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SUN LIFE FINANCIAL INC  
Form 13F-HR/A  
May 27, 2008

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2008

Check here if Amendment ; Amendment Number: 1

This Amendment (Check only one.):  is a restatement.  
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Sun Life Financial Inc.  
Address: 150 King street West  
Toronto, Ontario, Canada, M5H 1J9

Form 13F File Number: 28-05799

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: J.M.A. Anderson  
Title: Executive Vice-President and Chief Investment Officer  
Phone: 416-979-6217  
Signature, Place, and Date of Signing: Toronto, Ontario, May 26, 2008

-----  
[Signature] [City, State] [Date]

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]

Form 13F File Number Name  
28-06597 McLean Budden  
28-04968 MFS

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Report Summary:

Number of Other Included Managers: 2  
 Form 13F Information Table Entry Total: 228  
 Form 13F Information Table Value Total: US\$1,998,154  
 (Thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No. Form 13F File Number Name  
 028-12046 1 Sun Capital Advisers LLC.  
 028-12047 2 Sun Life Assurance Company of Canada  
 [Repeat as necessary.]

Form 13F INFORMATION TABLE - MARCH 31, 2008

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	COLUMN 5 SHRS OR PRN AMT	SH/ PUT/ CALL	COLUMN 6 INVESTMENT DISCRETION
3M Corporation	COM	88579Y101	3,620	45,729	SH	SHARED
3M Corporation	COM	88579Y101	1,359	17,171	SH	SHARED
Abbott Laboratories	COM	002824100	3,731	67,645	SH	SHARED
Abbott Laboratories	COM	002824100	1,389	25,183	SH	SHARED
Acme Packet Inc	COM	004764106	3,936	492,533	SH	SHARED
Acme Packet Inc	COM	004764106	1,435	179,577	SH	SHARED
Acme Packet Inc	COM	004764106	10,584	1,394,516	SH	SHARED
AERCAP HOLDINGS NV	SHS	N00985106	3,050	173,518	SH	SHARED
AERCAP HOLDINGS NV	SHS	N00985106	1,146	65,176	SH	SHARED
Alexandria Real Estate Equit	COM	015271109	17,077	167,308	SH	SHARED
Alexandria Real Estate Equit	COM	015271109	625	6,745	SH	SHARED
Allstate Corp	COM	020002101	3,219	66,972	SH	SHARED
Allstate Corp	COM	020002101	1,209	25,147	SH	SHARED
Altria Group Inc	COM	02209S103	1,418	63,872	SH	SHARED
Altria Group Inc	COM	02209S103	534	24,042	SH	SHARED
American Express Co	COM	025816109	4,321	98,824	SH	SHARED
American Express Co	COM	025816109	1,644	37,599	SH	SHARED
Amgen Inc	COM	031162100	2,975	71,217	SH	SHARED
Amgen Inc	COM	031162100	1,117	26,736	SH	SHARED
Analog Devices Inc	COM	032654105	3,416	115,709	SH	SHARED
Analog Devices Inc	COM	032654105	1,280	43,373	SH	SHARED
Anheuser-Busch Co Inc	COM	035229103	4,155	87,561	SH	SHARED
Anheuser-Busch Co Inc	COM	035229103	1,563	32,945	SH	SHARED
AT&T Inc	COM	00206R102	8,032	209,746	SH	SHARED
AT&T Inc	COM	00206R102	3,015	78,720	SH	SHARED
AvalonBay Communities Inc	COM	053484101	10,175	105,418	SH	SHARED
AvalonBay Communities Inc	COM	053484101	412	4,265	SH	SHARED
Bank of America Corp	COM	060505104	9,824	259,147	SH	SHARED
Bank of America Corp	COM	060505104	3,673	96,881	SH	SHARED
Best Buy Company Inc	COM	086516101	3,804	91,750	SH	SHARED

