

COMPANY NAME : SUN LIFE OF CANADA (PHILIPPINES) INC. (SLOCPI)  
 COMPANY STRUCTURE : CLASS 1  
 FINANCIAL YEAR END : 2017  
 SECTOR : INSURANCE (Life)

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
<b>D.1 Transparent ownership structure</b>			
D.1.1	Does the information on shareholdings reveal the identity of beneficial owners, holding 5% shareholding or more?	Y	<p><i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i></p> <p>Yes, the identity of the beneficial owners holding 5% or more is reported on the General Information Sheet of Sun Life.</p> <p><b>Source Document:</b></p> <p><b><u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/GIS%202017%20Amended%20SLOCPI%20(12-11-2017)v2.pdf">2017 Amended General Information Sheet</a></u></b>  <u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/GIS%202017%20Amended%20SLOCPI%20(12-11-2017)v2.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/GIS%202017%20Amended%20SLOCPI%20(12-11-2017)v2.pdf</a></u></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
D.1.2	Does the company disclose the direct and indirect (deemed) shareholdings of major and/or substantial shareholders?	N/A	<i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i>
D.1.3	Does the company disclose the direct and indirect (deemed) shareholdings of directors (commissioners)?	N/A	<i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i>
D.1.4	Does the company disclose the direct and indirect (deemed) shareholdings of senior management?	N/A	<i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i>
D.1.5	Does the company disclose details of the parent/holding company, subsidiaries, associates, joint ventures and special purpose enterprises/ vehicles (SPEs)/ (SPVs)?	N/A	<i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i>
<b>D.2</b>	<b>Quality of Annual Report</b>		
	<i>Does the company's annual report disclose the following items:</i>		
D.2.1	Key risks	YES	The key risks of the Company are enumerated in the company's Annual Report. These are the significant risks identified by the management that may impact the achievement of the company's business goals. These risks are actively monitored

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	<p>public policy commitments;            (3) Major share ownership and voting rights, including group structures, intra-group relations, ownership data, beneficial ownership;            (4) Remuneration policy for members of the board and key executives, including their qualifications, the selection process, other company directorships and whether they are regarded as independent by the board;            (6) Foreseeable risk factors, including risk management system;            (7) Issues regarding employees and other stakeholders;            (8) Governance structure and policies, in particular, the content of any corporate governance code or policy and the process by which it is implemented.</p> <p><b>OECD Principle V (E):</b>            Channels for disseminating information should provide for equal, timely and cost-efficient access to relevant information by users.</p> <p><b>ICGN 2.4 Composition and structure</b></p>		<p>and assessed on an ongoing basis to ensure that risks are properly mitigated.</p> <p><i>A. Market Risks</i>  <i>Market risk arises when there is uncertainty in the valuation of the financial assets and liabilities from changes in equity markets, interest rates, and foreign exchange rates.</i></p> <p><i>B. Credit Risk</i>  <i>This risk refers to the risk that an issuer of securities in the Company's investment portfolio, debtor or counterparty and intermediary, to whom the Company has an exposure, will default on its contractual obligations resulting in financial loss to the Company. It is the uncertainty surrounding the likelihood of default or credit downgrades.</i></p> <p><i>The company has no significant concentration of credit except on Philippine government securities as required by Philippines Laws and regulations. It has policies in place to ensure that services are rendered to customers with an appropriate credit history.</i></p> <p><i>C. Liquidity Risk</i>  <i>Entities within the Sun Life Financial Group are required to have appropriate liquidity. This means having sufficient liquidity to be able to meet all obligations promptly under foreseeable adverse circumstances, while not having excessive liquidity</i></p>

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	<p><b>of the board</b>  <b>ICGN 2.4.1 Skills and experience</b>  <b>ICGN 2.4.3 Independence</b></p> <p><b>ICGN 5.0 Remuneration</b>  <b>ICGN 5.4 Transparency</b></p> <p><b>UK Corporate Governance Code (2010)</b>                      A.1.2 - the number of meetings of the board and those committees and individual attendance by directors.</p> <p><b>CLSA-ACGA (2010) CG Watch 2010 - Appendix 2</b>                      (I) CG rules and practices                      (19) Disclose the exact remuneration of individual directors.</p>		<p><i>that entails an opportunity cost in terms of product competitiveness and asset yields.</i></p> <p><i>D. Insurance and Underwriting Risks</i>                      Insurance risk is the uncertainty of product performance due to differences between the actual experience and expected assumptions affecting amounts of claims, benefits payments, expenses and the cost of embedded options and guarantees related to insurance risks. The risk class includes risk factors relating to product development and pricing, mortality, morbidity, longevity, policyholder behavior and reinsurance.</p> <p><i>E. Operational Risk</i>                      This is the risk of loss resulting from inadequate or failed internal processes, controls, people and systems. Categories of operational risk 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.</p> <p><i>Then Company ensures that internal controls and practices are consistent with enterprise wide policies supporting the management of operational risks.</i></p> <p><b>Source Document:</b>  <b><u>2017 ANNUAL REPORT (Pages 41-43)</u></b></p>

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<b>SCORECARD ITEM</b>		<b>Y/ N</b>	<b>Reference/ Source document</b>
			<a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a>
D.2.2	Corporate objectives	YES	<p>Sun Life’s corporate objectives are posted on the Corporate Governance page of SLOCPI’s website and disclosed through the Company’s 2017 Annual Report.</p> <p><b>Our Mission</b> To help clients achieve lifetime financial security and live healthier lives.</p> <p><b>Our Vision</b> A community of 5 million Sun Lifers who have ensured their brighter future with the country’s best financial services company.</p> <p><b>Our Core Values</b> <b>INTEGRITY</b> We are committed to the highest standards of business ethics and good governance.</p> <p><b>ENGAGEMENT</b> We value our diverse, talented workforce and encourage, support and reward them for contributing to the full extent of their potential.</p> <p><b>CLIENT FOCUS</b></p>

