



101162018001177



SECURITIES AND EXCHANGE COMMISSION

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Company Type Stock Corporation

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PASAY CITY

SECRETARY'S CERTIFICATE

I, DONNA C. DUQUE-PASTORAL, of legal age, Filipino citizen, with office address at the 6th Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City, under oath, state that:

1. I am the Assistant Corporate Secretary of Sun Life of Canada (Philippines), Inc. (hereinafter, the "Corporation"), a corporation duly organized and existing under Philippine laws, with principal business address at the 2nd Floor, Sun Life Centre, 5th Avenue corner Rizal Drive, Bonifacio Global City, Taguig City.

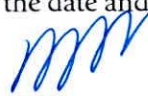
2. As such Assistant Corporate Secretary, I have custody of its records, particularly the minutes of the meetings of the Corporation's Board of Directors.

3. The Corporation's Board of Directors met on the following dates, with the attendance of Directors indicated as follows:

Board of Directors	Meeting Dates					
	07 March 2017	06 June 2017	28 June 2017	31 July 2017	03 October 2017	05 December 2017
Rizalina G. Mantaring	✓	x	✓	✓	✓	✓
Jose Isidro N. Camacho	✓	✓	✓	✓	✓	✓
Francisco S.A. Sandejas	✓	✓	✓	✓	✓	✓
Kevin D. Strain ¹	✓	N.A.	N.A.	N.A.	N.A.	N.A.
Claude A. Accum ²	N.A.	✓	✓	✓	✓	✓
Karim Gilani ³	✓	✓	✓	N.A.	N.A.	N.A.
Alexander S. Narciso ⁴	N.A.	N.A.	N.A.	✓	✓	✓
Chia-Ling Chou aka ⁵ Lucy Chou	N.A.	N.A.	N.A.	N.A.	N.A.	✓

4. I execute this certification to attest to the truthfulness of the foregoing and to comply with the requirements of pertinent SEC regulations.

IN WITNESS WHEREOF, I have hereunto affixed my signature on the date and in the place written below.



DONNA C. DUQUE-PASTORAL
Assistant Corporate Secretary

PASAY CITY

SUBSCRIBED AND SWORN TO before me this **DEC 29 2017** in the City of _____, affiant exhibiting to me her competent evidence of identity, a Unified Multi-Purpose ID with no. CRN 0033-620435-1.

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CITY. JUVINO R. ANGEL
NOTARY PUBLIC

UNTIL DEC. 31, 2018

PTR NO. 5266148-1/3/2017 PASAY CITY

BP NO. 1052058-1/3/2017 PASAY CITY

COMPLIANCE NO.

U-0024151-10/25/2018

ROLL NO. 28781

¹ Resigned as Director on 06 June 2017
² Elected as Director on 06 June 2017 to replace Kevin D. Strain
³ Resigned as Director effective 29 July 2017
⁴ Appointed as Director effective 29 July 2017 to replace Karim Gilani
⁵ Elected as 6th Director on 05 December 2017