



MFS[®] Core Equity Portfolio

MFS[®] Variable Insurance Trust II

Beginning on January 1, 2021, as permitted by regulations adopted by the U.S. Securities and Exchange Commission, the insurance company that offers your contract may determine that it will no longer send you paper copies of the fund's annual and semiannual shareholder reports unless you specifically request paper copies from the insurance company or from your financial intermediary. Instead, the shareholder reports will be made available on a Web site (insurancefunds.mfs.com or other Web site of which you will be notified), and the insurance company will notify you by mail each time a report is posted and provide you with a Web site link to access the report. Instructions for requesting paper copies will be provided by your insurance company or financial intermediary.

If you already elected to receive shareholder reports by email, you will not be affected by this change and you need not take any action. If your insurance company or financial intermediary offers electronic delivery, you may elect to receive shareholder reports and other communications from the insurance company or financial intermediary by email by following the instructions provided by the insurance company or financial intermediary.

Beginning on January 1, 2019, you may elect to receive all future reports in paper free of charge from the insurance company or financial intermediary. You can inform the insurance company or financial intermediary that you wish to continue receiving paper copies of your shareholder reports by contacting your insurance company or financial intermediary. Your election to receive reports in paper will apply to all funds held in your account with your insurance company or financial intermediary.

MFS® Core Equity Portfolio

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The report is prepared for the general information of contract owners. It is authorized for distribution to prospective investors only when preceded or accompanied by a current prospectus.

NOT FDIC INSURED • MAY LOSE VALUE • NO BANK OR CREDIT UNION GUARANTEE •
NOT A DEPOSIT • NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY OR NCUA/NCUSIF

LETTER FROM THE EXECUTIVE CHAIRMAN



Dear Contract Owners:

Higher interest rates, international trade friction, and geopolitical uncertainty surrounding issues such as Brexit have contributed to an uptick in market volatility in recent quarters — a departure from the low-volatility environment that prevailed for much of the past several years. Against this more challenging backdrop, equity markets in the United States outperformed most international markets on a relative basis in 2018, though broad market returns were modestly negative on an absolute basis. Global economic growth has become less synchronized over the past few quarters, with Europe, China, and some emerging markets having shown signs of significantly slowing growth. While U.S. growth has remained above average, the pace of that growth slowed in the second half of 2018.

Slowing global growth and tighter financial conditions have clouded the outlook for U.S. monetary policy, with the chairman of the U.S. Federal Reserve acknowledging that policy rates are close to levels that the Fed deems neutral for the U.S. economy. This suggests that the predictable pattern of quarterly rate increases is behind us. At the same time, markets must contend with a shift from years of quantitative easing toward a cycle of quantitative tightening now that the European Central Bank has halted asset purchases. U.S. tax reforms adopted in late 2017 have been welcomed by equity markets while emerging market economies have recently had to contend with tighter financial conditions as a result of firmer U.S. interest rates and a stronger dollar. With the Republicans losing control of the U.S. House of Representatives, further meaningful U.S. fiscal stimulus appears less likely over the remainder of this presidential term. A partial U.S. government shutdown, beginning in late 2018, also added to political uncertainty. Globally, inflation remains largely subdued thanks in part to falling oil prices, but tight labor markets and moderate global demand have investors on the lookout for its potential reappearance. Increased U.S. protectionism is also a growing concern, as investors fear trade disputes could dampen business sentiment, leading to even slower global growth. While there has been progress on this front — a NAFTA replacement has been agreed upon between the U.S., Mexico, and Canada; the free trade pact with Korea has been updated; and a negotiating framework with the European Union has been agreed upon — tensions over trade with China remain quite high, though the two sides have recently returned to the negotiating table.

As a global investment manager with nearly a century of expertise, MFS® firmly believes active risk management offers downside mitigation and may help improve investment outcomes. We built our active investment platform with this belief in mind. Our long-term perspective influences nearly every aspect of our business, ensuring our investment decisions align with the investing time horizons of our clients.

