

MFS Investment Management

500 Boylston Street
Boston, Massachusetts 02116

Style: International Equity
 Firm Assets Under Management: \$385.3 billion
 Firm Strategy Assets Under Management: \$1.2 billion
 Year Founded: 1924
 Professional Staff: 1696[^]
 Firm Ownership: Sun Life Financial Services, Inc.
 CG IAR Status: Not Applicable

PRODUCT OVERVIEW

MFS Investment Management's (MFS) international core equity strategy invests in foreign investments in the form of American Depository Receipts (ADRs), exchange-traded funds (ETFs) and closed-end country funds traded in U.S. markets. The strategy is managed by a team of MFS equity analysts on a sector-neutral basis. MFS seeks to invest in what it believes are the best investment opportunities within each global sector. The strategy is designed to be broadly diversified, having the flexibility to invest across all regions, industries and market capitalizations. MFS' analyst team, whose members are located in multiple offices around the world, use bottom-up fundamental research to find what it believes are compelling investment opportunities. The strategy seeks to outperform the MSCI EAFE Index over a full market cycle. MFS' process may, at times, result in portfolios that will be over/underweighted in particular countries/regions versus the MSCI EAFE Index.

The portfolio characteristics, portfolio statistics, portfolio weightings, allocation history and top five holdings are based on a representative account managed by the investment manager in the same or a substantially similar investment discipline and/or on information that the manager has provided to Morgan Stanley. The performance data and related analyses are based on the performance of the investment manager's composite described on page 3.

TARGET PORTFOLIO CHARACTERISTICS

Number of stock holdings:	45 to 65
Average dividend yield:	Above the S&P 500
Cash level over market cycle:	0 to 5%
Risk (standard deviation):	Similar to/Above the MSCI EAFE Net
Average turnover rate:	60 to 80%
Capitalization:	Mega, Large, Medium and Small companies
Emerging markets exposure:	—

MANAGER'S INVESTMENT PROCESS

- Bottom-up idea generation within a sector-neutral framework, managed by a team of international analysts rather than one portfolio manager
- The research process seeks to identify companies with sustainable earnings growth potential, balance sheet strength, market share leadership, and what they believe are reasonable valuations in relation to the expected growth in earnings or cash flow
- Ability to invest in all parts of the capitalization spectrum
- No regional constraints; country weightings are a residual of the bottom-up research process
- Comprehensive consideration of risk factors

RISK CONSIDERATIONS

Investing in securities entails risks, including: International investing should be considered one component of a complete and diversified investment program. Investing in foreign markets entails greater risks than those normally associated with domestic markets such as foreign political, currency, economic and market risks. In addition, the securities markets of many emerging markets are substantially smaller, less developed, less liquid and more volatile than the securities of the U.S. and other more developed countries.

MANAGER'S INVESTMENT STRATEGY

- ☐ Top-down / portfolio structures based on economic trends
☒ Bottom-up / portfolio structure based on individual securities

% PROCESS BASED ON

- 0 Country Weightings
 0 Currency Decision
 0 Currency Hedge
 0 Industry/Sector Selection
 0 Asset Allocation
 100 Issue Selection

PORTFOLIO STATISTICS

	-----12/13-----		06/13
	MFS	MSCI EAFE Net	MFS
Number of stock holdings	60	904	59
Weighted average dividend yield	2.3%	3.0%	2.8%
Weighted average portfolio beta	1.00	—	1.01
Mega capitalization ⁺	0.0%	20.6%	0.0%
Large capitalization ⁺	0.0%	60.2%	0.0%
Medium capitalization ⁺	0.0%	18.8%	0.0%
Small capitalization ⁺	0.0%	0.4%	0.0%
Micro capitalization ⁺	0.0%	0.0%	0.0%

