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SUN LIFE FINANCIAL INC  
Form 13F-HR  
August 13, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2009  
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Check Here if Amendment / /; Amendment Number: -----

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

Institutional Investment Manager Filing this Report:

Name:             Sun Life Financial Inc.  
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Address:          150 King street West  
-----  
                  Toronto, Ontario, Canada, M5H 1J9  
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Form 13F File Number: 28-05799  
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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:     Pawan Khemraj  
-----  
Title:    Director, Investment Analysis  
-----  
Phone:    416-979-6192  
-----

Signature, Place, and Date of Signing:

    /s/ Pawan Khemraj                             Toronto, Ontario   August 13, 2009  
    -----  
          [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.)

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// 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

/X/ 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
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28-04968	MFS
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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2  
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Form 13F Information Table Entry Total: 213  
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Form 13F Information Table Value Total: US \$1,589,304  
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(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.

No.	Form 13F File Number	Name
028-12046	1	Sun Capital Advisers LLC.
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028-12047	2	Sun Life Assurance Company of Canada
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FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION
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3M Corporation	COM	88579Y101	2,662	44,293	SH	SHARED
3M Corporation	COM	88579Y101	996	16,577	SH	SHARED
Acme Packet Inc	COM	004764106	19,540	1,929,715	SH	SHARED
Acme Packet Inc	COM	004764106	3,148	311,097	SH	SHARED
AERCAP HOLDINGS NV	COM	N00985106	1,214	168,096	SH	SHARED
AERCAP HOLDINGS NV	COM	N00985106	471	65,176	SH	SHARED
Alexandria Real Estate Equit	COM	015271109	3,553	99,278	SH	SHARED
Alexandria Real Estate Equit	COM	015271109	202	5,643	SH	SHARED
Altria Group Inc	COM	02209S103	1,019	62,166	SH	SHARED
Altria Group Inc	COM	02209S103	380	23,209	SH	SHARED
Amgen Inc	COM	031162100	3,658	69,102	SH	SHARED
Amgen Inc	COM	031162100	1,366	25,808	SH	SHARED
AT&T Inc	COM	00206R102	5,048	203,223	SH	SHARED
AT&T Inc	COM	00206R102	1,887	75,986	SH	SHARED
AvalonBay Communities Inc	COM	053484101	5,694	101,784	SH	SHARED
AvalonBay Communities Inc	COM	053484101	305	5,461	SH	SHARED
Bank of America Corp	COM	060505104	3,963	300,194	SH	SHARED
Bank of America Corp	COM	060505104	1,472	111,501	SH	SHARED
Bank of Nova Scotia	COM	064149107	234,139	6,236,867	SH	SHARED
BE AEROSPACE INC	COM	073302101	4,483	312,170	SH	SHARED
Best Buy Company Inc	COM	086516101	3,258	97,277	SH	SHARED
Best Buy Company Inc	COM	086516101	1,113	33,228	SH	SHARED
Biogen Idec Inc	COM	09062X103	3,693	81,784	SH	SHARED
Biogen Idec Inc	COM	09062X103	1,344	29,757	SH	SHARED
BIOMED REALTY TRUST INC	COM	09063H107	5,216	509,899	SH	SHARED
BIOMED REALTY TRUST INC	COM	09063H107	124	12,117	SH	SHARED
Boeing Company	COM	097023105	2,079	48,911	SH	SHARED
Boeing Company	COM	097023105	778	18,297	SH	SHARED
Boston Properties Inc	COM	101121101	11,691	245,094	SH	SHARED
Boston Properties Inc	COM	101121101	347	7,285	SH	SHARED
Boston Scientific Corp	COM	101137107	17,264	1,702,598	SH	SHARED
Boston Scientific Corp	COM	101137107	2,861	282,150	SH	SHARED
BP Amoco Plc	COM	055622104	5,402	113,297	SH	SHARED
BP Amoco Plc	COM	055622104	2,045	42,892	SH	SHARED
BRE Properties Inc	COM	05564E106	305	12,843	SH	SHARED
BRE Properties Inc	COM	05564E106	78	3,272	SH	SHARED
Bristol-Myers Squibb	COM	110122108	2,814	138,544	SH	SHARED
Bristol-Myers Squibb	COM	110122108	1,053	51,847	SH	SHARED
BROADCOM CORP-CL A	COM	111320107	2,907	117,269	SH	SHARED
BROADCOM CORP-CL A	COM	111320107	1,089	43,949	SH	SHARED
Chevron Corporation	COM	166764100	11,071	167,102	SH	SHARED
Chevron Corporation	COM	166764100	4,161	62,803	SH	SHARED
Ciena Corp	COM	171779309	3,752	362,560	SH	SHARED
Ciena Corp	COM	171779309	1,499	144,799	SH	SHARED
Citigroup Inc	COM	172967101	1,433	482,334	SH	SHARED
Citigroup Inc	COM	172967101	520	174,978	SH	SHARED
Coca-Cola Company	COM	191216100	3,744	78,022	SH	SHARED
Coca-Cola Company	COM	191216100	1,399	29,148	SH	SHARED
Concurrent Computer Corp	COM	206710402	0	1	SH	SHARED
Concurrent Computer Corp	COM	206710402	0	2	SH	SHARED
ConocoPhillips	COM	20825C104	2,506	59,580	SH	SHARED
ConocoPhillips	COM	20825C104	939	22,328	SH	SHARED
Conseco Inc	COM	208464883	2,219	936,206	SH	SHARED
Conseco Inc	COM	208464883	827	349,123	SH	SHARED
Cosi Inc	COM	22122P101	505	800,817	SH	SHARED
Cosi Inc	COM	22122P101	195	309,909	SH	SHARED
CVS Caremark Corporation	COM	126650100	4,133	129,674	SH	SHARED
CVS Caremark Corporation	COM	126650100	1,544	48,440	SH	SHARED
DICK'S SPORTING GOODS INC	COM	253393102	1,358	78,928	SH	SHARED
DIGITAL REALTY TRUST INC	COM	253868103	7,472	208,423	SH	SHARED
DIGITAL REALTY TRUST INC	COM	253868103	326	9,106	SH	SHARED
Dominion Resources Inc	COM	25746U109	2,954	88,398	SH	SHARED

