

AMENDMENT NO. 1 DATED AUGUST 1, 2024
TO THE SIMPLIFIED PROSPECTUS DATED JUNE 28, 2024

in respect of:

Sun Life Schroder Global Mid Cap Fund
(Series A, T8, F, I, O securities)

Sun Life MFS U.S. Mid Cap Growth Fund
(Series A, T5, F, I, O securities)

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

The simplified prospectus dated June 28, 2024 (the “**Simplified Prospectus**”) 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 (the “**Amendment**”) have the meaning given to such terms in the Simplified Prospectus. All page numbers refer to the page numbering in the Simplified Prospectus.

Introduction:

In respect of Sun Life Schroder Global Mid Cap Fund (the “**Schroder Fund**”):

1. Effective the date hereof, Series A, T8, F and O (the “**Terminating Series**”) of the Schroder Fund are closed for purchase by any existing and new investors, and the Manager intends to terminate the Terminating Series effective following the close of business on or about October 4, 2024 (the “**Implementation Date**”). The Simplified Prospectus is being amended to remove references to the Terminating Series.
2. Effective following the close of business on the Implementation Date:
 - (a) Schroder Investment Management North America Inc. will be terminated as sub-advisor to the Schroder Fund and Acadian Asset Management LLC and MFS Investment Management Canada Limited will be appointed as sub-advisors to the Schroder Fund (the “**Sub-advisor Change**”);
 - (b) changes to the investment strategies of the Schroder Fund will be adopted (the “**Investment Strategy Change**”);
 - (c) the name of the Schroder Fund will be changed to Sun Life Global Mid Cap Fund (the “**Name Change**”);

Accordingly, the Simplified Prospectus is being amended effective following the close of business on the Implementation Date to reflect the Sub-advisor Change, the Investment Strategy Change and the Name Change.

Additionally, the Simplified Prospectus is being amended effective the date hereof to qualify for distribution Series T5 securities of Sun Life MFS U.S. Mid Cap Growth Fund.

Technical Amendments to the Simplified Prospectus:

1. Series Termination and Name Change

Effective following the close of business on the Implementation Date, the Simplified Prospectus is amended as follows to remove references to the Terminating Series and to reflect the Name Change of the Schroder Fund:

- (a) The front and back covers of the Simplified Prospectus are amended by deleting the rows relating to the Schroder Fund in their entirety and replacing them with the following:

“Sun Life Global Mid Cap Fund (*formerly Sun Life Schroder Global Mid Cap Fund*)
(Series I securities)”

- (b) The row for the Schroder Fund within the management fee table beginning on page 108 under the sub-heading “**Management fees**” is deleted in its entirety.
- (c) The row for the Schroder Fund within the administration fee table beginning on page 112 under the sub-heading “**Administration fees and operating expenses**” is deleted in its entirety and replaced with the following:

Fund Name	Series A, AH, AT5, T5, AT8 and T8 securities	Series D securities*	Series DB securities**	Series F, FH and P securities	Series F5, F8, FT5, FT8 securities	Series I and IH securities	Series O and OH securities
Sun Life Global Mid Cap Fund (formerly, Sun Life Schroder Global Mid Cap Fund)	--	--	--	--	--	0.05%	--

- (d) The row for the Schroder Fund within the table relating to Series O and Series OH management fees beginning on page 117 under the heading “**Fees and expenses payable directly by you – Management fees**” is deleted in its entirety.
- (e) The row for the Schroder Fund within the trailing commissions table beginning on page 123 under the heading “**Series A, Series AH, Series AT5, Series T5, Series AT8 and Series T8 trailing commissions**” is deleted in its entirety.
- (f) The row for the Schroder Fund within the table beginning on page 187 under the heading “**Constating documents for the Funds and major events in the last 10 years**” is deleted in its entirety and replacing it with the following:

Fund	Date on which Fund was Established and Governing Document	Material Amendment to Governing Document	Major Event in the Last 10 Years

