

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

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FILER

SUN LIFE ASSURANCE CO OF CANADA US

CIK: **745544** | IRS No.: **042461439** | State of Incorporation: **DE** | Fiscal Year End: **1231**
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Mailing Address

*SUN LIFE EXECUTIVE PARK
WELLESLEY HILLS MA 02481*

Business Address

*SC 1335 ONE SUN LIFE
EXECUTIVE PARK
WELLESLEY HILLS MA 02481
7814461182*

SUPPLEMENT DATED AUGUST 1, 2001

TO

PROFILE DATED MAY 1, 2001, AS SUPPLEMENTED
AND
PROSPECTUS DATED MAY 1, 2001, AS SUPPLEMENTED

FOR

MFS REGATTA ACCESS
VARIABLE AND FIXED ANNUITY

ISSUED BY SUN LIFE ASSURANCE COMPANY OF CANADA (U.S.)

Beginning on August 27, 2001, with the addition of a new class of shares -- the "Service Class shares" -- to the MFS/Sun Life Series Trust ("the Series Fund"), the following 31 corresponding Sub-Accounts will be added to the MFS Regatta Access Variable and Fixed Annuity Contracts (the "Contracts"):

<Table>	<C>
<S>	
Bond -- S Class	Managed Sectors -- S Class
Capital Appreciation -- S Class	Massachusetts Investors Growth Stock -- S Class
Capital Opportunities -- S Class	Massachusetts Investors Trust -- S Class
Emerging Growth -- S Class	Mid Cap Growth -- S Class
Emerging Markets Equity -- S Class	Money Market -- S Class
Global Asset Allocation -- S Class	New Discovery -- S Class
Global Governments -- S Class	Research -- S Class
Global Growth -- S Class	Research Growth and Income -- S Class
Global Health Sciences -- S Class	Research International -- S Class
Global Telecommunications -- S Class	Strategic Growth -- S Class
Global Total Return -- S Class	Strategic Income -- S Class
Government Securities -- S Class	Technology -- S Class
High Yield -- S Class	Total Return -- S Class
International Growth -- S Class	Utilities -- S Class
International Investors Trust -- S Class	Value -- S Class
International New Discovery -- S Class	
</Table>	

This Supplement describes the fees and performance information associated with the Series Fund's Service Class (the "S Class") shares. The S Class shares are the same as the shares (referred to herein as the "Initial Class" shares) currently offered in the Series Fund's Prospectus, dated May 1, 2001, except that the S Class shares are subject to a distribution fee equal to 0.25% of each Fund's daily net assets.

The INITIAL CLASS SHARES are only available to owners of a MFS Regatta Access Variable and Fixed Annuity Contract who opened their Contracts BEFORE August 27, 2001. (A Contract is considered "opened" once we have received a completed Application in good order.) Subsequent payments and transfers by such Contract owners will continue to purchase Initial Class shares.

Owners of a MFS Regatta Access Variable and Fixed Annuity Contract who opened their Contracts ON OR AFTER August 27, 2001, will only be able to purchase S CLASS SHARES. Subsequent payments and transfers by such Contract owners will continue to purchase S Class shares.

At present, the INTERNATIONAL NEW DISCOVERY SERIES and GLOBAL HEALTH SCIENCES SERIES of the MFS/Sun Life Series Trust are not available for sale and, therefore, neither share class of these two Series is available for investment. We do not know at this time when or if these two Series will be made available. YOUR INVESTMENT DECISION TO PURCHASE A CONTRACT SHOULD NOT ASSUME THE FUTURE AVAILABILITY OF THESE SERIES.

As a result of the addition of the S Class shares, the Profile dated May 1, 2001, as supplemented, (the "Profile") and the Prospectus dated May 1, 2001, as supplemented, (the "Prospectus") for the MFS Regatta Access Variable and Fixed Annuity are further supplemented as follows:

<Page>

1. The list of the available investment options appearing in Section 4, "Allocation Options," of the Profile and on the cover page of the Prospectus is hereby supplemented by the addition of the 31 Sub-Accounts listed above.