PORTFOLIO'S EQUITY SECTOR WEIGHTINGS ⁺

	-----12/13-----		06/13
Sector	MFS	MSCI EAFE Net	MFS
Energy	0.00	6.84	7.75
Materials	0.00	8.02	7.67
Industrials	0.00	12.92	9.55
Consumer Discretionary	0.00	11.93	13.15
Consumer Staples	0.00	10.93	11.08
Health Care	0.00	10.03	11.19
Financials	0.00	25.63	23.81
Information Technology	0.00	4.52	6.09
Telecomm Services	0.00	5.69	5.59
Utilities	0.00	3.51	2.56
Cash/Cash Equivalents	0.00	0.00	1.56

PORTFOLIO'S ALLOCATION HISTORY (%)⁺

	12/13	09/13	06/13	03/13
Non-U.S. Stocks	4	2	2	3
ADRs/Non-U.S. Stocks	95	96	97	95
Cash/Cash Equivalents	2	2	2	2

PORTFOLIO'S TOP FIVE EQUITY HOLDINGS

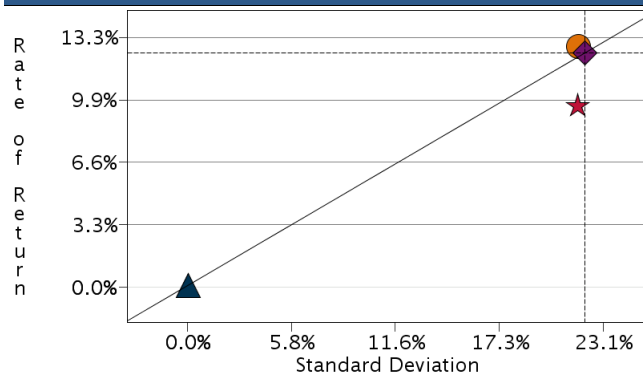
	%
Rio Tinto PLC ADR	4.2
Siemens AG ADR	3.7
Royal Dutch Shell PLC ADR	3.5
Nestle SA ADR	3.4
Denso Corp ADR	3.4

PORTFOLIOS COUNTRY WEIGHTINGS %⁺

	-----12/13-----		06/13
Country	MFS	MSCI EAFE Net	MFS
United Kingdom	21.91	21.94	21.00
Japan	17.05	20.70	19.83
Switzerland	12.27	9.03	11.22
France	10.85	9.97	11.37
Germany	8.43	9.45	8.30
Netherlands	5.80	2.76	5.38
Hong Kong	5.48	2.82	5.48
Sweden	4.18	3.24	3.66
Brazil	3.04	0.00	1.26
Australia	2.31	7.33	1.92

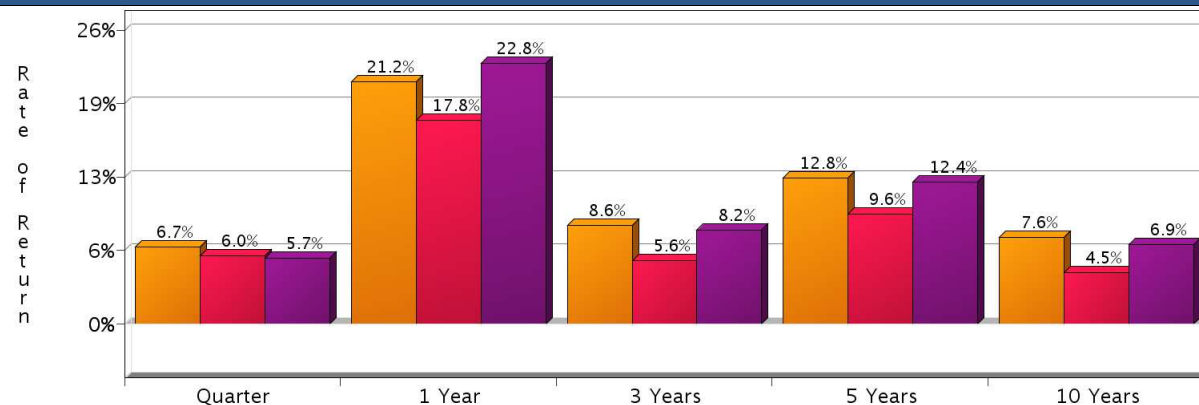
[^]As of 12/31/2012. Information as of 12/31/2013 is not yet available.⁺Total may not equal 100% due to rounding.

