

SECURITIES AND EXCHANGE COMMISSION

FORM NSAR-B/A

Annual report for management companies filed on Form N-SAR [amend]

Filing Date: **2013-01-28** | Period of Report: **2012-11-30**
SEC Accession No. [0000912938-13-000017](#)

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FILER

MFS SERIES TRUST II

CIK:[798250](#) | IRS No.: **000000000** | State of Incorporation: **MA** | Fiscal Year End: **1130**
Type: **NSAR-B/A** | Act: **40** | File No.: [811-04775](#) | Film No.: **13550359**

Mailing Address

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24TH FLOOR
BOSTON MA 02199*

Business Address

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BOSTON MA 02199
18006372929*

PAGE 1
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000 D000000 N
000 E000000 NF
000 F000000 Y
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086 F010000 0
086 F020000 0
SIGNATURE KINO CLARK
TITLE ASSISTANT TREASURER

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Trustees of MFS Series Trust II and the Shareholders of MFS Growth Fund:

In planning and performing our audit of the financial statements of MFS Growth Fund (one of the portfolios comprising MFS Series Trust II) (the "Fund") as of and for the year ended November 30, 2012, in accordance with the standards of the Public Company Accounting Oversight Board (United States), we considered the Fund's internal control over financial reporting, including controls over safeguarding securities, as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statement and to comply with the requirements of Form N-SAR, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we express no such opinion.

The management of the Fund is responsible for establishing and maintaining effective internal control over financial reporting. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls. A fund's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A fund's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the fund; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the fund are being made only in accordance with authorizations of management and trustees of the fund; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of a fund's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

A deficiency in internal control over financial reporting exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A material weakness is a deficiency, or a

combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the fund's annual or interim financial statements will not be prevented or detected on a timely basis.

Our consideration of the Fund's internal control over financial reporting was for the limited purpose described in the first paragraph and would not necessarily disclose all deficiencies in internal control that might be material weaknesses under standards established by the Public Company Accounting Oversight Board (United States). However, we noted no deficiencies in the Fund's internal control over financial reporting and its operation, including controls for safeguarding securities, that we consider to be a material weakness, as defined above, as of November 30, 2012.

This report is intended solely for the information and use of management and the Board of Trustees of MFS Series Trust II and the Securities and Exchange Commission and is not intended to be and should not be used by anyone other than these specified parties.

DELOITTE & TOUCHE LLP

Boston, Massachusetts
January 15, 2013

SUB-ITEM 77I

MFS Growth Fund, a series of MFS Series Trust II (the "Trust"), redesignated Class W Shares as Class R5 Shares effective May 30, 2012, as described in the fund's Summary Prospectus dated March 29, 2012, as amended May 30, 2012, and in the supplement to the fund's then current prospectus, each as filed with the Securities and Exchange Commission via EDGAR on May 30, 2012, under Rule 497 under the Securities and Exchange Act of 1933. Such descriptions are incorporated herein by reference.

SUB-ITEM 77Q1(A)

Appendix A, dated June 19, 2012 to the Master Amended and Restated By-Laws for MFS Series Trust II, dated January 1, 2002 as revised through August 22, 2007, is contained in Post-Effective Amendment No. 50 to the Registration Statement of MFS Series Trust III (File Nos. 2-60491 and 811-2794), as filed with the Securities and Exchange Commission via EDGAR on June 29, 2012, under Rule 485 under the Securities Act of 1933. Such document is incorporated herein by reference.

SUB-ITEM 77Q1 (B)

NSAR-B for MFS Series Trust II is being amended to include additional exhibits that were not included in the original filing.