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			<p>We provide sound financial solutions for our clients and always work with their interests in mind.</p> <p><b>EXCELLENCE</b> We pursue operational excellence through our dedicated people, our quality products and services, and our value-based risk management.</p> <p><b>VALUE</b> We deliver value to the clients and shareholders we serve and to the communities in which we operate.</p> <p><b>Strategic Goals for 2017</b></p> <ul style="list-style-type: none"> <li>• <b>Protect the core business</b> Sustaining market leadership will remain top priority given its potential for sustained profitability and capacity to fund new strategic initiatives</li> <li>• <b>Deliver financial targets</b> Healthy financial position will enable us to explore and sustain new opportunities.</li> <li>• <b>Achieve 5 Million Sun Lifer</b> Enables expansion of client base outside the narrowing ABC1/affluent market.</li> <li>• <b>Maintain target operating metrics</b> Monitored and addressed to sustain competitive advantages.</li> <li>• <b>Diversify the business mix</b></li> </ul>

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			<p>An outcome of successful execution of strategic initiatives such as provincial expansion, growing institutional business, and middle market entry</p> <p><b>Source Document:</b></p> <p><b><u>2017 Annual Report (Pages 4-7)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b><u>Corporate Governance Page</u></b>  <a href="https://www.sunlife.com.ph/PH/About+us/ch.Corporate+governance.bak?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/ch.Corporate+governance.bak?vgnLocale=en_CA</a></p>
D.2.3	Financial performance indicators	YES	<p>Sun Life is committed to efficiently manage the company’s resources and enhancing shareholder value. The company regularly reviews its performance against its operating and financial plans and strategies, and use key performance indicators to monitor its progress.</p> <p>Sun Life maintains over the past years its top position in terms of market leadership.</p> <p><b>Source Documents:</b></p> <p><b><u>2017 Audited Financial Statement</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/">https://cdn.sunlife.com/static/ph/About%20us/</a></p>

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			<p><a href="#">Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf</a></p> <p><b>2017 Annual Report (Pages 27-37)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
D.2.4	Non-financial performance indicators	YES	<p>The Non-Financial Performance Indicators are disclosed in the Annual Report.</p> <p><i>“Sun Life Philippines topped the industry for the seventh consecutive year in 2017. The Company registered PHP 32 billion in total premium income and PHP 7 billion in net income securing market leadership in both categories.</i></p> <p><i>The Company also proved its media strength, particularly in mainstream channels, generating a total media value of PHP 86 Million in 2017. This was driven by its strong volume advantage and presence in premium media platforms.</i></p> <p><i>The Company bagged four Anvil awards for its advocacies on financial literacy, and health and wellness. The Anvil awards is an annual program organized by the Public Relations Society of the Philippines to recognize exceptional public relations programs and tools.</i></p>



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			<p><i>The Company ranked 36th among the top 100 biggest corporations in the country. Sun Life CEO &amp; Country Head Rizalina Mantaring was recognized as head of the largest life insurance firm in the country in terms of premium income. Enterprises headed by women account for only 9% of the country's biggest 100 companies by revenue.</i></p> <p><i>The Company's Chief Marketing Officer Mylene Lopa was honored in the prestigious Agora awards for her outstanding achievements in marketing management. The Agora awards is an annual recognition given by the Philippine Marketing Association to Filipino companies and executives who have proven their excellence in the field of marketing. Lopa's recognition is the very first Agora Award received by Sun Life."</i></p> <p><b>Source Document:</b></p> <p><b><u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></u></b></p>
D.2.5	Dividend policy	YES	<p>The Company has a dividend policy, which is part of its capital management. Sun Life satisfies the requirements of local regulations and, when prudent and appropriate, the Company returns through dividends and other distributions, excess capital to its parent company.</p>

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				<p><i>“SHAREHOLDERS’ DIVIDEND POLICY</i>  Sun Life of Canada (Philippines), Inc. satisfies the requirements of local regulations and, when prudent and appropriate, the Company returns through dividends and other distributions, excess capital to its parent company.</p> <p><i>The Company declares its Dividend Policy in Section IV (B) (1) of the Manual on Corporate Governance (pp.20-21), as follows:</i></p> <ul style="list-style-type: none"> <li><i>a. Shareholders shall have the right to receive dividends subject to the discretion of the Board of Directors (the Board).</i></li> <li><i>b. The Company shall be compelled to declare dividends when its retained earnings shall be in excess of 100% of its paid-in capital stock, except: (a) when justified by definite corporate expansion projects or programs approved by the Board, or (b) when the Company is prohibited under any loan agreement with any financial institution or creditor, whether local or foreign, from declaring dividends without its consent, and such consent has not been secured; or (c) when it can be clearly shown that such retention is necessary under special circumstances obtaining in the Company, such as when there is a need for special reserve for probable contingencies.</i></li> </ul>

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			<p><i>c. The cut-off date to determine the stockholders entitled to dividends shall be as approved by the Board.</i></p> <p><i>d. Once declared, dividends are payable within 28 days after all necessary regulatory approvals are secured; provided, that if such date of distribution does not fall on a business day in Amsterdam or Manila, the dividend will be distributed on the immediately preceding day that is a business day both in Amsterdam and Manila; provided further, that after the distribution the Company shall still have sufficient retained earnings.</i></p> <p><b>Source Documents:</b></p> <p><b><u>ANNUAL REPORT, Page 40</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b><u>Section 6.B.1 MANUAL OF CORPORATE, Rights of Investors/Minority Interests/ Right to Dividends (Page 20-21)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf</a></p>
D.2.6	Details of whistle-blowing policy	YES	A detailed discussion on the Company's whistleblowing policy is disclosed in its Code of

