

SUN LIFE FINANCIAL INC  
Form 6-K  
April 23, 2010

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**FORM 6-K**  
**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a-16 or 15d-16**  
**of the Securities Exchange Act of**  
**1934**

**For the month of April 2010**

Commission File Number: **001-15014**

**SUN LIFE FINANCIAL INC.**  
(the Company )

*(Translation of registrant's name into English)*  
**150 King Street West, Toronto, Ontario, M5H 1J9**

*(Address of principal executive offices)*

[Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.]

Form 20-F                      Form 40-F     

[Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.]

Yes                              No     

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-  
N/A

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Exhibit

99.1 Sun Life Financial Code of Business Conduct

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**SIGNATURE**

Pursuant to the requirement of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

*Sun Life Financial Inc.*  
(Registrant)

Date: April 23, 2010

By */s/ Eric Weinheimer*  
Eric Weinheimer  
Vice-President and  
Associate General Counsel