

AMENDMENT NO. 2 DATED FEBRUARY 26, 2020
TO THE ANNUAL INFORMATION FORM DATED JULY 18, 2019, AS AMENDED BY
AMENDMENT NO. 1 DATED NOVEMBER 29, 2019

in respect of:

Sun Life MFS Global Total Return Fund
Sun Life MFS Monthly Income Fund
Sun Life Dynamic Energy Fund
Sun Life Excel China Fund
Sun Life Excel Emerging Markets Balanced Fund
Sun Life Excel India Balanced Fund
Sun Life Excel India Fund
Sun Life Excel New India Leaders Fund
Sun Life Tactical Fixed Income ETF Portfolio
Sun Life Tactical Balanced ETF Portfolio
Sun Life BlackRock Canadian Balanced Class*
Sun Life BlackRock Canadian Composite Equity Class*
Sun Life BlackRock Canadian Equity Class*
Sun Life Dynamic Equity Income Class*
Sun Life Dynamic Strategic Yield Class*
Sun Life MFS Dividend Income Class*
Sun Life MFS Canadian Equity Growth Class*
Sun Life Sentry Value Class*

*each a class of shares of Sun Life Global Investments Corporate Class Inc., a mutual fund corporation

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

The annual information form dated July 18, 2019, as amended by Amendment No. 1 dated November 29, 2019 (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 effective immediately to:

1. qualify for distribution Series DB securities of Sun Life MFS Global Total Return Fund to facilitate the merger of Sun Life Excel Emerging Markets Balanced Fund into Sun Life MFS Global Total Return Fund;
2. qualify for distribution Series O securities of Sun Life Tactical Fixed Income ETF Portfolio to facilitate the merger of Sun Life Templeton Global Bond Fund into Sun Life Tactical Fixed Income ETF Portfolio;

3. qualify for distribution Series C, Series FC and Series O securities of Sun Life Tactical Balanced ETF Portfolio to facilitate the merger of each of Sun Life BlackRock Canadian Balanced Class and Sun Life BlackRock Canadian Balanced Fund into Sun Life Tactical Balanced ETF Portfolio;
4. provide notice that
 - a. Sun Life MFS Monthly Income Fund will be merged into Sun Life Granite Income Portfolio effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - b. Sun Life Dynamic Energy Fund will be merged into Sun Life Dynamic Equity Income Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - c. Sun Life Excel China Fund will be merged into Sun Life Excel Emerging Markets Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - d. Sun Life Excel Emerging Markets Balanced Fund will be merged into Sun Life MFS Global Total Return Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - e. Sun Life BlackRock Canadian Balanced Class will be merged into Sun Life Tactical Balanced ETF Portfolio effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - f. Sun Life BlackRock Canadian Composite Equity Class will be merged into Sun Life BlackRock Canadian Equity Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - g. Sun Life BlackRock Canadian Equity Class will be merged into Sun Life BlackRock Canadian Equity Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - h. Sun Life Dynamic Equity Income Class will be merged into Sun Life Dynamic Equity Income Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - i. Sun Life Dynamic Strategic Yield Class will be merged into Sun Life Dynamic Strategic Yield Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - j. Sun Life MFS Dividend Income Class will be merged into Sun Life MFS Dividend Income Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals;
 - k. Sun Life MFS Canadian Equity Growth Class will be merged into Sun Life MFS Canadian Equity Fund (formerly, Sun Life MFS Canadian Equity Growth Fund) effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals; and

1. Sun Life Sentry Value Class will be merged into Sun Life MFS Canadian Equity Fund (formerly, Sun Life MFS Canadian Equity Growth Fund) effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals

(each of Sun Life MFS Monthly Income Fund, Sun Life Dynamic Energy Fund, Sun Life Excel China Fund, Sun Life Excel Emerging Markets Balanced Fund, Sun Life BlackRock Canadian Balanced Class, Sun Life BlackRock Canadian Composite Equity Class, Sun Life BlackRock Canadian Equity Class, Sun Life Dynamic Equity Income Class, Sun Life Dynamic Strategic Yield Class, Sun Life MFS Dividend Income Class, Sun Life MFS Canadian Equity Growth Class and Sun Life Sentry Value Class referred to herein as a “**Merging Fund**” and collectively, the “**Merging Funds**”); and

5. provide notice that each of Sun Life Excel India Balanced Fund, Sun Life Excel India Fund and Sun Life Excel New India Leaders Fund will change its investment objective effective on or about June 5, 2020, subject to receiving securityholder approval.

