,555	0.01%
PLDT, INC.	10,403,451	216,055,775	4.82%	6,602	216,055,775	0.00%
SM Investments Corporation	87,771,427	1,222,023,358	7.18%	52,166	1,222,023,358	0.00%
SM Prime Holdings Inc.	68,365,817	28,879,231,694	0.24%	1,214,070	28,879,231,694	0.00%
Universal Robina Corporation	20,502,131	2,173,371,518	0.94%	121,340	2,177,422,968	0.01%
Bloomberry Resorts Corporation	6,570,500	11,430,368,194	0.06%	459,100	11,430,368,194	0.00%
Jollibee Foods Corporation	21,399,239	1,120,781,131	1.91%	60,680	1,119,911,278	0.01%
Monde Nissin Corporation	9,164,819	17,968,611,496	0.05%	365,700	17,968,611,496	0.00%
EEI Corporation - PHY2249U1290	5,897,294	15,000,000	39.32%	57,690	15,000,000	0.38%
EEI Corporation - PHY2249U1373	16,919,025	45,000,000	37.60%	162,480	45,000,000	0.36%
Robinsons Land Co	353,000	4,839,141,486	0.01%	401,600	4,839,141,486	0.01%
SLM PHP MT-CLS MNY MRKT FN C	5,000,000	446,788,350	1.12%	-	**	-
Treasury Notes						
PH0000058281	35,000,000	584,861,260,000	0.01%	-	**	-
PH0000058125	4,540,000	35,000,000,000	0.01%	-	**	-
PH000528B176	174,111,736	283,763,660,000	0.06%	69,000,000	283,763,660,000	0.02%
PH0000057218	17,550,000	24,793,000,000	0.07%	17,550,000	24,793,000,000	0.07%
PH0000057200	12,207,699	30,000,000,000	0.04%	3,600,000	30,000,000,000	0.01%
PIBD0729J687	2,700,000	24,125,000,000	0.01%	2,700,000	24,125,000,000	0.01%
PIBD2535I071	117,170,566	62,220,400,000	0.19%	38,850,000	62,220,400,000	0.06%
PIBD2042K253	134,016,933	27,597,000,000	0.49%	47,500,000	27,597,000,000	0
PIBD2535L086	78,720,417	163,216,530,000	0.05%	24,900,000	208,216,530,000	0.01%
PH0000057374	7,300,000	30,000,000,000	0.02%	7,300,000	30,000,000,000	0.02%
PIBD2039A232	5,045,000	31,504,000,000	0.02%	5,045,000	31,504,000,000	0.02%
Cash equivalents						
RIZAL COMMERCIAL BANKING CORPORATION	-	**	-	15,012,836	**	-

iii Total Investment in Liquid or Semi-Liquid Assets to Total Assets

As of March 31, 2024 and December 31, 2023

	2024	2023
Total Liquid and Semi-Liquid Assets	588,166,110	634,056,094
TOTAL ASSETS	588,316,670	634,067,070
Total Investment in Liquid or Semi-Liquid Assets to Total Assets	100%	100%

iv. Total Operating Expenses to Total Net Worth

As of March 31, 2024 and December 31, 2023

	2024	2023
Total Operating Expenses	3,838,824	25,549,496
Average Daily Net Worth	610,898,490	1,035,758,527
Total Operating Expenses to Total Net Worth	0.63%	2.47%

v. Total Assets to Total Borrowings

As of March 31, 2024 and December 31, 2023

	2024	2023
Total Assets	588,316,670	634,067,070
Total Borrowings	2,316,936	2,416,723
Total Assets to Total Borrowings	25392%	26237%

SUN LIFE PROSPERITY DYNAMIC FUND, INC.
Schedule of Investments
Financial assets

Name of Issuing Entity and Association of Each Issue	March 31, 2024		December 31, 2023	
	Number of Shares / Principal Amount of Bonds and Notes	Market Value	Number of Shares / Principal Amount of Bonds and Notes	Market Value
Treasury Bonds and Notes Issued by the Nat'l Government	588,362,351	P 214,049,978	216,445,000	P 237,668,340
Equity Shares				
Aboitiz Equity Ventures Inc	13,623,194	5,960,726	102,830	4,586,218
Alliance Global Group Inc.	4,831,017	1,705,864	272,900	3,078,312
Ayala Corporation	31,305,699	20,160,000	33,290	22,670,490
Ayala Land Inc.	49,541,111	25,559,738	980,450	33,776,502
Bank of the Philippine Islands	42,216,685	24,486,972	257,011	26,677,742
BDO Unibank Inc.	47,030,624	32,523,641	233,649	30,491,195
Globe Telecom Inc.	16,781,765	3,007,300	4,715	8,109,800
Century Pacific Food Inc.	3,399,524	6,044,000	189,500	5,865,025
GT Capital Holdings Inc.	17,620,547	14,051,840	22,810	13,457,900
International Container Terminal Services Inc.	41,753,472	26,174,580	136,350	33,651,180
JG Summit Holdings Inc.	20,991,784	7,205,708	250,859	9,570,271
Manila Electric Company	14,151,166	7,468,440	25,410	10,138,590
Manila Water Company	271,600	6,151,740	-	-
Metropolitan Bank & Trust Company	43,361,565	21,283,854	241,670	12,397,671
PLDT, INC.	10,403,451	8,921,440	6,602	8,443,958
SM Investments Corporation	87,771,427	48,732,192	52,166	45,488,752
SM Prime Holdings Inc.	68,365,817	30,275,949	1,214,070	39,942,903
Universal Robina Corporation	20,502,131	10,487,880	121,340	14,342,388
Bloombery Resorts Corporation	6,570,500	2,875,920	459,100	4,517,544
Jollibee Foods Corporation	21,399,239	18,308,448	60,680	15,254,952
Monde Nissin Corporation	9,164,819	6,232,044	365,700	3,064,566
EEI Corporation - PHY2249U1290	5,897,294	5,188,500	57,690	5,001,723
EEI Corporation - PHY2249U1373	16,919,025	16,044,900	162,480	15,744,312
Robinsons Land Co	353,000	5,888,040	401,600	6,401,504
SLM PHP MT-CLS MNY MRKT FN C	5,000,000	5,013,000	-	-
	599,226,454	359,752,714	5,652,872	372,673,498
Cash equivalents				
RIZAL COMMERCIAL BANKING CORPORATION	-	-	15,012,836	15,012,836
GRAND TOTAL	1,187,588,805	P 573,802,692	237,110,708	P 625,354,674

This document contains key information clients of Sun Life Prosperity Dynamic Fund should know about. More information can be found in the Fund's prospectus. Ask a Sun Life Financial Advisor or contact Sun Life Asset Management Company, Inc., at 8-849-9888 or PHIL-MF-Products@sunlife.com or visit www.sunlifefunds.com.