RISK/RETURN ANALYSIS – 5 YEARS ENDING 12/31/13



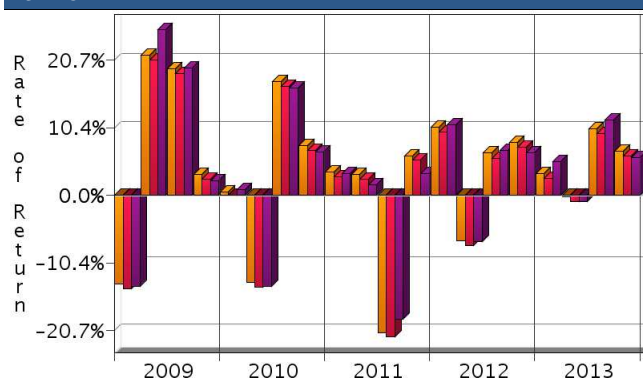
	STD	ROR
MFS (Gross)	21.75	12.77
MFS (Net)	21.70	9.61
MSCI EAFE Net	22.12	12.44
90-Day T-Bills	0.03	0.09

AVERAGE ANNUAL TOTAL RETURN (%) – PERIODS ENDING 12/31/13



INVESTMENT RESULTS	Annual Rates of Return (%)											
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	10 Year - Annualized	Std. Dev.
MFS (Gross)	18.69	15.24	28.71	13.63	-43.13	29.30	10.10	-10.62	18.28	21.17	7.57	20.13
MFS (Net)	15.40	12.03	25.22	10.45	-45.03	25.76	6.97	-13.11	14.91	17.81	4.52	20.11
MSCI EAFE Net	20.25	13.54	26.34	11.17	-43.38	31.78	7.75	-12.14	17.32	22.79	6.91	20.12

RISK VOLATILITY



	Number Of	Up Qtrs.	Down Qtrs.
MFS (Gross)	15	5	5
MFS (Net)	14	6	6
MSCI EAFE Net	15	5	5

PORTFOLIO'S QUARTERLY RETURNS (%)

	Quarter 1		Quarter 2		Quarter 3		Quarter 4	
	Gross	Net	Gross	Net	Gross	Net	Gross	Net
2004	2.01	1.28	1.12	0.39	1.64	0.91	13.21	12.48
2005	-2.00	-2.73	-0.61	-1.34	11.80	11.07	5.83	5.10
2006	11.10	10.37	0.88	0.15	4.62	3.89	9.77	9.04
2007	3.22	2.49	9.64	8.91	2.29	1.56	-1.84	-2.57
2008	-7.82	-8.55	-0.92	-1.65	-20.63	-21.36	-21.55	-22.28
2009	-13.63	-14.36	21.49	20.76	19.42	18.69	3.18	2.45
2010	0.56	-0.17	-13.40	-14.13	17.42	16.69	7.67	6.94
2011	3.62	2.89	3.14	2.41	-21.14	-21.72	6.05	5.35
2012	10.42	9.66	-6.99	-7.68	6.48	5.71	8.17	7.38
2013	3.32	2.59	-0.28	-0.98	10.18	9.41	6.74	5.99

Related Select UMA

PORTFOLIO'S RISK STATISTICS – PERIODS ENDING 12/31/13^{1,2}

	3 Year	5 Year
Standard Deviation	17.67%	21.75%
Standard Deviation of Primary Benchmark	16.79%	22.12%
Sharpe Ratio	0.48	0.58
Sharpe Ratio of Primary Benchmark	0.48	0.56
Alpha	0.23%	0.64%
Beta	1.04	0.97
Downside Risk	1.92%	2.33%
R-Squared	0.97	0.98
Tracking Error	2.95%	3.01%
Information Ratio	0.15	0.11

PORTFOLIO DIVERSIFICATION - R² (10 YEARS ENDING 12/13)*

	R ²
MFS vs. MSCI EAFE Net	0.98

*Statistics are calculated using gross of fee performance only.