Technical Amendments to the AIF:

1. Qualifying Series DB Securities of Sun Life MFS Global Total Return Fund

This document qualifies for distribution Series DB securities of Sun Life MFS Global Total Return Fund to facilitate the merger of Sun Life Excel Emerging Markets Balanced Fund into Sun Life MFS Global Total Return Fund. Upon completion of the merger on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals, Series DB securityholders of Sun Life Excel Emerging Markets Balanced Fund will receive Series DB securities of Sun Life MFS Global Total Return Fund. Series DB securities of Sun Life MFS Global Total Return Fund are closed to purchases by new investment accounts. Series DB securityholders of Sun Life Excel Emerging Markets Balanced Fund that receive Series DB securities of Sun Life MFS Global Total Return Fund upon completion of the merger may continue to purchase Series DB securities following the effective date of the merger. The technical amendments to the AIF required to effect this change are set out below:

- (a) The list of series in respect of Sun Life MFS Global Total Return Fund on the front and back covers of the AIF is deleted and replaced with “(Series A, T5, DB, F, F5, I, O securities)”.
- (b) The second paragraph under the subheading “Automatic Redemption” on page 37 of the AIF is deleted in its entirety and replaced with the following:

“Investors in Series DB securities must keep at least \$250 in their accounts. If an investor’s account falls below \$250, the Manager may notify the investor and give the investor 30 days to make another investment. If the investor’s account stays below \$250 after those 30 days, the Manager may redeem all of the securities in the investor’s account and send the proceeds to the investor.”

2. Qualifying Series O Securities of Sun Life Tactical Fixed Income ETF Portfolio

This document qualifies for distribution Series O securities of Sun Life Tactical Fixed Income ETF Portfolio to facilitate the merger of Sun Life Templeton Global Bond Fund into Sun Life Tactical Fixed Income ETF Portfolio. Upon completion of the merger on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals, Series O securityholders of Sun Life Templeton Global Bond Fund will receive Series O securities of Sun Life Tactical Fixed Income ETF Portfolio. Series O securities of Sun Life Tactical Fixed Income ETF Portfolio are closed to new purchases. Due to this, any

pre-authorized purchase plans for Series O securities of Sun Life Templeton Global Bond Fund will be discontinued prior to the effective date of the merger. The following technical amendment is made to the AIF to effect this change:

- (a) The list of series in respect of Sun Life Tactical Fixed Income ETF Portfolio on the front and back covers of the AIF is deleted and replaced with “(Series A, F, I, O securities)”.

3. Qualifying Series C, Series FC and Series O securities of Sun Life Tactical Balanced ETF Portfolio

This document qualifies for distribution Series C, Series FC and Series O securities of Sun Life Tactical Balanced ETF Portfolio to facilitate the merger of each of Sun Life BlackRock Canadian Balanced Class and Sun Life BlackRock Canadian Balanced Fund into Sun Life Tactical Balanced ETF Portfolio. Upon completion of the mergers on or about June 5, 2020, Series A and Series F securityholders of each of Sun Life BlackRock Canadian Balanced Class and Sun Life BlackRock Canadian Balanced Fund will receive Series C and Series FC securities, respectively, of Sun Life Tactical Balanced ETF Portfolio, and Series O securityholders of each of Sun Life BlackRock Canadian Balanced Class and Sun Life BlackRock Canadian Balanced Fund will receive Series O securities of Sun Life Tactical Balanced ETF Portfolio. Series C, Series FC and Series O securities of Sun Life Tactical Balanced ETF Portfolio are closed to new purchases. Due to this, any pre-authorized purchase plans for Series A, Series F or Series O securities of Sun Life BlackRock Canadian Balanced Class or Sun Life BlackRock Canadian Balanced Fund will be discontinued prior to the effective date of each merger. The technical amendments to the AIF required to effect these changes are set out below:

- (a) The phrase “Offering Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8, Series D, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series I, Series IH, Series O and Series OH securities of the following Funds, as indicated below:” on the front and back covers of the AIF is deleted and replaced with the following:

“Offering Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8, Series C, Series D, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series I, Series IH, Series O and Series OH securities of the following Funds, as indicated below:”

- (b) The list of series in respect of Sun Life Tactical Balanced ETF Portfolio on the front and back covers of the AIF is deleted and replaced with “(Series A, T5, C, F, F5, FC, I, O securities)”.
- (c) The first paragraph under the subheading “Minimum Investment” on page 31 of the AIF is deleted and replaced with the following:

“The minimum amount for an initial investment in Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8, Series C, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series O or Series OH securities of the Funds is \$500. The minimum initial investment in Series DB is \$250. Each subsequent investment in Series A, Series AH, AT5, Series T5, Series AT8, Series T8, Series C, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series O or Series OH securities of the Funds must be at least \$50. Each subsequent investment in Series D securities must be at least \$100. These minimum investment amounts may be adjusted or waived in our absolute discretion and without notice to securityholders. The minimum initial investment and each additional investment in Series I securities of any of the Funds is negotiated between each Series I investor and the Manager.”

