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Annual
Report



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Message from the President and CEO



Amy Gochuico

President and CEO,
Manulife China Bank Life

At Manulife China Bank Life (MCBL), we put our customers at the heart of everything we do, focusing intently on addressing their evolving health and life protection needs. Our teams remain dedicated as ever to delivering an exceptional customer experience and striving to make MCBL the most professional bancassurance provider in the industry.

According to the 2024 Manulife Asia Care Survey, 41% of Filipinos highlighted having a passive income after retirement as their main financial goal. Additionally, those surveyed also chose having sufficient savings for a rainy day (39%) and financial freedom in retirement (32%) as their financial goals. Recognizing this need and demand from our customers, MCBL introduced FutureBoost Retirement, a customizable insurance plan that enables them to meet their retirement goals, choose when to receive their retirement funds, and protect themselves from uncertainties.

In addition, MCBL continued our push for AssureMax, our traditional life insurance plan that combines protection with guaranteed returns, enabling Filipinos to better prepare for their future needs and financial goals. AssureMax is ideal for those looking to save for a home, fund their children's education, or prepare for their envisioned retirement while staying protected with valuable life insurance coverage. It's also suitable for customers aiming to grow their assets or diversify their portfolios to achieve their financial goals.

For a limited period, we also offered MCBL Wealth Guarantee, a medium-term wealth management product that grants policyholders yearly payouts of up to 4.5% over six years. This plan delivers competitive guaranteed annual returns, full capital return at maturity, and life protection coverage so customers can feel confident with their finances while enjoying their lives today.

In 2024, we continued our increased focus to deliver value and achieve high-quality sustainable growth for MCBL. We have successfully contributed higher new business value by focusing strongly on our regular-pay propositions. By emphasizing health and protection value propositions and reinforcing needs-based solutions among our sales team members, we successfully enhanced our product mix and improved our new business value margin.

I extend my most heartfelt thanks to China Bank Corporation, China Bank Savings, and Manulife Philippines for warmly welcoming me to the MCBL team as its new CEO. Your trust, partnership, and unwavering commitment inspire me to lead MCBL to its next phase of growth. I also express my deepest appreciation to our high-performing team at MCBL for their relentless dedication to offering superior customer experiences to customers of our dear bank partners, Chinabank and China Bank Savings. I have full confidence that together we will reach greater heights as one strong Team MCBL!

Truly exciting to see our continued progress as we aim to protect and enrich more Filipino lives.

Thank you.

Who We Are

About Manulife China Bank Life Assurance Corporation (MCBL)

MCBL is a strategic alliance between Manulife Philippines and China Banking Corporation (China Bank). It provides a wide range of innovative insurance products and services to customers of China Bank as well as the bank's thrift arm, China Bank Savings (CBS). MCBL aims to ensure that every client receives holistic life, health, and wealth solutions to address his or her individual needs.

Since opening in October 2007, the company has grown into a business of significance for both Manulife and China Bank. The two strengthened their partnership further in 2014 when China Bank raised its equity stake in MCBL to 40%.

MCBL is setting its sights on its next growth phase and reaffirming its mission to be the biggest, most professional bancassurance company in the industry that delivers extraordinary customer experience.

2007

Founding Year

344

Licensed Financial Sales Associates present in **650** Chinabank and CBS branches

US\$ 1.16 Billion

Assets Under Management

103,565

Active policies serviced

US\$ 130.62 Million

Total Premium for Wealth

195,415

Lives Insured*

* Includes customers covered by group insurance contracts

US\$ 49.95 Million

Total Premium in Insurance

About Manulife Philippines

The Manufacturers Life Insurance Company opened its doors for business in the Philippines in 1907. Since then, Manulife's Philippine Branch and later The Manufacturers Life Insurance Co. (Phils.), Inc. (Manulife Philippines) has grown to become one of the leading life insurance companies in the country. Manulife Philippines is a wholly-owned domestic subsidiary of Manulife Financial Corporation, among the world's largest life insurance companies by market capitalization.

1907

Founding Year

10,968

Insurance Commission-Licensed Agents

US\$ 2.2 Billion

Assets Under Management

US\$ 149.69 Million

Total Premium for Wealth

US\$ 124.49 Million

Total Premium in Insurance

About Chinabank

China Banking Corporation (Chinabank) is a leading private universal bank in the Philippines with over 100 years of banking experience and history. Focused on you, our customers, we offer a full range of banking products and services, as well as the financial solutions to help you achieve your personal and business goals through our subsidiaries China Bank Savings, Chinabank Capital, Chinabank Securities, Resurgent Capital, Chinabank Insurance Brokers, and affiliate Manulife China Bank Life Assurance Corporation.

Chinabank is a member of the SM Group, one of the largest conglomerates in the Philippines, and is listed on the Philippine Stock Exchange under the ticker symbol "CBC".

650

Branches

11,350

Employees

1,081

ATMs

2.9 Million

Customers

Board of Directors

*as of May 2025



Bonnie Qiu
Chairperson

Bonnie Qiu (46) became chairperson effective February 2025. Bonnie is the Chief Distribution Officer, Asia and a member of Manulife's Asia Segment Executive Leadership Team and Global Leadership Team.

Bonnie brings a wealth of experience in the financial services industry and deep insights into Asia, especially in Greater China. She joined Manulife from HSBC in 2024, where she was most recently Managing Director, Business Development Asia Pacific, responsible for uplifting collaboration revenues between lines of businesses, as well as inorganic growth.

With over two decades of experience at HSBC across the globe, Bonnie has held various leadership global, regional and country roles in Wealth including Insurance and Investments, Mass Affluent & High Net Worth Banking, as well as Country CEO. Her passion across all her roles is strategic business growth and consistently driving business revenue outcomes. In addition to her executive roles, Bonnie also has board experience across bank and insurance entities, and chairperson on a country banking association.



Amy Gochuico
Executive Director

Amy Gochuico (57) was appointed President and CEO of MCBL effective 1 April 2025.

Amy brings 30 years of local and regional experience in sales and marketing, including 20 years of deep expertise in bancassurance leadership. With a proven track record in establishing successful bank partnerships and driving consistent growth, she excels in relationship management, strategic planning, and capability building.

She joins MCBL from Manulife Indonesia as Chief Bancassurance Officer, where she served as a member of the Board of Directors, focusing on corporate governance, regulatory relationships, and financial sustainability. As Chief Bancassurance Officer, she was responsible for the profitability of the bancassurance channel of Manulife Indonesia, which comprises 65% of the company's portfolio, and led efforts in business development and team leadership.



Rahul Hora
Non-Executive Director

Rahul Hora (51) is the President and CEO of Manulife Philippines. He currently serves as an executive director of Manulife Philippines and as Director of MCBL and Manulife Investment Management and Trust Corporation. He first served as a director of said companies in 2022.

As President and CEO, Rahul is responsible for the development and execution of Manulife's strategy in the Philippines, supercharging the business so we can continue making every day better for more Filipinos.

Rahul is an insurance industry veteran, having taken on various sales and distribution leadership roles in operations, agency, and bancassurance across geographies. He joins Manulife from another multinational insurance company, where he held distribution roles at market and regional levels, and most recently led their life and non-life insurance operations in the Philippines.



Patrick Cheng
Non-Executive Director

Patrick Cheng (62) was elected as a Non-Executive Director of the Company in December 2019. He is currently the Chief Finance Officer of Chinabank, the Chairman of Chinabank Insurance Brokers, and a director at China Bank Savings (CBS), Manila Overseas Commercial, and SR Holdings.

Patrick's experience in banking started with Citibank N.A. as Vice President for Global Consumer Bank where he held positions of increasing responsibility such as Treasury and Investments Director, Retail Bank Business Director and Insurance Director. He then became HSBC Manila Branch's Senior Vice President for Premier and Wealth Management, and thereafter the President and CEO of HSBC Savings Bank (Phils) Inc. He was also a two-term President of the Chamber of Thrift Banks. Patrick also served as the Executive Vice President and Head of Trust & Wealth Management for Philippine Bank of Communications and Senior Vice President and Trust Officer for Chinabank.

Patrick graduated Magna Cum Laude from the University of the Philippines Diliman with a degree in Business Administration and Accountancy. He also graduated with distinction from Hult International School of Business in Cambridge, Massachusetts, with a Masters degree in Management. He placed 7th in the National Certified Public Accountants Exam.



James Christian T. Dee
Non-Executive Director

James Christian T. Dee (51) is the President of China Bank Savings Inc. (CBSI).

The Bangko Sentral ng Pilipinas (BSP) approved his appointment on April 15, 2021. Prior to his election as director/president of CBSI, he was the Asset-Liability Management Head of the Treasury Group of China Banking Corporation since 2009, and Treasurer of CBSI since 2012. James is also a member of CBSI Board-level committees - Vice Chairman of the Retirement Committee and Remuneration Committee, and a member of the Executive Committee.

In the past, he also held key positions at the Trust Group of China Bank and Treasury Group of Citibank, N.A. Philippines. James holds a Bachelor of Science degree in Mechanical Engineering from the University of the Philippines, and a Master's degree in Business Management from the Asian Institute of Management. He trained with the Regional Treasury Certifications from Citigroup, N.A.; Treasury Certification Program from Ateneo-BAP, and ICAAP Risk Models Validation from SGV. Furthermore, he graduated with distinction on a one-year course on Trust Operation from the Trust Institute Foundation of the Philippines.



Wilton Kee
Non-Executive Director

Wilton Kee (44) serves as a non-executive director of Manulife Philippines, Manulife Financial Plans, Inc., and MCBL. He was first elected as director in 2024. He also serves as a member of the Company's Audit and Risk Committee, Corporate Governance Committee, and Related Party Transactions Committee. Wilton is the Chief Financial Officer of Manulife (International) Limited. As a member of Manulife Hong Kong's senior management team, Wilton oversees the company's financial functions including financial reporting, planning and control, capital management and planning, asset-liability management, treasury and other finance-related matters.

Wilton has solid experience in actuarial pricing, financial reporting and risk management, both in Hong Kong and Japan. He spent the earlier part of his career in the Asia regional office of a leading international insurance group.

He holds a Bachelor of Science degree in Actuarial Science from the University of Hong Kong and is a Fellow of the Society of Actuaries (FSA) of the United States. He has also attained the Financial Risk Manager (FRM) designation issued by the Global Association of Risk Professionals and holds a Certificate in Quantitative Finance (CQF).



Maria Theresa Quirino
Independent Director

Maria Theresa Quirino (63) is an Independent Director of Manulife Philippines, Manulife Financial Plans, Inc., and MCBL. She was first elected as director of the Company in December 2023.

Tere has over 35 years of work experience in public financial management reforms and banking operations (asset and liability management, treasury and treasury operations, and risk management). She has worked for 10 years with the various projects of multilateral and bilateral agencies (Asian Development Bank, DFAT/Department of Foreign Affairs and Trade by the Australian Government and USAID) as consultant/adviser on various government reforms in the areas of budget and treasury management, public debt management, tax administration, procurement, and domestic resource mobilization.

Prior to this, Tere worked with the Development Bank of the Philippines for over 15 years, last holding the position of Senior Executive Vice President and Treasurer/CFO.

Tere holds a Bachelor of Science degree from the Polytechnic University of the Philippines and is a Certified Public Accountant.



Conrado Favorito

Non-Executive Director

Conrado Favorito (65) is an Independent Director of Manulife Philippines, Manulife Financial Plans, Inc., and MCBL. He was first elected as director of the Company in April 2018. In 2021, Conrad was appointed as Lead Independent Director of Manulife Financial Plans.

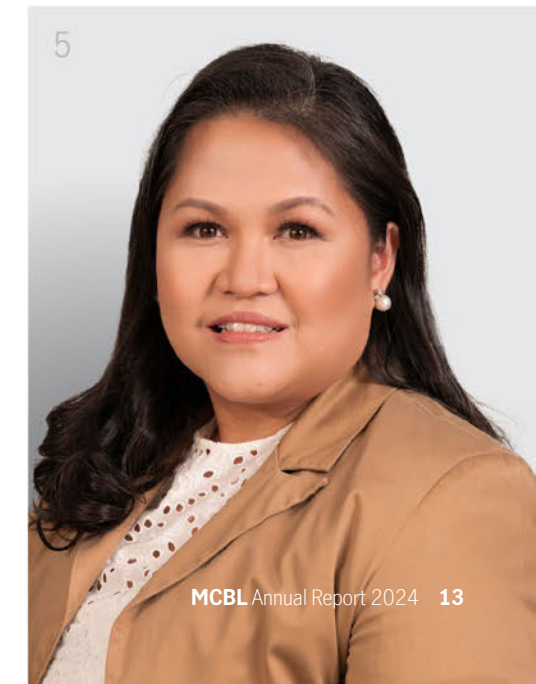
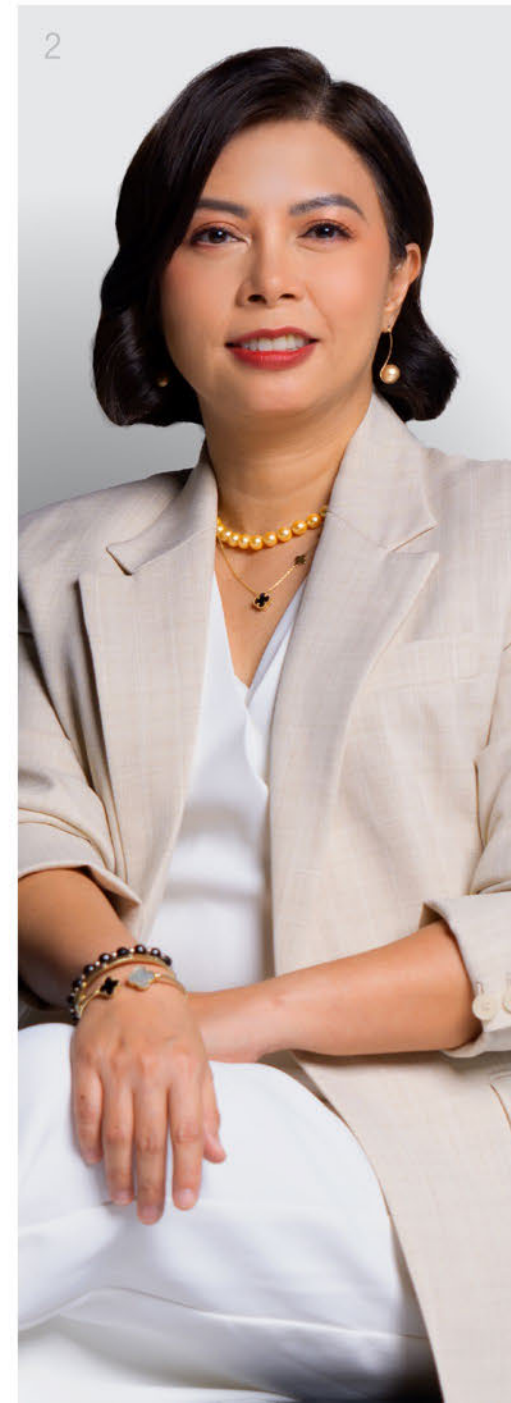
He is currently the CEO-President and Chief Consultant of his company, Mr. Fave Management Training & Consulting Services. He acts as his company's Management Consultant, TQM & ISO 9001 Adviser, Keynote Speaker, Trainer for Webinars and Seminars, and Book Editor. Likewise, he serves as a consultant/ adviser of Inkwell Publishing Co., Inc., VFP Business Support Services, Inc., and Blue Macay Food Manufacturing Group. He is also an accredited speaker/ trainer/ consultant of South East Asia Speakers & Trainers Bureau Inc., Ariva Academy, and SMESoft.