Launch Date	July 1, 2014	Fund Classification	Multi-Asset Fund	Minimum Holding Period	30 days
Fund Size	PHP 586,061,692.96	Minimum Subscription	PHP 1,000	Early Redemption Fee	1.00%
Net Asset Value Per Share	0.9429	Minimum Subsequent	PHP 1,000	Redemption Settlement	T+3 business days
Benchmark	50% PSEi + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Management and Distribution Fee	2.00%	Bloomberg Ticker	SLPDYNA PM Equity
Fund Structure	Mutual Fund (Shares)	Transfer Agency Fee	0.15%		

What does the Fund invest in?

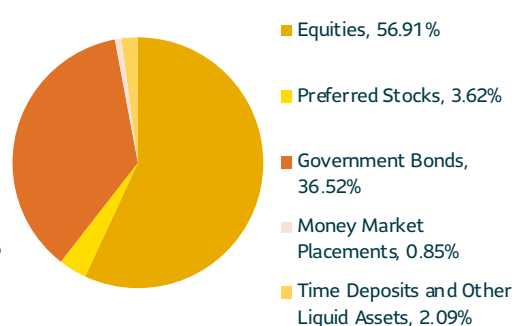
The **Sun Life Prosperity Dynamic Fund** is an adaptive and agile mutual fund that allows you to maximize gains through the opportunistic re-balancing of its portfolio between equities and fixed income assets. It is a one-decision mutual fund that quickly shifts between fixed income and equities, depending on prevailing market conditions in order to yield better returns.

The Fund is suitable for investors with a **growth risk profile** and long-term investment horizon. The Fund's investment objective is to generate long term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Pesos. The Fund will adopt a tactical asset allocation approach by having the ability to switch between equities, bonds, and cash with a wider range in the permitted shift in allocation between equities and fixed-income assets when needed.

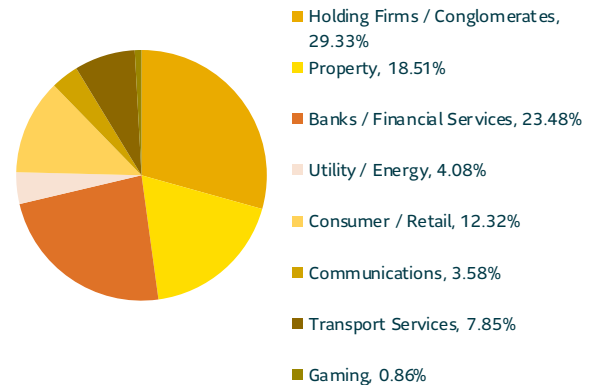
Top Equity Holdings

- SM Investments Corporation, 8.32%
- BDO Unibank Inc., 5.55%
- SM Prime Holdings Inc., 5.17%
- International Container Terminal Services Inc., 4.47%
- Ayala Land Inc., 4.36%
- Bank of the Philippine Islands, 4.18%
- Metropolitan Bank & Trust Co., 3.63%
- Ayala Corporation, 3.44%
- Jollibee Foods Corporation, 3.12%
- EI Corporation (Series B), 2.74%

Investment Mix

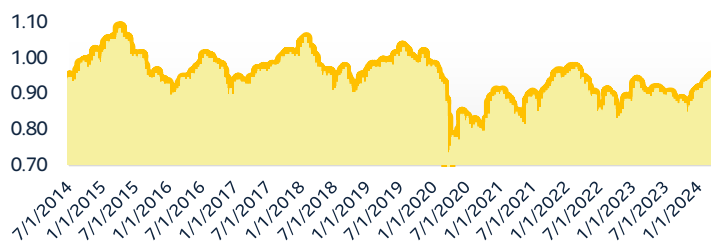


Sector Allocation



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	0.47%	4.27%	5.06%	12.72%	-3.71%
Benchmark*	-0.03%	3.68%	4.71%	5.10%	5.36%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

*Bond Benchmark Effectivity Date:

HSBC Local Currency Bond Philippines Liquid Total Return: July 1, 2014 to April 30, 2016
 Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life): May 1, 2016 to present

Market Review and Outlook

- The Philippine Stock Exchange Index (PSEi) declined 0.59% in March, following four consecutive months of gains. On the other hand, local bond prices were slightly higher during the month.
- Foreign funds were net sellers during the month to the tune of US\$45 million due to outflow from FTSE rebalancing.
- Inflation accelerated to 3.7% in March, higher than previous month's 3.4% due to higher prices of food, restaurant, accommodation services, and transport.
- So far, full year 2023 corporate earnings are showing more than 20% growth compared to previous year.
- The local bourse may see some correction in the near-term as it struggles to break above 7000 and as rate cut expectation is pushed back towards the third quarter.
- On a gross-of-fees basis, the Fund is ahead of the benchmark year-to-date.

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Launch Date	July 1, 2014	Fund Classification	Multi-Asset Fund	Minimum Holding Period	30 days
Fund Size	PHP 602,429,090.04	Minimum Subscription	PHP 1,000	Early Redemption Fee	1.00%
Net Asset Value Per Share	0.9385	Minimum Subsequent	PHP 1,000	Redemption Settlement	T+3 business days
Benchmark	50% PSEi + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Management and Distribution Fee	2.00%	Bloomberg Ticker	SLPDYNA PM Equity
Fund Structure	Mutual Fund (Shares)	Transfer Agency Fee	0.15%		

What does the Fund invest in?