- (d) The first sentence under “Sales Options” on page 31 of the AIF is deleted and replaced with the following:

“Investors purchasing Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities of the Funds, where available, may choose between paying:”

- (e) The first sentence of the second last paragraph under “Sales Options” beginning on page 31 of the AIF is deleted and replaced with the following:

“To qualify for the Private Client Program, Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities, must be purchased or held under the Front End Sales Charge option.”

- (f) The last paragraph under “Sales Options” beginning on page 31 of the AIF is deleted and replaced with the following:

“Some of the Funds also offer Series D, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series I and/or Series IH securities. Series D, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series I and Series IH securities of these Funds have special attributes as described in the Simplified Prospectus. These series of securities are sold with no sales charge and no fee payable on redemption. Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8 and Series FC securities are eligible for the Private Client Program. All series of securities are subject to a short term or excessive trading fee, if applicable (see “Short-Term or Excessive Trading Fees” for more information).”

- (g) The third sentence of the first paragraph under the subheading “Changing Between Series” beginning on page 33 of the AIF is deleted and replaced with the following:

“A change to or from units of any of Series AH, Series FH, Series IH or Series OH of a Trust Fund to or from units of any of Series A, Series AT5, Series T5, Series AT8, Series T8, Series C, Series D, Series F, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series I or Series O of the same Trust Fund is processed as a redemption of units followed by a purchase of units.”

- (h) The first bullet in the third paragraph under the subheading “Changing Between Series” beginning on page 33 of the AIF is deleted and replaced with the following:

- If an investor changes Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities of a Fund purchased under the Deferred Sales Charge option or the Low Load Sales Charge option into Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series I, Series IH, Series O or Series OH securities of the same Fund, the investor will have to pay any applicable redemption fees.

- (i) The first paragraph under the subheading “Switch Fees” on page 35 of the AIF is deleted and replaced with the following:

“Dealers may charge an investor a switch fee of up to 2% of the value of the securities switched to cover the time and processing costs involved in a switch. Generally, dealers may charge an investor a switch fee for a switch to or from Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8, Series C, Series O or Series OH securities. The investor and advisor negotiate the fee.”

- (j) The second bullet in the fifth paragraph under the subheading “Switch Fees” beginning on page 35 of the AIF is deleted and replaced with the following:

- an investor is switching Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities of a Sun Life Global Investments Mutual Fund purchased under the Deferred Sales Charge option or the Low Load Sales Charge option to the Front End Sales Charge option, and the investor’s dealer charges the investor a sales commission for the switch transaction;

- (k) The first paragraph under the subheading “Automatic Redemption” on page 37 of the AIF is deleted in its entirety and replaced with the following:

“Investors in Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8, Series C, Series D, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series I and Series IH securities of the Funds must keep at least \$500 (Canadian) in their accounts. If an investor’s account falls below \$500, the Manager may notify the investor and give the investor 30 days to make another investment. If the investor’s account stays below \$500 after those 30 days, the Manager may redeem all of the securities in the investor’s account and send the proceeds to the investor.”

- (l) The first and second paragraphs under the subheading “Redemption Fees” on page 38 of the AIF are deleted and replaced with the following:

“Where an investor purchased Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities pursuant to the Front End Sales Charge option, no redemption fee applies. No fees or charges are otherwise deducted in respect of such securities on a redemption except on a switch to another Fund. In certain circumstances, a short-term or excessive trading fee may apply.

Where Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities are purchased through the Deferred Sales Charge option, a redemption fee is payable on any redemption of securities of a Fund during the first seven years after the date of original purchase of the securities being redeemed. The redemption fee to be paid in respect of securities of that Fund being redeemed is based on the original cost of such securities. No redemption fee is payable on the redemption of securities acquired through reinvestment of distributions. Where securities of a Fund that are presented for redemption were acquired through the Deferred Sales Charge option pursuant to a switch from another Sun Life Global Investments Mutual Fund (as described under “Switching Privileges”), the redemption fee is based on the original purchase date and cost of the other Sun Life Global Investments Mutual Fund.”