Conrad holds a Pre-Divinity/Philosophy degree from the Ateneo de Manila University and a Master in Business Management degree from the Asian Institute of Management.



Corporate Officers

- 1 Amy Gochuico**
President and Chief Executive Officer
- 2 Fritzie Tangkia- Fabricante**
General Counsel
(formerly Chief Legal and Compliance Officer)
- 3 Romar Allego**
Channel Head, Chinabank Savings (CBS),
WMG, and IBS
- 4 Ronee Austria**
Head of Resourcing,
Development and Engagement
- 5 Anna Elizza Bustos-De Leon**
Data Protection Officer
- 6 Rowena Chiang**
Head of Banca Strategy
and Channel Enablement
- 7 Janette Pasion Domingo**
Channel Head, Retail Banking Business (RBB)
- 8 Jean Israel**
Controller
- 9 Mary Ann Maglanoc**
Head of Business Planning, Analytics
and Performance
- 10 Abbiegail Sac**
Corporate Secretary
- 11 Jen San Miguel Sanchez**
Channel Head, Retail Banking Business (RBB)



Corporate Governance

Corporate Governance Policy

MCBL is committed to its full compliance with the Code of Corporate Governance. The Company recognizes its primary responsibility to ensure effective good corporate governance oversight throughout the organization and is committed to maintain and continue improving its good Corporate Governance culture and practices.

Ensuring that the needs and interests of all its stakeholders are taken into account in a balanced and transparent manner is essential to the Company's success.

Corporate Governance Manual

The Board of Directors of the Company, during its 28 November 2016 meeting, unanimously approved and adopted the Corporate Governance Manual for MCBL, and this was amended on 11 June 2021. This Manual was adopted from Manulife's existing Asia Directors' Manual and was modified to conform to local regulations. The Manual's objective is to institutionalize the principles of good corporate governance and to promote awareness of the principles in the entire organization.

The approval and adoption of the Manual likewise complies with the Securities and Exchange Commission's (SEC) requirement that all covered corporations, including the Company, shall submit their respective Corporate Governance Manuals to the SEC. This also serves as a manifestation of the Company's continued commitment to good corporate governance.

Roles and Responsibilities of the Board

The Board of Directors exercises all the powers of the corporation as granted by the Revised Corporation Code of the Philippines, the Company By-laws, the Manual of Corporate Governance, and all other relevant laws, rules, regulations and internal policies.

Under the Corporate Governance Manual, the following are among the matters that must be generally put before the Board of Directors:

1. Reviewing and approving the Company's business plans prepared by management and monitoring the performance of the Company against these plans;
2. Considering the business risks and the Company's risk management mechanisms and internal control and management information systems;
3. Reviewing and approving financial statements, major capital expenditures, raising capital and other major financial activities;
4. Monitoring and evaluating executive performance, hiring, compensation, assessment, development and succession;

5. Considering issues relating to the Company's line of business and decisions regarding the allocation of resources to lines of business (though as a practical matter, the Board may take instructions based on divisional reporting lines);
6. Approving the appointment of senior management, at the instruction of the shareholder(s);
7. Reviewing and approving organizational restructurings, mergers, acquisitions and divestitures; and
8. Ensuring the integrity of communications between the Company and its stakeholders.

The Board of Directors is responsible for providing independent oversight of the management of the business and affairs of the Company. The Board's oversight role also includes assessing whether the Company's operations are being conducted in a prudent manner in compliance with legal and regulatory requirements.

Consistent with its Parent Company's Board Mandate, the Board approves and oversees the implementation of corporate strategic plans, strategic initiatives and business decisions taking into account, among other things, the opportunities and risks of business.

The Board also reviews and approves significant public disclosure policies and documents, including the financial statements and related disclosures prior to their release. In accordance with the Revised Corporation Code, the Board of Directors also approves the declaration of Company dividends out of the unrestricted earnings which shall be payable in cash, property, or in stock to all stockholders on the basis of outstanding stock held by them.

The Board likewise oversees the succession planning process of the Company, including the selection, appointment and development of the Chairperson of the Board, the Board members, the CEO and other senior executive officers, including the heads of the Company's oversight functions, and the termination of the CEO, if required.

Committees

Audit and Risk Committee

On 10 November 2023 the Board approved the renaming of the Audit Committee to Audit and Risk Committee to comply with the recommendation of the Insurance Commission to constitute a Risk Oversight Committee to be responsible for oversight of the Company's Enterprise Risk Management System to ensure functionality and effectiveness. Even prior to the renaming of the Committee, these functions are already being performed by the former Audit Committee.

The Audit and Risk Committee assists the Board of Directors in its oversight role with respect to financial information and audit functions by providing an independent review of the effectiveness of the financial reporting process and internal control system. After each committee meeting, the Audit and Risk Committee reports to the Board a summary of its findings highlighting significant issues that have arisen.

Specifically, the Audit and Risk Committee has the following duties:

1. Oversight of the External Auditor

This includes reviewing the performance of the External Auditor and making recommendations to the Board of Directors the appointment, re-appointment, or removal of the External Auditor.

2. Financial Reporting

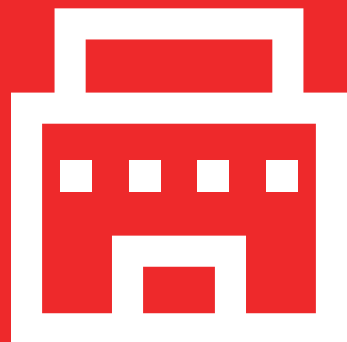
This includes reviewing of the audited financial statements, significant financial reporting issues and judgments, major issues as to the adequacy of the Company's internal controls, and regulatory and accounting changes, among others.

3. Oversight of the Company's Internal Audit Function

This includes reviewing of the scope and independence of the internal audit function, internal audit plan, and reports of the internal audit department.

4. Oversight of the Company's Compliance and Risk Management Program

This includes the reviewing the reports prepared by management on the Compliance Program, Risk Management Program, review of investments or transactions that could adversely affect the well-being of the Company, and reports on regulatory findings and management's response thereto.



The Audit and Risk Committee reviewed the Company's material controls and risk management program, and found them to be adequate.

In 2024, the Audit and Risk Committee met four times as shown below:

Name of Director	Date of meeting			
	16 February 2024	5 April 2024	23 August 2024	8 November 2024
Janette Peña (Chairperson/Independent)	✓	-	-	-
Maria Theresa Quirino (Chairperson/Independent)	✓	✓	✓	✓
Conrado Favorito (Independent)	✓	✓	✓	✓
Patrick Cheng (Non-Executive)	✓	✓	✓	✓
Matthew Lawrence (Non-Executive)	✓	✓	✓	-
Wilton Kee (Non-Executive)	-	-	-	✓

In 2024, the Audit and Risk Committee's majority membership was composed of Independent Directors. It is chaired by an Independent Director, as shown below:

Audit and Risk Committee	
Maria Theresa Quirino	Independent Director
Conrado Favorito	Independent Director
Janette Peña	Independent Director
Patrick Cheng	Non-Executive Director
Wilton Kee	Non-Executive Director

In April 2024, Maria Theresa Aquino was appointed as Chairperson of the Audit and Risk Committee, succeeding Janette Peña, whose term had ended. Wilton Kee replaced Matthew Lawrence, who resigned as Director of MCBL effective August 2024.

In its meeting on 5 April 2024, the Audit and Risk Committee recommended for board approval the appointment of Sycip, Gorres Velayo & Co. (SGV & Co.) as the Company's external auditor for 2023.

Corporate Governance Committee

Pursuant to law and MCBL's commitment to international best practices in the area of corporate governance and culture, the Corporate Governance Committee (formerly the Nomination & Remuneration Committee) was constituted. The functions of the Corporate Governance Committee are:

- To ensure that all nominations to the Board, as well as those being considered for other positions requiring approval of the Board, are duly deliberated, reviewed and evaluated in accordance with applicable policies
- To monitor the structure and level of remunerations of senior management and corporate officers

The following characteristics are necessary for existing directors, as well as for new candidates being considered for nomination as a director:

- A reputation for integrity and ethical behavior
- A demonstrated ability to exercise judgment and communicate effectively
- Financially knowledgeable
- Prominence in the individual's area of expertise
- Previous experience relevant to the operations of the Company and
- Sufficient time to dedicate to Board and Committee work

In addition, the Manual of Corporate Governance provides that while directors are not precluded from accepting several appointments, they must nevertheless carry out their fiduciary obligation to each corporation they serve.

Thus, Executive Directors shall submit themselves to a low indicative limit of four or lower on membership in other corporate boards. The same low limit applies to independent directors who serve as full-time executives in

other corporations. The Board of Directors is notified of each member's directorships in other companies.

In the search of a candidate for directorship, the Company engages professional search firms in identifying candidates to the Board, if necessary.

After review by the Committee of the candidate's qualifications, it informs the stockholders, through the Corporate Secretary, that it has vetted the individuals nominated for election as director.

Each shareholder with voting privilege may thereafter vote in the manner provided by law and the Company's By-laws. After the election, the Corporate Secretary declares the duly-elected directors.

In 2024, the Corporate Governance Committee met four (4) times to deliberate and recommend for Board approval nominees to the Board and corporate officers. The Committee ascertained that the qualifications and experience of the nominees are in line with the Company's strategic direction.

Name of Director	Date of meeting			
	16 February 2024	5 April 2024	23 August 2024	8 November 2024
Conrado Favorito (Chairperson/Independent)	✓	✓	✓	✓
Janette Peña (Independent)	✓	-	-	-
Maria Theresa Quirino (Independent)	-	✓	✓	✓
Matthew Lawrence (Non-Executive)	✓	✓	✓	✓
Wilton Kee (Non-Executive)	-	-	-	✓
Sachin Shah (Non-Executive)	✓	✓	✓	✓

In 2024, the Corporate Governance Committee's majority membership was composed of Independent Directors. It was chaired by an Independent Director, as shown below:

Corporate Governance Committee	
Conrado Favorito	Chairperson/Independent Director
Maria Theresa Quirino	Independent Director
Janette Peña	Independent Director
Matthew Lawrence	Non-Executive Director
Sachin Shah	Non-Executive Director

Wilton Kee replaced Matt Lawrence, who resigned as Director of MCBL effective August 2024.

Related Party Transaction Committee

As part of the mandate of Insurance Commission Circular No. 2017-29, a Related Party Transaction Committee was constituted by the Company. The Committee reviews transactions between MCBL and its related companies, Manulife Philippines and Manulife Financial Plans, Inc.

In 2024, the Related Party Transaction Committee met two (2) times to hear reports on all related party transactions. The Related Party Transaction Committee reports to the Board of Directors on a regular basis the status and aggregate exposure to each Related Party. In 2024, the Related Party Transaction Committee did not find any transaction that may be classified as financial assistance to its related parties.

Name of Director	Date of meeting	
	5 April 2024	23 August 2024
Conrado Favorito (Chairperson/Independent)	✓	✓
Maria Theresa Quirino	✓	✓
Matthew Lawrence (Non-Executive)	✓	✓

In 2024, the Related Party Transaction Committee's majority membership was composed of Independent Directors. It was chaired by an Independent Director, as shown below:

Related Party Transaction Committee	
Conrado Favorito	Chairperson/Independent Director
Maria Theresa Quirino	Independent Director
Matthew Lawrence	Non-Executive Director

Board Process

The Board meetings are generally held on a quarterly basis unless a special meeting is necessary to consider urgent matters. The schedule of meetings for 2024 was circulated to the Board in January 2024.

The directors receive the notice of the meeting at least two (2) weeks before the meeting and the materials at least five (5) business days in advance. The meeting pack includes information on the Company's operation, minutes of the last Board and Committee meetings, and all other documents needed for the Board meeting discussion.

Minutes of meetings of the Board and all committees are kept by the Corporate Secretary.

The said minutes are open for inspection by directors and stockholders upon request.

Annually, the Corporate Secretary distributes a Board Effectiveness Survey to be accomplished by the directors.

The survey covers the following matters: Board Responsibility, Board Operations, Board and Committee Effectiveness, and Individual Director Self-Evaluation.