<p>Sun Life Global Mid Cap Fund (formerly, Sun Life Schroder Global Mid Cap Fund)</p>	<p>January 29, 2015 pursuant to an amended and restated Schedule A dated January 29, 2015 to the SLGI Funds Master Declaration of Trust.</p>	<p>Amended and consolidated on July 13, 2018 to incorporate the Sun Life Excel Funds into the master declaration of trust for the Funds.</p> <p>Amended on May 20, 2020 to add a section clarifying that where it is not possible to hold a meeting of unitholders in person for reasons outside of the control of the trustee, such meetings may be held by electronic means.</p> <p>Amended on October 4, 2024 to remove Series A, Series T8, Series F and Series O and to change the name of the Fund.</p>	<p>Effective February 5, 2016, Series E units were redesignated as Series A units.</p> <p>Effective October 2, 2017, changed name from Sun Life Sentry Global Mid Cap Fund to Sun Life Schroder Global Mid Cap Fund.</p> <p>Effective October 2, 2017, the sub-advisor of the Fund changed from Sentry Investments Inc. to Schroder Investment Management North America Inc.</p> <p>Effective October 2, 2017, the investment strategies for the Fund were changed to reflect the strategies employed by Schroders in respect of the Fund.</p> <p>Effective October 4, 2024, Series A, Series T8, Series F and Series O units of the Fund were terminated.</p> <p>Effective October 4, 2024, the Fund changed its name to Sun Life Global Mid Cap Fund.</p> <p>Effective October 4, 2024, the sub-advisor of the Fund changed from Schroder Investment Management North America Inc. to Acadian Asset Management LLC and MFS Investment Canada Limited.</p> <p>Effective October 4, 2024, the investment strategies for the Fund were changed to reflect the strategies employed by Acadian and MFS IMC in respect of the Fund.</p>
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- (g) The name of the Schroder Fund at the top of page 278 will be changed from “Sun Life Schroder Global Mid Cap Fund” to “Sun Life Global Mid Cap Fund (formerly, Sun Life Schroder Global Mid Cap Fund)”.
- (h) The second and third rows in the “**Fund details**” table on page 278 will be deleted in their entirety and replaced with the following:

Securities Offered	Series I units of a mutual fund trust
Start Date	Series I: February 2, 2015

- (i) The first bullet under the sub-heading “**What are the risks of investing in the Fund?**” on page 279 is deleted.
- (j) The following is added as the third bullet under the sub-heading “**What are the risks of investing in the Fund?**” on page 279 directly following “Concentration risk”:

“Depository receipts risk”

- (k) The second, third and fourth paragraphs under the sub-heading “**Distribution policy**” on page 280 are deleted in their entirety and replaced with the following:

“We reserve the right to adjust the amount of the monthly distribution if we consider it appropriate, without notice.”

- (l) Other than in the instances set out above in this Amendment, all references to “Sun Life Schroder Global Mid Cap Fund” in the Simplified Prospectus are deleted and replaced with “Sun Life Global Mid Cap Fund”.

2. Sub-advisor Change

Effective following the close of business on the Implementation Date, the Simplified Prospectus is amended as follows to reflect the Sub-advisor Change of the Schroder Fund:

- (a) The following is added as a new paragraph under the sub-heading “**Sub-advisors**” on page 8 of the Simplified Prospectus directly below the paragraph related to “**1832 Asset Management L.P.**”

“**Acadian Asset Management LLC (“Acadian”)**”

Acadian acts as sub-advisor to the Manager in respect of a portion of the portfolio of Sun Life Global Mid Cap Fund, pursuant to a sub-advisory agreement between the Manager and Acadian. The head office of Acadian is located in Boston, Massachusetts, U.S.A. Acadian was founded in 1986 and is an indirectly wholly-owned subsidiary of US-based BrightSphere Investment Group Inc., a Delaware corporation publicly listed on the NYSE. As of December 31, 2023, Acadian had approximately US\$103.74 billion in assets under management. Acadian is not an affiliate of the Manager. Subject to compliance with applicable securities legislation, the agreement with Acadian is terminable on 90 days’ prior written notice from one party to another. The agreement is also terminable earlier on

the happening of certain specified events, such as the bankruptcy or insolvency of the sub-advisor.”