Respectfully,

A handwritten signature in black ink that reads "Robert J. Manning". The signature is written in a cursive, flowing style.

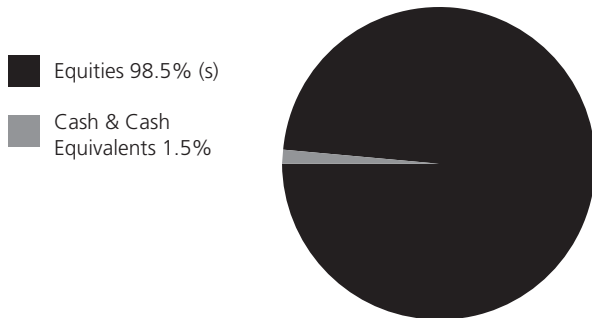
Robert J. Manning
Executive Chairman
MFS Investment Management

February 15, 2019

The opinions expressed in this letter are subject to change and may not be relied upon for investment advice. No forecasts can be guaranteed.

PORTFOLIO COMPOSITION

Portfolio structure



Global equity sectors (k)

Technology	23.6%
Financial Services	17.8%
Health Care	15.0%
Capital Goods	13.5%
Consumer Cyclical	11.4%
Energy	8.4%
Consumer Staples	5.2%
Telecommunications/Cable Television (s)	3.6%

Top ten holdings

Amazon.com, Inc.	2.9%
Alphabet, Inc., "A"	2.8%
Microsoft Corp.	2.4%
American Tower Corp., REIT	2.3%
Johnson & Johnson	2.2%
Pfizer, Inc.	2.1%
Chevron Corp.	2.0%
Analog Devices, Inc.	2.0%
Aon PLC	1.9%
Facebook, Inc., "A"	1.8%

(k) The sectors set forth above and the associated portfolio composition are based on MFS' own custom sector classification methodology.

(s) Includes securities sold short.

Cash & Cash Equivalents includes any cash, investments in money market funds, short-term securities, and other assets less liabilities. Please see the Statement of Assets and Liabilities for additional information related to the fund's cash position and other assets and liabilities.

Percentages are based on net assets as of December 31, 2018.

The portfolio is actively managed and current holdings may be different.

MANAGEMENT REVIEW

Summary of Results

For the twelve months ended December 31, 2018, Initial Class shares of the MFS Core Equity Portfolio (“fund”) provided a total return of –3.83%, while Service Class shares of the fund provided a total return of –4.07%. These compare with a return of –5.24% over the same period for the fund’s benchmark, the Russell 3000® Index.

Market Environment

During the reporting period, the US Federal Reserve raised interest rates by 100 basis points, bringing the total number of rate hikes to nine since the central bank began to normalize monetary policy in late 2015. Economic growth rates in the US, Eurozone and Japan remained above trend, despite a slowing in global growth, particularly toward the end of the period. Inflation remained contained, particularly outside the US. Late in the period, the European Central Bank halted its asset purchase program but issued forward guidance that it does not expect to raise interest rates at least until after the summer of 2019. The Bank of England (once) and the Bank of Canada (three times) each raised rates during the period. The European political backdrop became a bit more volatile, late in the period, spurred by concerns over cohesion in the eurozone after the election of an anti-establishment, Eurosceptic coalition government in Italy and widespread protests over stagnant wage growth in France.

Bond yields rose in the US during most of the period, but remained low by historical standards and slipped from their highs, late in the period, as market volatility increased. Yields in many developed markets fell. Outside of emerging markets, where spreads and currencies came under pressure, credit spreads remained quite tight until the end of the period, when thinner liquidity, lower oil prices and concerns over high degrees of corporate leverage emerged. Growing concern over increasing global trade friction appeared to have weighed on business sentiment during the period’s second half, especially outside the US. Tighter financial conditions from rising US rates and a strong dollar, combined with trade uncertainty, helped expose structural weaknesses in several emerging markets in the second half of the period.

