

# Sun Life Assurance Company of Canada

Form of Policyholder Proxy for the May 5, 2021 Annual Meeting



Please clearly print your name and address below:

Voting Policy Number(s):

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The UNDERSIGNED voting policyholder of **Sun Life Assurance Company of Canada** (the "Company") hereby appoints **William D. Anderson, Chair of the Board**, or failing him, **Scott F. Powers, Chair of the Governance, Investment & Conduct Review Committee**, or failing him, a director of the Company appointed by the directors present at the meeting, or instead of any of the foregoing, \_\_\_\_\_ as the proxyholder of the undersigned to attend, vote and act on behalf of the undersigned at the Annual Meeting of the Company to be held on Wednesday, May 5, 2021 and at any continuation of the meeting after any adjournment thereof, to the same extent and with the same powers as if the undersigned were personally present at such meeting or any such continuation thereof. **A voting policyholder has the right to appoint a person or company other than those designated by inserting the name of such person in the space provided above. In addition, YOU OR YOUR PROXYHOLDER MUST obtain a control number by calling 1 (866) 751-6315 (within North America) or 1 (212) 235-5754 (outside of North America) or by completing an online form at: <https://lp.astfinancial.com/ControlNumber> by 5:00 pm (Toronto time) on Wednesday, April 28, 2021 from the Company's agent, AST Trust Company (Canada) (AST). This control number will allow your proxyholder to log in to and vote at the meeting. Without a control number, your proxyholder will only be able to log in to the meeting as a guest and will not be able to vote.**

A duly completed form of proxy must be received by AST, **no later than 5:00 pm (Toronto time) on Wednesday, April 28, 2021** or, in the case of an adjournment of the meeting, by no later than 5:00 pm (Toronto time) on the date that is two business days before the meeting is reconvened. See reverse side for instructions for submitting your proxy.

**Information on the following can be found in the Information for Voting Policyholders booklet of the Company dated March 12, 2021.**

The directors and management recommend voting policyholders vote **FOR** the matters below. Unless otherwise specified, the proxyholders designated by the directors and management intend to vote **FOR** the matters below:

**1. Election of Directors**

- |                           |  |
|---------------------------|--|
| William D. Anderson ----- | <input type="checkbox"/> For <input type="checkbox"/> Withhold |
| Stephanie L. Coyles ----- | <input type="checkbox"/> For <input type="checkbox"/> Withhold |
| Martin J. G. Glynn -----  | <input type="checkbox"/> For <input type="checkbox"/> Withhold |
| M. Marianne Harris -----  | <input type="checkbox"/> For <input type="checkbox"/> Withhold |
| Scott F. Powers -----     | <input type="checkbox"/> For <input type="checkbox"/> Withhold |

**2. Appointment of Deloitte LLP as Auditor -----**  For  Withhold

**3. Special resolution to amend By-law No. 1 re: maximum board compensation -----**  For  Against

**Your Signature(s)** (all policyholders named on proxy must sign)

X

**Date** (dd/mm/yyyy)

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## Notes to the Form of Proxy

**This form of proxy is solicited by and on behalf of the Board of Directors and management.** This proxy is valid only for the Annual Meeting on May 5, 2021 and any continuation of the Annual Meeting after any adjournment thereof.

- a) If the voting policyholder intends to vote by proxy, this form of proxy must be signed and dated by the voting policyholder. All signatures must agree with the names on this proxy. If the voting policyholder is a corporation, it must be signed by a duly authorized signing officer whose title should be provided.
- b) If this form of proxy is signed pursuant to a power of attorney, written evidence of the appointment of the attorney must be returned with the completed proxy.
- c) Should any of the nominees named in paragraph one of this proxy be unable to serve as a director for any reason, the proxyholder reserves the right to vote for another nominee in his or her discretion unless the proxyholder has been specifically instructed on this form of proxy to withhold the vote for the election of directors.
- d) This form of proxy confers discretionary authority upon the proxyholder with respect to matters that may properly come before the meeting.
- e) This proxy must be delivered in accordance with the provisions set out in the Information for Voting Policyholders booklet dated March 12, 2021.

## Instructions for Submitting Your Proxy

By Mail: Mark, sign, date and return in the envelope provided.

By Email: Mark, sign, date, scan and email the signed page to [proxyvote@astfinancial.com](mailto:proxyvote@astfinancial.com).

By Telephone: From Canada or the United States only, using a touch-tone telephone, call toll free 1 (888) 489-7352 (English and French) and follow the voice instructions. You will need to refer to your control number printed on the front of this proxy form.

By Internet: Access [www.astvotemyproxy.com](http://www.astvotemyproxy.com) and follow the instructions. You will need to refer to your control number printed on the front of this proxy form.

**If you have questions regarding this proxy form, please refer to the Voting section of the Information for Voting Policyholders booklet for contact information.**