2. The summary expense chart appearing in Section 5, "Expenses," of the Profile is supplemented by adding the following Sub-Accounts to the chart:

<Table>
<Caption>

	TOTAL ANNUAL INSURANCE CHARGES	TOTAL ANNUAL FUND EXPENSES	TOTAL ANNUAL EXPENSES	EXAMPLES: TOTAL EXPENSES AT END			
				NO RIDERS (A)		WITH RIDER (B)	
				1 YEAR	10 YEARS	1 YEAR	10 YEARS
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Bond -- S Class	1.50%	0.97%	2.47%	\$25	\$281	\$29	\$319
Capital Appreciation -- S Class	1.50%	1.00%	2.50%	\$25	\$284	\$29	\$322
Capital Opportunities -- S Class	1.50%	1.04%	2.54%	\$26	\$288	\$30	\$326
Emerging Growth -- S Class	1.50%	0.99%	2.49%	\$25	\$283	\$29	\$321
Emerging Markets Equity -- S Class	1.50%	1.82%	3.32%	\$33	\$361	\$37	\$397
Global Asset Allocation -- S Class	1.50%	1.15%	2.65%	\$27	\$298	\$31	\$336
Global Governments -- S Class	1.50%	1.19%	2.69%	\$27	\$302	\$31	\$340
Global Growth -- S Class	1.50%	1.29%	2.79%	\$28	\$312	\$32	\$349
Global Health Sciences -- S Class	1.50%	1.50%	3.00%	\$30	\$332	\$34	\$368
Global Telecommunications -- S Class	1.50%	1.53%	3.03%	\$31	\$335	\$35	\$371
Global Total Return -- S Class	1.50%	1.16%	2.66%	\$27	\$299	\$31	\$337
Government Securities -- S Class	1.50%	0.87%	2.37%	\$24	\$271	\$28	\$310
High Yield -- S Class	1.50%	1.08%	2.58%	\$26	\$291	\$30	\$330
International Growth -- S Class	1.50%	1.49%	2.99%	\$30	\$331	\$34	\$368
International Investors Trust -- S Class	1.50%	1.46%	2.96%	\$30	\$328	\$34	\$365
International New Discovery -- S Class	1.50%	1.48%	2.98%	\$30	\$330	\$34	\$367
Managed Sectors -- S Class	1.50%	1.01%	2.51%	\$25	\$285	\$29	\$323
Massachusetts Investors Growth Stock -- S Class	1.50%	1.06%	2.56%	\$26	\$290	\$30	\$328
Massachusetts Investors Trust -- S Class	1.50%	0.85%	2.35%	\$24	\$269	\$28	\$308
Mid Cap Growth -- S Class	1.50%	1.14%	2.64%	\$27	\$297	\$31	\$336
Money Market -- S Class	1.50%	0.83%	2.33%	\$24	\$267	\$28	\$306
New Discovery -- S Class	1.50%	1.24%	2.74%	\$28	\$307	\$32	\$345
Research -- S Class	1.50%	0.99%	2.49%	\$25	\$283	\$29	\$321
Research Growth and Income -- S Class	1.50%	1.13%	2.63%	\$27	\$296	\$31	\$335
Research International -- S Class	1.50%	1.53%	3.03%	\$31	\$335	\$35	\$371
Strategic Growth -- S Class	1.50%	1.19%	2.69%	\$27	\$302	\$31	\$340
Strategic Income -- S Class	1.50%	1.23%	2.73%	\$28	\$306	\$32	\$344
Technology -- S Class	1.50%	1.17%	2.67%	\$27	\$300	\$31	\$338
Total Return -- S Class	1.50%	0.95%	2.45%	\$25	\$279	\$29	\$318
Utilities -- S Class	1.50%	1.05%	2.55%	\$26	\$289	\$30	\$327
Value -- S Class	1.50%	1.12%	2.62%	\$27	\$295	\$30	\$334

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3. The performance chart appearing in Section 8, "Performance," of the Profile is supplemented by adding the following Sub-Accounts to the chart:

SUB-ACCOUNT	2000	1999	1998	1997	1996	1995	1994	1993	1992	1991	1990
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Bond -- S Class	8.36%	(3.45)%	--	--	--	--	--	--	--	--	--
Capital Appreciation -- S Class	(12.97)%	30.34%	26.44%	20.93%	19.30%	32.08%	(5.37)%	15.89%	11.15%	38.44%	(11.34)%
Capital Opportunities -- S Class	(6.52)%	45.09%	24.72%	25.32%	--	--	--	--	--	--	--
Emerging Growth -- S Class	(20.51)%	72.82%	31.51%	19.76%	14.99%	--	--	--	--	--	--
Emerging Markets Equity -- S Class	(24.10)%	49.88%	(31.27)%	8.41%	--	--	--	--	--	--	--
Global Asset Allocation -- S Class	(4.00)%	16.48%	4.64%	8.87%	13.89%	19.45%	--	--	--	--	--
Global Governments -- S Class	(0.46)%	(6.85)%	13.42%	(2.58)%	2.75%	13.62%	(6.24)%	16.77%	(1.36)%	12.72%	11.29%
Global Growth -- S Class	(14.65)%	64.46%	12.51%	13.25%	11.04%	13.90%	1.05%	--	--	--	--
Global Total Return -- S Class	0.54%	6.53%	16.25%	11.60%	12.20%	15.80%	--	--	--	--	--
Government Securities -- S Class	10.19%	(3.65)%	6.79%	6.78%	(0.24)%	15.53%	(3.95)%	6.70%	4.78%	13.79%	6.89%
High Yield -- S Class	(8.40)%	4.98%	(1.21)%	11.17%	10.08%	14.93%	(4.02)%	15.62%	12.96%	45.03%	(15.96)%
International Growth -- S Class	(9.41)%	32.98%	0.08%	(3.43)%	--	--	--	--	--	--	--
International Investors Trust -- S Class	(4.07)%	15.24%	19.46%	4.59%	2.97%	--	--	--	--	--	--
Managed Sectors -- S Class	(22.22)%	82.45%	10.32%	23.39%	15.47%	29.92%	(3.72)%	2.16%	4.55%	59.17%	(12.12)%
Massachusetts Investors Growth Stock -- S Class	(7.76)%	33.44%	--	--	--	--	--	--	--	--	--
Massachusetts Investors											

Trust -- S Class	(1.64)%	5.32%	21.65%	29.62%	23.16%	35.00%	(2.91)%	6.45%	3.69%	--	--
Money Market -- S Class	4.13%	2.85%	3.14%	3.16%	3.01%	3.54%	1.82%	0.76%	1.46%	3.87%	5.89%
New Discovery -- S Class	(1.36)%	57.45%	--	--	--	--	--	--	--	--	--
Research -- S Class	(5.79)%	22.00%	21.45%	18.66%	21.60%	35.00%	--	--	--	--	--
Research Growth and Income -- S Class	1.32%	6.27%	20.01%	--	--	--	--	--	--	--	--
Research International -- S Class	(9.57)%	52.30%	--	--	--	--	--	--	--	--	--
Strategic Growth -- S Class	(11.56)%	19.28%	--	--	--	--	--	--	--	--	--
Strategic Income -- S Class	1.12%	21.38%	--	--	--	--	--	--	--	--	--
Total Return -- S Class	14.79%	1.03%	9.76%	19.78%	12.00%	24.52%	(4.05)%	11.34%	6.40%	19.47%	0.80%
Utilities -- S Class	5.14%	29.00%	15.50%	30.37%	18.17%	30.05%	(6.69)%	--	--	--	--
Value -- S Class	28.03%	5.18%	--	--	--	--	--	--	--	--	--

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<Page>

4. The "Underlying Fund Annual Expenses" table appearing on page 5 of the Prospectus is supplemented by adding the fees associated with the S Class shares of the Funds as follows:

<Table>

<Caption>

FUND	MANAGEMENT FEES	OTHER FUND EXPENSES		TOTAL ANNUAL FUND EXPENSES	
		AFTER REIMBURSEMENT (2)	12B-1 OR SERVICE FEES	AFTER AND BEFORE REIMBURSEMENT (2)	
<S>	<C>	<C>	<C>	<C>	
Bond -- S Class	0.60%	0.12%	0.25%	0.97%	
Capital Appreciation -- S Class	0.71%	0.04%	0.25%	1.00%	
Capital Opportunities -- S Class	0.71%	0.08%	0.25%	1.04%	
Emerging Growth -- S Class	0.69%	0.05%	0.25%	0.99%	
Emerging Markets Equity -- S Class	1.25%	0.32%	0.25%	1.82%	
Global Asset Allocation -- S Class	0.75%	0.15%	0.25%	1.15%	
Global Governments -- S Class	0.75%	0.19%	0.25%	1.19%	
Global Growth -- S Class	0.90%	0.14%	0.25%	1.29%	
Global Health Sciences -- S Class (3)	1.00%	0.25%	0.25%	1.50%	[1.71%]
Global Telecommunications -- S Class (3)	1.00%	0.28%	0.25%	1.53%	[8.75%]
Global Total Return -- S Class	0.75%	0.16%	0.25%	1.16%	
Government Securities -- S Class	0.55%	0.07%	0.25%	0.87%	
High Yield -- S Class	0.75%	0.08%	0.25%	1.08%	
International Growth -- S Class	0.98%	0.26%	0.25%	1.49%	
International Investors Trust -- S Class	0.98%	0.23%	0.25%	1.46%	
International New Discovery -- S Class (3)	0.98%	0.25%	0.25%	1.48%	[1.69%]
Managed Sectors -- S Class	0.71%	0.05%	0.25%	1.01%	
Massachusetts Investors Growth Stock -- S Class	0.75%	0.06%	0.25%	1.06%	
Massachusetts Investors Trust -- S Class	0.55%	0.05%	0.25%	0.85%	
Mid Cap Growth -- S Class	0.75%	0.14%	0.25%	1.14%	
Money Market -- S Class	0.50%	0.08%	0.25%	0.83%	
New Discovery -- S Class	0.90%	0.09%	0.25%	1.24%	
Research -- S Class	0.69%	0.05%	0.25%	0.99%	
Research Growth and Income -- S Class	0.75%	0.13%	0.25%	1.13%	
Research International -- S Class	1.00%	0.28%	0.25%	1.53%	
Strategic Growth -- S Class	0.75%	0.19%	0.25%	1.19%	
Strategic Income -- S Class	0.75%	0.23%	0.25%	1.23%	
Technology -- S Class	0.75%	0.17%	0.25%	1.17%	
Total Return -- S Class	0.66%	0.04%	0.25%	0.95%	
Utilities -- S Class	0.72%	0.08%	0.25%	1.05%	
Value -- S Class	0.75%	0.12%	0.25%	1.12%	