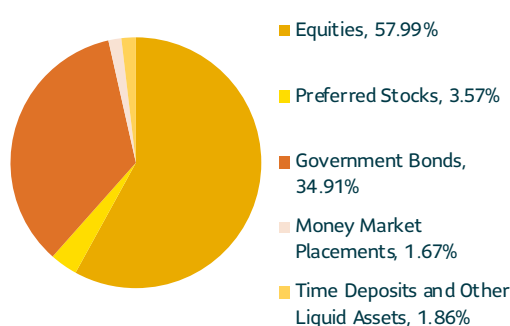
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The Fund is suitable for investors with a **growth risk profile** and long-term investment horizon. The Fund's investment objective is to generate long term capital appreciation through investment in equity securities and/or in government and corporate debt securities denominated in Philippine Pesos. The Fund will adopt a tactical asset allocation approach by having the ability to switch between equities, bonds, and cash with a wider range in the permitted shift in allocation between equities and fixed-income assets when needed.

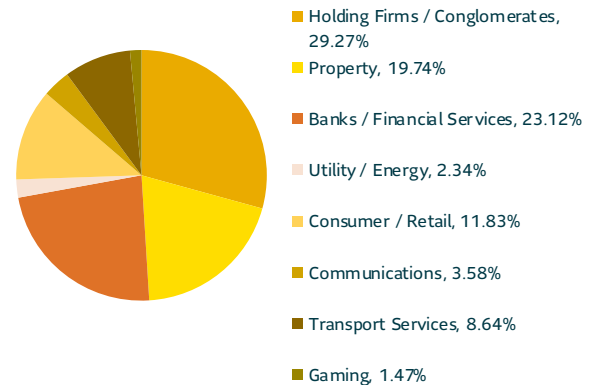
Top Equity Holdings

- SM Investments Corporation, 8.13%
- BDO Unibank Inc., 5.92%
- SM Prime Holdings Inc., 5.45%
- International Container Terminal Services Inc., 5.01%
- Ayala Land Inc., 4.99%
- Bank of the Philippine Islands, 4.37%
- Ayala Corporation, 3.31%
- Metropolitan Bank & Trust Co., 3.12%
- Jollibee Foods Corporation, 2.79%
- GT Capital Holdings Inc., 2.74%

Investment Mix

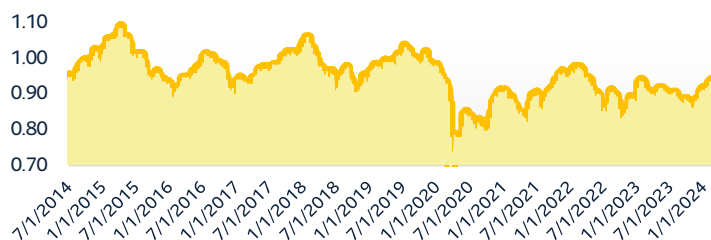


Sector Allocation



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	2.58%	3.78%	5.58%	9.50%	-1.69%
Benchmark*	2.27%	3.73%	4.89%	1.93%	8.32%

Notes:

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- Benchmark data were based on available information as of extraction date.

*Bond Benchmark Effectivity Date:

HSBC Local Currency Bond Philippines Liquid Total Return: July 1, 2014 to April 30, 2016
 Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life): May 1, 2016 to present

Market Review and Outlook

- The Philippine Stock Exchange Index (PSEi) had its fourth consecutive month of positive returns, posting a gain of +4.49% in February. Local bond prices were relatively flat during the month.
- Foreign funds continued to flow into the Philippines, with US\$128.66 million worth of net inflows seen this month. The year-to-date total now stands at US\$208.4 million.
- Inflation accelerated to 3.4% in March, higher than previous month's 2.8% due to higher prices of food, fuel, and utilities.
- Full year 2023 earnings are now being reported, with Banks showing strong earnings that are ahead of in-house expectations.
- The local bourse successfully broke past its long-time resistance level of 6,700 in February. The next resistance level is now at 7,100, but the market will need a strong catalyst to break through this mark.
- On a gross-of-fees basis, the Fund is ahead of the benchmark year-to-date.

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Fund Size	PHP 614,356,638.20	Minimum Subscription	PHP 1,000	Early Redemption Fee	1.00%
Net Asset Value Per Share	0.9149	Minimum Subsequent	PHP 1,000	Redemption Settlement	T+3 business days
Benchmark	50% PSEi + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Management and Distribution Fee	2.00%	Bloomberg Ticker	SLPDYNA PM Equity
Fund Structure	Mutual Fund (Shares)	Transfer Agency Fee	0.15%		

What does the Fund invest in?

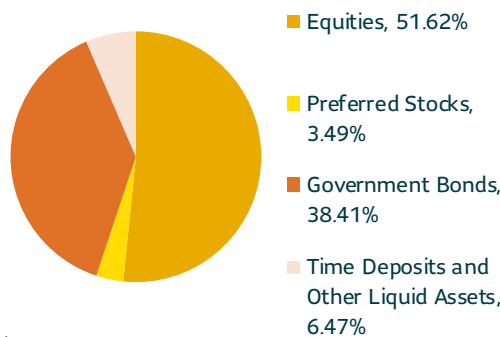
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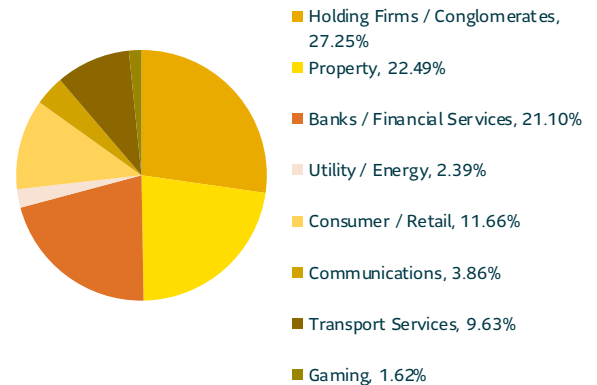
Top Equity Holdings