Volatility increased, at the end of the period, amid signs of slowing global economic growth and increasing trade tensions, which prompted a market setback shortly after US markets set record highs in September. It was the second such equity market decline during the reporting period. The correction came despite a third consecutive quarter of strong growth in US earnings per share. Strong earnings growth, combined with the market decline, brought US equity valuations down from elevated levels, earlier in the period, to multiples more in line with long-term averages. While the US economy held up better than most, global economic growth became less synchronized during the period, with Europe and China showing signs of a slowdown and some emerging markets coming under stress.

Contributors to Performance

Security selection within both the *capital goods* and *telecommunications/cable television* sectors was a primary factor that contributed to the fund’s performance relative to the Russell 3000® Index. Within the *capital goods* sector, not holding shares of poor-performing diversified industrial conglomerate General Electric helped relative results. Shares of General Electric struggled as impairment charges related to the company’s insurance reserves, weakness in its power division and poor free cash flow generation led the company’s management to slash its dividend and lower its forward earnings guidance. Within the *telecommunications/cable television* sector, the fund’s overweight position in broadcast and communication tower management firm American Tower benefited relative returns. Shares of American Tower outpaced the benchmark, notably late in the period, as the company reported strong growth in domestic property revenue and raised its earnings outlook for the upcoming year.

Elsewhere, the fund’s overweight positions in customer information software manager Salesforce.com, software company Adobe Systems, pharmaceutical giant Pfizer, real estate investment trust Medical Properties Trust, risk management and human capital consulting services provider Aon and animal health products manufacturer Zoetis supported relative returns. An underweight position in poor-performing diversified financial services firm Wells Fargo ^(h) also helped relative results.

Detractors from Performance

The combination of stock selection and a modest overweight position in the *consumer staples* sector held back relative performance during the reporting period. Notably, the timing of the fund’s overweight position in beauty products company Coty ^(h) hindered relative returns. Shares of Coty fell as on-going execution challenges, including a difficult retail environment and disruptions in the company’s supply chain, weighed on corporate profits.

Stocks in other sectors that detracted from relative performance included overweight positions in financial services firm Citigroup, computer graphics processors maker NVIDIA, onshore oil and gas drilling services provider Patterson-UTI Energy, regional banking firm Bank OZK, specialty retailer L Brands and social media company Facebook. Shares of Facebook declined over the reporting period as data privacy concerns, in the wake of the Cambridge Analytica scandal, appeared to have weighed on investor sentiment. The company also faced new privacy regulatory challenges, such as the European Data Protection Regulation (GDPR), which hurt its

MFS Core Equity Portfolio

Management Review – continued

advertising sales. Not holding shares of pharmaceutical company Merck & Co., an underweight position in strong-performing software giant Microsoft, and the timing of the fund's underweight position in streaming media service Netflix also weakened relative results.

Respectfully,

Portfolio Manager(s)
Joseph MacDougall

(h) Security was not held in the portfolio at period end.

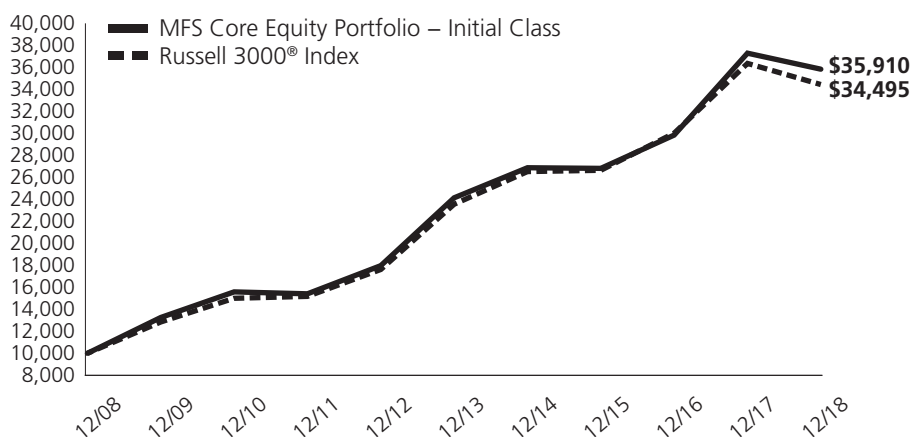
The views expressed in this report are those of the portfolio manager(s) only through the end of the period of the report as stated on the cover and do not necessarily reflect the views of MFS or any other person in the MFS organization. These views are subject to change at any time based on market or other conditions, and MFS disclaims any responsibility to update such views. These views may not be relied upon as investment advice or an indication of trading intent on behalf of any MFS portfolio. References to specific securities are not recommendations of such securities, and may not be representative of any MFS portfolio's current or future investments.

