

MFS GROWTH OPPORTUNITIES FUND

Form 40-17G

December 28, 2009

MFS® INVESTMENT MANAGEMENT

500 BOYLSTON STREET BOSTON MASSACHUSETTS 02116-3741

617 954-5000

December 28, 2009

VIA EDGAR

United States Securities and Exchange Commission

100 F Street, N.E.

Washington, DC 20549

Ladies and Gentlemen:

Pursuant to Rule 17g-1(g) under the Investment Company Act of 1940, as amended, enclosed herewith for filing are the following documents:

1. A copy of the resolution of the Board of Trustees approving the form and amount of the bonds:
 - a. Certificate of Assistant Secretary for MFS Variable Insurance Trust II & Compass Accounts, dated December 18, 2009 and
 - b. Certificate of Assistant Secretary for MFS Series Trust I, II, III, IV, V, VI, VII, VIII, IX, X, XI, XII, XIII, XIV, XV, MFS Municipal Series Trust, MFS Variable Insurance Trust, MFS Institutional Trust, Massachusetts Investors Trust, Massachusetts Investors Growth Stock Fund, MFS Growth Opportunities Fund, MFS California Insured Municipal Fund, MFS Charter Income Trust, MFS Government Markets Income Trust, MFS High Income Municipal Trust, MFS High Yield Municipal Trust, MFS InterMarket Income Trust I, MFS Intermediate High Income Fund, MFS Intermediate Income Trust, MFS Investment Grade Municipal Trust, MFS Municipal Income Trust, MFS Multimarket Income Trust and MFS Special Value Trust, dated December 18, 2009; and
2. Fidelity Bond Claim Agreement, dated November 1, 1993, as amended and restated June 12, 2002, as amended and restated March 1, 2008 (including Exhibits A and B, as of November 1, 2009), between the investment company and all other parties to the joint insured bonds entered into pursuant to paragraph (f) of the Rule.
3. Copies of the executed bonds:
 - a. Federal Insurance Company Bond No. 82179304 Declarations
 - b. Federal Insurance Company Bond No. 82179304 Contract
 - c. Federal Insurance Company Bond No. 82179304 Endorsement No. 1

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- d. Federal Insurance Company Bond No. 82179304 Endorsement No. 2
- e. Federal Insurance Company Bond No. 82179304 Endorsement No. 3
- f. Federal Insurance Company Bond No. 82179304 Endorsement No. 4
- g. Federal Insurance Company Bond No. 82179304 Endorsement No. 5
- h. Federal Insurance Company Bond No. 82179304 Endorsement No. 6
- i. Federal Insurance Company Bond No. 82179304 Endorsement No. 7
- j. Federal Insurance Company Bond No. 82179304 Endorsement No. 8
- k. Federal Insurance Company Bond No. 82179304 Endorsement No. 9
- l. Federal Insurance Company Bond No. 82179304 Endorsement No. 10
- m. Federal Insurance Company Bond No. 82179304 Endorsement No. 11
- n. Federal Insurance Company Bond No. 82179304 Endorsement No. 12
- o. Federal Insurance Company Bond No. 82179304 Endorsement No. 13
- p. Federal Insurance Company Bond No. 82179304 Endorsement No. 14
- q. Federal Insurance Company Bond No. 82179304 Endorsement No. 15
- r. Federal Insurance Company Bond No. 82179304 Endorsement No. 16
- s. Federal Insurance Company Bond No. 82179304 Endorsement No. 17
- t. Federal Insurance Company Bond No. 82179304 Endorsement No. 18
- u. Federal Insurance Company Bond No. 82179304 Endorsement No. 19