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			<p>Conduct and Annual Report. All of which are available through the company website.</p> <p><b>Whistle Blower and Breach Policy</b>  <i>The Whistle Blower program of the Company provides a formal mechanism and channel for directors, officers, employees, suppliers, business partners, contractors and sub-contractors, and other third parties to raise serious concerns about a perceived wrongdoing or questionable or unethical behavior or transaction, malpractice, or any risk involving the Company or any of its officers and employees. Sun Life strictly prohibits any form of retaliation against those reporting concerns in good faith and guarantees that the whistleblower will be shielded or free from reprisals, harassment, or disciplinary action.</i></p> <p><i>When you suspect a breach of the Sun Life Financial Code of Business Conduct, the same must be promptly reported to the Compliance Officer, Head of Human Resources, or the General Counsel. The following Ethics Hotline are also available 24 hours a day.</i></p> <p><i>Dial 105-11 or 105-12 (Cell phone – no “+63” Prefix using Globe or Smart lines.)</i></p> <p><i>Dial 1010-5511-00 (Landline)</i></p>

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			<p><i>You'll be prompted to dial Alertline number 800 481-6966</i></p> <p><i>For English, please select 1 For Filipino, please select 9</i></p> <p><i>The whistleblower may also submit his or her report or concern in writing directly to the Compliance Officer, or by Email to: <a href="mailto:slf_code_of_business_conduct@sunlife.com">slf_code_of_business_conduct@sunlife.com</a></i></p> <p><b>Source Document:</b></p> <p><b><u>2017 Annual Report (Page 47)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b><u>Code of Business Conduct: Reporting Code Breaches (Page 5-6)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Code%20of%20Business%20Conduct.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Code%20of%20Business%20Conduct.pdf</a></p> <p><b><u>Company Policies, Reporting Code Breaches (Sun Life Website)</u></b>  <a href="https://www.sunlife.com.ph/PH/About+us/Corporate+governance/Company+policies?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/Corporate+governance/Company+policies?vgnLocale=en_CA</a></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
D.2.7	Biographical details (at least age, qualifications, date of first appointment, relevant experience, and any other directorships of listed companies) of directors/commissioners	YES	<p>The biographical details of Sun Life’s directors are disclosed through the company’s Annual Report.</p> <p>The biographical details of Sun Life’s directors include each director’s age, qualifications, date of first appointment, relevant experience and directorship in other publicly-listed companies.</p> <p><b>Source Document:</b></p> <p><b><u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">2017 Annual Report (Pages 15-19)</a></u></b>  <u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></u></p>
D.2.8	Training and/or continuing education program attended by each director/commissioner	YES	<p>Attendance in trainings and professional education programs to enrich the skills of the Directors is highly encouraged and when permitted, the same are provided by the Company.</p> <p>It is expected that all Directors other than independent Directors will have sufficient experience and knowledge of the business before they are nominated for membership on the Board. These Directors will be advised of their legal duties by the General Counsel of the Corporation.</p> <p>Independent Directors are provided with appropriate education and training and informed of the Corporation’s internal policies and</p>

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			<p>procedures, including written materials including those that outline the organization of the Board and its Committee(s), the powers and duties of Directors, the required standards of performance for Directors, the Company’s Code of Business Conduct (adopted from Sun Life), and the Board’s Charter.</p> <p>Trainings attended by the Directors are listed in page 56 of the Annual Report.</p> <p><b>Source Document:</b></p> <p><b><u>2017 Annual Report (Pages 56)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b><u>Manual of Corporate Governance Manual (Page 29)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf</a></p>
D.2.9	Number of board of directors/commissioners meetings held during the year	YES	<p>In 2017, there were <b>6 (six) board meetings</b> held on the following dates:</p> <p>7 March 2017            06 June 2017            28 June 2017</p>

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			<p>31 July 2017 03 October 2017 05 December 2017</p> <p>The number of board meetings is disclosed in the Company's 2017 Annual Report and the Secretary Certificate submitted to the Securities and Exchange Commission (SEC) last December 29, 2017. Both documents are posted on the Corporate Governance page of SLOCPI.</p> <p><b>Source Document:</b></p> <p><b><u>2017 Annual Report (Page 51)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b><u>Secretary Certificate, Attendance of Directors and Meeting Dates</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Certif%20BOD%20Attendance%20SLOCPI%20(01-16-2018).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Certif%20BOD%20Attendance%20SLOCPI%20(01-16-2018).pdf</a></p>
D.2.10	Attendance details of each director/commissioner in respect of meetings held	YES	<p>The Company discloses attendance details of each director in respect of meetings held.</p> <p>Further details on attendance of the members in the board meetings are disclosed in the Company's Annual Report.</p>



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			<p>Source Document:</p> <p><b>2017 Annual Report (Page 51)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b>Secretary Certificate, Attendace of Directors and Meeting Dates</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Certif%20BOD%20Attendance%20SLOCPI%20(01-16-2018).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Certif%20BOD%20Attendance%20SLOCPI%20(01-16-2018).pdf</a></p>	
D.2.11	Details of remuneration of each member of the board of directors/commissioners	YES	<p>The total annual compensation of the company's directors during the preceding fiscal year is booked under "Professional Fees "in the Company's Audited Financial Statement.</p> <p>Source Document.</p> <p><b>2017 Audited Financial Statement</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%2017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%2017%20SEC%20and%20BIR.pdf</a></p>	
	<b>Corporate Governance Confirmation Statement</b>			
D.2.12	Does the Annual Report contain a statement confirming the company's full compliance with the code of	<p><b>OECD PRINCIPLE V (A) (8)</b></p> <p><b>UK CODE (JUNE 2010): Listing Rules</b></p>	YES	The Company's Annual Report contains a statement confirming the company's compliance with the code of corporate governance.