PERFORMANCE SUMMARY THROUGH 12/31/18

The following chart illustrates the historical performance of the fund in comparison to its benchmark(s). Benchmarks are unmanaged and may not be invested in directly. Benchmark returns do not reflect any fees or expenses. The performance of other share classes will be greater than or less than that of the class depicted below. (See Notes to Performance Summary.)

Performance data shown represents past performance and is no guarantee of future results. Investment return and principal value fluctuate so your units, when sold, may be worth more or less than the original cost; current performance may be lower or higher than quoted. The performance shown does not reflect the deduction of taxes, if any, that a contract holder would pay on fund distributions or the redemption of contract units. The returns for the fund shown also do not reflect the deduction of expenses associated with variable products, such as mortality and expense risk charges, separate account charges, and sales charges imposed by the insurance company separate accounts. Such expenses would reduce the overall returns shown.

Growth of a Hypothetical \$10,000 Investment



Total Returns through 12/31/18

Average annual total returns

Share Class	Class Inception Date	1-yr	5-yr	10-yr
Initial Class	5/12/97	(3.83)%	8.24%	13.64%
Service Class	8/24/01	(4.07)%	7.97%	13.36%

Comparative benchmark(s)

Russell 3000® Index (f)	(5.24)%	7.91%	13.18%
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(f) Source: FactSet Research Systems Inc.

Benchmark Definition(s)

Russell 3000® Index – constructed to provide a comprehensive barometer for the 3,000 largest U.S. companies based on total market capitalization, which represents approximately 98% of the investable U.S. equity market. The Russell 3000® Index is a trademark/service mark of the Frank Russell Company. Russell® is a trademark of the Frank Russell Company.

It is not possible to invest directly in an index.

Notes to Performance Summary

Average annual total return represents the average annual change in value for each share class for the periods presented.

Performance results reflect any applicable expense subsidies and waivers in effect during the periods shown. Without such subsidies and waivers the fund's performance results would be less favorable. Please see the prospectus and financial statements for complete details. All results are historical and assume the reinvestment of any dividends and capital gains distributions.

Performance results do not include adjustments made for financial reporting purposes in accordance with U.S. generally accepted accounting principles and may differ from amounts reported in the financial highlights.

From time to time the fund may receive proceeds from litigation settlements, without which performance would be lower.

EXPENSE TABLE

Fund Expenses Borne by the Contract Holders during the Period, July 1, 2018 through December 31, 2018

As a contract holder of the fund, you incur ongoing costs, including management fees; distribution and/or service (12b-1) fees; and other fund expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the fund and to compare these costs with the ongoing costs of investing in other mutual funds.

The example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period July 1, 2018 through December 31, 2018.

Actual Expenses

The first line for each share class in the following table provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The second line for each share class in the following table provides information about hypothetical account values and hypothetical expenses based on the fund's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the fund's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds.

Please note that the expenses shown in the table are meant to highlight the fund's ongoing costs only and do not take into account the fees and expenses imposed under the variable contracts through which your investment in the fund is made. Therefore, the second line for each share class in the table is useful in comparing ongoing costs associated with an investment in vehicles (such as the fund) which fund benefits under variable annuity and variable life insurance contracts and to qualified pension and retirement plans only, and will not help you determine the relative total costs of investing in the fund through variable annuity and variable life insurance contracts. If the fees and expenses imposed under the variable contracts were included, your costs would have been higher.