- SM Investments Corporation, 7.39%
- SM Prime Holdings Inc., 5.79%
- BDO Unibank Inc., 5.02%
- International Container Terminal Services Inc., 4.97%
- Ayala Land Inc., 4.77%
- Bank of the Philippine Islands, 3.79%
- Ayala Corporation, 3.32%
- EEL Corporation (Series B), 2.55%
- Jollibee Foods Corporation, 2.33%
- Metropolitan Bank & Trust Co., 2.09%

Investment Mix

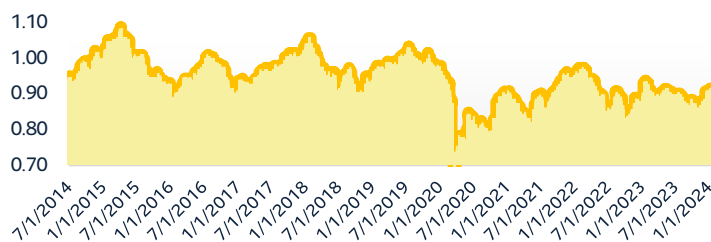


Sector Allocation



How has the Fund performed?

NAVPS Since Inception



CUMULATIVE PERFORMANCE

	MoM	YTD	1-Year	3-Year	5-Year
Fund	1.17%	1.17%	0.33%	8.52%	-5.39%
Benchmark*	1.39%	1.39%	0.99%	0.19%	4.71%

Notes:

- Year-to-date (YTD) returns are computed as the return from the last business day of the previous year to the last business day of the reporting month.
- Benchmark data were based on available information as of extraction date.

***Bond Benchmark Effectivity Date:**

HSBC Local Currency Bond Philippines Liquid Total Return: July 1, 2014 to April 30, 2016
 Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life): May 1, 2016 to present

Market Review and Outlook

- The Philippine Stock Exchange Index (PSEi) continued its upward momentum this January, rising 3.04%, just below the 6,700 key resistance level. Sentiment was driven by improving key macro indicators as both GDP and inflation beat market expectations.
- Foreign funds continued to flow into the Philippines to the tune of \$80 million.
- Philippine government bond yield curve shifted higher over the month of January as appetite for duration was held back by the weekly Dutch auctions of the Bureau of the Treasury (BTr) and the correction in US Treasuries. News that there will be a Retail Treasury Bond (RTB) issuance within the first quarter also affected sentiment.
- The PSEi has been attempting to break above the 6,700 level, a successful break above this opens up the index to a rally to the 7,000 level.
- On a gross-of-fees basis, the Fund is in-line with its benchmark year-to-date.

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sunlife_sec_communications

From: ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>
Sent: Tuesday, May 7, 2024 11:00 PM
To: sunlife_sec_communications
Subject: Re: CGFD_Sun Life Prosperity Dynamic Fund, Inc._SEC Form 17-L_07May2024

CAUTION This email originated from outside the organization. Please proceed only if you trust the sender.

Thank you for reaching out to ictdsubmission@sec.gov.ph!

Your submission is subject for Verification and Review of the Quality of the Attached Document only for Secondary Reports. The Official Copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order through the SEC Express at <https://secexpress.ph/>. For further clarifications, please call (02) 8737-8888.

----- NOTICE TO
COMPANIES -----

Please be informed of the reports that shall be filed only through ictdsubmission@sec.gov.ph.

Pursuant to SEC MC Circular No. 3 s 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (pdf) through email at ictdsubmission@sec.gov.ph such as the following SECONDARY REPORTS:

1. 17-A 6. ICA-QR 11. IHAR 16. 39-AR 21. Monthly Reports
2. 17-C 7. 23-A 12. AMLA-CF 17. 36-AR 22. Quarterly Reports
3. 17-L 8. 23-B 13. NPM 18. PNFS 23. Letters
4. 17-Q 9. GIS-G 14. NPAM 19. MCG 24. OPC (Alternate Nominee)
5. ICASR 10. 52-AR 15. BP-FCLC 20. S10/SEC-NTCE-EXEMPT

Further, effective 01 July 2023, the following reports shall be submitted through <https://efast.sec.gov.ph/user/login>.

1. FORM MC 18 7. Completion Report
2. FORM 1 - MC 19 8. Certificate-SEC Form MCG- 2009
3. FORM 2- MC 19 9. Certificate-SEC Form MCG- 2002, 2020 ETC.
4. ACGR 10. Certification of Attendance in Corporate Governance
5. I-ACGR 11. Secretary's Certificate Meeting of Board Directors
(Appointment)
6. MRPT

Please be informed that the submission of the abovementioned eleven (11) reports through the ictdsubmission@sec.gov.ph shall no longer be accepted. For further information, please access this link Notice for guidance on the filing of reports:

Likewise, the following reports shall be filed through the Electronic Filing and Submission Tool (eFAST) at <https://efast.sec.gov.ph/user/login> :

1. AFS 7. IHFS 13. SSF

2. GIS 8. LCFS 14. AFS with Affidavit of No Operation
3. BDFS 9. LCIF 15. AFS with NSPO Form 1,2, and 3
4. FCFS 10. OPC_AO 16. AFS with NSPO Form 1,2,3 and 4,5,6
5. FCIF 11. PHFS 17. FS - Parent
6. GFFS 12. SFFS 18. FS – Consolidated

For the submission and processing of compliance in the filing of Memorandum Circular No. 28 Series of 2020, please visit this link – <https://apps010.sec.gov.ph/>

For your information and guidance.

Thank you.



