

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE
(Shared Services with Manulife Philippines)

I, **ABBIEGAIL D. SAC**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

1. I am the duly elected Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. Based on the corporate records in my custody, I certify that:
 - The Corporation is a wholly owned subsidiary of The Manufacturers Life Insurance Co. (Phils.), Inc. ("Manulife Philippines");
 - The Corporation has not taken on any new business since 2012, and only exists to service the winding block of plans it currently has;
 - Given the circumstances, all of the Corporation's business and operations is undertaken by Manulife Philippines, and the Corporation shares the same management, corporate policies, and services with its parent company;
 - The Corporate Governance, Related Party Transaction, and Audit Committees of the Corporation and Manulife Philippines are composed of the same members, and their meetings are held jointly; and
 - The Corporation's Annual Report is shared with Manulife Philippines.
3. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.

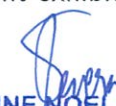
IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 at Makati City, Philippines.



ABBIEGAIL D. SAC
Corporate Secretary

SUBSCRIBED AND SWORN to before me by ABBIEGAIL D. SAC who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023 at Makati City, Philippines, with the affiant exhibiting to me her Passport No. P4541059B valid until 24 January 2030.

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Book No. 1
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CHRISTIANNE NOELLE B. DE VERA
NOTARY PUBLIC FOR AND IN MAKATI CITY
APPOINTMENT NO. M-420 (2022-2023)
UNTIL 31 DECEMBER 2023
25TH FLOOR, 88 CORPORATE CENTER 141 VALERO ST.
COR. SEDENO ST. SALCEDO VILLAGE, MAKATI CITY
IBP NO. 266228 / 01/04/2023 / MAKATI CITY
PTR NO. 9567572 / 01/04/2023 / MAKATI CITY
ROLL OF ATTORNEYS NO. 80170

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE
(President, CEO and Director of the Corporation)

I, **ABBIEGAIL D. SAC**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

1. I am the duly elected Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in our custody, that during the regular meeting of the Board of Directors of the Corporation held on 20 August 2021 held via videoconference, during which meeting a quorum was present and acting throughout, the following resolution was approved:

"RESOLVED, that **Melissa Henson** be appointed as **Chief Executive Officer, President, and Member of the Board of Directors** of the Corporation **effective 1 September 2021.**"

3. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.


IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 2023 at Makati City, Philippines.



ABBIEGAIL D. SAC
Corporate Secretary

SUBSCRIBED AND SWORN to before me by ABBIEGAIL D. SAC who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023 at Makati City, Philippines, with the affiant exhibiting to me her Passport No. P4541059B valid until 24 January 2030.

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CHRISTIANNE NOSLE B. DE VERA
NOTARY PUBLIC FOR AND IN MAKATI CITY
APPOINTMENT NO. M-420 (2022-2023)
UNTIL 31 DECEMBER 2023
25TH FLOOR, 88 CORPORATE CENTER 141 VALERO ST.
COR. SEDENO ST. SALCEDO VILLAGE, MAKATI CITY
IBP NO. 266228 / 01/04/2023 / MAKATI CITY
PTR NO. 9567572 / 01/04/2023 / MAKATI CITY
ROLL OF ATTORNEYS NO. 80170
MCLE – Admitted to the Bar in 2022

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

ASSISTANT CORPORATE SECRETARY'S CERTIFICATE
(Corporate Governance Training of Corporate Secretary)

I, **PROSPERO B. BANZUELA III**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

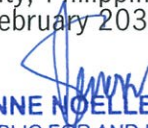
1. I am the duly elected Assistant Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in our custody, **Atty. Abbiegail D. Sac, Head of Legal and Corporate Secretary** of the Corporation, completed the following trainings relevant to corporate governance in 2022:
 - Mandatory Continuing Legal Education, 7th Compliance Period;
 - Annual AML/ATF Refresher Training;
 - Leadership Roundtable;
 - Information Protection Training;
 - Code of Business Conduct and Ethics Training;
 - Unconscious Bias Training; and
 - Anti-Bribery and Anti-Corruption Compliance Training.
3. Proof of compliance of the above trainings are attached to this Certificate.
4. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.

IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 2023 at Makati City, Philippines.


PROSPERO B. BANZUELA III
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me by PROSPERO B. BANZUELA III who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023 at Makati City, Philippines, with the affiant exhibiting to me his Passport No. P9013580B valid until 17 February 2032.

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CHRISTIANNE NOELLE B. DE VERA
NOTARY PUBLIC FOR AND IN MAKATI CITY
APPOINTMENT NO. M-420 (2022-2023)
UNTIL 31 DECEMBER 2023
25TH FLOOR, 88 CORPORATE CENTER 141 VALERO ST.
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MCLE – Admitted to the Bar in 2022



Supreme Court of the Philippines
Mandatory Continuing Legal Education Office

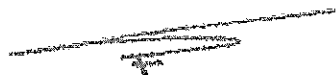
Certificate of Compliance

This is to certify that

ATTY. ABBIEGAIL DIVINAGRACIA SAC

with Roll of Attorneys No. 57828, has complied with the required 36 credit units of Mandatory Continuing Legal Education for the 7th compliance period (April 15, 2019 to April 14, 2022) under Bar Matter No. 850, dated August 22, 2000, as amended, per our records and her MCEE compliance report.