- (m) The fourth paragraph under the subheading “Redemption Fees” beginning on page 38 of the AIF is deleted and replaced with the following:

“Where Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities are purchased through the Low Load Sales Charge option, a redemption fee is payable on any redemption of securities of a Fund during the first three years after the date of original purchase of the securities being redeemed. The redemption fee to be paid in respect of securities of that Fund being redeemed is based on the original cost of such securities. No redemption fee is payable on the redemption of securities acquired through reinvestment of distributions. Where securities of a Fund that are presented for redemption were acquired through the Low Load Sales Charge option pursuant to a switch from another Sun Life Global Investments Mutual Fund (as described under “Switching Privileges”), the

redemption fee is based on the original purchase date and cost of the other Sun Life Global Investments Mutual Fund.”

- (n) The sixth paragraph under the subheading “Redemption Fees” beginning on page 38 of the AIF is deleted and replaced with the following:

“No redemption fees are payable on the redemption of Series D, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8, Series FC, Series I, Series IH, Series O or Series OH securities. In certain circumstances, a short-term or excessive trading fee may be charged. There is no redemption fee on securities acquired through reinvested distributions, although these securities are the last to be redeemed. All series of securities are subject to a short-term or excessive trading fee, if applicable (see “Short-Term or Excessive Trading Fees” for more information).”

- (o) The first paragraph under the subheading “Free Redemption Amount” on page 40 of the AIF is deleted and replaced with the following:

“Generally, no redemption fee is payable in respect of redemptions of Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8 or Series C securities of a Fund purchased under the Deferred Sales Charge option or the Low Load Sales Charge option up to the annual maximum established by the Manager from time to time (the “**Free Redemption Amount**”).”

- (p) The third sentence of the third paragraph under the subheading “The Manager” beginning on page 43 of the AIF is deleted and replaced with the following:

“In consideration of the services provided to the Funds, each Fund pays the Manager management fees in respect of Series A, Series AH, Series AT5, Series T5, Series AT8, Series T8, Series C, Series D, Series DB, Series F, Series FH, Series F5, Series F8, Series FT5, Series FT8 and Series FC securities of the Fund.”

4. The Mergers

The following mergers will be effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals:

Merging Fund	Continuing Fund
Sun Life Dynamic Energy Fund	Sun Life Dynamic Equity Income Fund
Sun Life Excel Emerging Markets Balanced Fund	Sun Life MFS Global Total Return Fund
Sun Life BlackRock Canadian Equity Class	Sun Life BlackRock Canadian Equity Fund
Sun Life Dynamic Equity Income Class	Sun Life Dynamic Equity Income Fund
Sun Life Dynamic Strategic Yield Class	Sun Life Dynamic Strategic Yield Fund
Sun Life MFS Dividend Income Class	Sun Life MFS Dividend Income Fund
Sun Life MFS Canadian Equity Growth Class	Sun Life MFS Canadian Equity Fund

Sun Life MFS Monthly Income Fund	Sun Life Granite Income Portfolio
Sun Life Excel China Fund	Sun Life Excel Emerging Markets Fund
Sun Life BlackRock Canadian Balanced Class	Sun Life Tactical Balanced ETF Portfolio
Sun Life BlackRock Canadian Composite Equity Class	Sun Life BlackRock Canadian Equity Fund
Sun Life Sentry Value Class	Sun Life MFS Canadian Equity Fund

