

Edgar Filing: SUN LIFE FINANCIAL INC - Form S-8 POS

SUN LIFE FINANCIAL INC
Form S-8 POS
June 28, 2004

As filed with the Securities and Exchange Commission on June 28, 2004

Registration No. 333-89270

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

post-effective amendment no. 1 to
FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

SUN LIFE FINANCIAL INC.
(Exact name of registrant as specified in its charter)

Ontario, Canada 98-0226074
(States or other jurisdiction of (I.R.S. Employer Identification No.)
incorporation or organization)

150 King Street, West, Suite 1400
Toronto, Ontario
M5H 1J9

(Address, including zip code, of registrant's principal executive offices)

MFSAVINGS RETIREMENT PLAN

(Full title of the plan)

Robert T. Burns, Senior Vice President,
Associate General Counsel and Secretary
Massachusetts Financial Services Company
500 Boylston Street
Boston, Massachusetts 02116
(617) 954-5845

(Name, address, including zip code, and telephone number, including
area code, of agent for service in the United States)

Copies to:

Elizabeth W. Powers
LeBoeuf, Lamb, Greene & MacRae L.L.P.
125 West 55th Street
New York, NY 10019
(212) 424-8000

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Sun Life Financial Inc. (formerly known as Sun Life Financial Services of Canada Inc.) is filing this post-effective amendment to deregister 552,604 shares of its common stock, without par value, and plan interests that remain unsold as of the date this post-effective amendment is filed. The common stock and interests were registered on this Registration Statement on Form S-8 (No. 333-89270), filed with the Securities and Exchange Commission on May 28, 2002 in connection with the MFSavings Retirement Plan (the "Plan"). The Registrant has terminated the offering of shares and interests under the Plan.

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SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this post-effective amendment No. 1 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized in the City of Toronto, Province of Ontario, Canada (City of Boston, Commonwealth of Massachusetts, as to the U.S. representative) on the 25th day of June, 2004.

SUN LIFE FINANCIAL INC.
(Registrant)

By: /s/ Donald A. Stewart

Donald A. Stewart
Chief Executive Officer

MASSACHUSETTS FINANCIAL SERVICES COMPANY
(U.S. representative)

By: /s/ Robert T. Burns

Robert T. Burns
Senior Vice President, Associate General
Counsel and Secretary

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Pursuant to the requirements of the Securities Act of 1933, this post effective amendment No. 1 to the registration statement has been signed by the

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following persons in the capacities and on the dates indicated.

| Signature ----- | Title ----- | Date ----- |
|---|--|---------------|
| /s/ Donald A. Stewart ----- (Donald A. Stewart) | Chief Executive Officer (principal executive officer) | June 25, 2004 |
| /s/ Paul W. Derksen ----- (Paul W. Derksen) | Executive Vice President and Chief Financial Officer (principal financial officer) | June 25, 2004 |
| /s/ Nigel I. Hodges ----- (Nigel I. Hodges) | Vice President and Controller (principal accounting officer) | June 25, 2004 |
| /s/ Robert M. Astley ----- (Robert M. Astley) | Director | June 25, 2004 |
| /s/ James C. Baillie ----- (James C. Baillie) | Director | June 25, 2004 |
| /s/ William R. Fatt ----- (William R. Fatt) | Director | June 25, 2004 |
| /s/ Stanley H. Hartt ----- (Stanley H. Hartt) | Director | June 25, 2004 |
| /s/ David. A. Ganong ----- (David A. Ganong) | Director | June 25, 2004 |
| /s/ Germaine Gibara ----- (Germaine Gibara) | Director | June 25, 2004 |
| /s/ Stanley H. Hartt ----- (Stanley H. Hartt) | Director | June 25, 2004 |
| /s/ Krystyna T. Hoeg ----- (Krystyna T. Hoeg) | Director | June 25, 2004 |
| /s/ Idalene F. Kesner ----- (Idalene F. Kesner) | Director | June 25, 2004 |
| /s/ John D. McNeil ----- (John D. McNeil) | Director | June 25, 2004 |

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| | | |
|---|----------|---------------|
| /s/ Bertin F. Nadeau ----- (Bertin F. Nadeau) | Director | June 25, 2004 |
| /s/ Ronald W. Osborne ----- (Ronald W. Osborne) | Director | June 25, 2004 |
| /s/ Madeleine M. Paquin ----- (Madeleine M. Paquin) | Director | June 25, 2004 |
| /s/ C. James Prieur ----- (C. James Prieur) | Director | June 25, 2004 |
| /s/ Robert P. Reid ----- (Robert P. Reid) | Director | June 25, 2004 |
| /s/ William W. Stinson ----- (William W. Stinson) | Director | June 25, 2004 |
| /s/ W. Vickery Stoughton ----- (W. Vickery Stoughton) | Director | June 25, 2004 |
| | | |
| /s/ Joan M. Wilson ----- (Joan M. Wilson) (Attorney-in-fact) | | |

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The Plan. Pursuant to the requirements of the Securities Act of 1933, the Massachusetts Financial Services Company Retirement Committee that acts as an agent of Massachusetts Financial Services Company in the role as the plan administrator of the MFSavings Retirement Plan, and MFS Heritage Trust Company, as trustee of the MFSavings Retirement Plan, have duly signed this post-effective amendment No. 1 to the registration statement, thereunto duly authorized in the City of Boston, Commonwealth of Massachusetts on the 25th day of June, 2004.

MFSAVINGS RETIREMENT PLAN

By: /s/ Robert J. Manning

Robert J. Manning
Member of the Massachusetts

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Financial Services Company Retirement
Committee

By: /s/ Eric G. Burns

Eric G. Burns
Member of the Massachusetts
Financial Services Company Retirement
Committee

By: /s/ Joseph C. Flaherty, Jr.

Joseph C. Flaherty, Jr.
Member of the Massachusetts
Financial Services Company Retirement
Committee

By: /s/ Carol Geremia

Carol Geremia
Member of the Massachusetts
Financial Services Company Retirement
Committee

By: /s/ Deborah H. Miller

Deborah H. Miller
Member of the Massachusetts
Financial Services Company Retirement
Committee

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MFS Heritage Trust Company

By: /s/ Eric G. Burns

Eric G. Burns
President

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