In 2024, the directors completed the Board Effectiveness Survey, during which they also evaluated the Chairperson's performance for the year.

Board Meetings

The Board met four (4) times in 2024. The Board members' attendance during meetings is shown below:

Name of Director	Date of meeting				Percentage
	16 February 2024	5 April 2024	23 August 2024	8 November 2024	
Sachin Shah	✓	✓	✓	✓	100%
Neil Bowyer	✓	✓	X	✓	75%
Rahul Hora	✓	✓	✓	✓	100%
Patrick Cheng	✓	✓	✓	✓	100%
James Dee	✓	✓	✓	✓	100%
Janette Peña	✓	-	-	-	100%
Conrado Favorito	✓	✓	✓	✓	100%
Maria Theresa Quirino	✓	✓	✓	✓	100%
Matthew Lawrence	✓	✓	✓	-	100%
Wilcon Kee	-	-	-	✓	100%

Janette Peña's term ended in April 2024. While Wilton Kee replaced Matthew Lawrence, who resigned as Director of MCBL effective August 2024.

Venue of Meetings

In 2024, all Board and Committee meetings were held at the Company's head office at 10F NEX Tower, 6786 Ayala Avenue, Makati with the option to attend via videoconference in compliance with SEC Circular No. 6, series of 2020.

Directors' Orientation Program and Continuing Education

All newly elected directors are given an orientation by the Corporate Secretary on the organizational profile, charters, By-laws, policies and procedures of the Company. As required by regulations, the Company also facilitates the enrollment of all new directors to a corporate governance seminar by an accredited provider. All directors, the Corporate Secretary, and Chief Compliance Officer likewise attend annual training in matters related to corporate governance.

Succession Plan

The Board oversees the succession planning of the CEO and senior executive officers, including the heads of the Company's oversight functions, and the termination of CEO. All nominations to such positions are deliberated and discussed by the Corporate Governance Committee which shall evaluate the nominees' competency and credentials, and shall make appropriate endorsement and recommendation to the Board.

Board Diversity Policy

All directors are required annually by the Company to undergo Anti-Money Laundering and Anti-Terrorism and Financing (AML/ATF) and Code of Business Conduct and Ethics (COBE) training and certification. They are also required to review and sign a Conflict of Interest Disclosure Statement.

Board Remuneration

Currently, Independent Directors receive a per diem for every Board meeting attended. Independent directors do not participate in discussions or deliberations involving their remuneration. Executive and Non-Executive Directors do not receive compensation for the performance of their functions as a director.

In 2024, Independent Directors received per diem compensation at PhP40,000 per Board meeting, subject to withholding tax.

Corporate Secretary

The Corporate Secretary is a lawyer, Filipino citizen and resident of the Philippines. Concurrently, she is the Head of Legal of the Company since 3 November 2020. Prior to joining the Company, she was the Head of Legal (2016-2018), Head of Legal & Compliance Strategy and Quality Assurance (2018-2019), and Head of Compliance (2020) of another insurance company.

As Corporate Secretary, she is primarily responsible for the following:

1. Conducting the Board orientation program to familiarize new members with the Company's structure and mission, as well as their roles and responsibilities. This includes providing access to essential documents, resources, and contact information for key personnel to facilitate effective participation in Board activities.
2. Ensuring that all Board procedures, rules and regulations are strictly adhered to.
3. Safeguarding the integrity of the minutes of the meetings of the Board and its Committees, as well as other official corporate records.
4. Informing members of the Board, in accordance with the By-laws, of the meeting and ensuring they have accurate information to make informed decisions on matters requiring their approval.
5. Attending all Board meetings, except for justifiable causes.
6. Preparing and submitting all necessary documents and certifications as required by laws and regulations.

The Corporate Secretary attends annual training related to corporate governance matters.

Risk Management

Delivering on its mission “Decisions made easier. Lives made better,” the Company's ambition is to transform into the most digital, customer-centric global company in the industry, while delighting its customers, engaging our colleagues, and delivering superior returns for shareholders. The activities required to achieve these results involve elements of risk-taking.

MCBL's approach to risk management is governed by its Enterprise Risk Management (“ERM”) Framework. This framework provides a structured approach to implementing risk-taking and risk management activities across the enterprise, supporting the Company's long-term revenue, earnings and capital growth strategy. It is communicated through risk policies and standards, which are intended to enable consistent design and execution of strategies across the organization. MCBL has a common approach to managing all risks to which we are exposed, and to evaluating potential directly comparable risk-adjusted returns on contemplated business activities. Our risk policies and standards cover:

Risk roles and authorities – Assignment of accountability and delegation of authority for risk oversight and risk management, as well as accountability principles; and risk management. MCBL's ERM Framework incorporates relevant impacts and mitigating actions as appropriate.

Governance and Strategy – These types and levels of risk the Company seeks given its strategic plan, the internal and external environment, and risk appetite which drives risk limits and policies.

Execution – Risk identification, measurement, assessment, and mitigation which enable those accountable for risks to manage and monitor their risk profile.

Evaluation – Validation and independent oversight to confirm that the Company's risk profile, root cause analysis of any notable variation and any action required to return risk to its desired level when exposures near or exceed risk appetite.

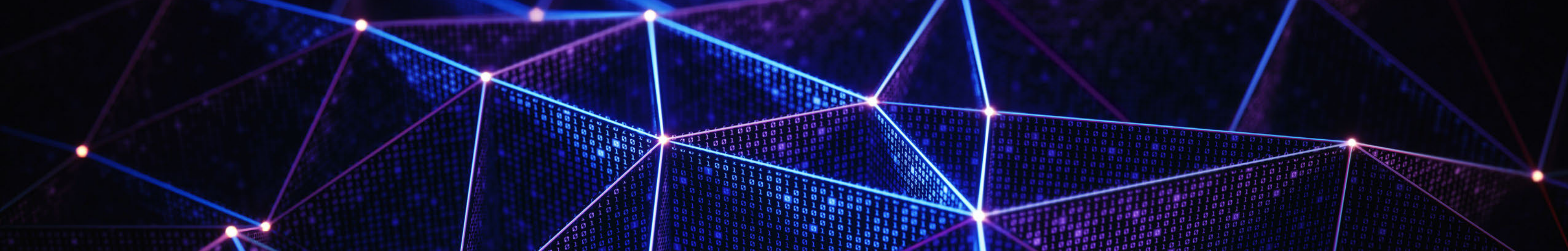
Three Lines of Defense Model

A strong risk culture and a common approach to risk management are integral to MCBL's risk management practices. Management is responsible for managing risk within risk appetite and has established risk management strategies and monitoring practices. The Company's approach to risk management includes a “three lines of defense” governance model that segregates duties among risk-taking activities, risk monitoring and risk oversight, and establishes appropriate accountability for those who assume risk versus those who oversee risk.

The Company's first line of defense includes the President and Function Heads. The President is ultimately accountable for business results, the risks it assumes to achieve those results, and for the day-to-day management of risks and related controls. The Function Heads are accountable for the management of risks and related controls for their function.

The second line of defense is comprised of the Company's Chief Risk Officer, the Risk Management function, the Company's Chief Compliance Officer and the Compliance function, and other oversight functions. Collectively, this group provides independent oversight of risk-taking and risk management activities across the enterprise. Risk oversight committees, through broad-based membership, also provide oversight of risk-taking and risk management activities.

The third line of defense is Audit Services, led by the Head of Audit Services, which provides independent, 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.



Risk Culture

To enable the achievement of MCBL's mission and strategic priorities, the Company is committed to a set of shared values, which reflect its culture, inform behaviors, and help define how colleagues work together:

- **Obsess about Customers** – Predicts their needs and does everything in its power to satisfy them.
- **Do the Right Thing** – Acts with integrity and does what it says.
- **Think Big** – Anything is possible. Manulife can always find a better way.
- **Get It Done Together** – Manulife has an amazing team. The team does it better by working together.
- **Own It** – Feel empowered to make decisions and take action to deliver our mission.
- **Share Your Humanity** – Build a supportive, diverse, and thriving workplace.

Risk Culture Vision

Within this context, the Company strives for a risk-aware culture, where colleagues feel comfortable, proactively taking accountability, openly communicating, and making decisions that align with company goals, all enabled by living our values.

Risk Culture Framework

The Company has set a Framework of desired behaviors to foster a strong risk-aware culture. The framework is assessed against a set of qualitative and quantitative indicators and regularly reported to the Board and senior management, with the intent to continuously identify opportunities to increase risk awareness across the Company.

The Company believes that risk culture is strengthened once desired organizational behaviors and attitudes are reinforced through effective application of its corporate values. As such, MCBL communicates key elements of its values through a risk lens to build a strong risk-aware culture, including:

Communication

- **Tone from the top** – MCBL consistently communicates about doing the right thing and living by its values. People leaders reinforce a strong risk culture and demonstrate the highest ethical standards of conduct through everyday actions.
- **Effective challenge** – MCBL employees feel comfortable speaking up and challenging the status quo. The Company welcomes diverse opinions and pursues feedback.
- **Be transparent** – The Company openly collaborates and shares information responsibly, vertically and horizontally across teams.
- **Learn from mistakes** – MCBL is a learning organization. It fosters a safe environment to try, fail, and learn from mistakes. It takes actions to avoid repeating the same mistakes.

Accountability

- **Clear role and responsibilities** – The Company knows that it is directly accountable for and understand how each role impacts the Company's objectives.
- **Escalate issues** – The Company identifies and promptly deals with issues that pose risk. MCBL employees can escalate issues without fear.
- **Clear rules and consequences** – The Company has clear policies and standards on operational protocols and appropriate behaviors. Appropriate actions are taken when rules are broken.
- **Well-managed risks appetite** – The Company has a robust risk appetite framework and actively manages risk exposures. Colleagues across the organization have a foundational understanding of risk appetite.

Incentives

- **Develop talent** – MCBL's hiring considers a candidate's capacity to adapt to its culture as well as its capability to be a high performer. MCBL actively encourages and rewards training and ensures access to training is available for everyone to develop a risk-aware mindset.
- **Appropriate compensation and recognition** – MCBL's compensation structure reflects how it balances risk and reward. MCBL recognizes and shares successful outcomes based on well-informed and risk-aware decisions and demonstrating risk-aware and ethical behaviors. The Company recognizes work that is consistently high-quality and supports business objectives.

Risk Governance

The Board of Directors oversees the Company's culture of integrity and ethics, strategic planning, risk management, and corporate governance, among other things.

The Board of Directors also carries out its responsibilities directly and through its three standing committees:

- **Audit and Risk Committee** – Oversees internal control over financial reporting and our finance, actuarial, internal audit, risk and global compliance functions, serves as the conduct review committee, reviews our compliance with legal and regulatory requirements and oversees the performance, qualifications, and independence of our external auditors
- **Corporate Governance Committee** – Oversees its human resources strategy, policies, programs, management succession, executive compensation, and pension plan governance
- **Related Party Transactions Committee** – Oversees transactions among the Company, reviewing and approving before any such material transactions may be entered into, and that such transactions are conducted at arm's length.

The President is directly accountable to the Board of Directors for its results and operations, and all risk-taking activities and risk management practices required to achieve those results. The President is supported by the Chief Risk Officer as well as by the Executive Risk Committee (ERC). Together, they shape and promote its risk culture, guide risk-taking throughout its operations, and strategically manage its overall risk profile. The ERC, along with other executive-level risk oversight committees, establishes risk policies, guides risk-taking activity, monitors significant risk exposures, and sponsors strategic risk management priorities throughout the organization.

The Risk Management function, under the direction of the Chief Risk Officer, establishes and maintains our **ERM Framework** and oversees the execution of individual risk management programs across the enterprise. Risk Management seeks to ensure a consistent enterprise-wide assessment of risk, risk-based capital and risk-adjusted returns across all operations.

The ERC approves and oversees the execution of the Company's enterprise risk management program. It establishes and presents for approval to the Board of Directors the Company's risk appetite and enterprise-wide risk limits, and monitors overall risk profile, including key and emerging risks, and risk management activities. As part of these activities, the ERC monitors material risk exposures, endorses and reviews strategic risk management priorities, and reviews and assesses the impact of business strategies, opportunities, and initiatives on our overall risk position. The ERC is supported by several oversight sub-committees including:

- **Product Steering Committee** - Oversees insurance risk and reviews risks in new products. Also monitors product design, new product pricing, and insurance risk exposures and trends.
- **Asset Liability Committee** – Oversees market and liquidity risk for insurance products, hedging, and asset liability management programs and strategies.

- **Project Approval Committee (CPC)** – acts as a strategic investment and execution governance forum within each segment and/or business unit of Manulife. Establishing processes and frameworks around triaging of new initiatives and the ongoing prioritization of the project portfolio will support the strategic and decision capabilities of the executive team.
- **Distribution and Sales Risk Committee** - provides an open forum for discussing, reviewing and approval of the risk and control environment of Manulife Philippines and MCBL distribution, sales, and channel practices.
- **Information Risk Committee** - The Executive Risk Committee delegates the Philippines Information Risk Committee (PHIRC) for the following purposes:
 - Govern the information risk management practice.
 - Determine and oversee the information risk profile.
 - Define authority, key roles, and responsibilities of the PHIRC and its members.
 - Oversee and guide the members on information risk matters.

Risk Appetite

The Company's strategic direction drives overall risk appetite. All risk-taking activities are managed within the Company's overall risk appetite, which defines the amount and types of risks the Company is willing to assume in pursuit of its objectives. The Company establishes and reaffirms its risk appetite on at least an annual basis to ensure that the risk appetite and Company's strategy align. It is comprised of three components: risk philosophy, risk appetite statements, and risk limits and tolerances.