- (b) The first paragraph under the sub-heading “**Sub-advisors - MFS Investment Management Canada Limited (“MFS IMC”)**” on page 11 of the Simplified Prospectus is deleted in its entirety and replaced with the following:

“MFS IMC acts as a sub-advisor to the Manager for Sun Life Money Market Fund, Sun Life Global Mid Cap Fund, the MFS Funds and a portion of the investment portfolio of Sun Life Real Assets Private Pool, pursuant to a sub-advisory agreement between the Manager and MFS IMC. Except for Sun Life Money Market Fund, MFS IMC has engaged its affiliate, MFS Institutional Advisors, Inc. (“MFS”), to provide investment advisory services for each of these Funds. MFS IMC oversees the portfolio management by MFS and is responsible for the investment advice provided by MFS. MFS IMC and MFS are collectively referred to as the sub-advisor for these Funds.”

- (c) Reference to “Sun Life Schroder Global Mid Cap Fund” is deleted from the paragraph under the sub-heading “**Schroder Investment Management North America Inc. (“Schroders”)**” on page 12 of the Simplified Prospectus.
- (d) All references to “the Schroder Funds” throughout the Simplified Prospectus are replaced with “Sun Life Schroder Emerging Markets Fund”.
- (e) The first and second paragraphs under “**Additional information about portfolio advisers**” on page 14 are deleted in their entirety and replaced with the following:

“It may be difficult to enforce legal rights against ABSLAMCPL, Acadian, BTC, Crescent, JPMIM, KBIGI, Lazard, MFS, Nuveen, Schroders or SLC U.S. because they are resident outside Canada and all, or substantially all, of their assets are located outside Canada.

Investment decisions are made by one or more teams of portfolio managers employed by SLGI or the Funds’ sub-advisors, including 1832 LP, Acadian, ABSLAMCPL, Amundi Canada, Amundi UK, BlackRock Canada, BTC, CC&L, Crescent, JPMAMC, KBI, Lazard, MFS IMC, MFS, Nuveen, Schroders, SLC Management or Wellington, as applicable.”

- (f) The row for the Schroder Fund within the table beginning on page 14 under the heading “**Additional information about portfolio advisers**” is deleted in its entirety and replaced with the following:

Fund	Name and Title	Firm	Role in Investment Decision-Making Process
Sun Life Global Mid Cap Fund (formerly Sun Life Schroder Global Mid Cap Fund)	AlyKhan Somani, CFA Portfolio Manager	SLGI Asset Management Inc.	Co-Manager Contributes to strategic and tactical asset allocation, and underlying manager

			selection and oversight
	Christine Tan, CFA Portfolio Manager	SLGI Asset Management Inc.	Co-Manager Contributes to strategic and tactical asset allocation, and underlying manager selection and oversight
	Brendan Bradley, Ph.D. Executive Vice President, Chief Investment Officer	Acadian Asset Management LLC	Co-Manager Contributes to portfolio oversight and security selection
	Eric J. Braz Portfolio Manager	MFS Institutional Advisors, Inc.*	Co-Manager Contributes to portfolio oversight and equity security selection
	Peter F. Fruzzetti Portfolio Manager	MFS Institutional Advisors, Inc.*	Co-Manager Contributes to portfolio oversight and equity security selection
	Michael S. Grossman Portfolio Manager	MFS Institutional Advisors, Inc.*	Co-Manager Contributes to portfolio oversight and equity security selection
	Sandeep Mehta Portfolio Manager	MFS Institutional Advisors, Inc.*	Co-Manager Contributes to portfolio oversight and equity security selection

