

**AMENDMENT NO. 1 DATED DECEMBER 15, 2017 TO THE PROSPECTUS DATED
MAY 19, 2017**

in respect of:

Sun Life Multi-Strategy Target Return Fund (Series A, F, I, O)

(the “Fund”)

The prospectus dated May 19, 2017 (the “**Prospectus**”) relating to the offering of units of the Fund 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 Prospectus.

Introduction

The Prospectus is being amended to:

1. reflect a reduction in the Administration Fee applicable to Series F and Series O Units of the Fund effective as of January 1, 2018;
2. provide notice of certain changes to the Private Client Program, which come into effect on or about March 28, 2018. As more particularly described in the technical amendments below, these changes will not impact any investor or Household Group enrolled in the Private Client Program as of March 27, 2018, where the market value of the Eligible Securities in the account of the investor or the Household Group, as the case may be, exceeds \$500,000 as of March 27, 2018; and
3. to reflect the new risk rating methodology adopted by the Manager.

Technical Amendments to the Prospectus

1. Reduction of Administration Fee applicable to Series F Units of the Fund

Effective as of January 1, 2018, the administration fee applicable to Series F and Series O Units of the Fund is reduced from 0.20% to 0.15%.

The technical amendments to the Prospectus to reflect this change are as follows:

- (a) The table entitled “Administration Fees” on page 13 of the Prospectus in the “Administration Fee” row of the table in the section entitled “Summary of Fees and Expenses” is deleted and replaced with the following:

Administration Fees	
All series (other than Series I)	Series I
0.20% of NAV	0.05% of NAV

Effective January 1, 2018, the Administration Fees paid by the Fund will be changed to:

Administration Fees		
Series A	Series F and O	Series I
0.20% of NAV	0.15% of NAV	0.05% of NAV

- (b) The table entitled “Administration Fees” on page 22 of the Prospectus under the sub-heading “Administration Fee” in the section entitled “Fees and Expenses” is deleted and replaced with the following:

Administration Fees	
All series (other than Series I)	Series I
0.20% of NAV	0.05% of NAV

Effective January 1, 2018, the Administration Fees paid by the Fund will be changed to:

Administration Fees		
Series A	Series F and O	Series I
0.20% of NAV	0.15% of NAV	0.05% of NAV

2. Changes to the Private Client Program

Effective on or about March 28, 2018, the Manager is implementing changes to its Private Client Program, a program offered by the Manager that provides clients with a cost effective investment solution with enhanced reporting and services. These changes, which result in decreases to the management fee reductions available in the upper tiers of the Private Client Program, are intended to ensure the Manager’s Private Client Program continues to remain competitive.

As more particularly described below, these changes will not impact any investor or Household Group enrolled in the Private Client Program as of March 27, 2018, where the market value of the Eligible Securities in the account of the investor or the Household Group, as the case may be, exceeds \$500,000 as of March 27, 2018.

The technical amendments to the Prospectus to reflect these changes are as follows:

- (a) The fourth paragraph under the sub-heading “Management Fee” and the heading “Fees and Expenses Payable by the Fund” in the section entitled “Fees and Expenses” on page 21 is deleted and replaced with the following:

Investors are eligible for management fee reductions if their account is linked to a Household Group or when the market value of the Eligible Securities in their account exceeds \$100,000. A different rate of management fee reduction applies to the dollar value indicated in each tier and a particular rate is applied to the assets within a particular tier only, as set out in the tables below. The thresholds indicated below apply to the market value of Eligible Securities in an account or, if the

account is linked to a Household Group, the aggregate market value of the Eligible Securities in all accounts in the Household Group. If the market value of the Eligible Securities in the account falls below \$100,000, the account no longer qualifies for the management fee reductions set out below. If the aggregate market value of the Eligible Securities in all accounts in the Household Group falls below \$250,000, only those accounts with \$100,000 or more will still qualify for the management fee reduction. See “Distribution Policy – Private Client Program”.

- (b) The fifth paragraph, and the table entitled “Private Client Program – Management Fee Reductions”, each under the sub-heading “Management Fee” and the heading “Fees and Expenses Payable by the Fund” in the section entitled “Fees and Expenses” on page 21, are each deleted and replaced with the following:

The thresholds indicated below apply to an account or Household Group that entered the Private Client Program on or after March 28, 2018. The thresholds indicated below also apply to an account or Household Group that began participating in the Private Client Program prior to March 28, 2018 if, as of March 27, 2018, the market value of Eligible Securities in such account exceeded \$100,000 but was less than \$500,000 or the market value of Eligible Securities in such Household Group exceeded \$250,000 but was less than \$500,000.