1. Statistics are calculated using gross of fee performance only.
2. MSCI EAFE Net was used as the primary benchmark and the 90-Day U.S. T-Bill Index as the risk-free benchmark.

See page 3 for a discussion of the sources of the performance data used to calculate the performance results and related analyses on page 2.

Past performance is no guarantee of future results. This profile is not complete without pages 3 and 4, which contain important notes, including disclosures about the composite, index descriptions and a glossary of terms. Information shown is as of December 31, 2013, unless otherwise noted. All data are subject to change.

IMPORTANT NOTES AND DISCLOSURES

COMPOSITE DISCLOSURES

Past performance is no guarantee of future results. Actual individual account results may differ from the performance shown in this profile. There is no guarantee that this investment strategy will work under all market conditions. Do not use this profile as the sole basis for your investment decisions.

Performance results in this profile are calculated assuming reinvestment of dividends and income. Returns for more than one year are annualized and based on quarterly data. Returns for periods of less than a calendar year show the total return for the period and are not annualized.

Sources of Performance Results and Other Data: The performance data and certain other information for this strategy (including the data on page 1 of this profile) reflect the investment manager's results in managing Morgan Stanley program accounts, or the investment manager's results in managing accounts and investment products, in the same or a substantially similar investment discipline. (For periods through June 2012, the Fiduciary Services program operated through two channels - Morgan Stanley channel and the Smith Barney channel - and any performance and other data relating to Fiduciary Services accounts shown here for these periods is calculated using accounts in only one of the these channels.) This information for the investment manager is presented solely to provide information about accounts that were managed according to investment objectives and strategies the same or substantially similar to the corresponding investment discipline in the Select UMA program. Although the Fiduciary Services and Select UMA programs are both Morgan Stanley managed account programs, the performance results and other features of similar investment disciplines in the two programs may differ due to investment and operational differences. For example, the individual investment disciplines in the Select UMA accounts may contain fewer securities, which would lead to a more concentrated portfolio. The automatic rebalancing, wash sale loss and tax-harvesting features of the Select UMA program, which are not available in Fiduciary Services, also could cause differences in performance. Accordingly, the performance of the accounts in the Fiduciary Services program is not, and may differ significantly from, the performance of the accounts in the Select UMA program and should not be considered indicative of or a substitute for Select UMA performance. Similarly, performance results of the investment manager's composites may differ from those of Select UMA accounts managed in the same or a substantially similar investment discipline.

Related Performance:

MFS Investment Management's (MFS) international core equity performance prior to 2/1/2001 represents a composite of all fully discretionary fee-paying institutional international core equity accounts managed by MFS ("Institutional Composite"). The accounts in the Institutional Composite were unrestricted as to holdings in that they may have purchased international securities on foreign exchanges as well as international securities available in the form of ADRs or listed on U.S. exchanges. The Institutional Composite was size-weighted and consists of 3 accounts with a market value of \$658.5 million as of 1/31/2001. From 1/31/2001 to 6/30/2007, the performance represents a composite of all fully discretionary retail international core equity accounts managed by MFS in an outside wrap fee platform (not in a Morgan Stanley wrap program) ("Wrap Composite"). The accounts in the Wrap Composite may not invest in ordinary securities (but may invest in ADRs). The Wrap Composite is size-weighted and consists of 3,651 accounts with a market value of \$1.2 billion as of 6/30/2007. The composite performance information on this profile for the first quarter of 2001 consists of the Institutional Composite's performance for 1/2001 linked with the Wrap Composite's performance for 2/2001 and 3/2001.