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5. Footnote (2) to the "Underlying Fund Annual Expenses" table appearing on page 5 of the Prospectus is supplemented with the addition of the following fee reimbursements associated with S Class shares of the Funds:

<Table>

<S>	<C>
Bond -- S Class.....	0.95%
Capital Appreciation -- S Class.....	0.99%
Emerging Growth -- S Class.....	0.98%
Emerging Markets Equity -- S Class.....	1.80%

Global Asset Allocation -- S Class.....	1.14%
Global Governments -- S Class.....	1.18%
Global Growth -- S Class.....	1.28%
Global Telecommunications -- S Class.....	1.50%
Global Total Return -- S Class.....	1.15%
High Yield -- S Class.....	1.07%
International Growth -- S Class.....	1.48%
Massachusetts Investors Trust -- S Class.....	0.84%
Mid Cap Growth -- S Class.....	1.12%
Research Growth and Income -- S Class.....	1.12%
Research International -- S Class.....	1.52%
Strategic Growth -- S Class.....	1.17%
Strategic Income -- S Class.....	1.21%
Technology -- S Class.....	1.15%
Total Return -- S Class.....	0.94%
Utilities -- S Class.....	1.04%
Value -- S Class.....	1.11%

6. Footnote (3) to the "Underlying Fund Annual Expenses" table appearing on page 6 of the Prospectus is replaced with the following paragraph:

(3) MFS has contractually agreed to bear the expenses of each of the two classes (Initial Class and S Class) of the Global Health Science Series, Global Telecommunications Series, and International New Discovery Series such that "Other Fund Expenses," after taking into account the expense offset arrangement described in Footnote (2), above, do not exceed 0.25% annually. These contractual fee arrangements will continue until at least May 1, 2002, unless changed with the consent of the Series Fund's Board of Directors; provided, however, that a Fund's contractual fee arrangement will terminate prior to May 1, 2002, in the event that the Fund's "Other Fund Expenses" equal or fall below 0.25% annually.

<Page>

7. The "Examples" presented on pages 7 and 8 of the Prospectus are supplemented by adding the following examples:

If you do or do not surrender your Contract, or if you annuitize your Contract, at the end of the applicable period, you would pay the following expenses on a \$1,000 investment, assuming a 5% annual return, an average Contract size of \$50,000, and no optional death benefit riders have been elected:

<Table>

<Caption>

	1 YEAR	3 YEARS	5 YEARS	10 YEARS
	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
Bond -- S Class.....	\$25	\$ 77	\$132	\$281
Capital Appreciation -- S Class.....	\$25	\$ 78	\$133	\$284
Capital Opportunities -- S Class.....	\$26	\$ 79	\$135	\$288
Emerging Growth -- S Class.....	\$25	\$ 78	\$133	\$283
Emerging Markets Equity -- S Class.....	\$33	\$102	\$173	\$361
Global Asset Allocation -- S Class.....	\$27	\$ 82	\$141	\$298
Global Governments -- S Class.....	\$27	\$ 84	\$142	\$302
Global Growth -- S Class.....	\$28	\$ 87	\$147	\$312
Global Health Sciences -- S Class.....	\$30	\$ 93	\$158	\$332
Global Telecommunications -- S Class.....	\$31	\$ 94	\$159	\$335
Global Total Return -- S Class.....	\$27	\$ 83	\$141	\$299
Government Securities -- S Class.....	\$24	\$ 74	\$127	\$271
High Yield -- S Class.....	\$26	\$ 80	\$137	\$291
International Growth -- S Class.....	\$30	\$ 92	\$157	\$331
International Investors Trust -- S Class.....	\$30	\$ 92	\$156	\$328
International New Discovery -- S Class.....	\$30	\$ 92	\$157	\$330
Managed Sectors -- S Class.....	\$25	\$ 78	\$134	\$285
Massachusetts Investors Growth Stock -- S Class.....	\$26	\$ 80	\$136	\$290
Massachusetts Investors Trust -- S Class.....	\$24	\$ 73	\$126	\$269
Mid Cap Growth -- S Class.....	\$27	\$ 82	\$140	\$297
Money Market -- S Class.....	\$24	\$ 73	\$125	\$267
New Discovery -- S Class.....	\$28	\$ 85	\$145	\$307
Research -- S Class.....	\$25	\$ 78	\$133	\$283
Research Growth and Income -- S Class.....	\$27	\$ 82	\$140	\$296
Research International -- S Class.....	\$31	\$ 94	\$159	\$335
Strategic Growth -- S Class.....	\$27	\$ 84	\$142	\$302
Strategic Income -- S Class.....	\$28	\$ 85	\$144	\$306
Technology -- S Class.....	\$27	\$ 83	\$141	\$300
Total Return -- S Class.....	\$25	\$ 76	\$131	\$279
Utilities -- S Class.....	\$26	\$ 79	\$136	\$289
Value -- S Class.....	\$27	\$ 81	\$139	\$295

</Table>

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If you do or do not surrender your Contract, or if you annuitize your Contract, at the end of the applicable period, you would pay the following expenses on a \$1,000 investment, assuming a 5% annual return, an average Contract size of \$50,000, and the EEB Plus MAV optional death benefit rider has been elected:

<Table>

<Caption>

	1 YEAR	3 YEARS	5 YEARS	10 YEARS
	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
Bond -- S Class.....	\$29	\$ 89	\$151	\$319
Capital Appreciation -- S Class.....	\$29	\$ 90	\$153	\$322
Capital Opportunities -- S Class.....	\$30	\$ 91	\$155	\$326
Emerging Growth -- S Class.....	\$29	\$ 89	\$152	\$321
Emerging Markets Equity -- S Class.....	\$37	\$114	\$192	\$397
Global Asset Allocation -- S Class.....	\$31	\$ 94	\$160	\$336
Global Governments -- S Class.....	\$31	\$ 95	\$162	\$340
Global Growth -- S Class.....	\$32	\$ 98	\$167	\$349
Global Health Sciences -- S Class.....	\$34	\$104	\$177	\$368
Global Telecommunications -- S Class.....	\$35	\$105	\$178	\$371
Global Total Return -- S Class.....	\$31	\$ 95	\$161	\$337
Government Securities -- S Class.....	\$28	\$ 86	\$146	\$310
High Yield -- S Class.....	\$30	\$ 92	\$157	\$330
International Growth -- S Class.....	\$34	\$104	\$176	\$368
International Investors Trust -- S Class.....	\$34	\$103	\$175	\$365
International New Discovery -- S Class.....	\$34	\$104	\$176	\$367
Managed Sectors -- S Class.....	\$29	\$ 90	\$153	\$323
Massachusetts Investors Growth Stock -- S Class.....	\$30	\$ 92	\$156	\$328
Massachusetts Investors Trust -- S Class.....	\$28	\$ 85	\$145	\$308
Mid Cap Growth -- S Class.....	\$31	\$ 94	\$160	\$336
Money Market -- S Class.....	\$28	\$ 85	\$144	\$306
New Discovery -- S Class.....	\$32	\$ 97	\$164	\$345
Research -- S Class.....	\$29	\$ 89	\$152	\$321
Research Growth and Income -- S Class.....	\$31	\$ 94	\$159	\$335
Research International -- S Class.....	\$35	\$105	\$178	\$371
Strategic Growth -- S Class.....	\$31	\$ 95	\$162	\$340
Strategic Income -- S Class.....	\$32	\$ 97	\$164	\$344
Technology -- S Class.....	\$31	\$ 95	\$161	\$338
Total Return -- S Class.....	\$29	\$ 88	\$150	\$318
Utilities -- S Class.....	\$30	\$ 91	\$155	\$327
Value -- S Class.....	\$30	\$ 93	\$159	\$334

</Table>

THESE EXAMPLES SHOULD NOT BE CONSIDERED TO BE REPRESENTATIONS OF PAST OR FUTURE EXPENSES, AND ACTUAL EXPENSES MAY BE GREATER OR LOWER THAN THOSE SHOWN. THE EXAMPLES ASSUME THAT ALL CURRENT WAIVERS AND REIMBURSEMENTS CONTINUE THROUGHOUT ALL PERIODS.