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	<p>corporate governance and where there is non-compliance, identify and explain reasons for each such issue?</p>		<p><i>“Trust is an important element in the insurance business. In fact, one can say that the insurance business is chiefly built on trust. Sun Life of Canada (Philippines), Inc., its Board, and Management are committed to maintaining high standards of governance that will ensure that the trust upon which its business is built will not be compromised.</i></p> <p><i>The Board and Management of Sun Life adopt governance policies and practices intended to align the interests of all its stakeholders. Sun Life is committed to fully comply with all regulatory standards and reflect in the best way possible best practices that are in the interest of all its stakeholders.</i></p> <p><i>As part of this commitment, the Board annually reviews and approves its Manual on Corporate Governance, as well as the charters of the Board, Audit Committee, Review Committee for Related Party Transactions, Nomination and emuneration Committee, and Risk Management Committee. In 2017, the Company complied with the Code of Corporate Governance prescribed by the Insurance Commission.</i></p> <p><i>In January 2018, the Company was awarded by the Insurance Commission for ranking third overall among all insurance companies and mutual benefit associations in the Philippines in the 2017</i></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>ASEAN Corporate Governance Scorecard (“Scorecard”). The Scorecard is a tool used by the Institute of Corporate Directors and adapted to the Philippine insurance industry in 2015, to evaluate corporate governance practices of ASEAN companies and measure them against international standards.”</p> <p><b>Source Document:</b></p> <p><b>2017 Annual Report (Page 48)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
<b>D.3.</b>	<b>Disclosure of related party transactions (RPT)</b>		
D.3.1	Does the company disclose its policy covering the review and approval of material/significant RPTs?	YES	<p>Company policy requires review of Related Party Transactions. The Company has a Review Committee for Related Party Transactions (“RPT Committee”) shall be composed of at least three (3) members of the Board, at least two (2) of whom are Independent Directors, including a Committee Chair, and who are appointed by the Board on an annual basis following each annual meeting. Each member shall have at least an adequate understanding of the Corporation’s ownership structure, i.e., parents, affiliates, and subsidiaries, and table of organization for employees, and the</p>

**D. Disclosure and Transparency**

SCORECARD ITEM			Y/ N	Reference/ Source document
				<p>Related Party Transaction’s Operating Guidelines – Enterprise.</p> <p>The duties and responsibilities of the RPT Committee include:</p> <ul style="list-style-type: none"> <li>• Evaluate on an ongoing basis existing relations between and among businesses and counterparties to ensure that all related parties are continuously identified, RPTs are monitored, and subsequent changes in relationships shall be reflected in the relevant reports to the board and regulators/supervisors.</li> <li>• Evaluate all material RPTs to ensure that these are not undertaken on more favorable economic terms (e.g., price, commissions, interest rates, fees, tenor, collateral requirement) to such related parties than similar transactions with non-related parties under similar circumstances and that no corporate or business resources of the Corporation are misappropriated or misapplied, and to determine any potential reputational risk issues that may arise as a result of or in connection with the transactions. In evaluating RPTs, the Committee shall take into account, among others, the following:</li> </ul>

**D. Disclosure and Transparency**

SCORECARD ITEM			Y/ N	Reference/ Source document
				<ul style="list-style-type: none"> <li>✓ The related party's relationship to the Corporation and interest in the transactions;</li> <li>✓ The material facts of the proposed RPT, including the proposed aggregate value of such transaction;</li> <li>✓ The benefits to the Corporation of the proposed RPT;</li> <li>✓ The availability of other sources of comparable products or services; and</li> <li>✓ An assessment of whether the proposed RPT is on terms and conditions that are comparable to the terms generally available to an unrelated party under similar circumstances. The Corporation</li> <li>✓ shall have in place an effective price discovery system and have exercised due diligence in determining a fair price for RPTs.</li> <li>✓ All RPTs that are considered material based on Corporation's internal policies shall be endorsed by the RPT Committee to the Board of Directors for approval.</li> </ul> <p>• Ensure that appropriate disclosure is made, and/or information is provided to regulating and supervising authorities relating to the Corporation's RPT exposures, and policies on conflicts of interest or potential conflicts of interest. The disclosure shall include information</p>

**D. Disclosure and Transparency**

SCORECARD ITEM			Y/ N	Reference/ Source document
				<p>on the approach to managing material conflicts of interest that are inconsistent with such policies; and conflicts that could arise as a result of Corporation's affiliation or transactions with other related parties.</p> <ul style="list-style-type: none"> <li>• Report to the Board of Directors on a regular basis, the status and aggregate exposures to each related party as well as the total amount of exposures to all related parties.</li> <li>• Ensure that transactions with related parties, including write-off of exposures, are subject to period independent review or audit process.</li> <li>• Oversee the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including the periodic review of RPT policies and procedures.</li> <li>• Perform such other duties and exercise such powers as may from time to time be assigned to or vested in the Committee by the Board of Directors.</li> </ul> <p>The 2017 Annual Report also states:</p> <p><i>A related party transaction ("RPT") is a transfer of resources, services or obligations between the Parent Company and a related party, regardless of whether a price is charged. Parties are considered related if one party has control, joint control, or</i></p>

**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><i>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. The Company has a Review Committee for RPTs that reviews and endorses material related party transactions including those involving directors, officers, stockholders, and related interests.</i></p> <p><i>The RPT Committee also takes into account whether the RPT is entered into on terms no less favorable to the Company than terms generally available to an unaffiliated third-party under the same or similar circumstances.</i></p> <p><i>In 2017, the Operating Guidelines for RPTs were updated based on Insurance Commission Circular Letter No. 2017-29 (“Circular”) prescribing the Guidelines to Related Party Transactions for IC Covered Institutions and approved by the Board of Directors. The Circular contains guidelines to ensure RPTs are only undertaken on an arm’s length basis for the benefit of the company and its stakeholders.</i></p> <p><i>Details of RPTs are provided in Note 18 of the 2017 Audited Financial Statements.”</i></p>