Share Class		Annualized Expense Ratio	Beginning Account Value 7/01/18	Ending Account Value 12/31/18	Expenses Paid During Period (p) 7/01/18-12/31/18
Initial Class	Actual	0.86%	\$1,000.00	\$923.95	\$4.17
	Hypothetical (h)	0.86%	\$1,000.00	\$1,020.87	\$4.38
Service Class	Actual	1.11%	\$1,000.00	\$922.73	\$5.38
	Hypothetical (h)	1.11%	\$1,000.00	\$1,019.61	\$5.65

(h) 5% class return per year before expenses.

(p) "Expenses Paid During Period" are equal to each class's annualized expense ratio, as shown above, multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period).

Notes to Expense Table

Expense ratios include 0.02% of investment related expenses from short sales (See Note 2 of the Notes to Financial Statements) that are outside of the expense limitation arrangement (See Note 3 of the Notes to Financial Statements).

PORTFOLIO OF INVESTMENTS – 12/31/18

The Portfolio of Investments is a complete list of all securities owned by your fund. It is categorized by broad-based asset classes.

Issuer	Shares/Par	Value (\$)	Issuer	Shares/Par	Value (\$)
COMMON STOCKS – 98.8%			COMMON STOCKS – continued		
Aerospace – 3.4%			Chemicals – 2.3%		
Boeing Co.	4,575	\$ 1,475,438	CF Industries Holdings, Inc.	13,895	\$ 604,571
CACI International, Inc., "A" (a)	2,040	293,821	DowDuPont, Inc.	21,731	1,162,174
Curtiss-Wright Corp.	3,635	371,206	Eastman Chemical Co.	4,456	325,778
FLIR Systems, Inc.	3,162	137,674	FMC Corp.	6,189	457,738
Honeywell International, Inc.	12,471	1,647,669	Ingevity Corp. (a)	4,630	387,485
Northrop Grumman Corp.	5,646	1,382,705	PPG Industries, Inc.	12,868	1,315,496
United Technologies Corp.	10,182	1,084,179			\$ 4,253,242
		\$ 6,392,692	Computer Software – 6.3%		
Alcoholic Beverages – 0.3%			8x8, Inc. (a)	43,732	\$ 788,925
Constellation Brands, Inc., "A"	3,404	\$ 547,431	Adobe Systems, Inc. (a)	9,713	2,197,469
Apparel Manufacturers – 0.7%			Autodesk, Inc. (a)	4,382	563,569
NIKE, Inc., "B"	13,079	\$ 969,677	Cadence Design Systems, Inc. (a)	15,147	658,592
Skechers USA, Inc., "A" (a)	15,881	363,516	Microsoft Corp.	44,110	4,480,253
		\$ 1,333,193	Salesforce.com, Inc. (a)	22,499	3,081,688
Automotive – 0.6%					\$ 11,770,496
Copart, Inc. (a)	8,207	\$ 392,131	Computer Software – Systems – 1.4%		
Lear Corp.	4,057	498,443	Apple, Inc.	10,696	\$ 1,687,187
Stoneridge, Inc. (a)	10,633	262,103	Pluralsight, Inc., "A" (a)	17,748	417,966
		\$ 1,152,677	Rapid7, Inc. (a)	18,145	565,398
Biotechnology – 1.1%					\$ 2,670,551
Biogen, Inc. (a)	5,259	\$ 1,582,538	Construction – 0.8%		
Illumina, Inc. (a)	1,312	393,508	Toll Brothers, Inc.	19,913	\$ 655,735
		\$ 1,976,046	Vulcan Materials Co.	8,760	865,488
Broadcasting – 0.2%					\$ 1,521,223
Netflix, Inc. (a)	1,187	\$ 317,712	Consumer Products – 1.6%		
Brokerage & Asset Managers – 2.2%			Colgate-Palmolive Co.	14,176	\$ 843,756
Blackstone Group LP	28,067	\$ 836,677	Kimberly-Clark Corp.	6,488	739,243
HealthEquity, Inc. (a)	3,467	206,806	Newell Brands, Inc.	25,333	470,940
Invesco Ltd.	20,170	337,646	Procter & Gamble Co.	10,320	948,614
TD Ameritrade Holding Corp.	37,659	1,843,785			\$ 3,002,553
TMX Group Ltd.	15,803	818,742	Consumer Services – 1.3%		
		\$ 4,043,656	Bookings Holdings, Inc. (a)	1,138	\$ 1,960,114
Business Services – 3.3%			Bright Horizons Family Solutions, Inc. (a)	3,554	396,093
Amdocs Ltd.	7,651	\$ 448,196			\$ 2,356,207
Cognizant Technology Solutions Corp., "A"	13,223	839,396	Containers – 0.5%		
DXC Technology Co.	10,574	562,219	Berry Global Group, Inc. (a)	14,950	\$ 710,574
Equinix, Inc., REIT	1,487	524,257	Sealed Air Corp.	8,661	301,749
Fidelity National Information Services, Inc.	9,625	987,044			\$ 1,012,323
First Data Corp. (a)	18,937	320,225	Electrical Equipment – 2.2%		
Global Payments, Inc.	7,687	792,760	AMETEK, Inc.	20,314	\$ 1,375,258
Grand Canyon Education, Inc. (a)	2,871	276,018	Fortive Corp.	7,077	478,830
Total System Services, Inc.	5,546	450,834	HD Supply Holdings, Inc. (a)	14,530	545,165
Verisk Analytics, Inc., "A" (a)	8,223	896,636	Resideo Technologies, Inc. (a)	2,078	42,703
		\$ 6,097,585	Sensata Technologies Holding PLC (a)	16,522	740,846
Cable TV – 0.9%			TE Connectivity Ltd.	7,447	563,217
Altice USA, Inc.	32,894	\$ 543,409	WESCO International, Inc. (a)	5,410	259,680
Comcast Corp., "A"	34,390	1,170,979			\$ 4,005,699
		\$ 1,714,388			