- (g) The following is added as a new paragraph on page 50 of the Simplified Prospectus following the paragraph relating to “**Proxy voting at ABSLAMCPL**”:

“Proxy Voting at Acadian

Acadian utilizes the services of Institutional Shareholder Services (“ISS”), an unaffiliated proxy firm, to help manage the proxy voting process and to research and vote proxies. Acadian has adopted the ISS voting policies to vote proxies on behalf of Sun Life Global Mid Cap Fund. Acadian reviews the ISS policies at least annually and believes that they are reasonably designed to ensure that Acadian votes proxies in the best interest of the Fund

and that Acadian's voting decisions are insulated from any potential material conflicts of interest.

When voting proxies on behalf of the Fund, Acadian assumes a fiduciary responsibility to vote in the Fund's best interests.

Procedures

Proxy Voting Guidelines

Acadian acknowledges it has a duty of care to the Fund that requires it to monitor corporate events and vote the Fund's proxies. To assist in this effort, Acadian has retained ISS to research and vote its proxies. ISS provides proxy-voting analysis and votes proxies in accordance with predetermined guidelines. Relying on ISS to vote proxies is intended to help ensure that Acadian votes in the best interest of the Fund and insulates Acadian's voting decisions from any potential material conflicts of interest. Acadian will also accept specific written proxy voting instructions from the Fund and communicate those instructions to ISS to implement when voting proxies involving the Fund.

In specific instances where ISS will not vote a proxy, will not provide a voting recommendation, or other instances where there is an unusual cost or requirement related to a proxy vote, Acadian's Head of Core Strategies Securities Operations will coordinate with members of sub-advisor's investment team to conduct an analysis to determine whether the costs related to the vote outweigh the potential benefit to the Fund. If Acadian determines, in their discretion, that it is in the best of interest of the Fund not to participate in the vote, Acadian will not participate in the vote on behalf of the Fund. If Acadian determines that a vote would be in the best interest of the Fund, Acadian will provide voting direction back to ISS and ensure the vote is cast as they instruct.

Unless contrary instructions are received from the Fund, Acadian has instructed ISS to not vote proxies in so-called "share blocking" markets. Share-blocking markets are markets where proxy voters have their securities blocked from trading during the period of the annual meeting. The period of blocking typically lasts from a few days to two weeks. During the period, any portfolio holdings in these markets cannot be sold without a formal recall. The recall process can take time, and in some cases, cannot be accomplished at all. This makes the Fund's portfolio vulnerable to a scenario where a stock is dropping in attractiveness but cannot be sold because it has been blocked. Shareholders who do not vote are not subject to the blocking procedure.

Acadian also reserves the right to override ISS vote recommendations under certain circumstances. Acadian will only do so if they believe that voting contrary to the ISS recommendation is in the best interest of the Fund. The reasons for any overrides and for voting against the ISS recommendation will be documented.

Conflicts of Interest

Occasions may arise during the voting process in which the best interest of the Fund conflict with Acadian's interests. In these situations, ISS will continue to follow the same predetermined guidelines as formally agreed upon between Acadian and ISS before such conflict of interest existed. Conflicts of interest generally include (i) business relationships where Acadian has a substantial business relationship with, or is actively soliciting business

from, a company soliciting proxies, or (ii) personal or family relationships whereby an employee of Acadian has a family member or other personal relationship that is affiliated with a company soliciting proxies, such as a spouse who serves as a director of a public company. A conflict could also exist if a substantial business relationship exists with a proponent or opponent of a particular initiative.

If Acadian learns that a conflict of interest exists, the Head of Core Strategies Securities Operations will work with their compliance and investment team as needed to document (i) the details of the conflict of interest, (ii) whether or not the conflict is material, and (iii) procedures to ensure that Acadian makes proxy voting decisions based on the best interests of clients. If Acadian determines that a material conflict exists, it will defer to ISS to vote the proxy in accordance with the predetermined voting policy.