Risk Philosophy

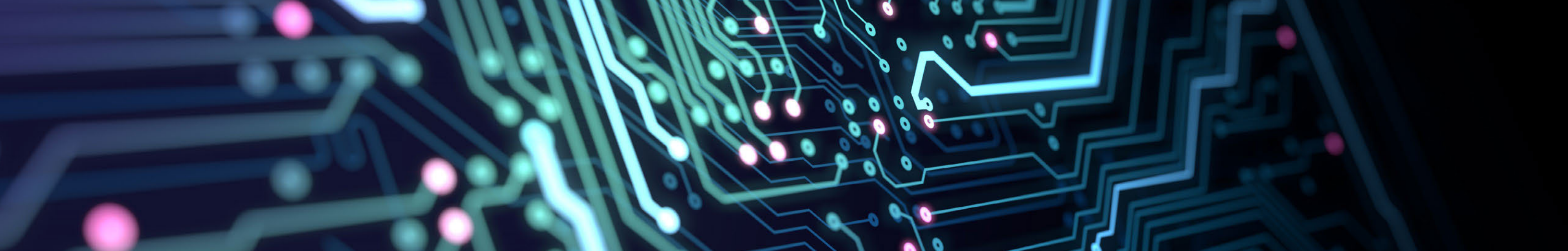
The Company is a financial institution offering insurance, wealth and asset management products and other financial services. As it works each day to deliver on its mission of "Decisions made easier. Lives made better," the Company's bold ambition is to transform into a digital, customer-centric market leader, while delighting its customers, engaging its colleagues, and delivering superior returns for shareholders.

The activities required to achieve the Company's objectives are guided by its values and involve elements of prudent risk-taking. Risk management drives the strategic success of our Company by promoting a culture of risk awareness and appropriate risk-taking behaviors, while providing the frameworks, practices, and centers of expertise to enable our businesses to mitigate exposures to within risk appetite and effectively deploy capital towards appropriate risk/return profiles. As such, when making decisions about risk-taking and risk management, MCBL places the highest priority on the following risk management objectives:

- Safeguarding the commitments and expectations established with customers, shareholders, creditors, regulators, and employees
- Operating within the Company's risk governance structure as defined by its risk frameworks and policies
- Supporting the successful design and delivery of customer solutions through the development and deployment of innovative product solutions and through providing customer-centric digital experiences while remaining within risk appetite
- Prudently and effectively deploying shareholder capital invested in the Company to achieve appropriate risk/return profiles
- Maintaining the Company's targeted financial strength rating

- Investing all assets, including in wealth & asset management business, consistent with customer's objectives
- Achieving and maintaining a high level of operational and financial resilience
- Safeguarding the well-being of employees, and promoting a diverse, equitable and inclusive business environment
- Considering environmental, social, and governance (ESG) impacts across our business activities
- Safeguarding or enhancing the Company's reputation and brand

As an integrated component of the Company's business model, risk management assists the Company in achieving its objectives and in reaching higher levels of operational excellence, while encouraging transparency, prudence, and organizational learning. While it only pursues risks, the Company can appropriately analyze and monitor, and accept that the Company is exposed to risks both within its control and outside of its direct influence. The Company manages each risk by activating actions to keep exposures within desired levels, and in accordance with the risk objectives articulated above.



Risk Limits and Tolerances

Risk limits and tolerances are established for risks within the Company's risk classification framework that are inherent in its strategies in order to define the types and amount of risk the Company will assume. Risk tolerance levels are set for risks deemed to be most significant to the Company and are established in relation to economic capital, earnings-at-risk and regulatory capital required.

The purpose of risk limits is to cascade the total Company risk appetite to a level that can be effectively managed. MCBL establishes standalone risk limits for risk categories to avoid excessive concentration in any individual risk category and to manage the overall risk profile of the organization.

Risk Identification, Measurement and Assessment

The Company has a common approach and process to identify, measure, and assess the risks we assume. It evaluates all potential new business initiatives, acquisitions, product offerings, reinsurance arrangements, and investment and financing transactions on a comparable risk-adjusted basis. Functional groups are responsible for identifying and assessing key and emerging risks on an ongoing basis. A standard inventory of risks is used in all aspects of risk identification, measurement and assessment, and monitoring and reporting.

Risk exposures are evaluated using a variety of measures focused on both short-term net income attributed to shareholders and long-term economic value, with certain measures used across all risk categories, while others

are applied only to some risks or a single risk type. Measures include stress tests such as sensitivity tests, scenario impact analyses and deterministic scenario tests. In addition, qualitative risk assessments are performed, including for those risk types that cannot be reliably quantified.

The Company performs a variety of stress tests on earnings, regulatory capital ratios, economic capital, earnings-at-risk and liquidity that consider significant but plausible events. It also performs other integrated, complex scenario tests to assess key risks and the interaction of these risks.

Economic capital and earnings-at-risk provide measures of enterprise-wide risk that can be aggregated and compared across business activities and risk types. Economic capital measures the amount of capital required to meet obligations with a high and pre-defined confidence level. MCBL's earnings-at-risk metric measures the potential variance from quarterly expected earnings at a particular confidence level. Economic capital and earnings-at-risk are both determined using internal models.

Risk Monitoring and Reporting

Under the direction of the Chief Risk Officer, the Risk Management function oversees a formal process for monitoring and reporting on all significant risks at the Company-wide level. Risk exposures are also discussed at various risk oversight committees, along with any exceptions or proposed remedial actions, as required.

On at least a quarterly basis, the ERC and the Board reviews risk reports that present an overview of the Company's overall risk profile and exposures across our principal risks. The reports incorporate both quantitative risk exposure measures and sensitivities, and qualitative assessments. The reports also highlight key risk management activities and facilitate

monitoring compliance with key risk policy limits. Our Treasurer reports the compliance of the Company to the Insurance Commission's Risk-Based Capital Ratio and Risk-Based Capital Requirement to the Board of Directors quarterly. The Head of Audit Services reports the results of internal audits of risk controls and risk management programs to the Audit Committee quarterly. Management reviews the implementation of key risk management strategies and their effectiveness with the Board annually.

Risk Control and Mitigation

Risk control activities are in place throughout the Company to seek to mitigate risks within established risk limits. The Company believes its controls, which include policies, procedures, systems and processes, are appropriate and commensurate with the key risks faced at all levels across the Company. Such controls are an integral part of day-to-day activity, business management and decision making.

The Risk Management function oversees implementation of formal review and approval processes for product offerings, insurance underwriting, reinsurance, investment activities and other material business activities, based on the nature, size and complexity of the risk-taking activity involved. Authorities for assuming risk at the transaction level are delegated to specific individuals based on their skill and knowledge.

Emerging Risks

The identification and assessment of its external environment for emerging risks is an important aspect of our **ERM Framework**, as these risks, although yet to materialize, could have the potential to have a material impact on its operations and/or business strategies. The Company also considers taking advantage of opportunities identified to improve its competitiveness and ultimately our financial results.

The Company's Emerging Risk Framework facilitates the ongoing identification, assessment and monitoring of emerging risks, and includes: maintaining a process that facilitates the ongoing discussion and evaluation of potential emerging risks with senior business and functional management; reviewing and validating emerging risks with the ERC; creating and executing on responses to each emerging risk based on prioritization; and monitoring and reporting on emerging risks on a regular basis to the Board.

Company Policies



Customer Welfare Policy

Customers rely on the Company to commit and deliver on its promises to make decisions easier and lives better, which is why the Company maintains uncompromised paying ability, a healthy earnings stream, and exceptional investment performance, all guided by a prudent investment management philosophy.

The Company commits to delivering real value by providing best-in-class products, services, and advice while ensuring sustainable value. The Company is dedicated to delivering excellent solutions tailored to its customers' constantly evolving needs. The company has implemented the following key initiatives to support this and its bold ambition of becoming a digital, customer-centric market leader in the industry.

ePOS or Electronic Point of Sale tool is a digital end-to-end sales tool that advisors can use on their tablets to help customers identify their priorities, find the right products, generate proposals, submit an application and get results in minutes.

Manulife App makes it easier and more convenient for customers to access their Manulife accounts anytime, anywhere. An insurance self-service platform developed in collaboration with customers, it's designed to enhance digital customer experience and satisfaction by digitizing policy services, streamlining processes, and empowering customers to take control of their policies with ease and confidence.

Through the Manulife App, we're poised to meet digital customer expectations and elevate their overall experience through enhanced in-app capabilities, including biometric logins, push notifications, digital onboarding, online payments, policy documents download, contact information updates, payment mode change, real-time customer feedback submission, and online reinstatements.

The app also allows the Company to manage call volumes and facilitate operation efficiency by accelerating our digitization efforts to meet the growing customer demand for fast, easy, intuitive digital experiences.

Manulife eClaims is an online submissions portal that streamlines customers' end-to-end claims experience, making it easier and faster for them to file and submit claim requirements. With Manulife eClaims, individual and group customers can now submit their requirements, get instant policy verification, and choose their payout options completely online in a single transaction.

Manulife Card Payment Facility is an online payment platform that allows individual and group customers to enroll their policies to auto-charge or make on-demand premium payments using their Visa, Mastercard, or JCB credit or debit cards. This new facility makes it easier, faster, and more secure for customers to automate their premiums and receive timely payment notifications—all online and no paperwork needed.

In-Force Management is a program that aims to ensure that customers keep their policies active and continue to enjoy the protection and investment benefits of their plans through the following initiatives:

- **Manulife Customer Connect Team** - A team of trained Customer Connect Officers who proactively reach out to customers to remind them about their premium dues, inform them about our digital payment channels and autopay options, and assist them with any premium payment or policy concerns.
- **Improved Reinstatement Process** – An enhancement that streamlines our reinstatement process to provide customers with a fast and convenient way to pay for their missed premiums and reinstate their policies.

- With **Auto-Reinstatement**, customers with lapsed policies within 90 days would only have to pay for the reinstatement cost via Manulife Online or through any of our payment channels to reinstate their policy. No forms or additional costs are needed.

With Simplified Reinstatement, customers with lapsed policies beyond 90 days but within two (2) years would only have to pay for the reinstatement cost and submit a simplified Reinstatement Form to process their reinstatement. The Non-Medical Form will only be required for policies with a lapse date of 2 to 3 years.

Unassigned Customer Management is a program that allows for a smoother transition from a departing advisor to a new advisor ready to respond to our customers' needs and continue receiving excellent service in their entire journey with MCBL.

Various programs focused on building a customer-obsessed culture - Regular training and engagement activities are in place to strengthen and reinforce our value of "obsessing about the customer". The Net Promoter System has been implemented across the Company since 2016 as its customer metric and framework for identifying and addressing customer pain points. Customer feedback is regularly obtained, analyzed, shared, and discussed with the rest of the organization.

Customer-centric actions and initiatives are then continuously delivered to address customer issues. These initiatives help the Company stay focused on providing exceptional customer service. The Company leveraged technology to stay relevant to our customers' needs and to provide faster and more efficient service.

Privacy Policy

At MCBL, we are committed to providing the highest quality financial products and services in a manner that fosters trust and confidence among our customers and representatives. That commitment includes protecting the privacy of all the personal and sensitive personal information in our care in accordance with the Philippines' Data Privacy Act of 2012, its implementing rules and regulations. Our privacy policy is available at www.manulife.com/Privacy-Policy.

In 2024, we continued to conduct privacy awareness sessions for the Company's privacy coordinators. We also conducted privacy basics training to our outsourced third-party security, messengerial, courier, admin and housekeeping staff. Our Asia Segment also released an updated Privacy Incident Response Guidelines to provide guidance to the business on how to respond to incidents. Moreover, employees and agents complete annual Information Security (Privacy) training. Our Local Customer Privacy Policy and Notice can be found at <https://www.manulife.com.ph/privacy-policy.html>.

Anti-Money Laundering and Anti-Terrorist Financing Policy

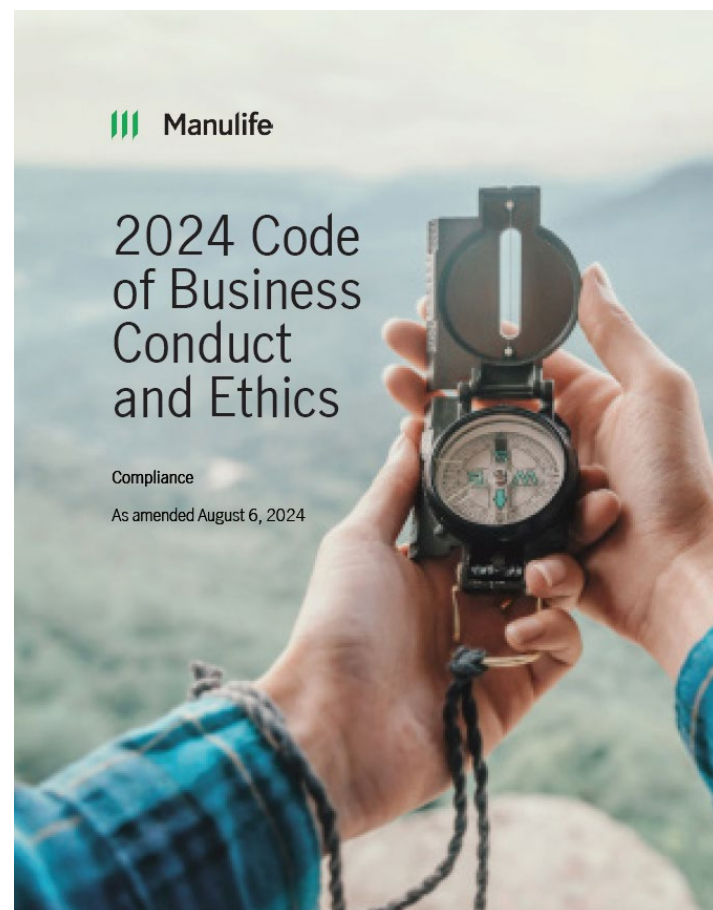
In line with MCBL's commitment to prevent the use of its products and facilities for the purpose of money laundering and terrorist financing activities, the Company adopts an Anti Money Laundering and Anti Terrorist Financing Policy Manual that operationalizes the company's AML Program. The manual covers the provisions of Republic Act No. 9160 otherwise known as the Anti Money Laundering Act of 2001 as amended by Republic Acts 9194, 10167, 10365, 10168, and 11521. The commitment includes having and adhering to policies, procedures and controls designed to meet the Company's obligations under the Philippines' Anti-Money Laundering Act, as amended, its revised implementing rules and regulations and our AML/ATF policy. Basic AML/ATF Principles form part of the onboarding training for new hires. Refresher training is also conducted annually on AML for all employees and Agents.