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Best Buy Company Inc	COM	086516101	1,427	34,423	SH	SHARED
Boeing Company	COM	097023105	3,741	50,299	SH	SHARED
Boeing Company	COM	097023105	1,410	18,954	SH	SHARED
Bookham Inc	COM	09856E105	2,277	1,662,373	SH	SHARED
Bookham Inc	COM	09856E105	855	623,846	SH	SHARED
Bookham Inc	COM	09856E105	5,852	4,400,000	SH	SHARED
Boston Scientific	COM	101137107	11,574	900,000	SH	SHARED
Boston Scientific Corp	COM	101137107	7,825	608,002	SH	SHARED
Boston Scientific Corp	COM	101137107	2,939	228,335	SH	SHARED
BRE Properties Inc	CL A	05564E106	11,074	243,060	SH	SHARED
BRE Properties Inc	CL A	05564E106	445	9,765	SH	SHARED
Bristol-Myers Squibb	COM	110122108	3,047	143,034	SH	SHARED
Bristol-Myers Squibb	COM	110122108	1,144	53,711	SH	SHARED
BROADCOM CORP-CL A	CL A	111320107	2,335	121,176	SH	SHARED
BROADCOM CORP-CL A	CL A	111320107	877	45,529	SH	SHARED
Brocade Communications Sys	COM	111621306	7,737	1,059,927	SH	SHARED
Brocade Communications Sys	COM	111621306	2,904	397,763	SH	SHARED
Chevron Corporation	COM	166764100	11,123	130,315	SH	SHARED
Chevron Corporation	COM	166764100	4,225	49,493	SH	SHARED
Ciena Corp	COM	171779309	6,278	203,607	SH	SHARED
Ciena Corp	COM	171779309	2,356	76,414	SH	SHARED
Citizens Communications	COM	17453B101	3,712	353,873	SH	SHARED
Citizens Communications	COM	17453B101	1,393	132,812	SH	SHARED
Clinical Data Inc.	COM	18725U109	515	27,750	SH	SHARED
Coca-Cola Company	COM	191216100	4,883	80,216	SH	SHARED
Coca-Cola Company	COM	191216100	1,838	30,194	SH	SHARED
Comcast Corp	CL A	20030N101	3,658	189,169	SH	SHARED
Comcast Corp	CL A	20030N101	1,381	71,429	SH	SHARED
Concurrent Computer Corp	COM	206710204	1,787	2,555,433	SH	SHARED
Concurrent Computer Corp	COM	206710204	675	965,688	SH	SHARED
ConocoPhillips	COM	20825C104	4,642	60,903	SH	SHARED
ConocoPhillips	COM	20825C104	1,763	23,129	SH	SHARED
Cosi Inc	COM	22122P101	2,407	838,773	SH	SHARED
Cosi Inc	COM	22122P101	889	309,909	SH	SHARED
CVS Caremark Corporation	COM	126650100	5,390	133,054	SH	SHARED
CVS Caremark Corporation	COM	126650100	2,033	50,183	SH	SHARED
Developers Diversified Realty	COM	251591103	6,926	165,373	SH	SHARED
Developers Diversified Realty	COM	251591103	282	6,724	SH	SHARED
Dominion Resources Inc	COM	25746U109	3,709	90,810	SH	SHARED
Dominion Resources Inc	COM	25746U109	1,396	34,184	SH	SHARED
DOMTAR CORP	COM	257559104	3,556	520,642	SH	SHARED
DOMTAR CORP	COM	257559104	1,336	195,647	SH	SHARED
Douglas Emmett Inc-w/i	COM	25960P109	2,632	119,274	SH	SHARED
Douglas Emmett Inc-w/i	COM	25960P109	106	4,803	SH	SHARED
Dow Chemical Company	COM	260543103	3,487	94,635	SH	SHARED
Dow Chemical Company	COM	260543103	1,309	35,535	SH	SHARED
Drugstore.Com Inc.	COM	262241102	104	46,829	SH	SHARED
Duke Energy Corp	COM	26441C105	3,854	215,873	SH	SHARED
Duke Energy Corp	COM	26441C105	1,447	81,074	SH	SHARED
Dupont (EI) Nemours and Co	COM	263534109	4,219	90,227	SH	SHARED

