

MANULIFE FINANCIAL PLANS, INC.
Minutes of the Annual Stockholders Meeting

16 April 2021

The Annual Meeting of the Stockholders of **Manulife Financial Plans, Inc.** (the “**Corporation**”) was held on 16 April 2021 at 11:35 AM, by virtual conferencing (i.e., Microsoft Teams) accessed through the individual company-issued devices of each stockholder.

PRESENT:

Stockholders Present	No. of Shares
1. The Manufacturers Life Insurance Co. (Phils.), Inc. ¹	2,499,993
2. Sachin Shah (<i>Chairperson</i>)	1
3. Ariel Magtoto (<i>President & CEO</i>)	1
4. Matthew Lawrence	1
5. Anthony Buchanan	1
6. Janette Peña (<i>Chairperson, Audit Committee</i>)	1
7. Rhoda Regina Rara	1
8. Conrado Favorito	1

TOTAL NUMBER OF SHARES PRESENT AND REPRESENTED AT THE MEETING 2,500,000

TOTAL NUMBER OF OUTSTANDING SHARES 2,500,000

The above names stockholders present representing 100% (2,500,000 shares) of the Stockholders of record.

In attendance:

- | | |
|-------------------------------|--|
| 1. Abbiegail Sac | Corporate Secretary |
| 2. Fritzie Tangkia-Fabricante | Manulife Philippines, Chief Legal and Compliance Officer |
| 3. Mara Kristina Herrera | Assistant Corporate Secretary |

1. Call to Order / Determination of Quorum

Chairperson Sachin Shah presided over and called the meeting to order at 11:35 AM. The Corporate Secretary took the minutes of the meeting.

The Corporate Secretary certified that written notice of the meeting and proxy forms were posted on the Corporate website, <https://www.manulife.com.ph/en/individual/about-us/our-story/our-affiliates-and-partners/manulife-financial-plans>, on 26 March 2021.

The Stockholders who joined in the meeting notified in advance the Corporate Secretary of their intention to participate in the meeting through remote communication. Inasmuch as 100% of the Stockholders were present at the meeting, a quorum was declared by the Corporate Secretary and the annual meeting of the Stockholders of Manulife Financial Plans, Inc. was duly constituted and opened for transaction of the business on the agenda.

Voting procedure - All matters in the agenda subject to the vote of the Stockholders shall be decided by the majority vote of Stockholders present in person or by proxy, except in cases where the law provides otherwise. Each outstanding share of stock entitles the registered stockholder to one vote. The final tally of votes will be reflected in the minutes of the meeting.

2. Matters Arising from the Previous Meeting

¹ Represented by Mr. Ariel Magtoto

There were no matters arising from the minutes of the previous meeting.

3. Approval of the Minutes of the Previous Meeting

Chairperson Shah manifested that a copy of the Minutes was appended to the Stockholders meeting pack which was provided to them one week before the meeting.

Upon motion duly made and seconded, the Stockholders representing 100% of the 2,500,000 shares represented during the meeting unanimously adopted and approved the minutes of the Annual Meeting of Stockholders held on 8 June 2020.

4. Ratification of Corporate Acts

Upon motion duly made and seconded, the Stockholders representing 100% of the 2,500,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. 2021-04-01

“RESOLVED, that the resolutions and acts adopted and approved by the Board of Directors, its Committees, and the Management from the date of the 2020 Annual Stockholders Meeting on 8 June 2020 until the date of this meeting, be as they are hereby APPROVED and RATIFIED.”

5. President’s 2020 Annual Report

Director Ariel Magtoto, President & CEO, adopted the President’s Report given at the Annual Stockholders Meeting of The Manufacturers Life Insurance Co. (Phils.), Inc. held earlier that day, where 100% of the Stockholders were present.

There being no other comments, the Stockholders noted the report.

6. Directors’ Compensation Report

The Corporate Secretary reported that, for the year 2020, there were three Independent Directors who received a total annual compensation amounting to PhP189,000.00 exclusive of applicable taxes withheld from the Directors.

There being no other comments, the Stockholders noted the report.

7. Presentation and Approval of the Audited Financial Statements

The Audited Financial Statements was presented and approved in the Audit Committee meeting held earlier that day, and thereafter approved by the Board of Directors.

Upon motion duly made and seconded, the Stockholders representing 100% of the 2,500,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. 2021-04-02

“RESOLVED, that the Audited Financial Statements of the Corporation as of and for the year ended 31 January 2020, as presented to and approved by the Audit Committee, are hereby approved.”

8. Nomination and Remuneration Committee Report and Election of Directors

Upon motion duly made and seconded, the Stockholders representing 100% of the 2,500,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. 2021-04-03

“RESOLVED, that the following persons are hereby elected directors of Manulife Financial Plans, Inc. for a period of one (1) year and until their successors shall have been duly elected and qualified:

*Sachin Shah (Chairperson)
Ariel Magtoto
Matthew Lawrence
Anthony Buchanan*

Independent Directors:

*Janette Peña
Rhoda Regina Rara
Conrado Favorito”*

9. Appointment of External Auditor (SGV & Co.)

Upon motion duly made and seconded, the Stockholders representing 100% of the 2,500,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. 2021-04-04

“RESOLVED, that SyCip Gorres Velayo (SGV) & Co., as it is hereby selected and appointed as the external auditor of the Company for the year 2021, subject to the negotiation of the fees and scope of work, the approval of which is hereby delegated to the Audit Committee.”

10. Other Matters and Adjournment

There being no other matters to discuss, the meeting was adjourned at 11:40 PM.

Prepared by:



Mara Kristina Herrera
Assistant Corporate Secretary

Attested by:



Abbiegail D. Sac
Corporate Secretary