

SUN LIFE FINANCIAL INC

Form 6-K

October 28, 2004

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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 October 2004

Commission File Number: 001-15014

SUN LIFE FINANCIAL INC.

(the Company )

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*(Translation of registrant's name into English)*

*150 King Street West, Toronto, Ontario, M5H 1J9*

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*(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**

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99.1 Material Change Report dated October 28, 2004

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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: October 28, 2004

By /s/ Thomas A. Bogart  
Thomas A. Bogart,  
Executive Vice-President and Chief Legal Officer