

**AMENDMENT NO. 2 DATED SEPTEMBER 25, 2017**

**TO THE ANNUAL INFORMATION FORM DATED FEBRUARY 10, 2017 AS AMENDED BY  
AMENDMENT NO. 1 DATED JULY 28, 2017**

**in respect of:**

**Sun Life MFS Canadian Equity Fund** (Series A, D, F, I, O securities)  
**Sun Life MFS Canadian Equity Value Fund** (Series A, D, F, I, O securities)

(each a “**Fund**” and collectively, the “**Funds**”)

The annual information form dated February 10, 2017, as amended by Amendment No. 1 dated July 28, 2017 (the “**AIF**”), relating to the offering of securities of the Funds is hereby amended as noted below.

Unless otherwise specifically defined, capitalized terms used in this amendment have the meaning given to such terms in the AIF.

**Introduction:**

The AIF is being amended:

1. to provide notice that the Funds will no longer be merged into Sun Life MFS Canadian Equity Growth Fund and will continue to exist as separate investment funds; and
2. to reflect the new risk rating methodology adopted by the Manager.

**Technical Amendments to the AIF:**

**1. Mergers Not to Proceed**

In order to reflect that the Funds will no longer be merged into Sun Life MFS Canadian Equity Growth Fund, the rows titled “Sun Life MFS Canadian Equity Fund” and “Sun Life MFS Canadian Equity Value Fund” in the table beginning on page 7 under the heading “Major Events in the Last 10 Years” are deleted and replaced with the following:

<b>Fund</b>	<b>Date on which Fund was Established and Governing Document</b>	<b>Material Amendment to Governing Document</b>	<b>Major Event in the Last 10 Years</b>
Sun Life MFS Canadian Equity Fund	March 25, 2004, pursuant to the Trust Agreement.  Trust Agreement amended and consolidated to adopt the Master Declaration of Trust as the governing document for the Fund, effective June 1, 2012.	Trust Agreement amended on April 4, 2011 to change the investment objective of the Fund.  Trust Agreement amended on April 2, 2012 to reclassify existing Class C units of the Fund as Series I units and rename Class	On April 4, 2011, the investment objectives and strategies of the Fund were changed so that the Fund may invest primarily in a diversified portfolio of Canadian equities, with flexibility to also invest in non-Canadian securities.  The manager and portfolio manager changed from

		<p>A, Class D, Class F and Class O units of the Fund as Series A, Series D, Series F and Series I units, respectively.</p> <p>Trust Agreement amended and consolidated on June 1, 2012 to reflect the modernization of the document to bring it in line with industry practice by adopting the Master Declaration of Trust as the governing document for the Fund.</p> <p>Master Declaration of Trust amended and restated on January 1, 2015 to implement the fixed-rate administration fee.</p>	<p>MFS IMC to Sun Life Global Investments Canada on April 2, 2012. On the same date, MFS IMC became a sub-advisor to Sun Life Global Investments Canada and MFS became a sub-advisor to MFS IMC in respect of the Fund. Changed name from McLean Budden Canadian Equity Fund to Sun Life MFS McLean Budden Canadian Equity Fund on April 2, 2012.</p> <p>Changed name from Sun Life MFS McLean Budden Canadian Equity Fund to Sun Life MFS Canadian Equity Fund on August 29, 2013.</p> <p>Effective on or about February 5, 2016, Series E units were redesignated as Series A units.</p>
Sun Life MFS Canadian Equity Value Fund	<p>April 1, 2000, pursuant to the Trust Agreement.</p> <p>Trust Agreement amended and consolidated to adopt the Master Declaration of Trust as the governing document for the Fund, effective June 1, 2012.</p>	<p>Trust Agreement amended on April 2, 2012 to reclassify existing Class C units of the Fund as Series I units and rename Class A, Class D, Class F and Class O units of the Fund as Series A, Series D, Series F and Series I units, respectively.</p> <p>Trust Agreement amended and consolidated on June 1, 2012 to reflect the modernization of the document to bring it in line with industry practice by adopting the Master Declaration of Trust as the governing document for the Fund.</p> <p>Master Declaration of Trust amended and</p>	<p>The manager and portfolio manager changed from MFS IMC to Sun Life Global Investments Canada on April 2, 2012. On the same date, MFS IMC became a sub-advisor to Sun Life Global Investments Canada and MFS became a sub-advisor to MFS IMC in respect of the Fund.</p> <p>Changed name from McLean Budden Canadian Equity Value Fund to Sun Life MFS McLean Budden Canadian Equity Value Fund on April 2, 2012.</p> <p>Changed name from Sun Life MFS McLean Budden Canadian Equity Value Fund to Sun Life MFS Canadian Equity Value Fund on August 29, 2013.</p>

		restated on January 1, 2015 to implement the fixed-rate administration fee.	Effective on or about February 5, 2016, Series E units were redesignated as Series A units.
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## 2. Standardized Risk Classification Methodology

No technical changes to the AIF are required to reflect the new standardized risk rating methodology adopted by the Manager. See Amendment No. 2 dated September 25, 2017 to the simplified prospectus dated February 10, 2017, as amended by Amendment No. 1 dated July 28, 2017 for further details.

**CERTIFICATE OF THE FUNDS AND THE MANAGER AND THE PROMOTER OF THE FUNDS**

Sun Life MFS Canadian Equity Fund  
Sun Life MFS Canadian Equity Value Fund

(collectively, the “**Funds**”)

This Amendment No. 2 dated September 25, 2017, together with the annual information form dated February 10, 2017, as amended by Amendment No. 1 dated July 28, 2017 and the simplified prospectus dated February 10, 2017, as amended by Amendment No. 1 dated July 28, 2017 and Amendment No. 2 dated September 25, 2017 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each province and territory of Canada and do not contain any misrepresentations.

DATED the 25 day of September, 2017.

*(signed) “Rick C. Headrick”*

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Rick C. Headrick  
President, signing in the capacity of chief  
executive officer  
Sun Life Global Investments (Canada) Inc.

*(signed) “Paul Sergi”*

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Paul Sergi  
Chief Financial Officer  
Sun Life Global Investments (Canada) Inc.

On behalf of the Board of Directors of Sun Life Global Investments (Canada) Inc.,  
as Trustee and Manager of the Funds

*(signed) “Brennan Kennedy”*

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Brennan Kennedy  
Director

*(signed) “Patricia Callon”*

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Patricia Callon  
Director

SUN LIFE GLOBAL INVESTMENTS (CANADA) INC.  
as Promoter of the Funds

*(signed) “Rick C. Headrick”*

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Rick C. Headrick  
President