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Dupont (EI) Nemours and Co	COM	263534109	1,589	33,981	SH	SHARED
Eastgroup Properties	COM	277276101	11,926	256,696	SH	SHARED
Eastgroup Properties	COM	277276101	480	10,341	SH	SHARED
Eastman Kodak Co	COM	277461109	2,304	130,427	SH	SHARED
Eastman Kodak Co	COM	277461109	868	49,150	SH	SHARED
Eli Lilly & Co	COM	532457108	3,519	68,227	SH	SHARED
Eli Lilly & Co	COM	532457108	1,325	25,691	SH	SHARED
EMC Corporation	COM	268648102	10,017	700,000	SH	SHARED
Equity Residential Properties	SH BEN INT	29476L107	10,019	241,490	SH	SHARED
Equity Residential Properties	SH BEN INT	29476L107	410	9,889	SH	SHARED
Exelon Corporation	COM	30161N101	5,056	62,212	SH	SHARED
Exelon Corporation	COM	30161N101	1,902	23,402	SH	SHARED
Exxon Mobil Corp	COM	30231G102	17,684	209,080	SH	SHARED
Exxon Mobil Corp	COM	30231G102	6,676	78,936	SH	SHARED
Fedex Corp	COM	31428X106	2,956	31,901	SH	SHARED
Fedex Corp	COM	31428X106	1,113	12,009	SH	SHARED
FINISAR Corporation	COM	31787A101	1,650	1,299,487	SH	SHARED
General Electric Company	COM	369604103	11,533	311,633	SH	SHARED
General Electric Company	COM	369604103	4,345	117,392	SH	SHARED
General Growth Properties	COM	370021107	15,146	396,787	SH	SHARED
General Growth Properties	COM	370021107	611	16,001	SH	SHARED
Genworth Financial Inc.	COM	37247D106	51,760	2,286,200	SH	SHARED
Gmh Communities Trust	COM	36188G102	6,253	720,424	SH	SHARED
Gmh Communities Trust	COM	36188G102	263	30,259	SH	SHARED
Goldman Sachs Group Inc	COM	38141G104	6,337	65,599	SH	SHARED
Goldman Sachs Group Inc	COM	38141G104	1,946	11,769	SH	SHARED
HCP Inc	COM	40414L109	11,869	354,455	SH	SHARED
HCP Inc	COM	40414L109	480	14,208	SH	SHARED
Highwoods Properties Inc	COM	431284108	11,561	372,104	SH	SHARED
Highwoods Properties Inc	COM	431284108	518	16,680	SH	SHARED
Honeywell International Inc	COM	438516106	4,848	85,935	SH	SHARED
Honeywell International Inc	COM	438516106	1,829	32,418	SH	SHARED
Host Hotels and Resorts Inc	COM	44107P104	10,867	682,556	SH	SHARED
Host Hotels and Resorts Inc	COM	44107P104	436	27,366	SH	SHARED
Ishares	MSCI UTD KINGD	464286699	2,576	119,500	SH	SHARED
Ishares	MSCI FRANCE	464286707	3,606	103,200	SH	SHARED
Ishares	MSCI GERMANY	464286806	797	25,300	SH	SHARED
Ishares	MSCI MEXICO	464286822	1,560	26,400	SH	SHARED
Ishares	MSCI JAPAN	464286848	7,376	597,706	SH	SHARED
IShares MSCI EAFE	IDX	464287465	12,761	591,884	SH	SHARED
IShares MSCI EAFE	IDX	464287465	30,833	428,838	SH	SHARED
Ishares Tr	COM	464287465	225,365	3,134,425	SH	SHARED
Johnson & Johnson	COM	478160104	6,081	93,741	SH	SHARED
Johnson & Johnson	COM	478160104	2,285	35,226	SH	SHARED
JP Morgan Chase	COM	46625H100	7,819	182,055	SH	SHARED
JP Morgan Chase	COM	46625H100	2,937	68,379	SH	SHARED
Kimberly-Clark Corp	COM	494368103	4,023	62,323	SH	SHARED
Kimberly-Clark Corp	COM	494368103	1,514	23,449	SH	SHARED
Kimco Realty Corp	COM	49446R109	15,724	401,411	SH	SHARED
Kimco Realty Corp	COM	49446R109	628	16,023	SH	SHARED
Kraft Foods Inc	CL A	50075N104	1,371	44,201	SH	SHARED
Kraft Foods Inc	CL A	50075N104	516	16,636	SH	SHARED
Lexington Realty Trust	COM	529043101	12,462	864,813	SH	SHARED
Lexington Realty Trust	COM	529043101	503	34,904	SH	SHARED
Lincoln National Corp	COM	534187109	3,079	59,215	SH	SHARED
Lincoln National Corp	COM	534187109	1,161	22,321	SH	SHARED