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Dominion Resources Inc	COM	25746U109	1,103	32,998	SH	SHARED
Douglas Emmett Inc-w/i	COM	25960P109	6,282	698,809	SH	SHARED
Douglas Emmett Inc-w/i	COM	25960P109	284	31,634	SH	SHARED
Dupont (EI) Nemours and Co	COM	263534109	2,249	87,799	SH	SHARED
Dupont (EI) Nemours and Co	COM	263534109	840	32,801	SH	SHARED
Eastgroup Properties	COM	277276101	2,256	68,332	SH	SHARED
Eastgroup Properties	COM	277276101	239	7,234	SH	SHARED
EMC Corp	COM	268648102	4,576	349,331	SH	SHARED
EMC Corp	COM	268648102	1,708	130,385	SH	SHARED
EQT Inc	COM	26884L109	4,560	130,624	SH	SHARED
EQT Inc	COM	26884L109	1,730	49,542	SH	SHARED
Equity Residential Properties	COM	29476L107	6,479	291,446	SH	SHARED
Equity Residential Properties	COM	29476L107	275	12,354	SH	SHARED
Exelon Corporation	COM	30161N101	3,102	60,566	SH	SHARED
Exelon Corporation	COM	30161N101	1,157	22,591	SH	SHARED
Exxon Mobil Corp	COM	30231G102	14,301	204,564	SH	SHARED
Exxon Mobil Corp	COM	30231G102	5,327	76,194	SH	SHARED
Federal Realty Investment Tr	COM	313747206	8,225	159,643	SH	SHARED
Federal Realty Investment Tr	COM	313747206	370	7,175	SH	SHARED
Fedex Corp	COM	31428X106	1,726	31,037	SH	SHARED
Fedex Corp	COM	31428X106	645	11,595	SH	SHARED
FINISAR Corporation	COM	31787A101	705	1,299,487	SH	SHARED
Frontier Communications Corp	COM	35906A108	2,539	355,580	SH	SHARED
Frontier Communications Corp	COM	35906A108	920	128,901	SH	SHARED
GAMESTOP CORP-CLASS A	COM	36467W109	3,934	178,747	SH	SHARED
GAMESTOP CORP-CLASS A	COM	36467W109	1,443	65,574	SH	SHARED
General Electric Company	COM	369604103	3,868	330,032	SH	SHARED
General Electric Company	COM	369604103	1,628	138,911	SH	SHARED
Genworth Financial Inc.	COM	37247D106	15,981	2,286,200	SH	SHARED
Goldman Sachs Group Inc	COM	38141G104	4,490	30,454	SH	SHARED
Goldman Sachs Group Inc	COM	38141G104	1,675	11,363	SH	SHARED
HALOZYME THERAPEUTICS INC	COM	40637H109	3,510	502,900	SH	SHARED
HALOZYME THERAPEUTICS INC	COM	40637H109	1,319	188,990	SH	SHARED
HCP Inc	COM	40414L109	5,993	282,837	SH	SHARED
HCP Inc	COM	40414L109	341	16,086	SH	SHARED
Honeywell International Inc	COM	438516106	2,626	83,629	SH	SHARED
Honeywell International Inc	COM	438516106	983	31,293	SH	SHARED
INSULET CORP	COM	45784P101	2,911	378,008	SH	SHARED
INSULET CORP	COM	45784P101	1,097	142,409	SH	SHARED
Intel Corp	COM	458140100	2,883	174,212	SH	SHARED
Intel Corp	COM	458140100	1,005	60,752	SH	SHARED
Ishares	COM	464286699	7,819	591,884	SH	SHARED
Ishares	COM	464286699	2,597	196,600	SH	SHARED
Ishares	COM	464286707	3,095	151,200	SH	SHARED
Ishares	COM	464286806	563	31,300	SH	SHARED
Ishares	COM	464286822	1,384	37,550	SH	SHARED
Ishares	COM	464286848	7,225	767,806	SH	SHARED
IShares MSCI EAFE	COM	464287465	19,645	428,838	SH	SHARED
Ishares Tr	COM	464287465	166,943	3,644,240	SH	SHARED
Johnson & Johnson	COM	478160104	2,422	42,633	SH	SHARED
Johnson & Johnson	COM	478160104	911	16,047	SH	SHARED
JP Morgan Chase	COM	46625H100	6,030	176,787	SH	SHARED
JP Morgan Chase	COM	46625H100	2,251	66,004	SH	SHARED
Kimberly-Clark Corp	COM	494368103	3,179	60,642	SH	SHARED
Kimberly-Clark Corp	COM	494368103	1,187	22,636	SH	SHARED
Kimco Realty Corp	COM	49446R109	4,345	432,367	SH	SHARED
Kimco Realty Corp	COM	49446R109	251	24,994	SH	SHARED
Lexington Realty Trust	COM	529043101	5,343	1,571,533	SH	SHARED
Lexington Realty Trust	COM	529043101	188	55,407	SH	SHARED
Lowe's Companies	COM	548661107	2,503	128,963	SH	SHARED
Lowe's Companies	COM	548661107	935	48,165	SH	SHARED
Macerich Company	COM	554382101	116	6,578	SH	SHARED