The meetings of securityholders of the Merging Funds are expected to take place on or about May 8, 2020. Effective February 26, 2020, securities of the Merging Funds will no longer be available for purchase by new accounts, but will continue to be available to existing accounts, including accounts purchased under pre-authorized purchase plans existing before February 26, 2020. If securityholders of a Merging Fund approve the merger, then such plans to purchase securities of the Merging Fund will be suspended at the close of business on or about June 5, 2020 and will be re-established to purchase the same series of the applicable continuing fund following the completion of the merger, with the exception of pre-authorized purchase plans for a series of a Merging Fund which will be receiving Series C, Series FC or Series O securities of Sun Life Tactical Balanced ETF Portfolio, Series C securities of Sun Life Granite Income Portfolio or Series C securities of Sun Life BlackRock Canadian Equity Fund in exchange for their securities of the Merging Fund. Since Series C, Series FC or Series O securities of Sun Life Tactical Balanced ETF Portfolio, Series C securities of Sun Life Granite Income Portfolio and Series C securities of Sun Life BlackRock Canadian Equity Fund are closed to new purchases, any pre-authorized purchase plans for a series of a Merging Fund which will receive Series C, Series FC or Series O securities of Sun Life Tactical Balanced ETF Portfolio, Series C securities of Sun Life Granite Income Portfolio or Series C securities of Sun Life BlackRock Canadian Equity Fund will be discontinued prior to the effective date of each merger. Additionally, if securityholders of a Merging Fund approve the merger, Sun Life Global Investments (Canada) Inc. will waive any applicable redemption charges for those securityholders who submit a request to redeem securities of the Merging Fund originally purchased under the deferred sales charge option or the low load sales charge option between the day following the meeting and the business day immediately prior to the effective date of the merger. If securityholders of a Merging Fund (other than Sun Life Excel China Fund) do not approve the merger, then such plans will be suspended immediately following the securityholder meeting and the Merging Fund will be terminated effective on or about June 5, 2020. If securityholders of Sun Life Excel China Fund do not approve the merger, the Fund will remain open and securities of the Fund will be reopened for purchase on the next business day.

Effective immediately, the AIF is amended by deleting the rows titled “Sun Life MFS Monthly Income Fund”, “Sun Life Dynamic Energy Fund”, “Sun Life Excel China Fund”, “Sun Life Excel Emerging Markets Balanced Fund”, “Sun Life BlackRock Canadian Balanced Class”, “Sun Life BlackRock Canadian Composite Equity Class”, “Sun Life BlackRock Canadian Equity Class”, “Sun Life Dynamic Equity Income Class”, “Sun Life Dynamic Strategic Yield Class”, “Sun Life MFS Dividend Income Class”, “Sun Life MFS Canadian Equity Growth Class” and “Sun Life Sentry Value Class” in the table beginning on page 2 under the subheading “Constating Documents for the Funds and Major Events in the Last 10 Years” and replacing them 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
Sun Life MFS Monthly Income Fund	August 24, 2011, pursuant to an amended Schedule A dated August 24, 2011 to the master declaration of trust dated September 10, 2010 for the Sun Life Global Investments Mutual Funds, as amended and restated on January 10, 2011, as amended and consolidated on June 1, 2012, as amended and restated on January 1, 2015, and as further amended and consolidated on July 13, 2018.	<p>Amended and consolidated on June 1, 2012 to add certain mutual funds.</p> <p>Amended and restated on January 1, 2015 to implement the fixed-rate administration fee.</p> <p>Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.</p>	<p>Changed name from Sun Life McLean Budden Monthly Income Fund to Sun Life MFS McLean Budden Monthly Income Fund on April 2, 2012.</p> <p>Changed name from Sun Life MFS McLean Budden Monthly Income Fund to Sun Life MFS Monthly Income Fund on August 29, 2013.</p> <p>Effective on or about February 5, 2016, Series E and Series EF units were redesignated as Series A and Series F units, respectively.</p> <p>The Fund will be merged into Sun Life Granite Income Portfolio effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life Dynamic Energy Fund	July 29, 2015, pursuant to an amended Schedule A dated July 29, 2015 to the master declaration of trust dated September 10, 2010 for the Sun Life Global Investments Mutual Funds, as amended and restated on January 10, 2011, as amended and consolidated on June 1, 2012, as amended and restated on January 1, 2015, and as further amended and consolidated on July 13, 2018.	Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.	<p>Effective on or about February 5, 2016, Series E and Series EF units were redesignated as Series A and Series F units, respectively.</p> <p>The Fund will be merged into Sun Life Dynamic Equity Income Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life Excel China Fund	January 17, 2000, pursuant to a declaration of trust dated January 17, 2000, as amended on December 15, 2001, as further amended and consolidated on December 23, 2004, as	Amended and consolidated on December 23, 2004 for the purposes of: (i) facilitating the administration of each Former Excel Fund that was in existence prior to	Baring International Investment Limited (sub-advised by Baring Asset Management (Asia) Limited) appointed as portfolio manager to the