MFS Core Equity Portfolio

Portfolio of Investments – continued

Issuer	Shares/Par	Value (\$)
COMMON STOCKS – continued		
Electronics – 5.6%		
Analog Devices, Inc.	42,870	\$ 3,679,532
IPG Photonics Corp. (a)	1,310	148,410
Lam Research Corp.	1,243	169,259
Marvell Technology Group Ltd.	74,143	1,200,375
Mellanox Technologies Ltd. (a)	2,670	246,655
Monolithic Power Systems, Inc.	1,464	170,190
NVIDIA Corp.	11,344	1,514,424
Silicon Laboratories, Inc. (a)	3,516	277,096
Texas Instruments, Inc.	31,120	2,940,840
		<u>\$ 10,346,781</u>
Energy – Independent – 1.9%		
Concho Resources, Inc. (a)	4,893	\$ 502,952
Diamondback Energy, Inc.	1,901	176,223
EOG Resources, Inc.	14,102	1,229,835
Hess Corp.	13,173	533,507
Marathon Petroleum Corp.	15,714	927,283
Parsley Energy, Inc., "A" (a)	8,632	137,939
		<u>\$ 3,507,739</u>
Energy – Integrated – 2.0%		
Chevron Corp. (s)	33,893	\$ 3,687,220
Engineering – Construction – 0.2%		
KBR, Inc.	19,160	\$ 290,849
Entertainment – 0.3%		
Six Flags Entertainment Corp.	9,513	\$ 529,208
Food & Beverages – 2.6%		
Archer Daniels Midland Co.	9,548	\$ 391,182
Coca-Cola Co.	19,412	919,158
Hostess Brands, Inc. (a)	16,396	179,372
J.M. Smucker Co.	3,729	348,624
Mondelez International, Inc.	28,129	1,126,004
PepsiCo, Inc.	17,673	1,952,513
		<u>\$ 4,916,853</u>
Gaming & Lodging – 0.8%		
Hilton Worldwide Holdings, Inc.	17,154	\$ 1,231,657
Marriott International, Inc., "A"	3,001	325,789
		<u>\$ 1,557,446</u>
General Merchandise – 0.4%		
Dollar Tree, Inc. (a)	7,314	\$ 660,601
Health Maintenance Organizations – 1.9%		
Cigna Corp.	10,600	\$ 2,013,152
Humana Inc.	5,105	1,462,480
		<u>\$ 3,475,632</u>
Insurance – 4.3%		
Aon PLC	24,387	\$ 3,544,894
Assurant, Inc.	7,668	685,826
Athene Holding Ltd. (a)	9,442	376,075
Chubb Ltd.	13,973	1,805,032
Everest Re Group Ltd.	1,823	396,977
Hartford Financial Services Group, Inc.	28,800	1,280,160
		<u>\$ 8,088,964</u>