Voting Process

Acadian's Head of Core Strategies Securities Operations acts as coordinator with ISS including ensuring proxies Acadian is responsible to vote are forwarded to ISS, overseeing that ISS is voting assigned client accounts and maintaining appropriate authorization and voting records.

After ISS is notified by the custodian of a proxy that requires voting and/or after ISS cross references their database with a routine download of Acadian holdings and determines a proxy requires voting, ISS will review the proxy and make a voting proposal based on the recommendations provided by their research group. Any electronic proxy votes will be communicated to the proxy solicitor by ISS Global Proxy Distribution Service and Broadridge's Proxy Edge Distribution Service, while non-electronic ballots, or paper ballots, will be faxed, telephoned or sent via Internet. ISS assumes responsibility for the proxies to be transmitted for voting in a timely fashion and maintains a record of the vote, which is provided to Acadian on a monthly basis."

- (h) The title and the first paragraph under the sub-heading "**Proxy voting at MFS and MFS IMC**" on page 68 are deleted in their entirety and replaced with the following:

"Sun Life Global Mid Cap Fund, Sun Life Money Market Fund and MFS Funds

The Manager has delegated authority to vote proxies on behalf of the MFS Funds, Sun Life Global Mid Cap Fund and Sun Life Money Market Fund to MFS IMC. MFS IMC, as a subsidiary of MFS, has adopted and votes proxies in accordance with MFS' proxy voting policies and procedures, as described below. A reference in this section to MFS should therefore be read to include MFS IMC."

- (i) Reference to "Sun Life Schroder Global Mid Cap Fund" is deleted from the title under the sub-heading "**Proxy voting at Schroders**" on page 73 of the Simplified Prospectus.
- (j) The following is added as the thirteenth bullet under the heading "**Material contracts**" on page 79:

"Sub-Advisory Agreement dated as of April 20, 2023 and effective as of April 20, 2023, as amended effective October 4, 2024, between the Manager and Acadian Asset Management LLC, as described under Sub-advisors;"

- (k) The following paragraph is added on page 160 of the Simplified Prospectus following the paragraph relating to “Credit risk”:

“Depositary receipts risk

Depositary receipts are securities that evidence ownership interests in, and represent the right to receive, a security or a pool of securities that have been deposited with a bank or trust depository. Certain Funds may invest in American Depositary Receipts (“ADRs”), Global Depositary Receipts (“GDRs”) or other similar securities. For ADRs, the depository is typically a U.S. financial institution and the underlying securities are issued by a non-U.S. entity. For GDRs, the depository receipt is issued by a bank in more than one country for securities in a foreign company. Depositary receipts will not necessarily be denominated in the same currency as their underlying securities. Generally, ADRs are issued in registered form, denominated in U.S. dollars, and designed for use in the U.S. securities markets. Other depositary receipts such as GDRs may be issued in bearer form, may be denominated in any currency, and are primarily designed for use in securities markets outside Canada. ADRs and GDRs can be sponsored by the issuing bank or trust company or the issuer of the underlying securities. Although the issuing bank or trust company may impose charges for the collection of dividends and the conversion of such securities into the underlying securities, generally no fees are imposed on the purchase or sale of these securities other than transaction fees ordinarily involved with trading stock. Such securities may be less liquid or may trade at a lower price than the underlying securities of the issuer. Additionally, the issuers of securities underlying depositary receipts may not be obligated to timely disclose information that is considered material under Canadian securities laws and regulations. Therefore, less information may be available regarding these issuers than about the issuers of other securities and there may not be a correlation between such information and the market value of the depositary receipts.”

- (l) The following is added as a new paragraph on page 216 of the Simplified Prospectus following the paragraph relating to ABSLAMCPL:

“Acadian

Acadian uses ESG integration in its portfolio management of Sun Life Global Mid Cap Fund.