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Macerich Company	COM	554382101	2	103	SH	SHARED
Macy's Inc	COM	55616P104	964	82,002	SH	SHARED
Marvell Technology Group	COM	G5876H105	7,610	653,794	SH	SHARED
Marvell Technology Group	COM	G5876H105	2,850	244,825	SH	SHARED
Mattel Inc	COM	577081102	3,141	195,682	SH	SHARED
Mattel Inc	COM	577081102	1,177	73,329	SH	SHARED
Medical Properties Trust Inc	COM	58463J304	12,013	1,979,037	SH	SHARED
Medical Properties Trust Inc	COM	58463J304	522	86,017	SH	SHARED
Merck & Co Inc	COM	589331107	2,828	101,139	SH	SHARED
Merck & Co Inc	COM	589331107	1,057	37,788	SH	SHARED
Merge Healthcare Inc	COM	589499102	4,421	1,028,171	SH	SHARED
Merge Healthcare Inc	COM	589499102	1,795	417,494	SH	SHARED
Microsoft Corp	COM	594918104	3,161	132,977	SH	SHARED
Microsoft Corp	COM	594918104	1,085	45,664	SH	SHARED
Morgan Stanley	COM	617446448	4,155	145,739	SH	SHARED
Morgan Stanley	COM	617446448	1,523	53,423	SH	SHARED
Motorola Inc	COM	620076109	4,609	695,150	SH	SHARED
Motorola Inc	COM	620076109	1,340	202,142	SH	SHARED
Mrv Communications Inc	COM	553477100	3,741	8,314,337	SH	SHARED
Mrv Communications Inc	COM	553477100	530	1,178,210	SH	SHARED
Nationwide Health Pptys Inc	COM	638620104	1,042	40,473	SH	SHARED
Nationwide Health Pptys Inc	COM	638620104	267	10,381	SH	SHARED
OCLARO INC	COM	67555N107	1,024	1,607,740	SH	SHARED
OCLARO INC	COM	67555N107	1,672	2,624,212	SH	SHARED
Oclaro Inc	COM	67555N107	2,860	4,400,000	SH	SHARED
OPNEXT INC	COM	68375V105	6,486	3,013,643	SH	SHARED
OPNEXT INC	COM	68375V105	1,696	792,465	SH	SHARED
OVERSTOCK.COM INC	COM	690370101	2,569	214,838	SH	SHARED
OVERSTOCK.COM INC	COM	690370101	944	78,945	SH	SHARED
Pepsico Inc	COM	713448108	3,301	60,054	SH	SHARED
Pepsico Inc	COM	713448108	1,235	22,478	SH	SHARED
Pfizer Inc	COM	717081103	3,094	206,277	SH	SHARED
Pfizer Inc	COM	717081103	1,154	76,955	SH	SHARED
Philip Morris International	COM	718172109	2,712	62,166	SH	SHARED
Philip Morris International	COM	718172109	1,012	23,209	SH	SHARED
Plum Creek Timber Co Common	COM	729251108	6,994	234,871	SH	SHARED
Plum Creek Timber Co Common	COM	729251108	331	11,119	SH	SHARED
Powershares QQQ Nasdaq 100	COM	73935A104	16,557	455,500	SH	SHARED
Procter & Gamble Co	COM	742718109	4,638	90,770	SH	SHARED
Procter & Gamble Co	COM	742718109	1,733	33,908	SH	SHARED
Public Storage	COM	74460D109	11,067	169,019	SH	SHARED
Public Storage	COM	74460D109	453	6,920	SH	SHARED
Qwest Communications Intl Inc	COM	749121109	4,715	1,136,196	SH	SHARED
Qwest Communications Intl Inc	COM	749121109	1,799	433,413	SH	SHARED
Schering-Plough Corp	COM	806605101	4,499	179,113	SH	SHARED
Schering-Plough Corp	COM	806605101	1,388	55,266	SH	SHARED
Silicone Graphics	COM	82706L108	8,206	1,811,623	SH	SHARED
Silicone Graphics	COM	82706L108	1,534	337,932	SH	SHARED
Simon Property Group Inc	COM	828806109	19,706	383,156	SH	SHARED
Simon Property Group Inc	COM	828806109	756	14,691	SH	SHARED
SL Green Realty Corp	COM	78440X101	974	42,473	SH	SHARED
SL Green Realty Corp	COM	78440X101	176	7,685	SH	SHARED
SPDR Trust	COM	78462F103	1,877	20,414	SH	SHARED
SPDR Trust	COM	78462F103	534,343	5,811,236	SH	SHARED
Telabs Inc	COM	879664100	4,559	795,627	SH	SHARED
Tenet Healthcare Corp	COM	88033G100	4,060	1,439,660	SH	SHARED
Time Warner Cable Inc	COM	88732J207	617	19,468	SH	SHARED
Time Warner Cable Inc	COM	88732J207	231	7,300	SH	SHARED
Time Warner Inc	COM	887317303	1,954	77,560	SH	SHARED
Time Warner Inc	COM	887317303	733	29,088	SH	SHARED
Travelers Cos Inc	COM	89417E109	1,348	32,851	SH	SHARED
United Technologies Corp	COM	913017109	3,180	61,194	SH	SHARED

