

THE MANUFACTURERS LIFE INSURANCE CO. (PHILS.), INC.
Annual Meeting of the Stockholders

11 April 2025

The Annual Meeting of the Stockholders of **The Manufacturers Life Insurance Co. (Phils.), Inc. (“Company”)** was held on 11 April 2025 at its principal office located at 10F NEX Tower, 6786 Ayala Avenue, Makati City and via virtual conferencing (i.e., Microsoft Teams) accessed through the individual company-issued devices of each stockholder.

STOCKHOLDERS PRESENT	NO. OF SHARES HELD
1. Manulife Century Holdings (Netherlands) B.V. ¹	929,994
2. Kah Siang Khoo (<i>Chairperson</i>)	1
3. Rahul Hora (<i>President & CEO, Vice-Chairperson</i>)	1
4. Wilton Kee	1
5. Anne-Maree Tassell	1
6. Conrado Favorito (<i>Lead Independent Director</i>)	1
7. Maria Theresa Quirino (<i>Chairperson, Audit and Risk Committee, Independent Director</i>)	1
TOTAL NUMBER OF SHARES PRESENT AND REPRESENTED AT THE MEETING	930,000
TOTAL NUMBER OF OUTSTANDING SHARES	930,000

The above-named stockholders present represent 100% (930,000 shares) of the stockholders of record.

IN ATTENDANCE

1. Abbiegail D. Sac	Corporate Secretary
2. Fritzie Tangkia-Fabricante	General Counsel
3. Justin Helferich	Chief Financial Officer
4. Jean Israel	Controller
5. Prospero Banzuela III	Assistant Corporate Secretary
6. Mark Kristofferson De Guzman	Legal Manager
7. Adrian Joshua Seballos	Legal Assistant

1. Call to Order / Determination of Quorum

Vice-Chairperson Rahul Hora called the meeting to order at 2:45 PM, the Corporate Secretary took the minutes of the meeting.²

The Corporate Secretary certified that written notice of the meeting and proxy forms were posted on the corporate website, <https://www.manulife.com.ph>, on 14 March 2025.

The Stockholders who joined the meeting remotely notified the Corporate Secretary in advance of their intention to participate 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 The Manufacturers

¹ Represented by Mr. Kah Siang Khoo.

² Chairperson Kah Siang Khoo appointed Vice-Chairperson Rahul Hora to act on his behalf.

Life Insurance Co. (Phils.), 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

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

3. Approval of the Minutes of the Previous Meeting

Vice-Chairperson Hora manifested that the minutes from the previous meetings held on 5 April 2024 and 14 February 2025 were already approved *ad referendum*. Copies of the minutes were appended to the Stockholders meeting pack which was provided to the Stockholders before the meeting.

Upon motion duly made and seconded, the Stockholders representing 100% of the 930,000 shares represented during the meeting unanimously formally adopted and approved the minutes of the Annual Meeting of Stockholders held on 5 April 2024 and the Special Meeting of the Stockholders held on 14 February 2025.

The Corporate Secretary noted that the votes cast and received on the approval of the minutes of the Annual Stockholders' Meeting held on 5 April 2024 were as follows:

Total Outstanding Shares	Total Votes Cast	Votes in Favor	Votes Against	Abstentions
930,000	930,000	930,000	0	0

The Corporate Secretary noted that the votes cast and received on the approval of the minutes of the Special Stockholders' Meeting held on 14 February 2025 were as follows:

Total Outstanding Shares	Total Votes Cast	Votes in Favor	Votes Against	Abstentions
930,000	930,000	930,000	0	0

4. Ratification of Corporate Acts

Upon motion duly made and seconded, the Stockholders representing 100% of the 930,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. SH-2025-04-01

RESOLVED, that the resolutions and corporate acts adopted and approved by the Board of Directors, its Committees, and the Management from the date of the 2024 Annual Stockholders Meeting on 5 April 2024 until the date of this meeting, be as they are hereby APPROVED and RATIFIED.

The Corporate Secretary noted that the votes cast and received on the ratification of corporate acts were as follows:

Total Outstanding Shares	Total Votes Cast	Votes in Favor	Votes Against	Abstentions
930,000	930,000	930,000	0	0

5. President's 2024 Annual Report

Director Rahul Hora, President & CEO, requested that his 2024 Annual Report, which was presented during the 28 February 2025 Regular Board Meeting, and his President's Report and Strategy Update given during the Regular Board Meeting held earlier, wherein 100% of the Corporation's Stockholders were present, be adopted and noted by the Stockholders.

The Corporate Secretary opened the floor for any questions or comments from the Stockholders.

There being no comments, the Stockholders noted the report.

6. Presentation and Approval of the Audited Financial Statements

Upon motion duly made and seconded, the Stockholders representing 100% of the 930,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. SH-2025-04-02

RESOLVED, that the Audit Financial Statements as of 31 December 2024, endorsed by the Audit and Risk Committee and the Board of Directors, are hereby APPROVED.

The Corporate Secretary noted that the votes cast and received on the approval of the Audited Financial Statements were as follows:

Total Outstanding Shares	Total Votes Cast	Votes in Favor	Votes Against	Abstentions
930,000	930,000	930,000	0	0

7. Corporate Governance Committee Report and Election of Directors

Upon motion duly made and seconded, the Stockholders representing 100% of the 930,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. SH-2025-04-03

RESOLVED, that the following persons are hereby elected directors of The Manufacturers Life Insurance Co. (Phils.), Inc. for a period of one (1) year and until their successors shall have been duly elected and qualified:

Khoo Kah Siang
Rahul Hora
Wing Tao Wilton Kee
Anne-Maree Tassell

Independent Directors:
Conrado Favorito

Maria Theresa Quirino.

The Corporate Secretary noted that the votes cast and received by each Stockholder on the election of directors for the ensuring year of 2025 to 2026 were as follows:

Nominated Director	Total Number of Votes Cast for the Election of the Nominated Director	Votes in Favor	Votes Against	Abstentions
Khoo Kah Siang	930,000	930,000	0	0
Rahul Hora	930,000	930,000	0	0
Wing Tao Wilton Kee	930,000	930,000	0	0
Anne-Maree Tassell	930,000	930,000	0	0
Conrado Favorito	930,000	930,000	0	0
Maria Theresa Quirino	930,000	930,000	0	0

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

Upon motion duly made and seconded, the Stockholders representing 100% of the 930,000 shares represented during the meeting unanimously adopted and approved the following:

Resolution No. SH-2025-04-04

RESOLVED, that SyCip Gorres Velayo (SGV) & Co., be, as they are hereby are, re-appointed as external auditor of the Company for the year 2025.

The Corporate Secretary noted that the votes cast and received on the appointment of SGV & Co. as the external auditor of the Company for year 2025 were as follows:

Total Outstanding Shares	Total Votes Cast	Votes in Favor	Votes Against	Abstentions
930,000	930,000	930,000	0	0

9. Other Matters/Adjournment

There being no other matters to discussed, the meeting was adjourned at 3:00 PM.

Prepared by:

Abbiegail D. Sac
Corporate Secretary