Code of Business Conduct and Ethics

MCBL's Code of Business Conduct and Ethics (COBE) provides standards for ethical behaviour when representing the Company and when dealing with customers, investors, employees, field representatives, external suppliers, competitors, government authorities and the public.

It applies to all directors, officers and employees of Manulife and its subsidiaries including sales representatives, third party business associates, contractors and others with certain duties and obligations to the Company. COBE likewise governs any actual or potential conflict of interest and does not waive actual conflicts of interest under any circumstances. Typical controls include clear and complete disclosure of the potential conflict of interest and recusal from any decision-making relating to the situation giving rise to the potential conflict of interest.

To ensure knowledge and familiarity with the provisions of the COBE, the directors, employees, senior management and FSAs are required to undergo training prior to onboarding and annually thereafter as a refresher course. This Code is also available on the Company's website and is available in print upon request.



Whistle Blowing Policy

The Company has a Whistle Blowing Policy which encourages employees to talk to appropriate personnel about suspected or potential illegal or unethical behavior or when the employee is in doubt about the best course of action to take in a particular situation. It is also the policy of the company not to allow retaliation for reports of misconduct by others made in good faith. Directors, officers, employees, representatives and other associates are expected to cooperate in internal investigations of misconduct.

Employees are also encouraged to report by hotline where they are duty-bound to report suspected unethical behaviors or air their grievances anonymously.

Anti-Bribery and Anti-Corruption Policy

Maintaining high standards of integrity is paramount to success at MCBL. As stated in the Company's Code of Business Conduct and Ethics, "we must take special care to use our corporate positions responsibly when dealing with government agencies and representatives." This is especially true in relation to the political process. The Company recognizes the paramount importance of and ensures compliance with all laws and regulations that apply when offering to provide entertainment, meals, gifts, gratuities, and other items of value to any employee or representative of national or local governments or when accepting such items of value from any employee or representative of national or local governments.

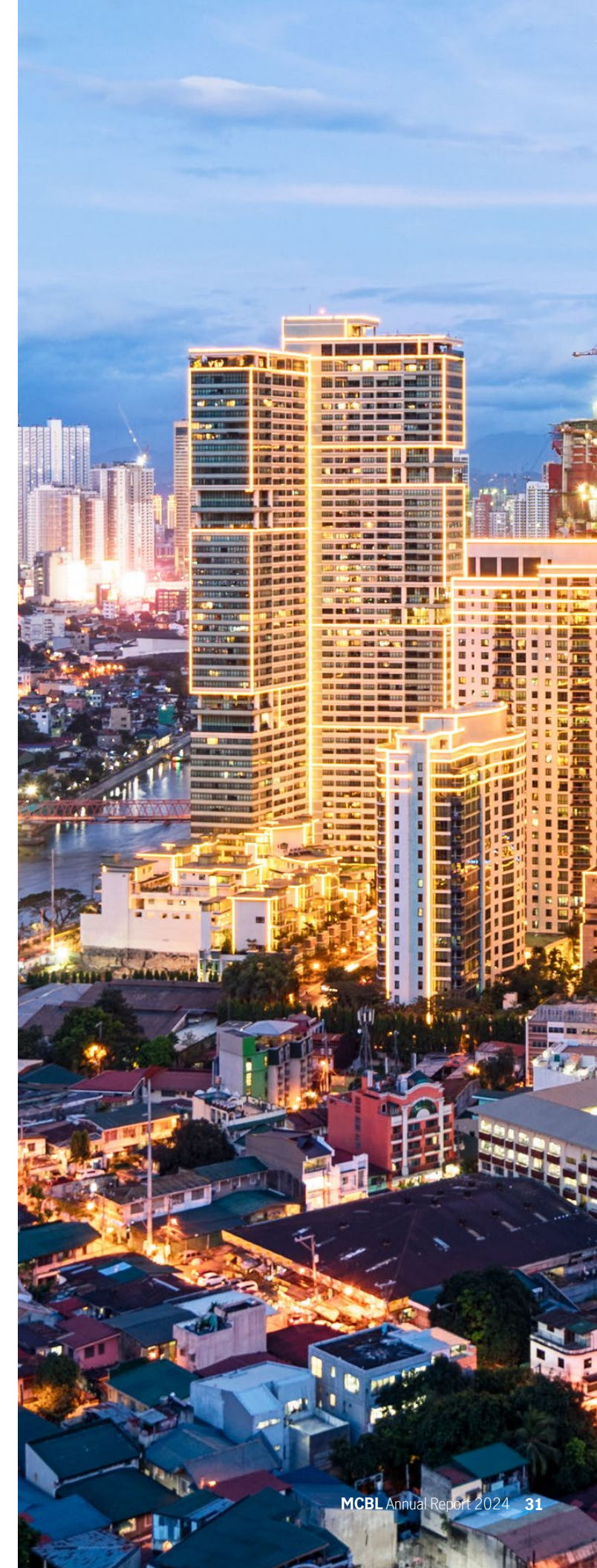
To ensure that all its employees abide by Republic Act No. 3019 (the Anti-Graft and Corrupt Practices Act), the Revised Penal Code of the Philippines, the National Internal Revenue Code, Presidential Decree No. 46 and Insurance Commission Circular 12-2012, the Company promulgated its Anti-Bribery and Anti-Corruption Policy.

The Company's Anti-Bribery and Anti-Corruption (ABC) Policy aims to ensure that the Company's Directors, officers and employees, as well as representatives, agents and third-party providers do not give or receive bribes and comply with all applicable laws and regulations at all times. Anti-Bribery training material is developed by Manulife Regional Office and customized by local markets.

As part of the policy, the Company implements a "no gift policy" directly or indirectly to any public official. Moreover, to ensure compliance with the policy by business partners and third-party providers, the Company's ABC policy is made an obligatory provision to the agreements or contracts that the Company enters into. The Company also mandates that all financial transactions are recorded in a timely and accurate manner in accordance with accounting standards and principles to prevent off-the-book transactions such as bribes and kickbacks.

The policy requires the Compliance Officer to report any violation of laws and regulations to the Board of Directors and to recommend the imposition of appropriate disciplinary action on the responsible parties.

ABC training is conducted annually. In 2024, the ABC Policy was cascaded to all employees as a reminder during the holiday season.



Gifts and Entertainment Policy

It is the policy of MCBL that no business or specific transactions may be contingent in any way on the receipt, offer or solicitation of any gift or favor. Further, an employee is prohibited from giving or receiving cash or equivalents to any vendor, broker, producer or other outside third party. However, modest gifts and favors, which would not be regarded as improper, may be accepted or given on an occasional basis. In all cases, an employee giving or receiving a gift or favor must declare the same to the Company's Compliance Department.

To ensure awareness of the employees of the Company's Gifts and Entertainment Policy, provisions of the policy are cascaded to the employees before the holiday season when gift giving is prevalent.

Similar to other Company policies, employees are required to undergo training on the Gifts and Entertainment Policy prior to onboarding and annually thereafter.

In 2024, the Gifts and Entertainment Policy was cascaded to all employees as a reminder during the holiday season.

Insider Trading Policy

Directors, officers, employees, representatives, and other associates of the Company are prohibited from:

(a) benefiting from opportunities that are discovered through the use of Company property, information or position;

(b) using Company property, information or position for personal gain; and

(c) competing with the Company. They owe it to the Company to advance its legitimate interests when the opportunity to do so arises.



Dividend Policy

The Company remits a percentage of its net income to shareholders

- Statutory net worth, after dividend declaration, should not fall below regulatory minimum net worth requirement.
- Risk Based Capital (RBC) Ratio should meet internal benchmark of 200%.
- Local balance sheet should have positive Retained Earnings.

Related Party Transactions

Directors, officers and employees are required by the Company's Code of Business Conduct and Ethics to immediately report their interest in transactions and any actual or potential conflict of interest.

Directors and executives are also required to abstain from participating in any discussion on a particular subject that they are conflicted. Any related party transactions, mostly limited to contracts within the Manulife conglomerate, are conducted in such a way as that they are fair and at arm's length and subject to appropriate review and approval process.

In addition, as required by Insurance Circular Letter No. 2017-29, the Board of Directors approved the Company's Related Party Transaction Policy on 11 April 2018. The policy provides the framework for transactions among the Company and its related parties and establishes requirements to enable compliance with applicable laws, rules and regulations.

The Company also has a Related Party Transaction (RPT) Committee that reviews and approves before any such material transactions may be entered into. The RPT Committee is composed of a majority of Independent Directors.

The Board of Directors also regularly reviews the controls in place to determine its soundness and strength.

A summary of the approved related party transactions is provided in the Audited Financial Statements as submitted by the Company to its regulators. The Company has not entered into any transactions which may be classified as financial assistance to other entities other than investee companies.

The Company's RPTs are primarily related to shared services with its parent company and affiliates, reinsurance agreements, investment management agreement, and regional office allocations.

Financial Statements

MCBL, as approved by its shareholders and management, engages the services of SGV & Co., a member of Ernst and Young International, as its External Auditor. In 2024, PHP 839,647 in audit fees were paid to SGV & Co. No non-audit fees were paid. For the past few years and for the Year 2024, the Company has not received a qualified, adverse or disclaimer opinion in their audit of the Company.

Procurement Policy

MCBL routinely engages with third-party vendors and service providers to support the day-to-day management of business.

The Company has put in place a Framework of policies, processes and tools, as well as a team of sourcing and contracts experts, to assist all business units in meeting their procurement, outsourcing and vendor risk management objectives. This requires all stakeholders to work collaboratively to ensure:

1. Compliance with related policies is achieved.
2. All dealings with suppliers are consistent with Manulife's Code of Business Conduct and Ethics.
3. Procurement processes are competitive and transparent.
4. Manulife's business requirements are clearly stated.
5. Manulife's risk exposure is identified, assessed and effectively managed.
6. Regulatory compliance on third-party outsourcing is met.
7. All contracts and supporting documents are reviewed and approved by appropriate officers.
8. Suppliers meet their pricing, service level, and contractual commitments.

Supplier Selection Criteria

At MCBL, it is important that the supplier selection process must be both objective and transparent. The supplier selection decision should be based on evaluation criteria that include, but are not limited to, the supplier's:

1. Demonstrated ability to meet stated requirements
2. Ability to provide competitive pricing (based on total cost of ownership)
3. Excellent customer service
4. High quality products and/or services
5. Financial stability
6. Technical skills and capacity to meet current and future needs
7. Willingness to agree to MCBL's contract terms and conditions
8. Compliance with Manulife's Outsourcing and Vendor Risk Management Policy, which aims to enhance design, structure and effectiveness of risk management processes; and
9. Compliance with the government's statutory requirements.

MCBL strives to maintain the highest standards of integrity and is committed to fair competition in all its dealings with vendors.

Health and Safety Policy

MCBL is committed to providing a safe and healthy environment for all its employees, agents and customers through the following:

- Protection of the employees from work-related accidents and injuries
- Promotion of a drug-free workplace and a healthy lifestyle
- Prevention of violence and harassment in the workplace

The Company, through its Occupational Safety and Health (OSH) team, also ensures compliance with reportorial and program requirements mandated by the Department of Labor and Employment. There is accountability at all levels of management and cooperation with employees for effective implementation of policy and other related programs:

- Launched the Mandatory Safety and Health Training via e-learning modules (previously conducted face-to-face) in Compass on July 17, 2023. All employees are required to complete the e-Learning modules once
- We have updated our Occupational Safety and Health policies to address critical health issues, including Tuberculosis (TB), Cancer, HIV and AIDS, Mental Health and maintaining a Drug-Free Workplace. We strive to cultivate a supportive and empathetic environment, ensuring that all individuals have access to the essential information and assistance they require
- Head office and branches offices actively participated in annual fire and evacuation drills conducted by the building administration, including the Quarterly Nationwide Simultaneous Earthquake Drill
- Performed the annual Hazard Investigation and Risk Assessment and Control
- Continued reporting of unsafe workplace hazards and work practices on a monthly basis

Other Company-initiated safety and health activities include, the Occupational Safety and Health Program, Blood Donation Drive, Basic Life Support and Occupational First Aid Training, Random Drug Testing and Monthly Safety Committee Meetings.

The Company is committed to continuous improvement by conducting regular reviews and implementing actions necessary to improve its OSH Program.

Shareholder Information

Rights of Shareholders

The shareholders have the powers and responsibilities as stated in the Revised Corporation Code of the Philippines, the Company's By-laws, the Manual of Corporate Governance, and all other relevant laws, rules, regulations, and internal policies.

Among others, all of the Company's shareholders (including non-controlling shareholders) have the right to:

1. Participate in the amendments of the Company's Articles of Incorporation;
2. Authorize issuance of additional shares;
3. Transfer all or substantially all assets of the Company, which may result in the sale of the Company;
4. Effectively participate in and vote in general shareholder meetings;
5. Nominate candidates for Board of Directors; and
6. Elect directors individually.

The shareholders are made aware of these rules and voting procedures governing the shareholder meetings.

Annual General Meeting

As mandated in the By-laws, the shareholders meet regularly or at least once a year. The Corporate Secretary ensures that the notice of the meeting, including the notice for the annual shareholders meeting, is sent to the stockholders at least 28 days from the date of the actual meeting. As much as possible, the Corporate Secretary ensures that all shareholders are available to attend the general meeting by scheduling the meeting on a commonly acceptable date to encourage attendance of all shareholders.