**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>Source Document:</p> <p><b><u>Manual of Corporate Governance (Pages 14-15)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf</a></p> <p><b><u>2017 Audited Financial Statement/Note 18 (Page 39-43)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf</a></p> <p><b><u>2017 Annual Report/ Related Party Transactions (Page 46-47)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
D.3.2	Does the company disclose the name of the related party and relationship for each material/significant RPT?	YES	<p>Details and description of related party transactions are disclosed in Note 18 of the 2017 Audited Financial Statements.</p> <p>Source Document:</p> <p><b><u>Manual of Corporate Governance (Pages 14-15)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/MOCG_SLOCPI_(03-07-2018).pdf</a></p>



## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><b><u>2017 Audited Financial Statement/Note 18 (Page 39-43)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf</a></p> <p><b><u>2017 Annual Report/ Related Party Transactions (Page 46-47)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
D.3.3	Does the company disclose the nature and value for each material/significant RPT?	YES	<p>Details and description of related party transactions are disclosed in Note 18 of the 2016 Financial Statements.</p> <p><b>Source Document:</b></p> <p><b><u>2017 Audited Financial Statement/Note 18 (Page 39-43)</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf</a></p>
<b>D.4</b>	<b>Directors and commissioners dealings in shares of the company</b>		
D.4.1	Does the company disclose trading in the company's shares by insiders?	N/A	<p><i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i></p>
			<p><b>OECD Principle V (A):</b>            (3) Major share ownership and voting rights</p> <p><b>ICGN 3.5 Employee share dealing</b>            Companies should have clear rules</p>

## D. Disclosure and Transparency

SCORECARD ITEM			Y/ N	Reference/ Source document
		<p>regarding any trading by directors and employees in the company's own securities.</p> <p><b>ICGN 5.5 Share ownership</b> Every company should have and disclose a policy concerning ownership of shares of the company by senior managers and executive directors with the objective of aligning the interests of these key executives with those of shareholders.</p>		
<b>D.5</b>	<b>External auditor and Auditor Report</b>			
D.5.1	Are audit fees disclosed?	<p><b>OECD Principle V (C):</b> An annual audit should be conducted by an independent, competent and qualified, auditor in order to provide an external and objective assurance to the board and shareholders that the financial statements fairly represent the financial position and performance of the company in all material respects.</p> <p><b>OECD Principle V (D):</b> External auditors should be accountable to the shareholders and owe a duty to the company to exercise due professional care in the</p>	YES	<p>As approved by the Stockholders, the Company engages the services of Navarro Amper &amp; Co., a local member firm of Deloitte Touche Tohmatsu Limited, as its external auditor. The audit fees of Navarro Amper &amp; Co., for 2017 amounted to Php3.51 million.</p> <p><b><u>There were no other fees paid to the firm during the same year other than audit fees.</u></b></p> <p><b>Source Document:</b></p> <p><b><u>2017 Annual Report (Page 39)</u></b> <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
	<b><i>Where the same audit firm is engaged for both audit and non-audit services</i></b>		
D.5.2	Are the non-audit fees disclosed?	Y	<p>conduct of the audit.</p> <p><b>ICGN 6.5 Ethical standards (Audit)</b> The auditors should observe high-quality auditing and ethical standards. To limit the possible risk of possible conflicts of interest, non-audit services and fees paid to auditors for non-audit services should be both approved in advance by the audit committee and disclosed in the Annual Report.</p> <p>It is the policy of the Company to disclose even non-audit fees. However, there were NO non-audit related fees paid to the firm during the same year, hence, there are no provided figures in the Company's Annual Report.</p> <p><b>Source Document:</b></p> <p><b><u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">2017 Annual Report (Page 39)</a></u></b> <b><u><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></u></b></p>
D.5.3	Does the non-audit fee exceed the audit fees?	NO	<p>There was NO non-audit fee paid during the year.</p> <p><b><i>“AUDIT &amp; NON-AUDIT FEES</i></b> <i>As approved by the Stockholders, the Company engages the services of Navarro Amper &amp; Co., a local member firm of Deloitte Touche Tohmatsu Limited, as its external auditor. The audit fees of Navarro Amper &amp; Co., for 2017 amounted to Php3.51 million. There were no other fees paid to the firm during the same year other than audit fees.”</i></p> <p><b>Source Document:</b></p> <p><b><u><a href="#">2017 Annual Report (Page 39)</a></u></b></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
			<a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a>
D.6	Medium of communications		
	<i>Does the company use the following modes of communication?</i>		
D.6.1	Quarterly reporting	YES	<p><b>“MODES OF COMMUNICATION</b>  <i>We are committed to always keep our stakeholders abreast with company developments , events and other activities through various media available to them, as follows:</i></p> <p><b>SUN LIFE PH WEBSITE (SUNLIFE.COM.PH)</b>  <i>Sun Life’s Philippine website provides the latest news, product information, marketing activities of the company. The information posted in the website is updated on a weekly or monthly basis depending on the urgency of the information.</i></p> <p><b>MY SUN LIFE CLIENT PORTAL</b>  <i>A new, modern, and more powerful client self-service tool that would give clients the capacity to perform self-service inquiries and transactions at their own convenience. This replaces Sunlink Online, and offers upgraded features, including:</i></p> <ul style="list-style-type: none"> <li>• <i>New, fresh, and modern look and feel</i></li> <li>• <i>Comprehensive policy, plan and investment information</i></li> </ul>

**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
	ownership obligations and rights, and sales of shares.		<ul style="list-style-type: none"> <li>• Enrollment to electronic notices, statements of accounts, SMS notifications, and the like</li> <li>• Intelligent capabilities to perform transactions, file claims and pay online</li> <li>• Auto-enrollment of new Sun Life clients</li> <li>• Synchronized updating of contact and address information across lines of business</li> </ul> <p><b>BRIGHT MINDS</b> Bright Minds is Sun Life’s real time client listening platform that aims to gather feedback from our Clients on different initiatives, new products and services. The advantage of having our very own Insights Community is the ability to directly engage with our clients and include their perspectives in shaping the future of Sun Life.</p> <p><b>AGENT’S PORTAL</b> We have an Agents’ Portal to keep all field managers and advisors updated on the latest news about the company, agency activities and sales campaign.</p> <p><b>PRESS CONFERENCES</b> The Company, through its Integrated Public Relations &amp; Corporate Communications section, holds periodical press conferences to share with media friends updates about company activities,</p>