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Lowe's Companies	COM	548661107	3,054	133,137	SH	SHARED
Lowe's Companies	COM	548661107	1,145	49,898	SH	SHARED
Macerich Company	COM	554382101	16,181	230,264	SH	SHARED
Macerich Company	COM	554382101	652	9,278	SH	SHARED
Macy's Inc	COM	55616P104	5,222	226,473	SH	SHARED
Macy's Inc	COM	55616P104	1,959	84,954	SH	SHARED
Marvell Technology Group	ORD	G5876H105	7,346	675,242	SH	SHARED
Marvell Technology Group	ORD	G5876H105	2,760	253,643	SH	SHARED
Marvell Technology Group Ltd	COM	G5876H105	9,774	900,000	SH	SHARED
Massey Energy Co	COM	576206106	9,169	251,193	SH	SHARED
Massey Energy Co	COM	576206106	3,437	94,169	SH	SHARED
Mattel Inc	COM	577081102	4,023	202,167	SH	SHARED
Mattel Inc	COM	577081102	1,512	75,969	SH	SHARED
Medical Properties Trust Inc	COM	58463J304	19,354	1,709,755	SH	SHARED
Medical Properties Trust Inc	COM	58463J304	779	68,851	SH	SHARED
Merck & Co Inc	COM	589331107	3,945	103,959	SH	SHARED
Merck & Co Inc	COM	589331107	1,486	39,146	SH	SHARED
Merck & Co Inc	COM	589331107	5,123	135,000	SH	SHARED
Merge Healthcare Inc	COM	577081102	576	1,028,171	SH	SHARED
Merge Healthcare Inc	COM	577081102	234	417,494	SH	SHARED
Merrill Lynch & Co Inc	COM	590188108	2,380	58,404	SH	SHARED
Merrill Lynch & Co Inc	COM	590188108	883	21,679	SH	SHARED
Mrv Communications Inc	COM	553477100	4,166	3,040,803	SH	SHARED
Mrv Communications Inc	COM	553477100	1,614	1,178,210	SH	SHARED
MRV Communications Inc	COM	553477100	7,314	5,417,703	SH	SHARED
Nationwide Health Pptys Inc	COM	638620104	10,484	310,655	SH	SHARED
Nationwide Health Pptys Inc	COM	638620104	422	12,515	SH	SHARED
OPNEXT	COM	68375V105	12,535	2,300,000	SH	SHARED
OPNEXT INC	COM	68375V105	3,147	577,467	SH	SHARED
OPNEXT INC	COM	68375V105	2,326	426,754	SH	SHARED
Penn Real Estate Investment Tr	SH BEN INT	709102107	9,167	375,849	SH	SHARED
Penn Real Estate Investment Tr	SH BEN INT	709102107	369	15,110	SH	SHARED
Pepsico Inc	COM	713448108	4,456	61,718	SH	SHARED
Pepsico Inc	COM	713448108	1,681	23,285	SH	SHARED
Pfizer Inc	COM	717081103	4,452	212,714	SH	SHARED
Pfizer Inc	COM	717081103	1,669	79,726	SH	SHARED
Plum Creek Timber Co Common	COM	729251108	13,963	343,066	SH	SHARED
Plum Creek Timber Co Common	COM	729251108	567	13,938	SH	SHARED
Powershares QQQ Nasdaq 100	COM	73935A104	18,712	427,500	SH	SHARED
Principal Financial Group	COM	74251V102	3,840	68,915	SH	SHARED
Principal Financial Group	COM	74251V102	1,453	26,074	SH	SHARED
Procter & Gamble Co	COM	742718109	6,554	93,534	SH	SHARED
Procter & Gamble Co	COM	742718109	2,461	35,127	SH	SHARED
Prologis	SH BEN INT	743410102	18,442	313,328	SH	SHARED
Prologis	SH BEN INT	743410102	748	12,709	SH	SHARED
Public Storage	COM	74460D109	12,101	136,545	SH	SHARED
Public Storage	COM	74460D109	491	5,540	SH	SHARED
Rackable Systems Inc	COM	750077109	8,341	914,549	SH	SHARED
Rackable Systems Inc	COM	750077109	3,082	337,932	SH	SHARED
Rackable Systems Inc	COM	750077109	8,568	940,500	SH	SHARED
Regency Centers Corp	COM	758849103	10,608	163,797	SH	SHARED
Regency Centers Corp	COM	758849103	432	6,664	SH	SHARED
Schering Plough Corp	COM	806605101	5,044	350,000	SH	SHARED
Schering-Plough Corp	COM	806605101	2,125	147,506	SH	SHARED
Schering-Plough Corp	COM	806605101	799	55,428	SH	SHARED
Simon Property Group Inc	COM	828806109	26,224	282,246	SH	SHARED