v. Federal Insurance Company Bond No. 82179304 Endorsement No. 20

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- w. Zurich American Insurance Company Policy No. FID-5871154-07 Crime Insurance Excess Policy and Declarations
- x. Zurich American Insurance Company Policy No. FID-5871154-07 Endorsement 1
- y. Zurich American Insurance Company Policy No. FID-5871154-07 Endorsement 2
- z. Zurich American Insurance Company Policy No. FID-5871154-07 Endorsement 3
- aa. Zurich American Insurance Company Policy No. FID-5871154-07 Endorsement 4
- bb. Federal Insurance Company Bond No. 81391896 Declarations
- cc. Federal Insurance Company Bond No. 81391896 Contract
- dd. Federal Insurance Company Bond No. 81391896 Endorsement No. 1
- ee. Federal Insurance Company Bond No. 81391896 Endorsement No. 2
- ff. Federal Insurance Company Bond No. 81391896 Endorsement No. 3
- gg. Federal Insurance Company Bond No. 81391896 Endorsement No. 4
- hh. Federal Insurance Company Bond No. 81391896 Endorsement No. 5
- ii. Federal Insurance Company Bond No. 81391896 Endorsement No. 6
- jj. Federal Insurance Company Bond No. 81391896 Endorsement No. 7
- kk. Federal Insurance Company Bond No. 81391896 Endorsement No. 8
- ll. Federal Insurance Company Bond No. 81391896 Endorsement No. 9
- mm. Federal Insurance Company Bond No. 81391896 Endorsement No. 10
- nn. Federal Insurance Company Bond No. 81391896 Endorsement No. 11

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- oo. Federal Insurance Company Bond No. 81391896 Endorsement No. 12
- pp. Federal Insurance Company Bond No. 81391896 Endorsement No. 13
- qq. Federal Insurance Company Bond No. 81391896 Endorsement No. 14
- rr. Federal Insurance Company Bond No. 81391896 Endorsement No. 15
- ss. Federal Insurance Company Bond No. 81391896 Endorsement No. 16
- tt. Federal Insurance Company Bond No. 81391896 Endorsement No. 17
- uu. Federal Insurance Company Bond No. 81391896 Endorsement No. 18
- vv. Federal Insurance Company Bond No. 81391896 Endorsement No. 10
- ww. Federal Insurance Company Bond No. 81391896 Endorsement No. 20
- xx. Federal Insurance Company Bond No. 81391896 Endorsement No. 21

- yy. Federal Insurance Company Bond No. 81391896 Endorsement No. 22

Had each of the Funds listed below on Attachment A not been named as an insured under the joint insured bonds in effect, it is estimated that each Fund would have been required to maintain coverage under the Rule as set forth on Attachment B.

The premium on the above-mentioned bonds has been paid from November 1, 2009 to November 1, 2010.

Very truly yours,

/s/ Susan S. Newton
Susan S. Newton

Assistant Secretary and Assistant Clerk

/bjn

Attachments

MFS SERIES TRUST I (File Nos. 33-7638 and 811-4777)

MFS Cash Reserve Fund (MCF)

MFS Core Equity Fund (RGI)

MFS Core Growth Fund (CGF)

MFS New Discovery Fund (NDF)

MFS Research International Fund (RIF)

MFS Technology Fund (SCT)

MFS Value Fund (EIF)

MFS[®] SERIES TRUST II (File Nos. 33-7637 and 811-4775)

MFS Growth Fund (MEG)

MFS[®] SERIES TRUST III (File Nos. 2-60491 and 811-2794)

MFS High Income Fund (MFH)

MFS High Yield Opportunities Fund (HYO)

MFS Municipal High Income Fund (MMH)

MFS[®] SERIES TRUST IV (File Nos. 2-54607 and 811-2594)

MFS Government Money Market Fund (MMG)

MFS Mid Cap Growth Fund (OTC)

MFS Money Market Fund (MMM)

MFS[®] SERIES TRUST V (File Nos. 2-38613 and 811-2031)

MFS International New Discovery Fund (MIO)

MFS Research Fund (MFR)

MFS Total Return Fund (MTR)

MFS[®] SERIES TRUST VI (File Nos. 33-34502 and 811-6102)

MFS Global Equity Fund (MWE)

MFS Global Total Return Fund (MWT)

MFS Utilities Fund (MMU)

MFS[®] SERIES TRUST VII (File Nos. 2-68918 and 811-3090)

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MFS® SERIES TRUST VIII (File Nos. 33-37972 and 811-5262)

MFS Global Growth Fund (WGF)

MFS Strategic Income Fund (MSI)

MFS® SERIES TRUST IX (File Nos. 2-50409 and 811-2464)

MFS Bond Fund (MFB)

MFS Inflation-Adjusted Bond Fund (IAB)

MFS Limited Maturity Fund (MLM)

MFS Municipal Limited Maturity Fund (MML)

MFS Research Bond Fund (RBF)

MFS Research Bond Fund J (RBJ)

MFS® SERIES TRUST X (File Nos. 33-1657 and 811-4492)