A Proxy letter is also attached to the notice or made readily available through the Company website to allow shareholders to send representatives in their absence.

In the most recent Annual General Shareholders Meeting held at the head office (with option to attend by video conference), the shareholders were given the opportunity to ask questions or raise issues during the Other Matters portion of the agenda.

The Company's Shareholders as of May 2025

Name	Shares Held	Amount Paid	% of Ownership	Beneficial Owner	Nationality
The Manufacturers Life Insurance Co. (Phils.), Inc. (MP)	2,999,994	Php 299,999,400.00	59.99988%		Dutch
China Banking Corporation (CBC)	1,999,998	Php 199,999,800.00	39.99996%		Filipino
Bonnie Qiu (Chairman / Non-Executive Director)	1.0	Php 1,000.00	nil	MP	British
Amy Gochuico (Executive Director)	1.0	Php 1,000.00	nil	MP	Filipino
Rahul Hora (Non-Executive Director)	1.0	Php 1,000.00	nil	MP	Indian
Patrick Cheng (Non-Executive Director)	1.0	Php 1,000.00	nil	CBC	Filipino
James Christian Dee (Non-Executive Director)	1.0	Php 1,000.00	nil	CBC	Filipino
Wilton Kee (Non-Executive Director)	1.0	Php 1,000.00	nil	MP	Chinese
Conrado Favorito (Independent Director)	1.0	Php 1,000.00	nil	MP	Filipino
Maria Theresa Quirino (Independent Director)	1.0	Php 1,000.00	nil	MP	Filipino

Employee Corner

Compensation Philosophy

Manulife has a global strategy that requires everyone in the organization to perform their best to achieve success. To achieve this, leaders must ensure employees understand how their performance is linked to compensation and rewards. Manulife's compensation philosophy is pay-for-performance, which means that compensation and rewards are based on employee performance and contribution to drive a high-performing culture. The organization's compensation objectives are as follows:

- Provide flexibility to differentiate compensation for top talent.
- Maintain competitiveness with the external market.
- Prudently manage compensation expenses.
- Attract, retain, motivate, and reward employees at all levels through competitive compensation structures.
- Focus on the execution of the strategic plan.
- Maintain alignment with shareholder interests.

Global Recognition Program

Recognition is a crucial aspect of our culture. Our flagship global recognition program, "Stars of Excellence," aims to acknowledge exceptional performers from our organization worldwide who have gone above and beyond to make a positive impact on our team and customers. What distinguishes "Stars of Excellence" is its ability to recognize the overall achievements of our top performers worldwide, those who have made the most significant contributions during a calendar year. As a global program, its objective is to recognize individuals who exemplify the power of our values in driving our transformation and moving the needle on our transformation can be achieved at any level of the Company.

The company also continued to leverage Podium – a global digital platform to appreciate and recognize colleagues who bring our core values to life through their actions. If a colleague has gone above and beyond what is expected, really helped others in their time of need, put forth exceptional effort, or produced outstanding results, it's very likely they deserve their time on the Podium and should be recognized for their contributions.

Employee Health and Wellness

Manulife is committed to promoting our employees' health and well-being. One of the banner programs on this space last year was Better Me, a wellness initiative launched in Asia last August to support our colleagues' holistic wellbeing. Better Me aims to address the four key aspects of wellbeing: physical, mental, financial, and social, and provide tailored experience for our Asia colleagues and cater to your diverse needs through customized programs, tools, and resources. Through messages from leaders, monthly newsletters, sharing of best practices from external resources, and internal campaigns, our colleagues got to learn more and share about taking care of their wellness.

Since its launch in August, Better Me has covered different topics to help our colleagues better manage their overall health:

- Heart Health in September
- Mental Health in October
- Money Awareness in November
- Managing Holiday Stress in December

To help support their health journeys, Manulife introduced MOVE for Staff, a new well-being initiative that extends the Company's MOVE program to its employees in seven Asian markets in 2023.

The Asia Wellbeing Programs page is designed to help Manulife Asia employees achieve their best physical, mental, emotional, financial, and social well-being. It provides tools, resources, activities, and incentives to help increase health awareness and develop healthy habits at work and in personal life.

Manulife also offers a Work Life Coaching Program with Human Dynamic, a leading consultancy company. This program provides personal work-life coaches to support employees and their families balance their work and personal priorities. The program is confidential, ensuring privacy for employees.

In addition, My WorkLife Online is an e-learning and e-service portal that provides access to work-life resources, including professionally written articles, videos, and learning modules for self-help, personal development, and life enhancement.

Always Learning Culture

We continue to build an always learning culture in Manulife. In 2024, we were able to record more than 1 million hours dedicated to learning globally. This achievement shows how much we value the chance to develop new skills, thought patterns, and approaches. Personal development efforts increase our impact across our teams and build the skills necessary to exceed our customers' expectations.

Colleagues from MCBL averaged 36.99 learning hours, surpassing the global goal of 32 hours in 2024. This is a testament to their dedication to take advantage of opportunities that are available to them, grow in their roles, and build their careers with us.

In 2024, MCBL significantly advanced its commitment to people development through several key initiatives. For new Financial Sales Associates (FSAs), the Company continued its Bancassurance Excellence Sales Training (BEST) onboarding program, aimed at equipping FSAs with the skills needed to achieve their personal goals and support Manulife Chinabank by securing new business and providing after-sales service to Chinabank and Chinabank Savings clients. To ensure sustained development, new FSAs also received Follow Up/Follow Through training during their first 100 days. For tenured FSAs, MCBL offered continuous learning through monthly modules to keep them updated on company processes, new products, and other relevant information. The launch of "The Grid" also provided a centralized touchpoint for all FSAs to access learning resources, updates, and incentives.

Additionally, MCBL enhanced leadership support by introducing the Area Managers' (AM) Coach Better Training. This program, with principles from Applied Neuroscience and Neurolinguistic Programming, focused on integrating coaching into daily practices to foster a culture of growth and positivity. It aimed to instill a mindset of service and connection among participants, equipping them with tools to build a supportive, accountable, and effective work environment.

All these training initiatives were further enhanced by MCBL's improved digital learning platform, ensuring that the distribution team has 24/7 access to resources, enabling learning on-the-go.



Fuel Up Friday, focusing on topics like Generative AI, enhancing customer experience, and connecting our strategy with purpose, helps underscore our mission of making decisions more accessible and improving lives. It also underscores how our colleagues can take ownership of their own learning and development.

In 2024, Fuel-Up Friday covered the following themes:

- January - Embracing and Activating Change
- February – Leadership
- March – How we work better together
- April – Connecting our Strategy with Purpose
- May – Career Management
- June – Together Embracing and Building Inclusion
- July – Harnessing the Power of GenAI for Enhanced Productivity
- August – Learn more about Investor Day
- September – Changing for the Better, Together
- October – Enhancing Customer Experience through Digital Innovation
- November – Protecting Manulife and You
- December – Resiliency and the Importance of Gratitude

We also carried out Leading with Impact, a 6-week learning journey covering critical skills, behaviors, and mindsets built on a foundation of our Values, Leadership DNA, and DEI principles. It is a mandatory program for all people leaders at the Director and AVP level. Attendees noted that the Program empowered them to build a network of colleagues, foster an environment of trust and psychological safety, and become more confident in leading high-performing diverse teams. The Leading with Impact program is designed in partnership with Duke Corporate Education as a multifaceted learning journey with online learning, highly interactive virtual learning sessions, premium curated content.

An Engaged Workforce

In 2024, we revitalized the Employee Engagement Council, composed of more than 20 colleagues, to help enrich a winning culture where everyone feels valued. The team led in executing initiatives that make the stay of our colleagues in MCBL more worthwhile.

Some of these initiatives included quarterly town halls that showcased team highlights; Manulife Philippines’ participation in the Philippine Life Insurance Association 2024 tournament, a sports meet for life insurance companies in the country; and the Yearend Party, which served as an opportunity for employees from MCBL to get together and celebrate our accomplishments in the past year. In the 2024 Gallup Employee Engagement Survey, MCBL saw an increase in its engagement score of 4.44 from 4.30 the previous year, putting it in the 77th percentile of organizations surveyed by Gallup.

Global Colleague Forum

For the very first time, the Asia session of the Global Colleague Forum was hosted in Manila in March last year. Our global President and CEO Roy Gori, together with other global and regional leaders, joined colleagues from Manulife Philippines, MCBL, Manulife Business Processing Services, and Manulife IT Delivery Center, as they rallied our colleagues to ride the strong momentum of 2023 to achieve better results in 2024. Five of our colleagues from around Asia, including a financial advisor from the Philippines, got to share their Better stories and how they rose from their own struggles and succeeded in their paths.

Diversity, Equity and Inclusion

MCBL sees diversity, equity, and inclusion as key to fueling business growth and transformation. The aspiration is to cultivate a diverse and inclusive workplace, in which all colleagues are inspired to bring their authentic and whole selves to work, enabling them to thrive personally and professionally to best serve our customers, business partners and communities.

Our Strategic Pillars



Our Workforce

Diversity at all levels in the organization that is reflective of the communities we serve



Our Business

Stronger business opportunities when we incorporate DEI in the development and delivery of products and services



Our Workplace

Employees thrive because they belong and can bring their authentic selves to work



Our Community

Strong partnerships and DEI support in the external communities in which we live, work, and serve

Employee Resource Groups (ERGs) are structured and designed to support employees with shared identities and who are part of marginalized groups that face barriers related to race, ethnicity, gender, age, sexual orientation, or cultural backgrounds. They provide a space for employees to build networks, share experiences, and contribute to our global DEI efforts.

ERGs are aligned to the Workplace pillar of Manulife’s DEI strategy, which particularly hones in on the organizational goal of creating an inclusive culture that brings greater awareness, educational resources and creates psychological safety for our colleagues. Manulife Philippines has two ERGs as of 2024:

- **Global Women’s Alliance (GWA)** Philippines supports and encourages the recruitment, development and advancement of women throughout our organization by providing a network and opportunities in which women can be mentored, share experiences, and have fulfilling careers with Manulife.



- **Professionals Reaching out for Unity and Diversity (PROUD)** promotes an inclusive workplace for lesbian, gay, bisexual, transgender, and queer (LGBTQ+) employees to promote their contributions to Manulife and its success. It advocates for allyship across the organization to better promote inclusion and offer greater support system to Manulife colleagues in the LGBTQ+ community.

In 2024, GWA Philippines and PROUD held various activities to continuously take action and maintain the Company’s momentum in fostering an environment where everyone is valued, empowered, and respected. Members of both ERGs were active participants in the first-ever Manulife Asia ERG Summit, which was held in Manila last March.

GWA Philippines celebrated International Women’s Day through sessions and activities that focused on health and wellness, and equality and empowerment.

Manulife PROUD also held a flag-raising event at the Company’s head office branch in NEX Tower, Makati to mark the start of the Pride Month. MCBL LGBTQ+ employees and allies also joined representatives from Manulife Business Processing Services and Manulife IT Delivery Center during the Pride March in Quezon City to celebrate LGBTQ+ acceptance, achievements, and rights.

Special Feature

Empowering and Protecting our Customers with Holistic Solutions

The year 2024 saw MCBL strengthening its portfolio of health, life, and wealth management solutions to match Filipinos' financial protection needs.

In November, MCBL launched the limited offer wealth management product Wealth Guarantee, a new single-payment insurance plan that aims to help customers grow their wealth in seven years through a comprehensive savings plan.

Wealth Guarantee is a medium-term wealth management product that grants policyholders yearly payouts of up to 4.5% over six years with 100% capital return. Wealth Guarantee also provides 125% life protection coverage, ensuring that policyholders are adequately protected during the plan's seven-year term. Wealth Guarantee is suited for investors interested in a medium-term savings plan, and for those looking to build their legacies for future generations.



MCBL also launched FutureBoost Retirement, a customizable insurance plan that enables customers to meet their retirement goals, choose when to receive their retirement funds, and protect themselves from uncertainties. This allows them to optimize their retirement planning through the plan's unique automatic fund management feature. The proposition, which comes with life insurance coverage, as well as protection riders, allows customers to maximize returns in the early years and minimize risks as they approach retirement age, helping them grow their money and build their wealth.

Guided by insights from the Asia Care Survey that revealed that while Filipinos have high aspirations for the future, increased costs of living impact their confidence, especially when it comes to their finances, MCBL also continued to fortify its current offerings such as Assure Max. Relunched in late 2023, Assure Max continued to gain ground in 2024. Assure Max is a traditional plan that offers guaranteed cash payouts and life protection that will ensure your finances remain stable. It also serves as a reliable savings fund to help customers with their expenses, while kick-starting their journey towards a rewarding retirement.



Golden Arrow Awards

Underscoring its exemplary performance on corporate governance based on the 2022 ASEAN Corporate Governance Scorecard (ACGS) and Corporate Governance Scorecard (CGS) Assessment Results, MCBL won the Golden Arrow Award from the Institute of Corporate Directors.



The ACGS is an ASEAN-wide rating system that evaluates Company performance across key areas, including promotion of shareholder rights and fair treatment, stakeholders' interactions, transparency and accountability, and Board's effectiveness in guiding the Company's strategy, overseeing management, and being accountable to the Company and its shareholders. Based on publicly available disclosures on Company websites, the Corporate Governance Scorecard assessment results aim to underscore and enhance corporate governance standards and practices within the country, making Philippine publicly listed companies and insurance firms more appealing to potential investors.

The ICD comprises over 500 ethical governance professionals in the ASEAN region united by a shared vision to revolutionize the corporate governance landscape, emphasizing the importance of corporate governance to lead better operational performance, ensure effective risk management, and contribute to a resilient economy.

The award is a testament to MCBL's commitment to abiding by the highest standards of corporate governance practices.