Select UMA Performance:

In this profile, the performance from 1/1/2011 through June 2012 consists of accounts in either the Morgan Stanley or the Smith Barney form of the Fiduciary Services program. From July 2012, performance consists of all Fiduciary Services accounts managed by the investment manager in the strategy, subject to any other limitations stated in this profile. Performance composites calculated by Morgan Stanley include all fee-paying portfolios with no investment restrictions. New accounts are included upon the first full quarter of performance. Terminated accounts are removed in the quarter in which they terminate. Performance is calculated on a total return basis and by asset weighting the individual portfolio returns using the beginning of period values.

Gross Performance: MFS' gross results do not reflect a deduction of any investment advisory fees or program fees, charged by MFS or Morgan Stanley, but are net of commissions charged on securities transactions.

Past performance is no guarantee of future results. This profile is not complete without pages 3 and 4, which contain important notes, including disclosures about the composite, index descriptions and a glossary of terms. Information shown is as of December 31, 2013, unless otherwise noted. All data are subject to change.

Net Performance for all Periods: Net performance results reflect a deduction of 0.73% quarterly. This consists of three components: 0.625% maximum quarterly MS Advisory Fee and 0.03% maximum quarterly Program Overlay Fee (which, together cover the services provided by Morgan Stanley), plus 0.075% quarterly SMA Manager Fees (being the fee currently charged by MFS to new clients for managing their assets in the Select UMA program). The SMA Manager Fees may differ from manager to manager, and managers may change their fee to new clients from time to time. If you select this manager for your account, check the SMA Manager Fees specified in the written client agreement, in case these have changed since you received this profile.

Morgan Stanley program fees are usually deducted quarterly, and have a compounding effect on performance. The Morgan Stanley program fee, which differs among programs and clients, is described in the applicable Morgan Stanley ADV brochure, which is available at www.morganstanley.com/ADV or on request from your Financial Advisor or Private Wealth Advisor.

Focus List, Approved List, and Watch Status:

Consulting Group Investment Advisor Research ("CG IAR") uses two methods to evaluate investment products in applicable advisory programs. In general, strategies that have passed a more thorough evaluation may be placed on the "Focus List", while strategies that have passed through a different and less comprehensive evaluation process may be placed on the "Approved List". Sometimes an investment product may be evaluated using the Focus List process but then placed on the Approved List instead of the Focus List.

Investment products may move from the Focus List to the Approved List, or vice versa. CG IAR may also determine that an investment product no longer meets the criteria under either evaluation process and will no longer be recommended in investment advisory programs (in which case the investment product is given a "Not Approved" status).

CG IAR has a "Watch" policy and may describe a Focus List or Approved List investment product as being on "Watch" if CG IAR identifies specific areas that (a) merit further evaluation by CG IAR and (b) may, but are not certain to, result in the investment product becoming "Not Approved". The Watch period depends on the length of time needed for CG IAR to conduct its evaluation and for the investment manager to address any concerns. CG IAR may, but is not obligated to, note the Watch status in this report with a "W" or "Watch" on the cover page.

For more information on the Focus List, Approved List, and Watch processes, please see the applicable Morgan Stanley ADV brochure. Your Financial Advisor or Private Wealth Advisor can provide on request a copy of a paper entitled "Manager Research and Selection: A Disciplined Process".

ADDITIONAL DISCLOSURES

The information about a representative account is for illustrative purposes only. Actual account holdings, performance and other data will vary depending on the size of an account, cash flows within an account, and restrictions on an account. Holdings are subject to change daily. The information in this profile is not a recommendation to buy, hold or sell securities.

Actual portfolio statistics may vary from target portfolio characteristics.

The investment manager may use the same or substantially similar investment strategies, and may hold similar portfolios of investments, in other portfolios or products it manages (including mutual funds). These may be available at Morgan Stanley or elsewhere, and may cost an investor more or less than this strategy in Morgan Stanley's Select UMA program.

The portfolio may, at times, invest in exchange-traded funds (ETFs), which are a form of equity security in seeking to maintain continued full exposure to the broad equity market.

Morgan Stanley investment advisory programs may require a minimum asset level and, depending on your specific investment objectives and financial position, may not be suitable for you. Investment advisory program accounts are opened pursuant to a written client agreement.