MFS Aggressive Growth Allocation Fund (AGG)

MFS Conservative Allocation Fund (CON)

MFS Emerging Markets Debt Fund (EMD)

MFS Emerging Markets Equity Fund (FEM)

MFS Growth Allocation Fund (GRO)

MFS International Diversification Fund (MDI)

MFS International Growth Fund (FGF)

MFS International Value Fund (FGI)

MFS Moderate Allocation Fund (MOD)

MFS® SERIES TRUST XI (File Nos. 33-68310 and 811-7992)

MFS Blended Research Core Equity Fund (formerly, MFS Union Standard Equity Fund (UNE)

MFS Mid Cap Value Fund (MDV)

MFS® SERIES TRUST XII (File Nos. 333-126328 and 811-21780)

MFS Lifetime 2010 Fund (ML1)

MFS Lifetime 2020 Fund (ML2)

MFS Lifetime 2030 Fund (ML3)

MFS Lifetime 2040 Fund (ML4)

MFS Lifetime Retirement Income Fund (LRT)

MFS Sector Rotational Fund (MSR)

MFS® SERIES TRUST XIII (File Nos. 2-74959 and 811-3327)

MFS Diversified Income Fund (DIF)

MFS Global Real Estate Fund (GRE)

MFS Government Securities Fund (MGS)

MFS® SERIES TRUST XIV (File No. 811-22033)

MFS Institutional Money Market Portfolio (IMM)

MFS® SERIES TRUST XV (File Nos. 2-96738 and 811-4253)

MFS Diversified Target Return Fund (DTR)

MFS® MUNICIPAL SERIES TRUST (File Nos. 2-92915 and 811-4096)

MFS Alabama Municipal Bond Fund (MAL)

MFS Arkansas Municipal Bond Fund (MAR)

MFS California Municipal Bond Fund (MCA)

MFS Florida Municipal Bond Fund (MFL)

MFS Georgia Municipal Bond Fund (MGA)

MFS Maryland Municipal Bond Fund (MMD)

MFS Massachusetts Municipal Bond Fund (MMA)

MFS Mississippi Municipal Bond Fund (MMP)

MFS Municipal Income Fund (MMI)

MFS New York Municipal Bond Fund (MNY)

MFS North Carolina Municipal Bond Fund (MNC)

MFS Pennsylvania Municipal Bond Fund (MPA)

MFS South Carolina Municipal Bond Fund (MSC)

MFS Tennessee Municipal Bond Fund (MTN)

MFS Virginia Municipal Bond Fund (MVA)

MFS West Virginia Municipal Bond Fund (MWV)

MFS® VARIABLE INSURANCE TRUST (File Nos. 33-74668 and 811-8326)

MFS Core Equity Series (VVS)

MFS Growth Series (VEG) (formerly, MFS Emerging Growth Series)

MFS Global Equity Series (VGE)

MFS High Income Series (VHI)

MFS Investors Growth Stock Series (VGS)

MFS Investors Trust Series (VGI)

MFS Mid Cap Growth Series (VMG)

MFS New Discovery Series (VND)

MFS Research Bond Series (VFB)

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MFS Research International Series (VRI)

MFS Research Series (VFR)

MFS Strategic Income Series (VWG)

MFS Total Return Series (VTR)

MFS Utilities Series (VUF)

MFS Value Series (VLU)

MFS® INSTITUTIONAL TRUST (File Nos. 33-37615 and 811-6174)

MFS Institutional International Equity Fund (IIE)

MFS Institutional Large Cap Value Fund (ILV)

STAND-ALONE FUNDS:

Massachusetts Investors Trust (MIT) (File Nos. 2-11401 and 811-203)

Massachusetts Investors Growth Stock Fund (MIG) (File Nos. 2-14677 and 811-859)

CLOSED-END FUNDS:

MFS California Insured Municipal Fund (CCA) (File Nos. 333-84993 and 811-9537)

MFS Charter Income Trust (MCR) (File Nos. 33-29012 and 811-5822)

MFS Government Markets Income Trust (MGF) (File Nos. 33-12945 and 811-5078)

MFS High Income Municipal Trust (CXE) (File Nos. 333-81129 and 811-5754)

MFS High Yield Municipal Trust (CMU) (File Nos. 33-77261 and 811-4992)

MFS InterMarket Income Trust I (CMK) (File Nos. 33-30179 and 811-5851)