THIS IS NOT A DEPOSIT PRODUCT. FINANCIAL PRODUCTS OF MANULIFE CHINA BANK LIFE ASSURANCE CORPORATION ARE NOT INSURED BY THE PHILIPPINE DEPOSIT INSURANCE CORPORATION AND ARE NOT GUARANTEED BY CHINA BANKING CORPORATION AND CHINA BANK SAVINGS.

Deepening Impact on Communities

Better *business* to better the *world*

When Manulife launched our Impact Agenda globally in 2022, we set out on a path to taking concrete steps in supporting important environmental, social, and governance issues, in the process establishing ourselves as an organization with a proven track record of action.

Since then, we have stayed true to this by helping create a better tomorrow for its business, communities, and the planet. Through three interconnected pillars that underscore social and environmental areas that Manulife can most affect change, Manulife's Impact Agenda serves as a lens to guide its business decisions and community impact.



Empower Sustained Health and Wellbeing

For a Company in the business of building financial resilience, empowering physical and financial well-being creates business value while achieving strong societal benefits. That's why it's important for Manulife to make it easy for anyone to choose healthier behaviors and smarter financial solutions that help lay the foundation of a good life for all.



Drive Inclusive Economic Opportunity

In business and in life, a diversity of perspectives makes for a solid organization, helping open opportunities for all, champion underrepresented groups and make financial solutions more accessible. Manulife aims to help level the playing field by giving everyone a fair shot at success.



Accelerate a Sustainable Future

As a Company that wants to help its customers be more resilient health-wise and wealth-wise, Manulife works to protect and restore the environment. The Company believes that people cannot be healthy if they live on an unhealthy planet. Climate change is impacting people's ability to breathe clean air, access safe drinking water, and safeguard against natural disasters. That's why Manulife is doing its part to help preserve the planet.

Supporting the Sustainability Development Goals (SDGs)

Through Manulife's Impact Agenda goals, the Company is well-positioned to contribute toward six Sustainability Development Goals (SDGs) that are relevant to the business and where it will have the most impact.

Sustainable Development Goal	Our Impact
Zero Hunger	Manulife has partnered with Gawad Kalinga to provide food security solutions to individuals most in need.
Good health and well-being	As a leading life insurer, Manulife promotes and fosters an environment in which its employees, customers, and community partners are empowered to live healthy lives -- both physically and mentally -- through its products and services.
Gender equality	Manulife aspires to create an inclusive and safe workplace culture through its diversity, equity, and inclusion (DEI) efforts. The Company helps remove barriers by empowering women within its organization and customer base with resources and opportunities to support their development.
Decent work and economic growth	Manulife provides access to employment, promote financial inclusivity, and support financial education to underrepresented communities through its corporate and community investment initiatives.
Reduced inequalities	Manulife provides increasingly digitized and accessible products and services within its operating markets, aiming to reduce and remove barriers to increase economic opportunity for its customer base. Within its organization, well-connected and strong network of Employee Resource Groups champion its DEI cultures and values.
Partnership for the goals	Manulife works and engages with partners, stakeholders, and peers to understand and influence change within its industries and areas of expertise. Through collaborative work and continuous engagement, Manulife can better inform and progress its sustainability efforts.

In 2024, Manulife Philippines and MCBL continued their strong partnership with various organizations to drive impact in different communities.



Financial Education to Help Better Lives

MCBL continues its commitment to strengthening financial literacy especially among the youth. Through its award-winning Peso Smart Program, we have worked with various institutions such as the Corazon Sanchez Atayde Memorial Foundation Inc. in expanding and improving the financial literacy aspect of the K-12 curriculum. The program teaches students basic concepts of saving, budgeting and investing so they are empowered to take charge of their future through financial literacy.

For school year 2023-2024, a total of 401 public school elementary students from Manulife's 8 partner schools – Buting Elementary School, Ilugin Elementary School, and San Miguel Elementary School in Pasig; Pembo Elementary School in Makati; Dao Elementary School in Bohol, Guisad Valley National High School in Baguio; Gubat Elementary School in Albay; and Banilad Elementary School in Mandaue City, – graduated from the Peso Smart x RecoveREADs program. Aside from public school students, young and middle aged women, parents, and members of indigenous communities also benefit from the Peso Smart program.

Planting the Seeds of Volunteerism



As it continues to strengthen its Forests for Life program in partnership with Haribon Foundation, Manulife Philippines and MCBL planted 11,250 seedlings across four hectares of land in Tanay, Rizal and Real, Quezon. In this endeavor, Manulife has also activated volunteerism among colleagues who have taken part in the seedling preparations and tree planting activities. In 2024, Manulife Philippines and MCBL volunteer employees prepared 2,500 seedlings. To date, Manulife Philippines and MCBL have planted more than 21,000 native trees out of the committed 26,250 across Central and Southern Luzon provinces, helping accelerate a sustainable future for the country.



Upholding Diversity, Equity and Inclusion

Through Manulife Philippines' Employee Resource Groups (ERGs), Global Women's Alliance (GWA) Philippines and Professionals Reaching Out Through Unity and Diversity (PROUD), the Company continues to ensure that diversity, equity and inclusion is consistently practiced in the workplace, so everyone feels that they are valued, respected and supported.

Both ERGs represented Manulife Philippines during the first-ever Asia ERG Summit held in Manila last March. The summit was a gathering of different ERGs across Manulife entities around Asia including those with focus on sustainability, advancement of persons with disabilities, and multigenerational workforce. They had the chance to share best practices and network with Manulife colleagues who share the same passions and advocacies.

In celebration of International Women's Day last March, GWA held sessions about health and wellness, and equality and empowerment. Motivational and leadership speaker Yasmin Gonzales gave a speech about the power of inclusive language to inspire inclusion.

Last October, GWA celebrated Women in Technology through a session that gave a special tribute to exceptional women in the field of technology. The session featured inspiring stories from guest speaker Bam Blanco Ramirez and other Manulife Philippines women leaders.

Meanwhile, PROUD continued to advance steps in building a more inclusive workplace for MCBL colleagues. In 2024, it conducted three SOGIESC trainings to help MCBL employees understand diverse identities, reduce biases, and create a culture of acceptance. By promoting awareness, companies can prevent discrimination and harassment, ensuring that all employees feel safe and valued. Manulife also continued its membership with the Phil. Financial and Inter-Industry Pride, a collaborative, voluntary and non-profit community of practice composed of dedicated representatives from LGBTQIA+ employee resource groups and human resource or diversity teams of private firms in the Philippines.

During the celebration of Pride Month, PROUD led the raising of the Pride flag and the display of Pride lights in our offices. Along with our colleagues from Manulife Business Processing Services and Manulife IT Delivery Center, Manulife Philippines and MCBL also participated in the Pride Walk to the Quezon City Memorial Circle. These events upheld the Company's commitment to the continued support and empowerment of the LGBTQ+ community.



Impact Agenda Adventure

Last November, Manulife Philippines and MCBL hosted several colleagues from around the world in the Impact Agenda Adventure, a hands-on, six-day experience that underscored the tangible real-world impact of Manulife's sustainability, financial literacy, and community initiatives across the Philippines.

The Impact Agenda Adventure highlighted Manulife Philippines and MCBL's current initiatives including the Peso Smart financial literacy program; a soap-making activity that will benefit public schools; Gawad Kalinga's community food farm, which provides families with the opportunity to grow their own produce in their villages, allowing them to sell any surplus for additional income; and a seedling preparation activity with Haribon.

Management Discussion and Analysis (MDA)

This section provides an overview of the Company's performance in the year 2024, understanding its financial fundamentals covering profitability, business performance and strategic highlights. The MDA also includes a discussion on the Company's business goals, forward-looking plans and strategy for growth acceleration.

1. Profitability

	2024	2023 (Php Millions)
Net Income	1,327.8	916.9
General Expenses	1,334.1	1,080.3
Return on Equity	34.7%	29.9%

Net Income

- Net Income grew 45% due to increased profit margins from sales of traditional and health products coupled by higher Investment and other income due increase in assets under management.
- The Company's general expenses grew due mainly to higher trust fees on account of higher assets under management and higher sales-related expenses, which were in line with higher sales.
- Return on equity of 34.7% increased due mainly to higher net income for the year.
- For the 2nd straight year, the company paid dividends to shareholders

	2024	2023
Equity beg	3,438.6	2,701.9
Equity end	4,205.9	3,438.6
Equity ave.	3,822.2	3,070.3

2. Business Performance

	2024	2023 (Php Millions)
Assets Under Management	66,579.6	62,189.7
Gross Premiums	10,684.6	8,621

- Financial assets at FVPL ('Fair Value Through Profit') increased due to new fund inflows from unit linked sales while the company AFS ('Available for Sale') assets increased with additional investments in fixed income government securities and in UITFs (Unit Investment Trust Funds)

Assets Under Management	2024	2023
FA at FVPL	59,323.5	57,014.2
AFS Assets	6,887.0	4,874.7
Loans and Receivables	281.0	252.2

- Gross premiums increased 24% due to higher traditional and health products sales which accounted for 53% of total sales in 2024.

	2024	2023
FY	1,145.6	887
Renewal	2,722	2,737
Single Pay	6,817	4,997
Gross Premiums	10,684.6	8,621

3. Strategic Highlights

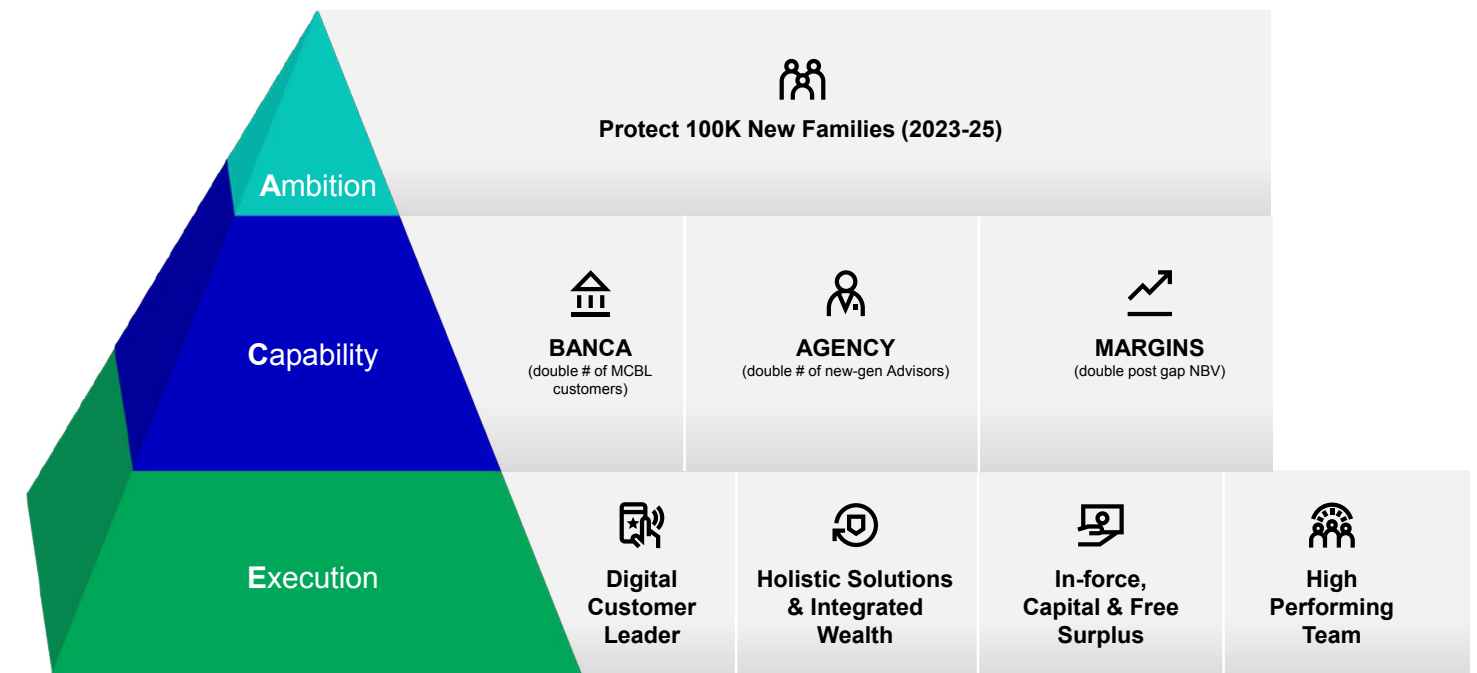
Capability development was a strong focus in 2024 as the company shifted towards regular premium propositions, and this focus, along with execution excellence will continue as we strive to reach our ambition to double the number of lives MCBL protects by the end of 2025.

- MCBL is directly benefiting from Manulife Philippines accelerating its Digital Customer Leader Strategy, which is resulting in an industry leading NPS Score of 85 pts, and 100% of the applications on Cloud.
- Addressing health protection gap in the Philippines, our health mix is at 5%. In 2024, we paid Php 410M in benefits and claims showing our commitment to securing Filipinos' financial well-being.
- Product mix shift towards Regular pay products has been driven by our flagship Assure Max product, referrals from non-branch managers, customer engagement campaigns, improved branch activation and increased corporate solutions drive.

Six strategic focus areas for MCBL in 2025:

Distribution Growth, Scale & Digitalization	<ul style="list-style-type: none"> Activate China Bank's high potential branches to enhance FSA productivity Upskill leadership through a new development program, coaching, and new structured work weeks Digitize FSA learning through mobile-friendly, bite-size content. Introduce a new leads management platform
Holistic Solutions & Integrated Wealth	<ul style="list-style-type: none"> Health Protection Long-term and Goal-based Savings Proposition Corporate Solutions
In-force, Capital and Free Surplus	<ul style="list-style-type: none"> Improve Premium and Policy persistency
Strategic Cost Management	<ul style="list-style-type: none"> Project Book of Work delivery Maximize Internal Efficiencies
Digital Customer Leadership	<ul style="list-style-type: none"> Customer servicing focus by improving STP ('Straight Through Process') rates and enhancing Customer Web Site to increase the volume of self-service transactions
High Performing Talent	<ul style="list-style-type: none"> Maximize employee engagement Retain and develop our talent Culture of risk and compliance ownership

BAM Pillars to Accelerate Growth and Deliver Value



Independent Auditor's Report

The Board of Directors and Stockholders

Manulife China Bank Life Assurance Corporation



Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Manulife China Bank Life Assurance Corporation (the Company), which comprise the statements of financial position as at December 31, 2024 and 2023, and the statements of income, statements of comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and notes to the financial statements, including material accounting policy information. In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSAs). Our responsibilities under those standards are further described in the **Auditor's Responsibilities for the Audit of the Financial Statements** section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audit of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the company financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 25 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of the management of Manulife China Bank Life Assurance Corporation. The information has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.