Private Client Program – Management Fee Reductions	
Balance in Eligible Securities (Individual Account or Household Group)	Management Fee Reduction (within tier)
Tier 1 – Less than or equal to \$250,000, provided that AUM exceeds \$100,000	0.05%
Tier 2 – Greater than \$250,000 to \$500,000	0.10%
Tier 3 – Greater than \$500,000 to \$1million	0.15%
Tier 4 – Greater than \$1million to \$3million	0.175%
Tier 5 – Greater than \$3million	0.20%

However, for those accounts or Household Groups, which qualified for the Private Client Program prior to March 28, 2018 and, as of March 27, 2018, had a market value of Eligible Securities in excess of \$500,000, the thresholds indicated below apply.

Private Client Program – Management Fee Reductions	
Balance in Eligible Securities (Individual Account or Household Group)	Management Fee Reduction (within tier)
Tier 1 – Less than or equal to \$250,000, provided that AUM exceeds \$100,000	0.050%
Tier 2 – Greater than \$250,000 to \$500,000	0.100%
Tier 3 – Greater than \$500,000 to \$1million	0.200%
Tier 4 – Greater than \$1million to \$3million	0.250%
Tier 5 – Greater than \$3million	0.300%

- (c) The third paragraph under the sub-heading “Management Fee” and the heading “Fees and Expenses Payable Directly by Unitholders” in the section entitled “Fees and Expenses” on page 22 and the table entitled “Series O Management Fee Reductions” under the sub-

heading “Management Fee” and the heading “Fees and Expenses Payable Directly by Unitholders” in the section entitled “Fees and Expenses” on page 23 are each deleted and replaced with the following:

A Series O investor is eligible for management fee reductions if the investor’s account is linked to a Household Group or when the market value of the Eligible Securities in the investor’s account exceeds \$100,000. A different rate of management fee reduction applies to the dollar value indicated in each tier and a particular rate is applied to the assets within a particular tier only, as set out in the tables below.

The thresholds indicated below apply to the market value of Eligible Securities in an account or, if the account is linked to a Household Group, the aggregate market value of Eligible Securities in all accounts in the Household Group. If the market value of the Eligible Securities in your account falls below \$100,000, the account will no longer qualify for the management fee reductions set out below. If the aggregate market value of the Eligible Securities in all accounts in your Household Group falls below \$250,000, only those accounts with \$100,000 or more will still qualify for the management fee reduction

The thresholds indicated below apply to an account or Household Group that entered the Private Client Program on or after March 28, 2018. The thresholds indicated below also apply to an account or Household Group that began participating in the Private Client Program prior to March 28, 2018 if, as of March 27, 2018, the market value of Eligible Securities in such account exceeded \$100,000 but was less than \$500,000 or the market value of Eligible Securities in such Household Group exceeded \$250,000 but was less than \$500,000.

Series O Management Fee Reductions	
Balance in Eligible Securities (Individual Account or Household Group)	Series O Management Fee Reduction (within tier)
Tier 1 – Less than or equal to \$250,000, provided that AUM exceeds \$100,000	0.050%
Tier 2 – Greater than \$250,000 to \$500,000	0.100%
Tier 3 – Greater than \$500,000 to \$1million	0.150%
Tier 4 – Greater than \$1million to \$3million	0.175%
Tier 5 – Greater than \$3million	0.200%

However, for those accounts or Household Groups, which qualified for the Private Client Program prior to March 28, 2018 and, as of March 27, 2018, had a market value of Eligible Securities in excess of \$500,000, the thresholds indicated below apply.

Series O Management Fee Reductions	
Balance in Eligible Securities (Individual Account or Household Group)	Series O Management Fee Reduction (within tier)
Tier 1 – Less than or equal to \$250,000, provided that AUM exceeds \$100,000	0.05%
Tier 2 – Greater than \$250,000 to \$500,000	0.10%
Tier 3 – Greater than \$500,000 to \$1million	0.20%
Tier 4 – Greater than \$1million to \$3million	0.25%
Tier 5 – Greater than \$3million	0.30%

3. Standardized Risk Classification Methodology

The technical amendments to the Prospectus required to reflect the new risk rating methodology adopted by the Manager are set out below:

- (a) The paragraphs under the heading entitled “Fund risk classification” on page 34 are deleted and replaced with the following:

The Manager assigns an investment risk rating to the Sun Life Global Investments Mutual Funds to provide investors with further information to help them determine whether the applicable Sun Life Global Investments Mutual Fund is appropriate. The Fund has been assigned the investment risk rating of low-to-medium.