	<p>amended and restated on October 22, 2007, as further amended and restated on October 22, 2010, as further amended on September 30, 2016, as amended and restated on June 18, 2018, and as further amended and consolidated on July 13, 2018.</p>	<p>December 23, 2004; (ii) re-designating the single series of units of each Former Excel Fund that existed at that time as Series A units; and (iii) creating additional series of units, Series F units and Series I units.</p> <p>Amended and restated on October 22, 2007 to reflect the new securities regulatory requirements for an independent review committee and to create Series O units.</p> <p>Amended and restated on October 22, 2010 to clarify certain trustee powers conferred thereunder.</p> <p>Amended on September 30, 2016, to create Series D units and Series N units and to rename the PM Series units as “Institutional Series units”.</p> <p>Amended and restated on June 18, 2018 to adopt (1) a fixed administration fee; and (2) revisions to align with the master declaration of trust for the other funds managed by Sun Life Global Investments (Canada) Inc.</p> <p>Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.</p>	<p>Fund effective January 9, 2009.</p> <p>EIC (sub-advised by Baring International Investment Limited and Baring Asset Management (Asia) Limited appointed as portfolio manager to the Fund effective September 25, 2013.</p> <p>EIC (sub-advised by Baring International Investment Limited, Baring Asset Management (Asia) Limited and China Asset Management Co., Ltd.) appointed as portfolio manager to the Fund effective February 1, 2014.</p> <p>EIC (sub-advised by China Asset Management Co., Ltd.) appointed as portfolio manager to the Fund effective November 27, 2015.</p> <p>Changed name from Excel China Fund to Sun Life Excel China Fund on June 18, 2018.</p> <p>Sun Life Global Investments Canada appointed as successor trustee, manager and portfolio manager to the Fund effective July 13, 2018.</p> <p>The Fund will be merged into Sun Life Excel Emerging Markets Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
<p>Sun Life Excel Emerging Markets Balanced Fund</p>	<p>September 30, 2013, pursuant to a master amended and restated declaration of trust dated October 22, 2010, as further amended on September 30, 2016, as</p>	<p>Amended on September 30, 2016, to create Series D units and Series N units and to rename the PM Series units as “Institutional Series units”.</p>	<p>Changed name from Excel Blue Chip Balanced Fund to Excel EM Blue Chip Balanced Fund on August 30, 2016.</p>

	amended and restated on June 18, 2018, and as further amended and consolidated on July 13, 2018.	<p>Amended and restated on June 18, 2018 to adopt (1) a fixed administration fee; and (2) revisions to align with the master declaration of trust for the other funds managed by Sun Life Global Investments (Canada) Inc.</p> <p>Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.</p>	<p>Changed name from Excel EM Blue Chip Balanced Fund to Excel Emerging Markets Balanced Fund on September 18, 2017.</p> <p>On October 30, 2017, Excel Blue Chip Equity Fund, a mutual fund managed by EFMI was merged into the Fund.</p> <p>Changed name from Excel Emerging Markets Balanced Fund to Sun Life Excel Emerging Markets Balanced Fund on June 18, 2018.</p> <p>Sun Life Global Investments Canada appointed as successor trustee, manager and portfolio manager to the Fund effective July 13, 2018.</p> <p>The Fund will be merged into Sun Life MFS Global Total Return Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life BlackRock Canadian Balanced Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life Tactical Balanced ETF Portfolio effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life BlackRock Canadian Composite Equity	June 7, 2013 pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and</p>

Class			<p>Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life BlackRock Canadian Equity Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life BlackRock Canadian Equity Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life BlackRock Canadian Equity Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life Dynamic Equity Income Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life Dynamic Equity Income Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life Dynamic Strategic Yield Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Investment strategy of the Fund amended to reflect that the investment strategy of the underlying fund in which the Fund invests all, or substantially all, of its assets, Sun Life Dynamic Strategic Yield Fund, was changed, effective as of September 30, 2015, such that the underlying fund</p>

			<p>seeks to achieve its investment objective by investing directly in a diversified portfolio of fixed income and income-oriented equity securities.</p> <p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life Dynamic Strategic Yield Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life MFS Dividend Income Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life MFS Dividend Income Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life MFS Canadian Equity Growth Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p>

			<p>Effective June 18, 2018, the investment objective and investment strategies of the Fund were changed to reflect that the Fund invests primarily in units of Sun Life MFS Canadian Equity Growth Fund as a result of the Fund's underlying fund, Sun Life MFS Canadian Equity Fund, merging into Sun Life MFS Canadian Equity Growth Fund.</p> <p>The Fund will be merged into Sun Life MFS Canadian Equity Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>
Sun Life Sentry Value Class	June 7, 2013, pursuant to the articles of the Mutual Fund Corporation.		<p>Effective on or about February 5, 2016, Series E and Series EF shares were converted to Series A and Series F shares, respectively.</p> <p>The Fund will be merged into Sun Life MFS Canadian Equity Fund effective at the close of business on or about June 5, 2020, subject to receiving the requisite securityholder and regulatory approvals.</p>