**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><i>campaigns, and survey results coming from SOLAR (Sun Life’s Study of Lifestyles, Attitudes and Relationships) on the state of the Filipinos’ financial literacy and their behavior towards financial planning and money matters. These press conferences give Sun Life the opportunity to have the company CEO and members of the Philippine leadership Team to be interviewed by the various press and TV personnel on issues relevant to the industry and advocacies supported by Sun Life. Each press conference, held either outside Metro Manila or in the Metro itself is usually attended by at least 30 press reporters and editors, and at least four TV networks.</i></p> <p><b>COMPANY PUBLICATIONS AND E-NEWSLETTERS</b>  <i>The four company journals include the following: The SUN Today, a quarterly newsletter for the staff; SHINE magazine, a tri-annual news magazine for all advisors; Sun eNews, the electronic newsletter for all advisors; and Bright News , the electronic newsletter for clients.</i></p> <p><i>Sun Life also sends out the annual newsletter, LIFETIMES, to all participating policyholders. This annual newsletter features the President’s Report that discusses financial performance for the year and the changes in dividend scale adjustments as mandated by Toronto based Sun Life Financial, Inc. It also features new product launches and</i></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><i>operational updates. LIFETIMES is sent out to some 300,000 par policyholders every June of each year.</i></p> <p><b>INTRANET SKIES</b>  <i>Sun Life’s intranet provides the latest updates on staff and agency activities. These news reports posted on SKIES are updated on a weekly or daily basis depending on the urgency of the news or advisories.  Those who have access to SKIES include all employees and New Business Managers only.</i></p> <p><b>INTERNAL SUN LIFE NEWS BROADCAST (SLF SOCIAL)</b>  <i>SLF SOCIAL is a marketing-initiated TV newscast that reports on the latest news about the company, updates on staff events and interviews with staff members and executives who get invited to share their insights about company policies and management decisions.</i></p> <p><b>QUARTERLY STAFF TOWN HALL MEETINGS</b>  <i>The Company, through its Human Resources Department, holds quarterly town hall meetings with the staff to discuss the latest development within the company, changes in company policies, management decisions and activities that require staff participation.</i></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><i>This is also one opportunity where service awardees are recognized and new hires are introduced to the whole workforce.</i></p> <p><b>BRANCH MEETINGS</b>  <i>All New Business Office managers are required to hold weekly or monthly meetings with their team members to update one another on their NBO's progress with regard to their respective sales targets, and to discuss and plot new activities. The branch meetings also serve as an opportunity to honor sales awardees and introduce their newly-coded advisors to the whole branch.</i></p> <p><b>2017 Annual Report (Page 60-62)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
D.6.2	Company website	YES	<p>The Company has a website which it uses as one of its communication medium.</p> <p><b>SLOCPI WEBSITE</b>  <a href="https://www.sunlife.com.ph/PH?vgnLocale=en_CA">https://www.sunlife.com.ph/PH?vgnLocale=en_CA</a></p>
D.6.3	Analyst's briefing	N/A	<p><i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i></p>



**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
D.6.4	Media briefings /press conferences	YES	<p>Sun Life communicates with its stakeholders through several channels. These channels are listed in its 2017 Annual Report.</p> <p><b>“MODES OF COMMUNICATION</b>  <i>We are committed to always keep our stakeholders abreast with company developments , events and other activities through various media available to them, as follows:</i></p> <p><b>PRESS CONFERENCES</b>  <i>The Company, through its Integrated Public Relations &amp; Corporate Communications section, holds periodical press conferences to share with media friends updates about company activities, campaigns, and survey results coming from SOLAR (Sun Life’s Study of Lifestyles, Attitudes and Relationships) on the state of the Filipinos’ financial literacy and their behavior towards financial planning and money matters. These press conferences give Sun Life the opportunity to have the company CEO and members of the Philippine leadership Team to be interviewed by the various press and TV personnel on issues relevant to the industry and advocacies supported by Sun Life. Each press conference, held either outside Metro Manila or in the Metro itself is usually attended by at least 30 press reporters and editors, and at least four TV networks.</i></p>

**D. Disclosure and Transparency**

D. Disclosure and Transparency			
SCORECARD ITEM	Y/ N	Reference/ Source document	
		<p><b>SUN LIFE PH WEBSITE (SUNLIFE.COM.PH)</b>  <i>Sun Life’s Philippine website provides the latest news, product information, marketing activities of the company. The information posted in the website is updated on a weekly or monthly basis depending on the urgency of the information.</i>  <b>Example:</b></p> <p><b>1) Sun Life Retains No. 1 Spot</b></p> <p>Based on the report released by the Insurance Commission, Sun Life of Canada (Philippines), Inc. remains to be the number 1 life insurance company in the Philippines.</p> <p><i>The President of SLOCPI, Alex Narciso, said “This milestone in one we attribute to our clients, whose trust and support inspire us to keep improving and innovating. We also have our advisors, employees and partners to thank, for it is through their hard work and passion that we are able to touch the lives of more Filipinos.”</i></p> <p><a href="https://www.sunlife.com.ph/PH/About+us/Newsroom/Press+release/2018/Sun+Life+Retains+No.+1+Spot?vgnLocale=en+CA&amp;chnpath=%2FAbout+us">https://www.sunlife.com.ph/PH/About+us/Newsroom/Press+release/2018/Sun+Life+Retains+No.+1+Spot?vgnLocale=en+CA&amp;chnpath=%2FAbout+us</a></p>	
			<b>MY SUN LIFE CLIENT PORTAL</b>