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United Technologies Corp	COM	913017109	1,189	22,891	SH	SHARED
Unitedhealth Group Inc	COM	91324P102	2,028	81,167	SH	SHARED
Unitedhealth Group Inc	COM	91324P102	759	30,375	SH	SHARED
UnumProvident Corp	COM	91529Y106	2,384	150,305	SH	SHARED
UnumProvident Corp	COM	91529Y106	925	58,301	SH	SHARED
Ventas Inc	COM	92276F100	10,272	344,000	SH	SHARED
Ventas Inc	COM	92276F100	478	16,013	SH	SHARED
Verizon Communications Inc	COM	92343V104	2,529	82,296	SH	SHARED
Verizon Communications Inc	COM	92343V104	442	14,395	SH	SHARED
Viacom Inc-class B	COM	92553P201	2,250	99,121	SH	SHARED
Viacom Inc-class B	COM	92553P201	841	37,027	SH	SHARED
Vicor Corp	COM	925815102	6,628	918,039	SH	SHARED
Vicor Corp	COM	925815102	951	131,731	SH	SHARED
VMWARE INC-CLASS A	COM	928563402	2,627	96,351	SH	SHARED
VMWARE INC-CLASS A	COM	928563402	966	35,429	SH	SHARED
Vornado Realty Trust	COM	929042109	12,479	277,130	SH	SHARED
Vornado Realty Trust	COM	929042109	418	9,288	SH	SHARED
Wal-Mart Stores Inc	COM	931142103	3,637	75,073	SH	SHARED
Wal-Mart Stores Inc	COM	931142103	1,358	28,028	SH	SHARED
Wellpoint Inc	COM	94973V107	2,432	47,786	SH	SHARED
Wellpoint Inc	COM	94973V107	909	17,853	SH	SHARED
Wells Fargo & Co	COM	949746101	5,405	222,784	SH	SHARED
Wells Fargo & Co	COM	949746101	2,010	82,868	SH	SHARED
Weyerhaeuser Co	COM	962166104	7,993	262,675	SH	SHARED
Weyerhaeuser Co	COM	962166104	379	12,463	SH	SHARED
Williams Cos Inc	COM	969457100	5,834	374,000	SH	SHARED
Wyeth	COM	983024100	3,723	82,033	SH	SHARED

1,589,304 82,195,863