Bernalette L. Ramos

Partner

CPA Certificate No. 0091096

Tax Identification No. 178-486-666

BOA/PRC Reg. No. 0001, April 16, 2024, valid until August 23, 2026

BIR Accreditation No. 08-001998-081-2024, January 26, 2024, valid until January 25, 2027

PTR No. 10465367, January 2, 2025, Makati City

April 11, 2025

Manulife China Bank Life Assurance Corporation Statements of Financial Position

	December 31	
	2024	2023
Assets		
Cash and Cash Equivalents (Note 4)	PHP 986,004,873	PHP 893,512,231
Insurance Receivables (Note 22)	41,726,660	26,603,581
Financial Assets (Note 5)		
Financial assets at fair value through profit or loss (FVPL)	59,323,546,561	57,014,164,673
Available-for-sale financial assets	6,886,951,202	4,874,664,413
Loans and receivables	281,015,449	252,212,050
Accrued Income (Note 7)	88,124,682	48,687,680
Reinsurance Assets (Notes 11 and 14)	5,215,449,621	5,098,490,828
Property and Equipment (Note 8)	32,216,053	31,678,299
Right-of-use Assets (Note 21)	14,671,101	484,286
Other Assets (Note 9)	34,633,905	28,336,144
	PHP 72,904,340,107	PHP 68,268,834,185
Liabilities And Equity		
Liabilities		
Insurance contract liabilities (Notes 10 and 11)	PHP 65,443,260,676	PHP 62,038,038,668
Insurance payables (Notes 11 and 14)	1,145,878,664	1,138,165,960
Policyholders' dividends (Note 22)	398,225,446	371,265,566
Accounts payable and accrued expenses (Note 12)	567,319,785	539,092,369
Due to related parties (Note 14)	996,458,917	662,399,745
Pension liability - net (Note 19)	3,216,387	1,244,400
Income tax payable	110,801,814	41,637,401
Deferred tax liabilities - net (Note 20)	19,673,246	37,683,686
Lease liability (Note 21)	13,628,101	692,814
Total Liabilities	68,698,463,036	64,830,220,609
Equity		
Capital stock (Notes 13 and 23)	500,000,000	500,000,000
Additional paid-in capital (Note 13)	525,000,000	525,000,000
Remeasurement gain on legal policy reserves (Note 10)	146,391,055	198,951,223
Remeasurement gain (loss) on pension plan (Note 19)	(2,107,589)	(1,132,894)
Reserve for fluctuation in value of available-for-sale financial assets (Note 5)	(273,188,243)	(166,234,749)
Appropriated surplus - negative reserves (Note 2)	691,443,891	566,082,409
Retained earnings	2,618,337,957	1,815,947,587
Total Equity	4,205,877,071	3,438,613,576
	PHP 72,904,340,107	PHP 68,268,834,185

See accompanying Notes to Financial Statements.

Manulife China Bank Life Assurance Corporation Statements of Income

	Years Ended December 31	
	2024	2023
Revenue		
Gross premiums earned on insurance contracts	PHP 10,684,621,067	PHP 8,620,800,813
Reinsurers' share of gross premiums earned on insurance contracts	(239,724,041)	(289,780,087)
Net insurance premiums earned (Note 15)	10,444,897,026	8,331,020,726
Investment income (Note 16)	380,160,254	226,552,070
Foreign currency exchange gains (losses) - net	4,137,029	(1,706,402)
Other income (Note 16)	1,991,325,458	1,904,425,954
Total revenues	PHP 12,820,519,767	PHP 10,460,292,348
Benefits and Operating Expenses		
Gross benefits and claims incurred on insurance contracts (Note 17)	410,217,090	560,557,376
Reinsurers' share of benefits and claims incurred on insurance contracts (Note 17)	(66,710,309)	(64,097,334)
Gross change in legal policy reserves (Note 17)	8,862,572,721	7,303,543,065
Reinsurers' share of gross change in legal policy reserves (Note 17)	(93,568,652)	(56,569,255)
Dividends to policyholders	63,114,794	60,266,164
Net insurance benefits and claims	9,175,625,644	7,803,700,016
General and administrative expenses (Note 18)	1,334,129,256	1,080,281,920
Commissions expenses (Note 14)	507,856,890	340,328,635
Insurance and other taxes	59,083,645	44,153,431
Insurance expense on lease liability (Note 21)	768,017	162,239
Total benefits and operating expenses	11,077,463,452	9,268,626,241
Income before income tax	1,743,056,315	1,191,666,107
Provision for income tax (Note 20)	415,304,459	274,797,693
Net income	PHP 1,327,751,856	PHP 916,868,414

See accompanying Notes to Financial Statements.

Manulife China Bank Life Assurance Corporation Statements of Comprehensive Income

	Years Ended December 31	
	2024	2023
Net Income	PHP 1,327,751,856	PHP 916,868,414
Other comprehensive income (loss)		
Items that will be reclassified to profit or loss in subsequent periods:		
Net change in fair value of available-for-sale financial assets (Note 5)	(106,953,494)	324,049,864
Remeasurement gain (losses) on legal policy reserves, net of tax (Note 10)	(52,560,168)	(94,261,296)
Item that will not be reclassified to profit or loss in subsequent periods:		
Remeasurement gains (losses) on pension plan, net of tax (Note 19)	(974,695)	(9,933,637)
	(160,488,357)	219,854,931
Total Comprehensive Income	PHP 1,167,263,499	PHP 1,136,723,345

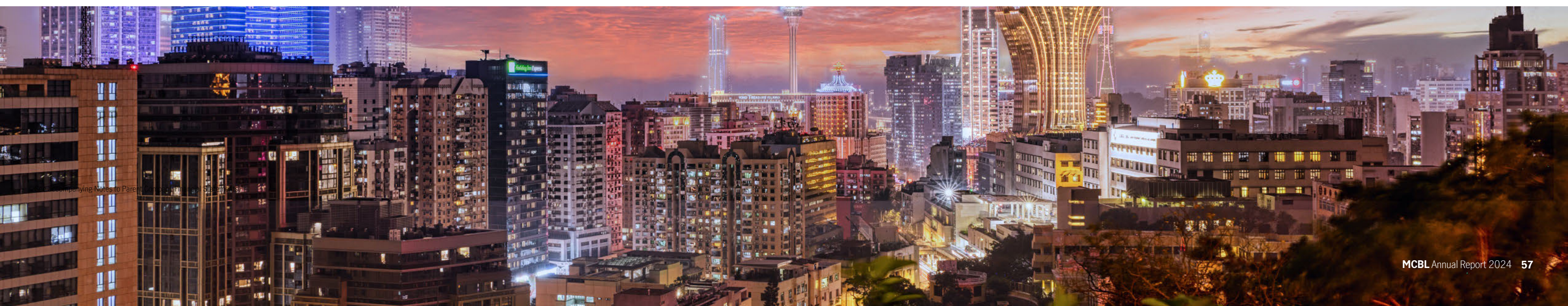
See accompanying Notes to Financial Statements.

Manulife China Bank Life Assurance Corporation

Statements of Changes in Equity

	Capital Stock (Notes 13 and 22)	Additional Paid-in Capital (Note 13)	Remeasurement Gain (Loss) on Legal Policy Reserves (Note 10)	Remeasurement Gain (Loss) on Pension Plan (Note 19)	Reserve for Fluctuation in Value of Available-for sale Financial Assets (Note 5)	Appropriated Surplus-Negative Reserves (Note 2)	Retained Earnings (Note 2)	Total
As at January 1, 2024	PHP 500,000,000	PHP 525,000,000	PHP 198,951,223	(PHP 1,132,894)	(PHP 166,234,749)	PHP 566,082,409	PHP 1,815,947,587	PHP 3,438,613,576
Net income	-	-	-	-	-	-	1,327,751,856	1,327,751,856
Other comprehensive income (loss)	-	-	(52,560,168)	(974,695)	106,953,494	-	-	(160,488,357)
Total comprehensive income (loss)	-	-	(52,560,168)	(974,695)	106,953,494	-	1,327,751,856	1,167,263,499
Appropriation of negative policy reserves	-	-	-	-	-	125,361,482	(125,361,482)	-
Dividends paid (Note 13)	-	-	-	-	-	-	(400,000,000)	(400,000,000)
Balances at December 31, 2024	PHP 500,000,000	PHP 525,000,000	PHP 146,391,055	(PHP 2,107,589)	(PHP 273,188,243)	PHP 691,443,891	PHP 2,618,337,957	PHP 4,205,877,071
Balances at January 1, 2023	PHP 500,000,000	PHP 525,000,000	PHP 293,212,519	PHP 8,800,743	(PHP 490,284,613)	PHP 372,719,943	PHP 1,492,441,642	PHP 2,701,890,234
Net income	-	-	-	-	-	-	916,868,414	916,868,414
Other comprehensive income (loss)	-	-	(94,261,296)	(9,933,637)	324,049,864	-	-	219,854,931
Total comprehensive income (loss)	-	-	(94,261,296)	(9,933,637)	324,049,864	-	916,868,414	1,136,723,345
Appropriation of negative policy reserves	-	-	-	-	-	193,362,466	(193,362,466)	-
Dividends paid (Note 13)	-	-	-	-	-	-	(400,000,000)	(400,000,000)
Balances at December 31, 2023	PHP 500,000,000	PHP 525,000,000	PHP 198,951,223	PHP 1,132,894	(PHP 166,234,749)	PHP 566,082,409	PHP 1,815,947,587	PHP 3,438,613,576

See accompanying Notes to Financial Statements.



Manulife China Bank Life Assurance Corporation

Statements of Cash Flows

	Years Ended December 31	
	2024	2023
Cash Flows From Operating Activities		
Income before income tax	1,743,056,315	PHP 1,191,666,107
Adjustments for:		
Change in legal policy reserves (Note 10)	1,161,091,054	119,328,198
Change in IBNR provision (Note 10)	1,493,891	27,593,410
Depreciation and amortization (Notes 8, 18 and 21)	16,065,835	15,713,263
Net benefit expense (Notes 19)	10,534,288	9,708,738
Fair value loss (gain) on financial assets at fair value through profit or loss (Note 5 and 16)	(2,988,878)	(2,613,979)
Interest expense on lease liabilities (Note 21)	768,017	162,239
Provision for impairment loss on other assets (Notes 9 and 18)	739,726	1,836,792
Interest income (Note 16)	(345,193,610)	(221,487,429)
Unrealized foreign currency exchange losses (gains) - net	(1,914,026)	10,271,666
Gains on sale of available-for-sale financial assets (Note 5)	(31,977,766)	(2,450,662)
Operating income before changes in working capital	2,551,674,846	1,149,728,343
Changes in operating assets and liabilities:		
Increase in:		
Reinsurance assets	(116,958,793)	(297,818,301)
Other assets	(7,037,490)	(1,562,159)
Financial assets at fair value through profit or loss (Note 5)	(2,306,393,010)	(2,185,793,446)
Loans and receivables	(28,803,399)	(22,394,514)
Insurance receivables	(15,123,079)	(9,403,599)
Increase (decrease) in:		
Insurance contract liabilities (Note 10)	2,219,065,036	2,301,032,721
Due to related parties	334,059,172	190,935,589
Policy and contract claims payable (Note 10)	(46,508,197)	92,597,566
Insurance payables	7,712,704	17,795,294
Policyholders' dividends	26,959,880	27,122,043
Accounts payable and accrued expenses	28,227,416	(85,978,288)
Net cash generated from operations	2,646,875,086	1,176,261,249
Income taxes paid (including creditable withholding taxes)	(346,305,532)	(305,341,149)
Contributions to retirement fund (Note 19)	(9,861,895)	(8,734,273)
Net cash provided by operating activities	2,290,707,659	862,185,827

(Forward)

	Years Ended December 31	
	2024	2023
Cash Flows From Investing Activities		
Interest received	308,724,147	247,865,059
Proceeds from sale/maturities of:		
Available-for-sale financial assets (Note 5)	2,733,411,148	169,592,370
Available-for-sale financial assets (Note 8)	455,648	-
Acquisitions of:		
Available-for-sale financial assets (Note 5)	(4,810,116,040)	(1,267,871,059)
Property and equipment (Note 8)	(13,640,732)	(14,293,035)
Net cash provided by investing activities	(1,781,165,829)	(864,706,665)
	Years Ended December 31	
	2024	2023
Cash Flows From Financing Activities		
Dividends paid (Note 13)	(PHP 400,000,000)	(PHP 400,000,000)
Interest paid (Note 21)	(768,017)	(162,239)
Payment of principal portion of lease liability (Note 21)	(4,670,033)	(3,972,619)
Cash used in financing activities	(405,438,050)	(404,134,858)
Effect Of Foreign Currency Rate Changes In Cash And Cash Equivalents	(11,611,138)	(4,117,259)
Net Increase (Decrease) In Cash And Cash Equivalents	92,492,642	(410,772,955)
Cash And Cash Equivalents At Beginning Of Year	893,512,231	1,304,285,186
Cash And Cash Equivalents At End Of Year (Note 4)	PHP 986,004,873	PHP 893,512,231

See accompanying Notes to Financial Statements.



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