Issued on the 25th day of April 2022, at the MCEE Office, 4th Floor, IBP Building, 15 Doña Julia Vargas Avenue, Ortigas Center, Pasig City, Philippines.


SEDFREY M. CANDELARIA

Acting Chairperson, MCEE Governing Board

MCEE Compliance No. VII - 0016289

Valid until April 14, 2025



This certificate is awarded to

Abbiegail Sac

for the successful completion of the course

2022 Annual AML/ATF Refresher Training_PHL
by Global Compliance

Date: 5/11/2022



This certificate is awarded to

Abbiegail Sac

for the successful completion of the course

Leadership Roundtable
by Global HR

Date: 5/14/2022



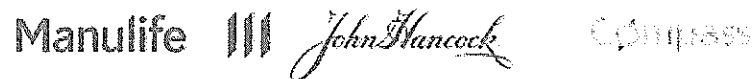
This certificate is awarded to

Abbiegail Sac

for the successful completion of the course

Information Protection 2022_A_MMgrMo
by Manulife

Date: 7/8/2022



This certificate is awarded to

Abbiegail Sac

for the successful completion of the course

2022 Code of Business Conduct and Ethics Training and Certification_All Staff
by Global Compliance

Date: 9/5/2022



This certificate is awarded to

Abbiegail Sac

for the successful completion of the course

Inclusion STARTs with You: Unconscious Bias Training
by Manulife

Date: 11/14/2022



This certificate is awarded to

Abbiegail Sac

for the successful completion of the course

2022 Anti-Bribery and Anti-Corruption Compliance Training_PHL
by Asia Compliance

Date: 12/9/2022

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE
(Corporate Governance Training of Chief Legal and Compliance Officer)

I, **ABBIEGAIL D. SAC**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

1. I am the duly elected Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in our custody, **Atty. Fritzie Tangkia-Fabricante, Chief Legal and Compliance Officer** of the Corporation, completed the following trainings relevant to corporate governance in 2022:
 - Mandatory Continuing Legal Education, 7th Compliance Period;
 - Annual AML/ATF Refresher Training;
 - Information Protection Training;
 - Code of Business Conduct and Ethics Training; and
 - Anti-Bribery and Anti-Corruption Compliance Training.
3. Proof of compliance of the above trainings are attached to this Certificate.
4. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.

IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 **2023** at Makati City, Philippines.



ABBIEGAIL D. SAC
Corporate Secretary

SUBSCRIBED AND SWORN to before me by ABBIEGAIL D. SAC who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023, at Makati City, Philippines, with the affiant exhibiting to me her Passport No. P4541059B valid until 24 January 2030.

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CHRISTIANNE NOELLE B. DE VERA

NOTARY PUBLIC FOR AND IN MAKATI CITY
APPOINTMENT NO. M-420 (2022-2023)
UNTIL 31 DECEMBER 2023
25TH FLOOR, 88 CORPORATE CENTER 141 VALERO ST.
COR. SEDENO ST. SALCEDO VILLAGE, MAKATI CITY
IBP NO. 266228 / 01/04/2023 / MAKATI CITY
PTR NO. 9567572 / 01/04/2023 / MAKATI CITY
ROLL OF ATTORNEYS NO. 80170
MCLE – Admitted to the Bar in 2022



Supreme Court of the Philippines
Mandatory Continuing Legal Education Office

Certificate of Compliance

This is to certify that

ATTY. FRITZIE PALMA TANGKIA-FABRICANTE

with Roll of Attorneys No. 45352, has complied with the required 36 credit units of Mandatory Continuing Legal Education for the 7th compliance period (April 15, 2019 to April 14, 2022) under Bar Matter No. 850, dated August 22, 2000, as amended, per our records and her MCLE compliance report received on February 12, 2022.

Issued on the 12th day of February 2022, at the MCLE Office, 4th Floor, IBP Building, 15 Dona Julia Vargas Avenue, Ortigas Center, Pasig City, Philippines.

SEDFREY M. CANDELARIA
Acting Chairperson, MCLE Governing Board

MCLE Compliance No. VII - 0009127

Valid until April 14, 2023.