MFS Intermediate High Income Fund (CIH) (File Nos. 333-85901 and 811-5567)

MFS Intermediate Income Trust (MIN) (File Nos. 33-19364 and 811-5440)

MFS Investment Grade Municipal Trust (CXH) (File Nos. 333-81131 and 811-5785)

MFS Multimarket Income Trust (MMT) (File Nos. 33-11246 and 811-4975)

MFS Municipal Income Trust (MFM) (File Nos. 33-8850 and 811-4841)

MFS Special Value Trust (MFV) (File Nos. 33-31346 and 811-5912)

COMPASS VARIABLE ACCOUNTS:

Capital Appreciation Variable Account (CAVA) (File Nos. 33-19632, 2-79143 and 811-3561)

Global Governments Variable Account (WGVA) (File Nos. 33-19629, 33-19739 and 811-5450)

Government Securities Variable Account (GSVVA) (File Nos. 33-19630, 2-90805 and 811-4009)

High Yield Variable Account (HYVA) (File Nos. 33-19631, 2-79142 and 811-3562)

Money Market Variable Account (MMVA) (File Nos. 33-19628, 2-79141 and 811-3563)

Total Return Variable Account (TRVA) (File Nos. 33-19626, 33-19738 and 811-5448)

MFS® VARIABLE INSURANCE TRUST II (File Nos. 2-83616 and 811-3732)

MFS Blended Research Core Equity Portfolio (CGS)

MFS Blended Research Growth Portfolio (BRG)

MFS Blended Research Value Portfolio (BRV)

MFS Bond Portfolio (BDS)

MFS Capital Appreciation Portfolio (CAS)

MFS Core Equity Portfolio (RGS)

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MFS Growth Portfolio (EGS) (formerly, MFS Emerging Growth Portfolio)

MFS Emerging Markets Equity Portfolio (FCE)

MFS Global Governments Portfolio (WGS)

MFS Global Growth Portfolio (WGO)

MFS Global Research Portfolio (RES) (formerly, MFS Research Portfolio)

MFS Global Total Return Portfolio (WTS)

MFS Government Securities Portfolio (GSS)

MFS High Yield Portfolio (HYS)

MFS International Growth Portfolio (FCI)

MFS International Value Portfolio (FCG)

MFS Massachusetts Investors Growth Stock Portfolio (MIS)

MFS Mid Cap Growth Portfolio (MCS)

MFS Mid Cap Value Portfolio (MVS)

MFS Money Market Portfolio (MKS)

MFS New Discovery Portfolio (NWD)

MFS Research International Portfolio (RSS)

MFS Strategic Income Portfolio (SIS)

MFS Technology Portfolio (TKS)

MFS Total Return Portfolio (TRS)

MFS Utilities Portfolio (UTS)

MFS Value Portfolio (EIS)

REQUIRED FIDELITY BOND COVERAGE**MFS® SERIES TRUST I**

MCF	\$ 900,000.00
RGI	1,000,000.00
CGF	1,500,000.00
NDF	900,000.00
RIF	2,300,000.00
SCT	600,000.00
EIF	2,500,000.00

MFS® SERIES TRUST II

MEG	\$ 1,500,000.00
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MFS® SERIES TRUST III

MFH	\$ 1,000,000.00
HYO	900,000.00
MMH	1,500,000.00

MFS SERIES TRUST IV

MMG	\$ 350,000.00
OTC	900,000.00
MMM	900,000.00

MFS® SERIES TRUST V

MIO	\$ 1,700,000.00
MFR	1,500,000.00
MTR	2,500,000.00

MFS® SERIES TRUST VI

MWE	\$ 750,000.00
MWT	900,000.00
MMU	1,900,000.00

MFS® SERIES TRUST VII**MFS® SERIES TRUST VIII**

WGF	\$ 600,000.00
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MSI

750,000.00

REQUIRED FIDELITY BOND COVERAGE**MFS® SERIES TRUST IX**

MFB	\$ 1,250,000.00
IAB	750,000.00
MLM	1,250,000.00
MML	750,000.00
RBF	1,700,000.00
RBJ	450,000.00

MFS® SERIES TRUST X

AGG	\$ 1,000,000.00
CON	1,000,000.00
EMD	1,250,000.00
FEM	750,000.00
FRH*	0.00
GRO	1,700,000.00
MDI	1,500,000.00
FGF	1,250,000.00
FGI	1,500,000.00
MOD	1,500,000.00
NEF**	0.00
SVF***	0.00