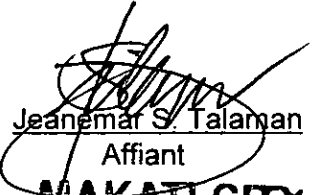
Sun Life
Asset Management

Certification

I, Jeanemar S. Talaman, the Treasurer of Sun Life Asset Management Company, Inc., a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number A199918034 and with principal office at Sun Life Center, 5th Ave. Cor. Rizal Drive Bonifacio Global City, Taguig City, on oath state:

- 1) That I have caused this SEC Form 17-L to be prepared on behalf of Sun Life Prosperity Funds (17 Mutual Fund Companies):
 - i. Sun Life of Canada Prosperity Bond Fund, Inc.
 - ii. Sun Life of Canada Prosperity Balanced Fund, Inc.
 - iii. Sun Life of Canada Prosperity Philippine Equity Fund, Inc.
 - iv. Sun Life Prosperity Dollar Advantage Fund, Inc.
 - v. Sun Life Prosperity Peso Starter Fund, Inc.
 - vi. Sun Life Prosperity Dollar Abundance Fund, Inc.
 - vii. Sun Life Prosperity GS Fund, Inc.
 - viii. Sun Life Prosperity Dynamic Fund, Inc.
 - ix. Sun Life Prosperity Philippine Stock Index Fund, Inc.
 - x. Sun Life Prosperity Dollar Wellspring, Inc.
 - xi. Sun Life Prosperity World Voyager Fund, Inc.
 - xii. Sun Life Prosperity Dollar Starter Fund, Inc.
 - xiii. Sun Life Prosperity Achiever Fund 2028, Inc.
 - xiv. Sun Life Prosperity Achiever Fund 2038, Inc.
 - xv. Sun Life Prosperity Achiever Fund 2048, Inc.
 - xvi. Sun Life Prosperity World Equity Index Feeder Fund, Inc.
 - xvii. Sun Life Prosperity World Income Fund, Inc.
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the companies Sun Life Asset Management Company, Inc. and Sun Life Prosperity Funds will comply with the requirements set forth in SEC Notice dated 14 May 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submissions to CGFD.

IN WITNESS WHEREOF, I have hereunto set my hand this 6th day of May, 2024.


Jeanemar S. Talamán
Affiant

MAY 06 2024

MAKATI CITY

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2024, in _____ City, Philippines. Affiant exhibiting his/her government issued identification card:

Name	Government ID No.	Valid Until	Place of Issue
Jeanemar S. Talamán	Driver's License F03-13-001744	05 June 2033	DLRC - Ayala

Doc. No. 30
Page No. 11
Book No. 28
Series of 2024.


ATTY. ROMEO M. MONFORT

Notary Public City of Makati
Until 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

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

**NOTIFICATION OF INABILITY TO FILE ALL OR
ANY PORTION OF SEC FORM 17-A OR 17-Q**

GENERAL INSTRUCTIONS

1. This Form may be signed by an executive officer of the issuer or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the issuer by an authorized representative other than an executive officer, evidence of the representative's authority to sign on behalf of the issuer shall be filed with the Form.
2. One signed original and four conformed copies of this Form and attachments thereto must be completed and filed with the Commission and, where any class of the issuer's securities are listed on a Stock Exchange, one with that Stock Exchange, in accordance with SRC Rule 17-1. The information contained in or filed with the Form will be made a matter of the public record in the Commission's and the Exchange's files.
3. A manually signed copy of the Form and amendments thereto shall be filed with the Stock Exchange if any class of securities of the issuer is listed thereon.
4. One signed original and four conformed copies of amendments to the notifications must also be filed on SEC Form 17-L but need not restate information that has been correctly furnished. The Form shall be clearly identified as an amended notification.
5. If the deadline for filing SEC Form 17-A or 17-Q specified in paragraph 2(b)(ii) of SRC Rule 17-1 is not complied with, a fine will be imposed for each day thereafter that the Form is not filed.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

NOTIFICATION OF INABILITY TO FILE ALL OR ANY PORTION OF SEC FORM 17-A OR 17-Q

Check One:

Form 17-A [] Form 17-Q [✓]

Period-Ended Date of required filing **March 31, 2024**

Date of this report **May 06, 2024**

Nothing in this Form shall be construed to imply that the Commission has verified any information contained herein.

If this notification relates to a portion or portions of the filing checked above, identify the item(s) to which the notification relates: **SEC FORM 17-Q**

1. SEC Identification Number **CS201215846** 2. BIR Tax Identification No. : **008-357-526-000**

3. **Sun Life Prosperity Dynamic Fund, Inc.**
Exact name of issuer as specified in its charter

4. **Bonifacio Global City, Taguig City**
Province, country or other jurisdiction of incorporation

5. Industry Classification Code: (SEC Use Only)

6. **8F Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City 1634**

.....
Address of principal office

.....
Postal Code

7. **(02) – 8555-8888**
Issuer's telephone number, including area code

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

9. Are any of the issuer's securities listed on a Stock Exchange?

Yes [] No [X]

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

.....
Part I - Representations

If the subject report could not be filed without unreasonable effort or expense and the issuer seeks relief pursuant to SRC Rule 17-1, the following should be completed. (Check box if appropriate)

(a) The reasons described in reasonable detail in Part II of this Form could not be estimated without unreasonable effort or expense. []

(b) The subject annual report on SEC Form 17-A, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report on SEC Form 17-Q, or portion thereof, will be filed on or before the fifth day following the prescribed due date. [✓]

(c) The accountant's statement or other exhibit required by paragraph 3 of SRC Rule 17-1 has been attached if applicable. []

Part II - Narrative

State below in reasonable detail the reasons why SEC Form 17-A or SEC Form 17-Q, or portion thereof, could not be filed within the prescribed period. (Attach additional sheets if needed.)

The Company's SEC Form 17-Q for the quarter ending March 31, 2024 could not be completed and filed within the prescribed period. The Company has yet to complete the review of its financial statements and required notes disclosures. The Company undertakes to submit the report within five (5) calendar days after the prescribed deadline to the Securities and Exchange Commission.

Part III - Other Information

(a) Name, address and telephone number, including area code, and position/title of person to contact in regard to this notification

**Jeanemar S. Talaman
Treasurer, Sun Life Asset Management Company, Inc.
Sun Life Centre 5th Avenue cor Rizal Drive Bonifacio Global City, Taguig City 1634
8555-8888**

(b) Have all other periodic reports required under Section 17 of the Code and under Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months, or for such shorter period that the issuer was required to file such report(s), been filed? If the answer is no, identify the report(s).

Yes [✓] No [] Reports:

(c) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes [] No [✓]

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

SIGNATURE

Pursuant to the requirements of the SRC Rule 17-1, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sun Life Prosperity Dynamic Fund, Inc.