ESG considerations (or indicators) are integrated into the analysis of securities as deemed relevant. Acadian uses empirical research and/or third-party data to evaluate ESG issues that are financially material. ESG considerations encompass governance quality, sociopolitical risks and other issues. Examples include management behaviour, country corruption, social/labour standards and environmental considerations.

Acadian does not utilize any exclusionary screens, nor does it apply ESG-oriented positive screens.”

- (m) The row for the Schroder Fund within the table beginning on page 221 under the heading “**Investment risk classification methodology**” is deleted in its entirety and replaced with the following:

Sun Life Global Mid Cap Fund*	MSCI World Mid Cap C\$ Index
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- (n) The following note is added at the end of the table beginning on page 221 under the heading “**Investment risk classification methodology**”:

“*The Reference Index was changed on October 4, 2024 as a result of the Fund changing its investment strategies.”

- (o) The benchmark definition relating to MSCI World Small Cap C\$ Index within the table beginning on page 222 is deleted in its entirety and replaced with the following:

“The **MSCI World Mid Cap C\$ Index** is a free float adjusted market capitalization index that captures mid cap representations across 23 developed markets countries and 24 emerging markets countries.”

- (p) The last two rows in the “**Fund details**” table on page 278 will be deleted in their entirety and replaced with the following:

Sub-advisor	MFS Investment Management Canada Limited Toronto, Ontario
Sub-advisor to MFS IMC	MFS Institutional Advisors, Inc. Boston, Massachusetts, U.S.A
Sub-advisor	Acadian Asset Management LLC. Boston, Massachusetts, U.S.A

3. Investment Strategy Change

Effective following the close of business on the Implementation Date, the Simplified Prospectus is amended as follows to reflect the Investment Strategy Change of the Schroder Fund:

- (a) The information under the sub-heading “**Investment Strategies**” beginning on page 278 of the Simplified Prospectus is deleted in its entirety and replaced with the following:

“In pursuing the Fund’s investment objectives, each sub-advisor:

- invests primarily in the equity securities of medium capitalization global companies and, to a lesser extent, equity securities of small and large capitalization global companies;
- uses a bottom-up investment approach and selects investments primarily using fundamental analysis of issuers and their potential in light of their current financial condition and industry position, as well as market, economic, political and regulatory conditions;
- considers factors such as earnings, cash flows, competitive position and management ability of issuers;

- uses a combination of quantitative and fundamental models, seeking to add value from country decisions and stock selection;
- may invest in American Depositary Receipts (“ADRs”), Global Depositary Receipts (“GDRs”) (and any other depository receipts) and U.S. or Canadian-listed securities of companies that may or may not have material economic exposure to markets outside of the U.S. and Canada as defined by the sub-advisor;
- may invest a relatively large percentage of the Fund’s assets in securities of issuers in a single country, a small number of countries, or a particular geographic region;
- may invest all of the Fund’s assets in foreign securities, including those in emerging markets;
- may invest in fixed-income securities and hybrid securities;
- may invest in private placements or other illiquid equity or debt securities of public or private companies as permitted by Canadian securities regulatory authorities;
- may invest up to 10% of the Fund’s assets in securities of other mutual funds (including exchange-traded funds), including mutual funds that may be managed by the Manager and/or an affiliate of the Manager and, in selecting these underlying funds, uses the same criteria as it uses for selecting individual securities as described above. This excludes exchange-traded funds the securities of which meet the definition of index participation units, in which case the Fund may invest up to 100% of its assets in such exchange-traded funds; and
- takes into consideration ESG factors as set out under *ESG Approach of Portfolio Manager and Sub-advisors – Acadian* beginning on page 216 and *ESG Approach of Portfolio Manager and Subadvisors – MFS IMC* beginning on page 218.

The Fund and may hold all or a portion of its assets in cash, money market instruments, bonds or other debt securities to meet subscription or redemption requests, or for defensive or other purposes.