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SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><i>A new, modern, and more powerful client self-service tool that would give clients the capacity to perform self-service inquiries and transactions at their own convenience. This replaces Sunlink Online, and offers upgraded features, including:</i></p> <ul style="list-style-type: none"> <li><i>• New, fresh, and modern look and feel</i></li> <li><i>• Comprehensive policy, plan and investment information</i></li> <li><i>• Enrollment to electronic notices, statements of accounts, SMS notifications, and the like</i></li> <li><i>• Intelligent capabilities to perform transactions, file claims and pay online</i></li> <li><i>• Auto-enrollment of new Sun Life clients</i></li> <li><i>• Synchronized updating of contact and address information across lines of business</i></li> </ul> <p><b>BRIGHT MINDS</b>  <i>Bright Minds is Sun Life’s real time client listening platform that aims together feedback from our Clients on different initiatives, new products and services. The advantage of having our very own Insights Community is the ability to directly engage with our clients and include their perspectives in shaping the future of Sun Life.</i></p> <p><b>AGENT’S PORTAL</b>  <i>We have an Agents’ Portal to keep all field managers and advisors updated on the latest news</i></p>

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SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>about the company, agency activities and sales campaign.</p> <p><b>COMPANY PUBLICATIONS AND E-NEWSLETTERS</b>  <i>The four company journals include the following: The SUN Today, a quarterly newsletter for the staff; SHINE magazine, a tri-annual news magazine for all advisors; Sun eNews, the electronic newsletter for all advisors; and Bright News , the electronic newsletter for clients.</i></p> <p><i>Sun Life also sends out the annual newsletter, LIFETIMES, to all participating policyholders. This annual newsletter features the President’s Report that discusses financial performance for the year and the changes in dividend scale adjustments as mandated by Toronto based Sun Life Financial, Inc. It also features new product launches and operational updates. LIFETIMES is sent out to some 300,000 par policyholders every June of each year.</i></p> <p><b>INTRANET SKIES</b>  <i>Sun Life’s intranet provides the latest updates on staff and agency activities. These news reports posted on SKIES are updated on a weekly or daily basis depending on the urgency of the news or advisories.</i></p> <p><i>Those who have access to SKIES include all employees and New Business Managers only.</i></p>

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	SCORECARD ITEM		Y/ N	Reference/ Source document
				<p><b>INTERNAL SUN LIFE NEWS BROADCAST (SLF SOCIAL)</b></p> <p><i>SLF SOCIAL is a marketing-initiated TV newscast that reports on the latest news about the company, updates on staff events and interviews with staff members and executives who get invited to share their insights about company policies and management decisions.</i></p> <p><b>QUARTERLY STAFF TOWN HALL MEETINGS</b></p> <p><i>The Company, through its Human Resources Department, holds quarterly town hall meetings with the staff to discuss the latest development within the company, changes in company policies, management decisions and activities that require staff participation.</i></p> <p><i>This is also one opportunity where service awardees are recognized and new hires are introduced to the whole workforce.</i></p> <p><b>BRANCH MEETINGS</b></p> <p><i>All New Business Office managers are required to hold weekly or monthly meetings with their team members to update one another on their NBO's progress with regard to their respective sales targets, and to discuss and plot new activities. The branch meetings also serve as an opportunity to honor sales awardees and introduce their newly-coded advisors to the whole branch.</i></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>Source Document:</p> <p><b>SLOCPI Website/Press Releases</b>  <a href="https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA</a></p> <p><b>SLOCPI Website/Newsroom</b>  <a href="https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA</a></p> <p><b>2017 Annual Report (Page 60-62)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
<b>D.7</b>	<b>Timely filing/release of annual/financial reports</b>		
D.7.1	Are the audited annual financial report / statement released within 120 days from the financial year end?	<p><b>OECD Principle V (C)</b></p> <p><b>OECD Principle V (E) OECD Principle V-(A).</b></p> <p><b>ICGN 7.2 Timely disclosure</b></p> <p><b>ICGN 7.3 Affirmation of financial statements</b>                      The board of directors and the corporate officers of the company should affirm at least annually the</p>	<p>YES</p> <p>The Company's audited financial report was released within 120 days from the financial year end in compliance to SEC's requirement of disclosing the audited financial statement. The same was posted on the Company website on 30 April 2018. The Audited Financial Statements were also filed with the SEC and the BIR before the deadline of April 15.</p> <p><b>Source Document:</b></p> <p><b><u>2017 ANNUAL REPORT (Pages 27-37)</u></b></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>accuracy of the company's financial statements or financial accounts.</p> <p><a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b>2017 AUDITED FINANCIAL STATEMENT</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%2017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%2017%20SEC%20and%20BIR.pdf</a></p>
D.7.2	Is the annual report released within 120 days from the financial year end?	YES	<p>The annual report was released within 120 days from the financial year end. The same was published on the 30<sup>th</sup> of April 2018.</p> <p><b>Source Document:</b></p> <p><b>2017 ANNUAL REPORT (Pages 27-37)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
D.7.3	Is the true and fairness/fair representation of the annual financial statement/reports affirmed by the board of directors/commissioners and/or the relevant officers of the company?	YES	<p>The true and fairness/fair representation of the annual financial statement/reports is affirmed by the board of directors and/or the relevant officers of the company.</p> <p><b>Source Document:</b></p> <p><b>2017 ANNUAL REPORT (Pages 31)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><b><u>2017 AUDITED FINANCIAL STATEMENT</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf</a></p>
D.8	Company website		
	<i>Does the company have a website disclosing up-to-date information on the following:</i>		
D.8.1	Business operations	YES	<p>The Company's website discloses its Business Operations. Part of the Company's website is dedicated to a section that contains disclosures and reports released by the company, including its reports and presentations for the media briefings.</p> <p>Sun Life's News Releases are found at this links:</p> <p><a href="https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA</a></p> <p><a href="https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA</a></p> <p>The latest fund performance report of various funds offered under Sun Life's Variable Unit Linked (VUL) insurance products are published at this link:</p> <p><a href="https://www.sunlife.com.ph/PH/Insurance/Investment-linked+Insurance+Funds?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/Insurance/Investment-linked+Insurance+Funds?vgnLocale=en_CA</a></p>



## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>Sun Life’s Audited Financial Statements are also in its 2017 Annual Report found at this link:  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%2017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%2017%20SEC%20and%20BIR.pdf</a></p>
D.8.2	Financial statements/reports (current and prior years)	YES	<p>The Company's website discloses its Financial Statements (please see Annual Report and the copy of the Audited Financial Statements)</p> <p>Part of the company’s website is dedicated to a section that contains disclosures and reports released by the company, including its reports and presentations for the media briefings.</p> <p>Sun Life’s News Releases are found at this link:  <a href="https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA</a>  <a href="https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA</a></p> <p>The latest fund performance report of various funds offered under Sun Life’s Variable Unit Linked (VUL) insurance products are published at this link:  <a href="https://www.sunlife.com.ph/PH/Insurance/Inve">https://www.sunlife.com.ph/PH/Insurance/Inve</a></p>

**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p><a href="#">stment-linked+Insurance+Funds?vgnLocale=en_CA</a></p> <p>Source Documents:</p> <p><b>2017 ANNUAL REPORT (Pages 27-37)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b>2017 AUDITED FINANCIAL STATEMENT</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20AFS%202017%20SEC%20and%20BIR.pdf</a></p>
D.8.3	Materials provided in briefings to analysts and media	YES	<p>The Company's website discloses the Materials it provided in its meetings with media or the public.</p> <p>Sun Life's News Releases are found at this link:</p> <p><a href="https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room?vgnLocale=en_CA</a></p> <p><a href="https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA">https://www.sunlife.com.ph/PH/About+us/New+room/Press+release/2018?vgnLocale=en_CA</a></p> <p>The unit price of various funds offered under Sun Life's Variable Unit Linked (VUL) insurance products are published at this link:</p> <p><a href="https://www.sunlife.com.ph/PH/Insurance/Inve">https://www.sunlife.com.ph/PH/Insurance/Inve</a></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
			<a href="#">stment-linked+Insurance+Funds?vgnLocale=en_CA</a>
D.8.4	Shareholding structure	YES	<p>The Annual Report contains the Shareholding Structure of Sun Life’s Subsidiaries and Affiliates.</p> <p><b>Source Documents:</b></p> <p><b>2017 Annual Report (Page 26)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p> <p><b>2017 Amended General Information Sheet</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/GIS%202017%20Amended%20SLOCPI%20(12-11-2017)v2.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/GIS%202017%20Amended%20SLOCPI%20(12-11-2017)v2.pdf</a></p>
D.8.5	Group corporate structure	YES	<p>The Annual Report shows the Shareholding Structure of Sun Life’s Subsidiaries and Affiliates.</p> <p><b>Source Document:</b></p> <p><b>2017 Annual Report (Page 26)</b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
D.8.6	Downloadable annual report	YES	<p>Sun Life’s Annual Report is available for viewing and downloading through the Corporate Governance Page of the Company’s Website.</p> <p><b>Source Document:</b></p> <p><b><u>2017 Annual Report</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%202017%20Annual%20Report%20Final%20(004).pdf</a></p>
D.8.7	Notice of AGM and/or EGM	N/A	<p><i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i></p> <p>The Notice to the 2018 Annual Stockholders’ Meeting is posted on SLOCPI’s website under the Corporate Governance Page</p> <p><b>Source Document:</b>  <b><u>Notice to the 2018 Stockholders’ Meeting</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/2018%20ASM%20Notice_SLOCPI.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/2018%20ASM%20Notice_SLOCPI.pdf</a></p>
D.8.8	Minutes of AGM and/or EGM	N/A	<p><i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i></p>

**D. Disclosure and Transparency**

SCORECARD ITEM		Y/ N	Reference/ Source document
			<p>The draft minutes of the 2018 Annual Stockholders' Meeting is posted on SLOCPI's website under the Corporate Governance Page</p> <p><b>Source Document:</b></p> <p><b><u>Draft Minutes of the 2018 Annual Stockholders' Meeting</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Item%203.%20Minutes%20ASM%20SLOCPI%202018.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/Item%203.%20Minutes%20ASM%20SLOCPI%202018.pdf</a></p>
D.8.9	Company's constitution (company's by-laws, memorandum and articles of association)	YES	<p>Sun Life's constitutional documents (company's Articles of Incorporation, By-Laws) are available for viewing and downloading through the Corporate Governance Page, Source Documents Portion of the Company's Website.</p> <p><b>Source Documents:</b></p> <p><b><u>BY-LAWS</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20By-Laws.pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/SLOCPI%20By-Laws.pdf</a></p> <p><b><u>AMENDED ARTICLES OF INCORPORATION</u></b>  <a href="https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/AAOI%20SLOCPI%20(10-18-2017).pdf">https://cdn.sunlife.com/static/ph/About%20us/Corporate%20Governance/AAOI%20SLOCPI%20(10-18-2017).pdf</a></p>

## D. Disclosure and Transparency

SCORECARD ITEM		Y/ N	Reference/ Source document
D.9	<b>Investor relations</b>		
D.9.1	Does the company disclose the contact details (e.g. telephone, fax, and email) of the officer / office responsible for investor relations?	<b>ICGN 7.1 Transparent and open communication</b>	N/A <i>Not applicable for Class 1 as prescribed by the Guidelines on Compliance with ASEAN Corporate Governance Scorecard issued by the Insurance Commission.</i>