Registrant's full name as contained in charter



JEANEMAR S. TALAMAN

Treasurer, Sun Life Asset Management Company, Inc

Date: **May 06, 2024**

sunlife_sec_communications

From: sunlife_sec_communications
Sent: Tuesday, May 7, 2024 11:00 PM
To: ICTD Submission; CGFD Account
Cc: Jeanemar Talaman; PHIL-FIN_FAR2
Subject: CGFD_Sun Life Prosperity Dynamic Fund, Inc._SEC Form 17-L_07May2024
Attachments: Sun Life Prosperity Dynamic Fund, Inc._SEC Form 17-L_07May2024.pdf

To: CORPORATE GOVERNANCE AND FINANCE DEPARTMENT (CGFD)

Good day.

Please see attached SEC Form 17-L of Sun Life Prosperity Dynamic Fund, Inc.

Please let me know once you receive this e-mail and its attachment.

For any queries / additional comments, kindly contact us at the following e-mail addresses below.

Official email address: sunlife_sec_communications@sunlife.com

Alternative email address: sunlife_sec_communications2@sunlife.com

Official email address of authorized filer: almer.doring@sunlife.com

Thank you.

Almer M. Doring | Financial Accounting & Reporting | Finance

T: 632 8555 8888 | E: almer.doring@sunlife.com

5F Sun Life Centre, Fifth Ave. cor. Rizal Drive, Bonifacio Global City, Taguig 1634



Life's brighter under the sun

MANAGEMENT REPORT

a. Management's Discussion and Analysis (MD&A) or Plan of Operation.

CORPORATE INFORMATION

Sun Life Prosperity Dynamic Fund, Inc. (the "Company") was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 31, 2012. The Company is a registered open-end investment company under the Investment Company Act (Republic Act "R.A." No. 2629) and the Securities Regulation Code (R.A. No. 8799), formerly known as the Revised Securities Act (B.P. No. 178). It is engaged in the sale of redeemable shares and investment of the proceeds in domestic equity securities and/or in government and corporate debt securities. The Company adopted a tactical asset allocation approach in order to have the ability to switch between equities, bonds, and cash with a wider range in the permitted allocation between equities and fixed-income assets when needed. As an open-end investment company, its shares are redeemable anytime based on the Net Asset Value Per Share (NAVPS) at the time of redemption.

1. **Plan of Operation.** For the next twelve (12) months, management will continue its current plan of operation, with a focus on improving cost efficiency.
2. **Management's Discussion and Analysis.** The performance of the Company could be measured by the following indicators:
 - 2.1 **Increase/Decrease in Net Assets Value Per Share (NAVPS)** NAVPS is computed by dividing net assets (total assets less total liabilities) by the total number of shares issued and outstanding and for conversion to shares, if any, as of the end of the reporting day. Any increase or decrease in NAVPS translates to a prospective capital gain or capital loss, respectively, for the Company's shareholders.
 - 2.2 **Net Investment Income.** Represents the total earnings of the Company from its investment securities, less operating expenses and income tax. This gauges how efficiently the Company has utilized its resources in a given time period.
 - 2.3 **Assets under Management (AUM).** The assets under the Company's disposal. This measures the profitability of the Company (increase/decrease brought about by its operational income) as well as investor confidence (increase/decrease brought about by investor subscriptions/redemptions).
 - 2.4 **Cash Flow.** Determines whether the Company was able to achieve the optimal level of liquidity by being able to meet all its scheduled payments while at the same time maintaining the maximum level of investments and minimum level of cash.

FINANCIAL STATEMENT ANALYSIS

Management's Discussion and Analysis of Financial Condition and Results of Operations

Material Changes in the 1st Quarter Financial Statements

Statement of Financial Position and Statements of Changes in Equity –31 Mar 2024 vs. 31 Dec 2023

	31-Mar-24	31-Dec-23	Movement	Percentage (%)	MDAS
	Unaudited	Audited			
Cash and cash equivalents	P 11,513,031	P 21,345,140	P (9,832,109)	-46.06%	Liquidity requirements were met.
Financial assets at fair value through profit or loss	573,802,692	610,341,838	(36,539,146)	-5.99%	The decrease was mainly due to net disposals of investments in listed equity securities and in fixed-income securities coupled with unrealized losses incurred during the period.
Accrued interest receivable	1,921,384	2,157,595	(236,211)	-10.95%	Collection of interest depends on the scheduled interest payments of each asset.
Dividends receivable	929,003	211,521	717,482	339.20%	The collection of receivable is dependent on the scheduled payment dates of each listed stock from which dividends were received.
Other current assets	150,560	10,976	139,584	1271.72%	This account mainly pertains to prepaid expenses to be amortized until the end of the accounting period and prepaid tax to be applied in the future income tax payable of the fund.
Total Assets	588,316,670	634,067,070	(45,750,400)	-7.22%	
Accrued expenses and other payables	1,202,495	1,233,997	(31,502)	-2.55%	The decrease was mainly due to lower outstanding payable to investors for redemption of their investments processed on or before end of the reporting period, which are usually settled three (3) days after the transaction date.
Payable to fund manager	1,114,441	1,182,726	(68,285)	-5.77%	Decrease in AUM for the period consequently decrease this account.
Total Liabilities	2,316,936	2,416,723	(99,787)	-4.13%	
Share capital	35,069,670	35,069,670	-	0.00%	
Additional paid in capital	3,267,791,164	3,267,793,704	(2,540)	0.00%	
Retained earnings	13,892,385	(11,710,287)	25,602,672	-218.63%	The movement represents the net income during the period.
Treasury Shares	(2,730,753,485)	(2,659,502,740)	(71,250,745)	2.68%	The change depicts the net acquisition of treasury shares during the period.
Net Assets	P 585,999,734	P 631,650,347	P (45,650,613)	-7.23%	The decrease was due to net acquisition partly offset with the net income earned during the period.
Net Assets Value per Share	P 0.9428	P 0.9043	P 0.0385	4.26%	

Material Changes in the 2023 Financial Statements

Statement of Financial Position and Statements of Changes in Equity – 31 December 2023 and 31 December 2022