The Fund may use derivatives for hedging purposes such as to hedge some or all of its foreign currency exposure, or to provide protection for the Fund’s portfolio. The Fund may also use derivatives for non-hedging purposes, such as to gain exposure to certain securities or asset classes without investing directly in such securities or asset classes, or to generate income. The Fund will only use derivatives as permitted by Canadian securities regulatory authorities.

For a description of some of the types of derivatives and the risks that may be associated with the use of derivatives, please see the discussion under *Derivatives Risk*.

The Fund may enter into securities lending, repurchase and reverse repurchase transactions to earn additional returns. For a description of these transactions and how the Fund manages risk associated with these transactions, please see the discussion under *Repurchase and reverse purchase transactions and securities lending risk*.”

4. Qualification of Series T5

The following technical amendments are made to the Simplified Prospectus effective as of the date hereof to qualify for distribution Series T5 securities of Sun Life MFS U.S. Mid Cap Growth Fund:

- (a) The front cover of the Simplified Prospectus is amended by adding “T5” following Series A to the list of series of securities being offered by the Fund.
- (b) The second and third rows in the “**Fund details**” table on page 256 will be deleted in their entirety and replaced with the following:

Securities Offered	Series A, Series T5, Series F, Series I and Series O units of a mutual fund trust
Start Date	Series A: November 15, 2021 Series T5: August 19, 2024 Series F: November 15, 2021 Series I: November 15, 2021 Series O: November 15, 2021

- (c) The following is added as the first bullet under the sub-heading “**What are the risks of investing in the Fund?**” on page 257:

“Capital depletion risk (for Series T5 investors only)”
- (d) The following paragraphs are added following the first paragraph under the sub-heading “**Distribution Policy**” on page 257:

“For Series T5 units, the Fund intends to make monthly distributions based on a target annualized rate of 5% of the NAV per unit at the end of the prior year. The target monthly distributions on Series T5 units may be comprised of income, capital gains or capital.

The monthly distributions on Series T5 units are not intended to reflect the Fund’s investment performance and should not be confused with “yield” or “income”. A portion of the monthly distribution for Series T5 units is likely to include a return of capital. The distribution rate on these series may be greater than the return on the Fund’s investments. If the cash distributions to you are greater than the net increase in value of your investment, the distributions will erode the value of your original investment.

We reserve the right to adjust the amount of the monthly distribution if we consider it appropriate, without notice. There can be no assurance that Series T5 units will make any distributions in any particular month.”

What are your legal rights?

Under securities law in some provinces and territories, you have the right to withdraw from an agreement to buy mutual funds within two business days after you receive the Simplified Prospectus or Fund Facts document, or to cancel your purchase within 48 hours after you receive confirmation of the purchase.

In some provinces and territories, you also have the right to cancel a purchase, or in some jurisdictions, claim damages, if the Simplified Prospectus, Fund Facts document or financial statements contain a misrepresentation. You must act within the time limits set by law in the applicable province or territory.

For more information, see the securities law of your province or territory or seek legal advice.

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

**Sun Life Schroder Global Mid Cap Fund
Sun Life MFS U.S. Mid Cap Growth Fund**

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

This Amendment No. 1 dated August 1, 2024, together with the simplified prospectus dated June 28, 2024, 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 1st day of August, 2024.

(signed) “Oricia Smith”
Oricia Smith
President, signing in the capacity of Chief Executive Officer of SLGI Asset Management Inc., as Trustee and Manager of the Funds

(signed) “Courtney Learmont”
Courtney Learmont
Chief Financial Officer of SLGI Asset Management Inc., as Trustee and Manager of the Funds

On behalf of the Board of Directors of SLGI Asset Management Inc.,
as Trustee and Manager of the Funds

(signed) “Thomas Reid”
Thomas Reid
Director

(signed) “Michael Schofield”
Michael Schofield
Director

SLGI ASSET MANAGEMENT INC.
as Promoter of the Funds

(signed) “Oricia Smith”
Oricia Smith
President