8. The second paragraph under "Variable Account Options: The MFS/Sun Life Series Trust," beginning on page 10 of the Prospectus is replaced by the following:

"The Series Fund is composed of 31 independent portfolios of securities, each of which has separate investment objectives and policies. Shares of the Series Fund are issued in 31 series (each, a "Fund"), each corresponding to one of the portfolios. Each Fund offers two share classes: an Initial Class and a Service Class (or "S Class"). The Contract provides for investment by the Sub-Accounts in both share classes of 29 of the Funds. (NEITHER SHARE CLASS OF THE INTERNATIONAL NEW DISCOVERY SERIES AND GLOBAL HEALTH SCIENCES SERIES ARE PRESENTLY AVAILABLE FOR SALE.) Additional portfolios may be added to the Series Fund which may or may not be available for investment by the Variable Account."

THIS SUPPLEMENT IS NOT VALID UNLESS ACCOMPANIED OR PRECEDED BY THE CURRENT PROSPECTUS FOR THE MFS REGATTA ACCESS VARIABLE AND FIXED ANNUITY, AND THE CURRENT FUND PROSPECTUS AS SUPPLEMENTED. ALL SUPPLEMENTS AND THE PROSPECTUSES SHOULD BE READ AND RETAINED FOR FUTURE REFERENCE.

ACCESS SUPP 08/2001

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Rule 424(b)(3)
File Nos. 333-39306
811-05846

SUPPLEMENT DATED AUGUST 1, 2001

TO

FOR

FUTURITY FOCUS II
 VARIABLE AND FIXED ANNUITY

ISSUED BY SUN LIFE ASSURANCE COMPANY OF CANADA (U.S.)

Beginning on August 27, 2001, with the addition of a new class of shares -- the "Service Class shares" -- to the MFS/Sun Life Series Trust ("the Series Fund"), the following 9 corresponding investment options will be added to the Futurity Focus II Variable and Fixed Annuity Contracts (the "Contracts"):

- MFS/Sun Life Capital Appreciation -- S Class
- MFS/Sun Life Emerging Growth -- S Class
- MFS/Sun Life Government Securities -- S Class
- MFS/Sun Life High Yield -- S Class
- MFS/Sun Life Massachusetts Investors Growth Stock -- S Class
- MFS/Sun Life Massachusetts Investors Trust -- S Class
- MFS/Sun Life New Discovery -- S Class
- MFS/Sun Life Total Return -- S Class
- MFS/Sun Life Utilities -- S Class

This Supplement describes the fees and performance information associated with the Series Fund's Service Class (the "S Class") shares. The S Class shares are the same as the shares (referred to herein as the "Initial Class" shares) currently offered in the Series Fund's Prospectus, dated May 1, 2001, except that the S Class shares are subject to a distribution fee equal to 0.25% of each Fund's daily net assets.

The INITIAL CLASS SHARES are only available to owners of a Futurity Focus II Variable and Fixed Annuity Contract who opened their Contracts BEFORE August 27, 2001. (A Contract is considered "opened" once we have received a completed Application in good order.) Subsequent payments and transfers by such Contract owners will continue to purchase Initial Class shares.

Owners of a Futurity Focus II Variable and Fixed Annuity Contract who opened their Contracts ON OR AFTER August 27, 2001, will only be able to purchase S CLASS SHARES. Subsequent payments and transfers by such Contract owners will continue to purchase S Class shares.

As a result of the addition of the S Class shares, the Profile dated May 1, 2001, as supplemented, (the "Profile") and the Prospectus dated May 1, 2001, as supplemented, (the "Prospectus") for the Futurity Focus II Variable and Fixed Annuity are further supplemented as follows:

1. The list of the available Sub-Accounts appearing in Section 4, "Allocation Options," of the Profile and on the cover page of the Prospectus is hereby supplemented by the adding, under the heading "MFS/Sun Life Series Trust" the 9 Sub-Accounts listed above.