The investment risk level of each Sun Life Global Investments Mutual Fund is required to be determined in accordance with a standardized risk classification methodology set out in National Instrument 81-102 – *Investments Funds*. This risk methodology is based on the Sun Life Global Investments Mutual Fund’s historical volatility as measured by the 10-year standard deviation of the returns of the Sun Life Global Investments Mutual Fund. Standard deviation is used to quantify the historical dispersion of returns around the average returns over a recent 10-year period. In this context, it can provide an indication of the amount of variability of returns that occurred relative to the average return over the 10-year measurement period. The higher the standard deviation of a Sun Life Global Investments Mutual Fund, the greater the range of returns it experienced in the past. In general, the greater the range of observed or possible returns, the higher the risk.

For those Sun Life Global Investments Mutual Funds that do not have a 10-year return history, such as the Fund, the Manager calculates the investment risk level by using the actual return history of the Sun Life Global Investments Mutual Fund, and imputing the return history of one or more reference indices for the remainder of the 10-year period. Since the Fund does not have a 10-year return history, the Manager has based the investment risk level on the 10-year standard deviation of the returns of the Fund’s reference index, being 50% of the volatility of the MSCI All World Country Index. The MSCI All Country World Index is a free float-adjusted market capitalization weighted index that is designed to measure equity market performance in global developed and emerging markets.

The Manager assigns a risk rating category that is at, or higher than, the applicable rating indicated by the standard deviation ranges in the standardized risk classification methodology, as outlined in the table below.

Standard deviation range	Risk rating
0 to less than 6	Low
6 to less than 11	Low-to-medium
11 to less than 16	Medium
16 to less than 20	Medium-to-high
20 or greater	High

It is important to note that other types of risks, both measurable and non-measurable, may exist. It is also important to note that a Sun Life Global Investments Mutual Fund's historical volatility may not be indicative of future volatility. The Manager may exercise our discretion and assign a Sun Life Global Investments Mutual Fund a higher risk classification than indicated by the 10-year annualized standard deviation and the prescribed ranges if the Manager believes that the applicable Sun Life Global Investments Mutual Fund may be subject to other foreseeable risks that the 10-year annualized standard deviation does not reflect.

The risk rating assigned to each Sun Life Global Investments Mutual Fund is approved by the Manager's fund risk classification committee. The committee also reviews the risk rating for each Sun Life Global Investments Mutual Fund at least annually, as well as if there is a material change in a Sun Life Global Investments Mutual Fund's risk profile that may affect its classification, or a change in the Sun Life Global Investments Mutual Fund's investment objective or investment strategy.

Investors can request a copy of the Manager's policy that describes the standardized risk classification methodology used to determine the investment risk level of each Sun Life Global Investments Mutual Fund, at no cost, by calling the Manager at 1 877 344 1434, by writing to the Manager at 1 York Street, Suite 3300, Toronto Ontario M5J 0B6 or by emailing the Manager at info@sunlifeglobalinvestments.com.

Purchasers' Statutory Rights of Withdrawal and Rescission

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase mutual fund securities within two business days after receipt of a prospectus and any amendment or within 48 hours after the receipt of a confirmation of a purchase of such securities. If the agreement is to purchase such securities under a contractual plan, the time period during which withdrawal may be made may be longer. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages if the prospectus and any amendment contains a misrepresentation or is not delivered to the purchaser, provided

that the remedies for rescission, revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to the applicable provisions of the securities legislation of the province or territory for the particulars of these rights or should consult with a legal adviser.

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CERTIFICATE OF THE FUND, THE TRUSTEE, MANAGER AND PROMOTER

Dated: December 15, 2017

The prospectus dated May 19, 2017, as amended by this Amendment No. 1, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus dated May 19, 2017, as amended by this Amendment No. 1, as required by the securities legislation of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Québec, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland and Labrador, Yukon, Northwest Territories and Nunavut.

**SUN LIFE GLOBAL INVESTMENTS (CANADA) INC.
as Trustee and Manager of the Fund**

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

signed (“Paul Sergi”)
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.

signed (“Brennan Kennedy”)
Brennan Kennedy
Director

signed (“Patricia Callon”)
Patricia Callon
Director

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

signed (“Rick C. Headrick”)
Rick C. Headrick
President