This certificate is awarded to

Fritzie Tangkia-Fabricante

for the successful completion of the course

2022 Annual AML/ATF Refresher Training_PHL
by Global Compliance

Date: 5/13/2022

Manulife



John Hancock

Compass

This certificate is awarded to

Fritzie Tangkia-Fabricante

for the successful completion of the course

Information Protection 2022_A_MMgrMo
by Manulife

Date: 7/26/2022



This certificate is awarded to

Fritzie Tangkia-Fabricante

for the successful completion of the course

2022 Code of Business Conduct and Ethics Training and Certification_AVP
by Global Compliance

Date: 9/30/2022



This certificate is awarded to

Fritzie Tangkia-Fabricante

for the successful completion of the course

2022 Anti-Bribery and Anti-Corruption Compliance Training_PHL
by Asia Compliance

Date: 12/21/2022

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE
(Share Ownership)

I, **ABBIEGAIL D. SAC**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

1. I am the duly elected Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in our custody, that for 2022, of the 2,500,000 issued shares of the Corporation, 2,499,993 shares were owned by The Manufacturers Life Insurance Co. (Phils.), Inc. ("Manulife Philippines"). The other seven shares were held by the members of the Board of Directors on behalf of Manulife Philippines in their capacity as Director.
3. Given the above, the Corporation qualifies as a stock insurance corporation with one owner, with shares owned by one entity, Manulife Philippines, where qualifying shares are given to nominee directors, or a "Class 1" covered company under Insurance Commission Circular Letter No. 2015-23 on the ASEAN Corporate Governance Scorecard.
4. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.

IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 2023 at Makati City, Philippines.



ABBIEGAIL D. SAC
Corporate Secretary

SUBSCRIBED AND SWORN to before me by ABBIEGAIL D. SAC who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023 at Makati City, Philippines, with the affiant exhibiting to me her Passport No. P4541059B valid until 24 January 2030.

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CHRISTIANNE NOELLE B. DE VERA
NOTARY PUBLIC FOR AND IN MAKATI CITY
APPOINTMENT NO. M-420 (2022-2023)
UNTIL 31 DECEMBER 2023

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ROLL OF ATTORNEYS NO. 80170
MCLE – Admitted to the Bar in 2022

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE
(2022 Board and Committee Year End Evaluation)

I, **ABBIEGAIL D. SAC**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

1. I am the duly elected Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in our custody, that in 2022, the Corporation conducted its **Annual Board and Committee Year End Evaluation**. All members of the Board of Directors of the Corporation were sent surveys via email, which were completed electronically. The Survey assessed the following areas:
 - The Board's performance as a whole;
 - Performance by the Board Chair;
 - Performance of individual members of the Board; and
 - Performance of committees.
3. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.

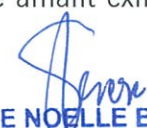
IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 2023 at Makati City, Philippines.



ABBIEGAIL D. SAC
Corporate Secretary

SUBSCRIBED AND SWORN to before me by ABBIEGAIL D. SAC who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023, at Makati City, Philippines, with the affiant exhibiting to me her Passport No. P4541059B valid until 24 January 2030.

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CHRISTIANNE NOELLE B. DE VERA
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ROLL OF ATTORNEYS NO. 80170
MCLE – Admitted to the Bar in 2022

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

CORPORATE SECRETARY'S CERTIFICATE
(Chief Risk Officer and Head of Audit Services)

I, **ABBIEGAIL D. SAC**, of legal age, Filipino, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines, after being duly sworn in accordance with law, depose and state that:

1. I am the duly elected Corporate Secretary of **MANULIFE FINANCIAL PLANS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with office address at 10F NEX Tower, 6786 Ayala Avenue, Makati City, Philippines.
2. I hereby certify that based on the corporate records in our custody, that the Chief Risk Officer and Head of Audit Services of the Corporation's parent company, The Manufacturers Life Insurance Co. (Phils.), Inc. ("Manulife Philippines") provide shared services to this Corporation.
3. The following persons perform the following functions for Manulife Philippines and for this Corporation as shared services:
 - **Katerina Suarez, Chief Risk Officer.** As CRO, Ms. Suarez is a member of Manulife Philippines's Executive Committee. In this role, Ms. Suarez is responsible for leading the Risk Team in establishing and maintaining the Corporation's Enterprise Risk Management Framework and overseeing the execution of individual risk management programs across the institution and its affiliates.
 - **Maleen Rodriguez, Head of Audit Services.** As Head of Audit Services, Ms. Rodriguez leads the Audit Team in providing independent and objective assurance that controls are effective and appropriate relative to the risk inherent in the business and that risk mitigation programs and risk oversight functions are effective in managing risks.
4. The foregoing is accurate as of date of this certification and in accordance with the records of the Corporation in my possession.


IN WITNESS WHEREOF, I have affixed my signature this 24 MAY 2023 2023 at Makati City, Philippines.



ABBIEGAIL D. SAC
Corporate Secretary

SUBSCRIBED AND SWORN to before me by ABBIEGAIL D. SAC who is personally known to me to be the same person who presented this instrument and signed the instrument in my presence, this ___ day of 24 MAY 2023 at Makati City, Philippines, with the affiant exhibiting to me her Passport No. P4541059B valid until 24 January 2030.

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CHRISTIANNE NOELLE B. DE VERA
NOTARY PUBLIC FOR AND IN MAKATI CITY
APPOINTMENT NO. M-420 (2022-2023)
UNTIL 31 DECEMBER 2023

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ROLL OF ATTORNEYS NO. 80170
MCLE – Admitted to the Bar in 2022