5. Investment Objective Changes for Sun Life Excel India Balanced Fund, Sun Life Excel India Fund and Sun Life Excel New India Leaders Fund

Each of Sun Life Excel India Balanced Fund, Sun Life Excel India Fund and Sun Life Excel New India Leaders Fund will change its investment objective effective on or about June 5, 2020, subject to receiving securityholder approval. The meeting of securityholders of these Funds is expected to take place on or about May 8, 2020.

Subject to receiving the requisite securityholder approval, effective on or about June 5, 2020, the AIF is amended by deleting the rows titled “Sun Life Excel India Balanced Fund”, “Sun Life Excel India Fund” and “Sun Life Excel New India Leaders Fund” in the table beginning on page 2 under the heading “Constating Documents for the Funds and Major Events in the Last 10 Years” and replacing them 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
Sun Life Excel India Balanced Fund	April 20, 2016, pursuant to a master amended and restated declaration of trust dated October 22, 2010, as further amended on September 30, 2016, as amended and restated on June 18, 2018, and as further amended and consolidated on July 13, 2018.	<p>Amended on September 30, 2016, to create Series D units and Series N units and to rename the PM Series units as “Institutional Series units”.</p> <p>Amended and restated on June 18, 2018 to adopt (1) a fixed administration fee; and (2) revisions to align with the master declaration of trust for the other funds managed by Sun Life Global Investments (Canada) Inc.</p> <p>Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.</p>	<p>Changed name from Excel India Balanced Fund to Sun Life Excel India Balanced Fund on June 18, 2018.</p> <p>On July 14, 2017, Excel India Growth & Income Fund, a closed-end fund managed by EFMI, was merged into the Fund.</p> <p>Sun Life Global Investments Canada appointed as successor trustee, manager and portfolio manager to the Fund effective July 13, 2018.</p> <p>Effective on or about June 5, 2020, the investment objective and investment strategies of the Fund were changed.</p>
Sun Life Excel India Fund	November 28, 1997, pursuant to a declaration of trust dated November 28, 1997, as amended on December 8, 1998 and December 10, 1999, as further amended and consolidated on December 23, 2004, as amended and restated on October 22, 2007, as further amended and restated on October 22, 2010, as further amended on September 30, 2016, as amended and restated on June 18, 2018, and as further amended and consolidated on July 13, 2018.	<p>Amended and consolidated on December 23, 2004 for the purposes of: (i) facilitating the administration of each Former Excel Fund that was in existence prior to December 23, 2004; (ii) re-designating the single series of units of each Former Excel Fund that existed at that time as Series A units; and (iii) creating additional series of units, Series F units and Series I units.</p> <p>Amended and restated on October 22, 2007 to reflect the new securities regulatory requirements for an independent review committee and to create Series O units.</p> <p>Amended and restated on October 22, 2010 to clarify</p>	<p>Effective August 1, 2009, appointed EIC as portfolio manager.</p> <p>Changed name from Excel India Fund to Sun Life Excel India Fund on June 18, 2018.</p> <p>Sun Life Global Investments Canada appointed as successor trustee, manager and portfolio manager to the Fund effective on July 13, 2018.</p> <p>Effective on or about June 5, 2020, the investment objective and investment strategies of the Fund were changed.</p>

		<p>certain trustee powers conferred thereunder.</p> <p>Amended on September 30, 2016, to create Series D units and Series N units and to rename the PM Series units as “Institutional Series units”.</p> <p>Amended and restated on June 18, 2018 to adopt (1) a fixed administration fee; and (2) revisions to align with the master declaration of trust for the other funds managed by Sun Life Global Investments (Canada) Inc.</p> <p>Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.</p>	
Sun Life Excel New India Leaders Fund	<p>April 20, 2016, pursuant to a master amended and restated declaration of trust dated October 22, 2010, as further amended on September 30, 2016, as amended and restated on June 18, 2018, and as further amended and consolidated on July 13, 2018.</p>	<p>Amended on September 30, 2016, to create Series D units and Series N units and to rename the PM Series units as “Institutional Series units”.</p> <p>Amended and restated on June 18, 2018 to adopt (1) a fixed administration fee; and (2) revisions to align with the master declaration of trust for the other funds managed by Sun Life Global Investments (Canada) Inc.</p> <p>Amended and consolidated on July 13, 2018 to incorporate the Former Excel Funds into the master declaration of trust for the Sun Life Global Investments Mutual Funds.</p>	<p>Changed name from Excel New India Leaders Fund to Sun Life Excel New India Leaders Fund on or about June 18, 2018.</p> <p>Sun Life Global Investments Canada appointed as successor trustee, manager and portfolio manager to the Fund effective on July 13, 2018.</p> <p>Effective on or about June 5, 2020, the investment objective and investment strategies of the Fund were changed.</p>