<Page>

2. The summary expense chart appearing in Section 5, "Expenses," of the Profile is supplemented by adding the following Sub-Accounts to the chart:

<Table>

<Caption>

SUB-ACCOUNTS	TOTAL ANNUAL INSURANCE CHARGES	TOTAL ANNUAL FUND EXPENSES	TOTAL ANNUAL EXPENSES	EXAMPLES: TOTAL EXPENSE AT END			
				NO RIDERS (A)		WITH RIDER (B)	
				1 YEAR	10 YEARS	1 YEAR	10 YEARS
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
MFS/Sun Life Capital Appreciation -- S Class	1.50%	1.00%	2.50%	\$25	\$284	\$29	\$322
MFS/Sun Life Emerging Growth -- S Class	1.50%	0.99%	2.49%	\$25	\$283	\$29	\$321
MFS/Sun Life Government Securities -- S Class	1.50%	0.87%	2.37%	\$24	\$271	\$28	\$310
MFS/Sun Life High Yield -- S Class	1.50%	1.08%	2.58%	\$26	\$291	\$30	\$330
MFS/Sun Life Massachusetts Investors Growth Stock -- S Class	1.50%	1.06%	2.56%	\$26	\$290	\$30	\$328
MFS/Sun Life Massachusetts Investors Trust -- S Class	1.50%	0.85%	2.35%	\$24	\$269	\$28	\$308
MFS/Sun Life New Discovery -- S Class	1.50%	1.24%	2.74%	\$28	\$307	\$32	\$345
MFS/Sun Life Total Return -- S Class	1.50%	0.95%	2.45%	\$25	\$279	\$29	\$318

MFS/Sun Life Utilities -- S Class	1.50%	1.05%	2.55%	\$26	\$289	\$30	\$327
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3. The performance chart appearing in Section 8, "Performance," of the Profile is supplemented by adding the following Sub-Accounts to the chart:

SUB-ACCOUNT	2000	1999	1998	1997	1996	1995	1994	1993	1992	1991	1990
MFS/Sun Life Capital Appreciation -- S Class	(13.50)%	29.81%	25.95%	20.48%	18.84%	31.62%	(5.81)%	15.42%	11.10%	38.05%	(11.83)%
MFS/Sun Life Emerging Growth -- S Class	(20.75)%	72.58%	31.35%	19.59%	14.87%	--	--	--	--	--	--
MFS/Sun Life Government Securities -- S Class	10.04%	(3.80)%	6.70%	6.68%	(0.29)%	15.48%	(4.07)%	6.66%	4.81%	13.67%	6.87%
MFS/Sun Life High Yield -- S Class	(8.47)%	4.91%	(1.15)%	11.21%	10.10%	14.85%	(3.93)%	15.57%	12.94%	44.93%	(15.76)%
MFS/Sun Life Massachusetts Investors Growth Stock -- S Class	(7.94)%	33.26%	--	--	--	--	--	--	--	--	--
MFS/Sun Life Massachusetts Investors Trust -- S Class	(1.82)%	5.14%	21.53%	29.49%	23.06%	34.88%	(3.00)%	6.37%	3.69%	--	--
MFS/Sun Life New Discovery -- S Class	(1.54)%	57.29%	--	--	--	--	--	--	--	--	--
MFS/Sun Life Total Return -- S Class	14.61%	0.88%	9.59%	19.70%	11.93%	24.36%	(4.10)%	11.22%	6.51%	19.34%	0.71%
MFS/Sun Life Utilities -- S Class	5.13%	29.00%	15.52%	30.43%	18.28%	30.09%	(6.61)%	--	--	--	--

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4. The "Underlying Fund Annual Expenses" table appearing on pages 6 and 7 of the Prospectus is supplemented by adding the following S Class shares of the Series Fund:

FUND	MANAGEMENT FEES	OTHER FUND EXPENSES AFTER REIMBURSEMENT (2)	12B-1 OR SERVICE FEES	TOTAL ANNUAL FUND EXPENSES AFTER AND BEFORE REIMBURSEMENT (2)
MFS/ Sun Life Capital Appreciation -- S Class (9)	0.71%	0.04%	0.25%	1.00%
MFS/ Sun Life Emerging Growth -- S Class (9)	0.69%	0.05%	0.25%	0.99%
MFS/ Sun Life Government Securities -- S Class	0.55%	0.07%	0.25%	0.87%
MFS/ Sun Life High Yield -- S Class (9)	0.75%	0.08%	0.25%	1.08%
MFS/ Sun Life Massachusetts Investors Growth Stock -- S Class	0.75%	0.06%	0.25%	1.06%
MFS/ Sun Life Massachusetts Investors Trust -- S Class (9)	0.55%	0.05%	0.25%	0.85%
MFS/ Sun Life New Discovery -- S Class	0.90%	0.09%	0.25%	1.24%
MFS/ Sun Life Total Return -- S Class (9)	0.66%	0.04%	0.25%	0.95%
MFS/ Sun Life Utilities -- S Class (9)	0.72%	0.08%	0.25%	1.05%