MFS® SERIES TRUST XI

MDV	\$ 900,000.00
UNE	225,000.00

MFS® SERIES TRUST XII

ML1	\$ 350,000.00
ML2	450,000.00
ML3	400,000.00
ML4	350,000.00
LRT	350,000.00
MSR	600,000.00

MFS® SERIES TRUST XIII

MGS	\$ 1,250,000.00
DIF	600,000.00
GRE	600,000.00

MFS® SERIES TRUST XIV

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IMM

\$ 1,500,000.00

- * Please note that MFS Floating Rate High Income Fund (FRH) was terminated on July 24, 2009 and merged into MFS High Income Fund (MFH).
- ** Please note that MFS New Endeavor Fund (NEF) was terminated on July 24, 2009 and merged into MFS Core Equity Fund (RGI).
- *** Please note that MFS Strategic Value Fund (SVF) was terminated on July 24, 2009 and merged into MFS Value Fund (EIF).

REQUIRED FIDELITY BOND COVERAGE**MFS® SERIES TRUST XV**

DTR	\$ 600,000.00
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MFS® MUNICIPAL SERIES TRUST

MAL	\$ 450,000.00
MAR	600,000.00
MCA	750,000.00
MFL	400,000.00
MGA	400,000.00
MMD	525,000.00
MMA	600,000.00
MMP	525,000.00
MMI	1,500,000.00
MNY	600,000.00
MNC	750,000.00
MPA	525,000.00
MSC	600,000.00
MTN	525,000.00
MVA	750,000.00
MWV	525,000.00

REQUIRED FIDELITY BOND COVERAGE**MFS® VARIABLE INSURANCE TRUST**

VVS	\$ 400,000.00
VEG	900,000.00
VGE	350,000.00
VHI	750,000.00
VGS	750,000.00
VGI	900,000.00
VMG	525,000.00
VMM*	0.00
VND	900,000.00
VFB	750,000.00
VRI	600,000.00
VFR	600,000.00
VWG	300,000.00
VTR	1,900,000.00
VUF	1,500,000.00
VLU	1,000,000.00

MFS® INSTITUTIONAL TRUST

IIE	\$ 1,700,000.00
ILV	400,000.00

MASSACHUSETTS INVESTORS TRUST (MIT)

MIT	\$ 1,900,000.00
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MASSACHUSETTS INVESTORS GROWTH STOCK FUND (MIG)

MIG	\$ 1,900,000.00
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MFS GROWTH OPPORTUNITIES FUND (MGO)**MFS® GOVERNMENT MARKETS INCOME TRUST (MGF)**

MGF	\$ 600,000.00
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MFS® INTERMEDIATE INCOME TRUST (MIN)

MIN	\$ 1,000,000.00
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MFS® CHARTER INCOME TRUST (MCR)

MCR

\$ 900,000.00

* MFS Money Market Series (VMM) was terminated on July 17, 2009.

REQUIRED FIDELITY BOND COVERAGE**MFS® SPECIAL VALUE TRUST (MFV)**

MFV	\$ 350,000.00
MFS® MUNICIPAL INCOME TRUST (MFM)	

MFM	\$ 750,000.00
MFS® MULTIMARKET INCOME TRUST (MMT)	

MMT	\$ 900,000.00
MFS® CALIFORNIA INSURED MUNICIPAL FUND (CCA)	

CCA	\$ 400,000.00
MFS® HIGH INCOME MUNICIPAL TRUST (CXE)	

CXE	\$ 750,000.00
MFS® HIGH YIELD MUNICIPAL TRUST (CMU)	

CMU	\$ 600,000.00
MFS® INTERMARKET INCOME TRUST I (CMK)	

CMK	\$ 525,000.00
MFS® INTERMEDIATE HIGH INCOME FUND (CIH)	

CIH	\$ 450,000.00
MFS® INVESTMENT GRADE MUNICIPAL TRUST (CXH)	

CXH	\$ 600,000.00
CAPITAL APPRECIATION VARIABLE ACCOUNT (CAVA)	

CAVA

\$ 525,000.00

GLOBAL GOVERNMENTS VARIABLE ACCOUNT (WGVA&