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

Sun Life MFS Global Total Return Fund
Sun Life MFS Monthly Income Fund
Sun Life Dynamic Energy Fund
Sun Life Excel China Fund
Sun Life Excel Emerging Markets Balanced Fund
Sun Life Excel India Balanced Fund
Sun Life Excel India Fund
Sun Life Excel New India Leaders Fund
Sun Life Tactical Fixed Income ETF Portfolio
Sun Life Tactical Balanced ETF Portfolio

(collectively, the “**Trust Funds**”)

This Amendment No. 2 dated February 26, 2020, together with the annual information form dated July 18, 2019, as amended by Amendment No. 1 dated November 29, 2019, the simplified prospectus dated July 18, 2019, as amended by Amendment No. 1 dated November 29, 2019 and Amendment No. 2 dated February 26, 2020 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 26th day of February, 2020.

(signed) “*Jordy Chilcott*”

Jordy Chilcott
President, signing in the capacity of Chief
Executive Officer
Sun Life Global Investments (Canada) Inc.

(signed) “*Kari Holdsworth*”

Kari Holdsworth
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 Trust Funds**

(signed) “*Mike Schofield*”

Mike Schofield
Director

(signed) “*S. Patricia Callon*”

S. Patricia Callon
Director

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

(signed) “*Jordy Chilcott*”

Jordy Chilcott
President

**CERTIFICATE OF THE CORPORATE CLASSES AND THE MANAGER AND PROMOTER
OF THE CORPORATE CLASSES**

**Sun Life BlackRock Canadian Balanced Class
Sun Life BlackRock Canadian Composite Equity Class
Sun Life BlackRock Canadian Equity Class
Sun Life Dynamic Equity Income Class
Sun Life Dynamic Strategic Yield Class
Sun Life MFS Dividend Income Class
Sun Life MFS Canadian Equity Growth Class
Sun Life Sentry Value Class**

(collectively, the “**Corporate Classes**”, and each a class of Sun Life Global Investments Corporate Class Inc.)

This Amendment No. 2 dated February 26, 2020, together with the annual information form dated July 18, 2019, as amended by Amendment No. 1 dated November 29, 2019, the simplified prospectus dated July 18, 2019, as amended by Amendment No. 1 dated November 29, 2019 and Amendment No. 2 dated February 26, 2020 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 26th day of February, 2020.

(signed) “*Jordy Chilcott*”

Jordy Chilcott
President, signing in the capacity of Chief
Executive Officer
Sun Life Global Investments Corporate
Class Inc.

(signed) “*Kari Holdsworth*”

Kari Holdsworth
Chief Financial Officer
Sun Life Global Investments Corporate
Class Inc.

On behalf of the Board of Directors of Sun Life Global Investments Corporate Class Inc.

(signed) “*Andrew Smith*”

Andrew Smith
Director

(signed) “*Sadiq S. Adatia*”

Sadiq S. Adatia
Director

**Sun Life Global Investments (Canada) Inc.,
as Manager of the Corporate Classes**

(signed) "*Jordy Chilcott*"

Jordy Chilcott
President, signing in the capacity of Chief
Executive Officer
Sun Life Global Investments (Canada) Inc.

(signed) "*Kari Holdsworth*"

Kari Holdsworth
Chief Financial Officer
Sun Life Global Investments (Canada) Inc.

**On behalf of the Board of Directors of Sun Life Global Investments (Canada) Inc.,
as Manager of the Corporate Classes**

(signed) "*Mike Schofield*"

Mike Schofield
Director

(signed) "*S. Patricia Callon*"

S. Patricia Callon
Director

**Sun Life Global Investments (Canada) Inc.
as Promoter of the Corporate Classes**

(signed) "*Jordy Chilcott*"

Jordy Chilcott
President