

**MANULIFE CHINA BANK LIFE ASSURANCE CORP.
Minutes of the Annual Stockholders Meeting**

11 April 2025

The Annual Meeting of the Stockholders of **Manulife China Bank Life Assurance Corp.** (the "**Corporation**") 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 |
|---|----------------------|
| 1. The Manufacturers Life Insurance Co. (Phils.), Inc. ¹ | 2,999,994 |
| 2. China Banking Corporation ² | 1,999,998 |
| 3. Bonnie Qiu (<i>Chairperson</i>) | 1 |
| 4. Amy Gochuico (<i>President and CEO</i>) | 1 |
| 5. Rahul Hora | 1 |
| 6. Patrick Cheng | 1 |
| 7. James Christian Dee | 1 |
| 8. Wilton Kee | 1 |
| 9. Maria Theresa Quirino, (<i>Chair, Audit and Risk Committee; Lead Independent Director</i>) | 1 |
| 10. Conrado Favorito, (<i>Independent Director</i>) | 1 |
| TOTAL NUMBER OF SHARES PRESENT AND REPRESENTED AT THE MEETING | 5,000,000 |

| | |
|---|------------------|
| TOTAL NUMBER OF OUTSTANDING SHARES | 5,000,000 |
|---|------------------|

The above-named stockholders present represent 100% (5,000,000 shares) of the stockholders of record.

IN ATTENDANCE:

| | |
|---------------------------------|--|
| 1. Abbiegail Sac | Corporate Secretary |
| 2. Fritzie Tangkia-Fabricante | General Counsel |
| 3. Justin Helferich | Chief Financial Officer, The Manufacturers Life Insurance Co. (Phils.), Inc. |
| 4. Prospero Banzuela III | Assistant Corporate Secretary |
| 5. Mark Kristofferson De Guzman | Legal Manager, The Manufacturers Life Insurance Co. (Phils.), Inc. |
| 6. Adrian Joshua Seballos | Legal Assistant, The Manufacturers Life Insurance Co. (Phils.), Inc. |

1. Call to Order / Determination of Quorum

Chairperson Bonnie Qiu presided and called the meeting to order at 1:45 PM. 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-chinabank.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

¹ Represented by Rahul Hora.

² Represented by Patrick Cheng.

Assistant Corporate Secretary and the Annual Meeting of the Stockholders of Manulife China Bank Life Assurance Corp. 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

Chairperson Qiu manifested that the minutes from the previous meeting held on 5 April 2024 were already approved *ad referendum*. A copy of this was 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 5,000,000 shares represented during the meeting unanimously formally adopted and approved the minutes of the Annual Meeting of Stockholders held on 5 April 2024.

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 |
|--------------------------|------------------|----------------|---------------|-------------|
| 5,000,000 | 5,000,000 | 5,000,000 | 0 | 0 |

4. Ratification of Corporate Acts

Upon motion duly made and seconded, the Stockholders representing 100% of the 5,000,000 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 |
|--------------------------|------------------|----------------|---------------|-------------|
| 5,000,000 | 5,000,000 | 5,000,000 | 0 | 0 |

5. President's 2024 Annual Report

Director Amy Gochuico, President and CEO, requested that her 2024 Annual Report which was presented by Director Rahul Hora during the 28 February 2025 Regular Board

Meeting, and her President's Report given during the Regular Board Meeting held earlier, wherein 100% of the Corporation's Stockholders were present be adopted and noted by the Stockholders.

Chairperson Qiu 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 5,000,000 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 |
|--------------------------|------------------|----------------|---------------|-------------|
| 5,000,000 | 5,000,000 | 5,000,000 | 0 | 0 |

7. Corporate Governance Committee Report and Election of Directors

Upon motion duly made and seconded, the Stockholders representing 100% of the 5,000,000 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 Manulife China Bank Life Assurance Corp. for a period of one (1) year and until their successors shall have been duly elected and qualified:

Yi Jing "Bonnie" Qiu
Ana Amelia Gochuico
Rahul Hora
Patrick Cheng
James Christian Dee
Wing Tao Wilton Kee

Independent Directors:

Maria Theresa Quirino
Conrado Favorito.

The Corporate Secretary noted that the votes cast and received by each Stockholder on the election of directors for the ensuing 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 |
|----------------------|---|----------------|---------------|-------------|
| Yi Jing "Bonnie" Qiu | 5,000,000 | 5,000,000 | 0 | 0 |

| | | | | |
|-----------------------|-----------|-----------|---|---|
| Ana Amelia Gochuico | 5,000,000 | 5,000,000 | 0 | 0 |
| Rahul Hora | 5,000,000 | 5,000,000 | 0 | 0 |
| Patrick Cheng | 5,000,000 | 5,000,000 | 0 | 0 |
| James Christian Dee | 5,000,000 | 5,000,000 | 0 | 0 |
| Wing Tao Wilton Kee | 5,000,000 | 5,000,000 | 0 | 0 |
| Maria Theresa Quirino | 5,000,000 | 5,000,000 | 0 | 0 |
| Conrado Favorito | 5,000,000 | 5,000,000 | 0 | 0 |

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

Upon motion duly made and seconded, the Stockholders representing 100% of the 5,000,000 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, 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 |
|--------------------------|------------------|----------------|---------------|-------------|
| 5,000,000 | 5,000,000 | 5,000,000 | 0 | 0 |

9. Other Matters and Adjournment

There being no other matters to discuss, the meeting was adjourned at 2:00 PM.

Prepared by:

Abbiegail Sac
Corporate Secretary