The investment manager acts independently of, and is not an affiliate of, Morgan Stanley Smith Barney LLC.

Morgan Stanley Smith Barney LLC Member SIPC.

INDEX DESCRIPTIONS

90-Day T-Bills

The 90-Day Treasury Bill is a short-term obligation issued by the United States government. T-bills are purchased at a discount to the full face value, and the investor receives the full value when they mature. The difference of discount is the interest earned. T-bills are issued in denominations of \$10,000 auction and \$1,000 increments thereafter.

MSCI EAFE Net

The MSCI EAFE Index (Europe, Australasia, Far East) (gross) is a free float-adjusted market capitalization index that is designed to measure the equity market performance of developed markets, excluding US & Canada. The MSCI EAFE Index consists of the following 22 developed market country indices: Australia, Austria, Belgium, Denmark, Finland, France, Germany, Greece, Hong Kong, Ireland, Israel, Italy, Japan, the Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland, and the United Kingdom (as of May 2011). Net total return indices reinvest dividends after the deduction of withholding taxes, using (for international indices) a tax rate applicable to non-resident institutional investors who do not benefit from double taxation treaties.

S&P 500

The S&P 500 has been widely regarded as the best single gauge of the large cap U.S. equities market since the index was first published in 1957. The index has over \$5.58 trillion benchmarked, with index assets comprising approximately \$1.31 trillion of this total. The index includes 500 leading companies in leading industries of the U.S. economy, capturing 75% coverage of U.S. equities. This index includes dividend reinvestment.

Indices are unmanaged and have no expenses. You cannot invest directly in an index.

GLOSSARY OF TERMS

Alpha is a mathematical estimate of risk-adjusted return expected from a portfolio above and beyond the benchmark return at any point in time.

American Depositary Receipts (ADRs) are receipts for shares of a foreign-based corporation held in the vault of a U.S. bank.

Average Portfolio Beta is a measure of the sensitivity of a benchmark or portfolio's rates of return to changes against a market return. The market return is the S&P 500 Index. It is the coefficient measuring a stock or a portfolio's relative volatility.

Capitalization is defined as the following: Mega (Above \$100 billion), Large (\$12 to \$100 billion), Medium (\$2.5 - \$12 billion), Small (\$.50 - \$2.5 billion) and Micro (below \$.50 billion).

Downside Risk is a measure of the risk associated with achieving a specific target return. This statistic separates portfolio volatility into downside risk and upside uncertainty. The downside considers all returns below the target return, while the upside considers all returns equal to or above the target return.

Duration is a measure of price sensitivity expressed in years.

Information Ratio is a measure of the investment manager's skill to add active value against a given benchmark relative to how stable that active return has been. Essentially, the information ratio explains how significant a manager's alpha is. Therefore, the higher the information ratio, the more significant the alpha.

Investment Grade Bonds are those rated by Standard & Poor's AAA (highest rated), AA, A or BBB (or equivalent rating by other rating agencies or, in the case of securities not rated, by the investment manager).

Price/Earnings Ratio (P/E Ratio) shows the multiple of earnings at which a stock sells. Determined by dividing current stock price by current earnings per share (adjusted for stock splits). Earnings per share for the P/E ratio are determined by dividing earnings for past 12 months by the number of common shares outstanding. The P/E ratio shown here is calculated by the harmonic mean.

R² (R-Squared)/Portfolio Diversification indicates the proportion of a security's total variance that is benchmark-related or is explained by variations in the benchmark.

Sharpe Ratio measures the efficiency, or excess return per unit of volatility, of a manager's returns. It evaluates managers' performance on a volatility-adjusted basis.

Standard Deviation is a statistical measure of historical variability or spread of returns around a mathematical average return that was produced by the investment manager over a given measurement period. The higher the standard deviation, the greater the variability in the investment manager's returns relative to its average return.

Tracking Error represents the standard deviation of the difference between the performance of the investment strategy and the benchmark. This provides a historical measure of the variability of the investment strategy's returns relative to its benchmark.