	31-Dec-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Audited	Audited			
Cash and cash equivalents	P 21,345,140	P 50,716,153	(29,371,013)	-57.91%	Liquidity requirements were met.
Financial assets at fair value through profit or loss	610,341,838	1,105,460,516	(495,118,678)	-44.79%	Decrease was due to disposal of investment in listed equities and fixed-income securities.
Accrued interest receivable	2,157,595	2,836,916	(679,321)	-23.95%	Collection of interest depends on the scheduled interest payments of each investment.
Dividends receivable	211,521	168,090	43,431	25.84%	The collection of receivable is dependent on the scheduled payment dates of each listed stock from which dividends were received.
Other current assets	10,976	10,976	0	0.00%	
Total Assets	634,067,070	1,159,192,651	(525,125,581)	-45.30%	
Accrued expenses and other payables	1,233,997	1,549,942	(315,945)	-20.38%	The decrease was due to lower outstanding proceeds payable to investors for redemption of their investments processed on or before end of the reporting period, which are usually settled three (3) days after the transaction date.
Due to brokers	-	251,734	(251,734)	100.00%	This account refers to amounts payable to brokers for the purchase of investments processed on or before the reporting period, which are settled three days after the transaction date.
Payable to fund manager	1,182,726	2,238,849	(1,056,123)	-47.17%	The decrease was due to lower AUM for the period.
Total Liabilities	2,416,723	4,040,525	(1,623,802)	-40.19%	
Share capital	35,069,670	35,069,670	-	0.00%	
Additional paid in capital	3,267,793,704	3,267,804,689	(10,985)	0.00%	
Deficit	(11,710,287)	(22,617,706)	10,907,419	-48.23%	Net income for the period.
Treasury Shares	(2,659,502,740)	(2,125,104,527)	(534,398,213)	25.15%	Due to net acquisition of treasury shares during the period.
Net Assets	P 631,650,347	P 1,155,152,126	(523,501,779)	-45.32%	Net acquisition of treasury shares.
Net Assets Value per Share	P 0.9043	P 0.8789	P 0.0254	2.89%	

There were no known trends, demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in increasing or decreasing the Company's liquidity in any material way.

There was no contingent liability reflected in the accompanying audited financial statements.

The Company does not anticipate having any cash flow or liquidity problems as it complies with the liquidity requirements per ICA-IRR 6.10. The Company was able to meet all its monetary obligations to its shareholders (for redemption) and creditors for the period covered. It does not foresee any event that could trigger a direct or contingent financial obligation that is material to its operations.

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

There are no other significant events and transactions from the last annual reporting period that is required for disclosure this year.

Statement of Comprehensive Income for the Three months ended – 31 Mar 2024 vs. 31 Mar 2023

	31-Mar-24	31-Mar-23	Movement	Percentage (%)	MDAS
	Unaudited	Unaudited			
Investment Income	P 17,587,703	P 34,663,240	P (17,075,537)	-49.26%	The decrease was mainly due to lower realized gains from disposal of investments, interest income earned and lower dividend income earned
Investment Expenses	323,386	903,936	(580,550)	-64.22%	The decrease was mainly due to lower commission incurred during the period.
Operating Expenses	3,838,824	7,200,758	(3,361,934)	-46.69%	The decrease was mainly driven by the lower management fees brought by lower AUM for the period compared to last year coupled with the decrease in custodian fees incurred during the period.
Net Unrealized Gains (Losses) on Investments	13,573,663	(4,899,942)	18,473,605	-377.02%	The increase in this account is due to more favorable market prices of its investment during the period as compared to prior year.
Provision for Income Tax	1,396,484	2,970,573	(1,574,089)	-52.99%	The decrease was mainly driven by lower selling taxes from the sale and purchases of stocks during the period.
Net Investment Income	P 25,602,672	P 18,688,031	P 6,914,641	-37.00%	

Statement of Comprehensive Income for the Years ended – December 31, 2023 vs. December 31, 2022

	31-Dec-23	31-Dec-22	Movement	Percentage (%)	MDAS
	Audited	Audited			
Investment Income	P 49,083,179	P 18,992,153	30,091,026	158.44%	The increase was due to higher trading gain realized in the disposal of equity securities and interest received from fixed-income securities during the year compared to prior year.
Investment Expenses	3,123,607	7,460,954	(4,337,347)	-58.13%	Dependent on the percentage of the amount of stock trading as sold and purchased for the period.
Operating Expenses	25,549,496	29,771,477	(4,221,981)	-14.18%	This is due to the decrease in management and distribution fees brought by lower average AUM, custody fees, directors' fees, taxes and licenses.
Net Unrealized Gains (Losses) on Investments	1,270,315	(50,529,077)	51,799,392	-102.51%	Decrease was due to favorable market condition during the period compared to prior year.
Provision for Income Tax	10,772,972	13,469,385	(2,696,413)	-20.02%	Final taxes of interest income earned from fixed-income investments and cash equivalents.
Net Investment Income (Loss)	P 10,907,419	(P 82,238,740)	93,146,159	113.26%	

Average daily net asset value from January to March 2024 and January to March 2023 is PHP 610,898,490 and PHP 1,179,595,851, respectively.

Average daily net asset value in 2023 and 2022 is P1,035,758,526 and P1,201,900,578, respectively.

The Company has no unusual nature of transactions or events that affect assets, liabilities, equity, net income or cash flows.

There were no commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Fund which are not reflected in the accompanying audited financial statements. The management of the Company is of the opinion that there were no income or losses from these items that will have any material effect on its audited financial statements.

There were no known material events subsequent to the end of the quarterly reporting period that have not been reflected in the Fund's interim unaudited financial statements as at the period ended March 31, 2024.

There were no known material events subsequent to the end of the annual reporting period that have not been reflected in the Company's audited financial statements as at the period ended December 31, 2023 and 2022.

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

There were no changes in estimates of amount reported in the current financial year or changes in estimates of amounts reported in prior financial years.

There were no seasonal aspects that had a material effect on the financial condition or results of operations of the Company.

