

SUN LIFE FINANCIAL INC.

and

SUN LIFE ASSURANCE COMPANY OF CANADA

(collectively, "Sun Life")

PRESIDENT AND CHIEF EXECUTIVE OFFICER**STATEMENT OF MANDATE, RESPONSIBILITY AND AUTHORITY****Mandate**

The President and Chief Executive Officer (CEO) is accountable to the Board for leading Sun Life's strategy and through oversight of the Executive Team, for execution of business operations and creating sustainable value for all stakeholders. The CEO is responsible for championing Sun Life's global mission, purpose and values, managing Sun Life's resources to ensure optimal performance, and setting a standard for culture, conduct and character through his/her own behavior and actions.

The CEO leads the formulation of Sun Life's enterprise-wide strategy, engages effectively with the Board on their approval and oversight of the strategy, and executes with excellence.

The CEO develops the leadership capabilities and succession required for execution of the strategy and long term success of Sun Life, and provides leadership in the vision, purpose, governing principles, risk management and regulatory compliance, consistent with Sun Life's risk appetite and culture.

Responsibilities

- Leads the Executive Team in developing and executing enterprise-wide strategies to create and preserve shareholder value.
- Directs Sun Life's business operations through the Executive Team ensuring alignment with Sun Life's overall strategic direction.
- Oversees the management of all operational, financial and human resources to ensure the effective and efficient allocation resources in conjunction with the Executive Team, developing enterprise-wide operational plans, executing those plans, and stimulating synergies across the enterprise.
- Ensures that the control functions have the resources and support to fulfill their duties, are sufficiently independent of operational management, and that both support and control functions have the capacity to offer objective opinions and advice to the Board and to senior management.
- Guides overall human resource policies to ensure effective senior management is in place.
- Oversees the maintenance of an effective framework of risk management and compliance processes and controls.
- Serves as Sun Life's chief spokesperson by maintaining a highly effective relationship with key regulators, investors, engaging with Clients, business leaders and government officials and promoting Sun Life's values to sustain a superior, reputable corporate image.