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Simon Property Group Inc	COM	828806109	1,059	11,403	SH	SHARED
SL Green Realty Corp	COM	78440X101	13,046	160,138	SH	SHARED
SL Green Realty Corp	COM	78440X101	525	6,446	SH	SHARED
SPDR Trust	COM	78462F103	700,736	5,313,036	SH	SHARED
Sprint Nextel Corp	COM	852061100	3,270	488,762	SH	SHARED
Sprint Nextel Corp	COM	852061100	546	81,650	SH	SHARED
Telabs Inc	COM	879664100	5,598	1,027,221	SH	SHARED
Telabs Inc	COM	879664100	2,101	385,489	SH	SHARED
Tenet Healthcare Corp	COM	88033G100	20,285	3,583,921	SH	SHARED
Tenet Healthcare Corp	COM	88033G100	2,920	515,899	SH	SHARED
TERRESTAR CORP	COM	881451108	2,965	607,591	SH	SHARED
TERRESTAR CORP	COM	881451108	1,159	237,409	SH	SHARED
Time Warner Inc	COM	887317105	3,353	239,162	SH	SHARED
Time Warner Inc	COM	887317105	1,268	90,411	SH	SHARED
Tuesday Morning Corp.	COM	899035505	56	10,795	SH	SHARED
United Technologies Corp	COM	913017109	4,328	62,891	SH	SHARED
United Technologies Corp	COM	913017109	1,632	23,713	SH	SHARED
Unitedhealth Group Inc	COM	91324P102	2,879	83,798	SH	SHARED
Unitedhealth Group Inc	COM	91324P102	1,081	31,467	SH	SHARED
Ventas Inc	COM	92276F100	20,138	448,395	SH	SHARED
Ventas Inc	COM	92276F100	813	18,103	SH	SHARED
Viacom Inc-class B	CL B	92553P201	4,047	102,158	SH	SHARED
Viacom Inc-class B	CL B	92553P201	1,520	38,358	SH	SHARED
Vicor Corp	COM	925815102	6,917	579,783	SH	SHARED
Vornado Realty Trust	SH BEN INT	929042109	14,938	173,287	SH	SHARED
Vornado Realty Trust	SH BEN INT	929042109	604	7,003	SH	SHARED
Wachovia Corp	COM	929903102	4,950	183,356	SH	SHARED
Wachovia Corp	COM	929903102	1,869	69,205	SH	SHARED
Wal-Mart Stores Inc	COM	931142103	4,065	77,167	SH	SHARED
Wal-Mart Stores Inc	COM	931142103	1,530	29,035	SH	SHARED
Wellpoint Inc	COM	94973V107	2,168	49,118	SH	SHARED
Wellpoint Inc	COM	94973V107	816	18,495	SH	SHARED
Wells Fargo & Co	COM	949746101	6,676	229,425	SH	SHARED
Wells Fargo & Co	COM	949746101	2,498	85,851	SH	SHARED
Wyeth	COM	983024100	3,536	84,665	SH	SHARED
Wyeth	COM	983024100	1,326	31,741	SH	SHARED
			1,998,154	79,158,451		