5. Footnote (9) to the "Underlying Fund Annual Expenses" table appearing on page 8 of the Prospectus is supplemented with the addition of the following S class shares of the Series Fund:

MFS/Sun Life Capital Appreciation -- S Class	0.99%
MFS/Sun Life Emerging Growth -- S Class	0.98%
MFS/Sun Life High Yield -- S Class	1.07%
MFS/Sun Life Massachusetts Investors Trust -- S Class	0.84%
MFS/Sun Life Total Return -- S Class	0.94%
MFS/Sun Life Utilities -- S Class	1.04%

</Table>

6. The "Examples" presented on pages 9 through 11 of the Prospectus are supplemented by adding the following examples:

If you do or do not surrender your Contract, or if you annuitize, at the end of the applicable period, you would pay the following expenses on a \$1,000 investment, assuming a 5% annual return, an average Contract size of \$50,000, and no optional death benefit riders have been elected:

<Table>

<Caption>

	1 YEAR	3 YEARS	5 YEARS	10 YEARS
	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
MFS Sun Life Capital Appreciation -- S Class.....	\$25	\$78	\$133	\$284
MFS Sun Life Emerging Growth -- S Class.....	\$25	\$78	\$133	\$283
MFS Sun Life Government Securities -- S Class.....	\$24	\$74	\$127	\$271
MFS Sun Life High Yield -- S Class.....	\$26	\$80	\$137	\$291
MFS Sun Life Massachusetts Investors Growth Stock -- S Class.....	\$26	\$80	\$136	\$290
MFS Sun Life Massachusetts Investors Trust- S Class.....	\$24	\$73	\$126	\$269
MFS Sun Life New Discovery -- S Class.....	\$28	\$85	\$145	\$307
MFS Sun Life Total Return -- S Class.....	\$25	\$76	\$131	\$279
MFS Sun Life Utilities -- S Class.....	\$26	\$79	\$136	\$289

</Table>

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If you do or do not surrender your Contract, or if you annuitize, at the end of the applicable period, you would pay the following expenses on a \$1,000 investment, assuming a 5% annual return, an average Contract size of \$50,000, and the EEB Plus MAV optional death benefit rider has been elected:

<Table>

<Caption>

	1 YEAR	3 YEARS	5 YEARS	10 YEARS
	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
MFS Sun Life Capital Appreciation -- S Class.....	\$29	\$90	\$153	\$322
MFS Sun Life Emerging Growth -- S Class.....	\$29	\$89	\$152	\$321
MFS Sun Life Government Securities -- S Class.....	\$28	\$86	\$146	\$310
MFS Sun Life High Yield -- S Class.....	\$30	\$92	\$157	\$330
MFS Sun Life Massachusetts Investors Growth Stock -- S Class.....	\$30	\$92	\$156	\$328
MFS Sun Life Massachusetts Investors Trust- S Class.....	\$28	\$85	\$145	\$308
MFS Sun Life New Discovery -- S Class.....	\$32	\$97	\$164	\$345
MFS Sun Life Total Return -- S Class.....	\$29	\$88	\$150	\$318
MFS Sun Life Utilities -- S Class.....	\$30	\$91	\$155	\$327

</Table>

THESE EXAMPLES SHOULD NOT BE CONSIDERED TO BE REPRESENTATIONS OF PAST OR FUTURE EXPENSES, AND ACTUAL EXPENSES MAY BE GREATER OR LOWER THAN THOSE SHOWN. THE EXAMPLES ASSUME THAT ALL CURRENT WAIVERS AND REIMBURSEMENTS CONTINUE THROUGHOUT ALL PERIODS.

THIS SUPPLEMENT IS NOT VALID UNLESS ACCOMPANIED OR PRECEDED BY THE CURRENT PROSPECTUS FOR THE FUTURITY FOCUS II VARIABLE AND FIXED ANNUITY, AND ALL CURRENT FUND PROSPECTUSES AS SUPPLEMENTED. ALL SUPPLEMENTS AND THE PROSPECTUSES SHOULD BE READ AND RETAINED FOR FUTURE REFERENCE.

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