Top 5 Key Performance Indicators

The performance of a fund is important to its investors. Oftentimes, it is used when making investment decisions. That is why Key Performance Indicators (KPI), a set of quantifiable measures, is necessary to gauge its performance in terms of meeting the Company's investment objective while consistently following its investment policy. The following are the top 5 KPIs related to the Company:

1. **Total Return.** The performance of a mutual fund is always expressed in terms of its total return, which is the sum of the change in a fund's net asset value (NAV), its dividends and its capital gains distributions over a given period of time, net of its expenses.
2. **Market Conditions.** A fund's true performance potential needs to be evaluated within the context of the market environment prevailing during the different periods used.

It is most relevant to investors to measure the performance of a fund within a 5-year time frame as it will most likely cover a mix of market conditions that may be translated into a more reliable long-term indicator of the fund manager's investment management abilities.

3. **Benchmarks.** Benchmarking is one of the most important aspects of a mutual fund's total return performance. A fund's performance metrics only have meaning if they are compared to appropriate or benchmarks.

As for the Company, considering that it is invested in high-quality debt instruments issued by the Republic of the Philippines and prime Philippine companies, its performance is measured against 50% of the Philippine Stock Exchange Index (PSEi) + 50% Bloomberg Philippine Sovereign Bond Index (BPHILR Index).

The PSEi is the main index of the PSE and is the most watched index among the six PSEi Series. It measures the relative changes in the free float-adjusted market capitalization of the 30 largest and most active common stocks listed at the PSE, thereby providing an overview of the market's overall condition.

The BPHILR Index was identified as a replicable benchmark that appropriately reflects the investor risk profile of the Sun Life Prosperity Dynamic Fund, Inc.

The following table shows how the Fund performed vis-a-vis the benchmark.

Total Return vs Benchmark		
	Benchmark: 50% PSEi + 50% Bloomberg Sovereign Bond Index, net of tax (adjusted by Sun Life)	Sun Life Prosperity Dynamic Fund, Inc.
5-Year Return	5.36%	-3.71%
3-Year Return	5.10%	12.72%
1-Year Return	4.71%	5.06%
YTD Return	3.68%	4.27%

*As of March 31, 2024

The benchmark may be changed by the Company's Board of Directors from time to time.

4. **Peer Comparisons.** Mutual funds are also compared to their peers, or peer groups, and relevant fund categories. For example, it is common for investment research materials to compare a balance fund, like the Company, to funds similar in nature (peers or peer group). While this information is made available to the Company's investors, the same may be found in the website of the PIFA at www.pifa.com.ph.

	% of MF Industry	YTD	1-Year	3-Year	5-Year
First Metro Save and Learn Balanced Fund, Inc.	0.36%	3.90%	2.68%	3.92%	-1.57%
Philam Fund, Inc.	0.86%	4.13%	5.42%	1.59%	-1.96%
Sun Life Prosperity Balanced Fund, Inc.	2.94%	4.48%	5.26%	5.07%	-7.30%
Sun Life Prosperity Dynamic Fund, Inc.	0.25%	4.27%	5.06%	12.72%	-3.71%

*As of March 31, 2024

5. **Asset Size.** Open-ended mutual funds grow their asset size in two ways:
 - i. Increase in the value of the underlying assets as a result of the strong performance of equity securities and/or bonds in the fund's portfolio. When the underlying assets in a portfolio increase in value, the fund's asset size increases.
 - ii. The inflow of investors' money. This is why a fund's asset size will continue to grow even if it has a negative return.

The increase in a fund's asset size signifies solid fund management skills which, combined with favorable market conditions backed by a strong economic outlook, illustrates how effectively a fund manager has performed and the extent to which value has been added through active management.

The second indicates investor confidence in the fund manager, the Company, or both.

Most analysts check whether the performance of a mutual fund is attributable to personnel who have since left the fund. While there is no magic number when it comes to fund manager tenure, it should provide some investor comfort to know that with respect to the Fund, the Fund Manager and the Company's top management have been with the Fund for at least five (5) years. Furthermore, the company, having been in the business for decades combined with a record of consistent strong performance indicates a stability and resilience capable of withstanding the different stages of the business cycle.

3. **Changes in and Disagreements with Accountants on Accounting and Financial Disclosure.** There have been no changes in and/or any disagreement with accountants on any accounting and financial disclosures and/or on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

b. **Registrant's Common Equity and Related Stockholder Matters**

1. **Market Information.** Being an investment company that is not listed with the PSE and required to follow rules specific to mutual funds, shares are distributed through its principal distributor, SLAMCI.

The Company is not listed in the PSE. It is registered as an open-end investment company and follows rules specific to mutual funds. The NAVPS, or the price at which investors may purchase or sell shares of this Company is available daily, on any business day.

The following table shows the ranges of high and low prices (NAVPS) of the Company's common shares for 2024, 2023 and 2022:

	2024		2023		2022	
	High	Low	High	Low	High	Low
Q1	P0.9481	P0.9014	P0.9335	P0.8784	P0.9739	P0.9114
Q2	-	-	P0.9134	P0.8867	P0.9407	P0.8285
Q3	-	-	P0.9035	P0.8569	P0.9058	P0.8100
Q4	-	-	P0.9077	P0.8385	P0.8881	P0.8144

2. **Holders.** There are approximately 5,000 stockholders as of 31 March 2024.

c. **Dividends.** Each shareholder has a right to any dividends declared by the Board of Directors. Dividends must be declared out of surplus. Except for the condition prescribed for the declaration of stock dividends, there are no restrictions that limit the ability to pay dividends on common equity or that are likely to do so in the future. The Company has not declared cash dividends to date.

Each shareholder is entitled to vote on matters taken up in the annual shareholders' meeting. Shares held by a shareholder can be redeemed anytime at the shareholder's discretion. However, the shareholders do not enjoy preemptive rights.

There are no provisions in the charter or by-laws that would delay, defer or prevent a change in control of the registrant.

d. **Sale of Unregistered or Exempt Securities.** There has been no sale of unregistered or exempt securities nor has there been a recent issuance of securities constituting an exempt transaction.

e. **Top 20 Shareholders.** Please refer to Item 4 (d) (2) of SEC Form Definitive 20-IS.