Issuer	Shares/Par	Value (\$)
COMMON STOCKS – continued		
Internet – 5.7%		
Alphabet, Inc., "A" (a)(s)	4,956	\$ 5,178,822
Facebook, Inc., "A" (a)	25,773	3,378,583
LogMeIn, Inc.	11,114	906,569
MINDBODY, Inc., "A" (a)	30,856	1,123,158
		<u>\$ 10,587,132</u>
Leisure & Toys – 0.8%		
Brunswick Corp.	5,008	\$ 232,621
Electronic Arts, Inc. (a)	12,647	997,975
Take-Two Interactive Software, Inc. (a)	2,870	295,438
		<u>\$ 1,526,034</u>
Machinery & Tools – 1.4%		
Flowserve Corp.	11,931	\$ 453,617
Illinois Tool Works, Inc.	5,404	684,633
ITT, Inc.	8,860	427,672
Roper Technologies, Inc.	3,820	1,018,106
		<u>\$ 2,584,028</u>
Major Banks – 1.9%		
Goldman Sachs Group, Inc.	11,401	\$ 1,904,537
PNC Financial Services Group, Inc.	9,314	1,088,900
State Street Corp.	9,703	611,968
		<u>\$ 3,605,405</u>
Medical & Health Technology & Services – 1.5%		
Guardant Health, Inc. (a)	3,891	\$ 146,263
HCA Healthcare, Inc.	7,659	953,162
ICON PLC (a)	3,276	423,292
McKesson Corp.	6,506	718,718
Walgreens Boots Alliance, Inc.	8,534	583,128
		<u>\$ 2,824,563</u>
Medical Equipment – 3.7%		
Abiomed, Inc. (a)	735	\$ 238,904
Boston Scientific Corp. (a)	31,832	1,124,943
Danaher Corp.	6,620	682,654
Medtronic PLC	27,135	2,468,200
PerkinElmer, Inc.	10,834	851,011
Senseonics Holdings, Inc. (a)(l)	29,409	76,169
STERIS PLC	11,268	1,203,986
West Pharmaceutical Services, Inc.	2,027	198,707
		<u>\$ 6,844,574</u>
Metals & Mining – 0.2%		
Teck Resources Ltd., "B"	14,168	\$ 305,179
Natural Gas – Pipeline – 0.5%		
Enterprise Products Partners LP	20,462	\$ 503,160
Equitrans Midstream Corp. (a)	17,831	356,977
		<u>\$ 860,137</u>
Network & Telecom – 1.3%		
Cisco Systems, Inc.	50,938	\$ 2,207,143
Interxion Holding N.V. (a)	4,992	270,367
		<u>\$ 2,477,510</u>

Portfolio of Investments – continued

Issuer	Shares/Par	Value (\$)
COMMON STOCKS – continued		
Oil Services – 0.6%		
Apergy Corp. (a)	8,651	\$ 234,269
Cactus, Inc., "A" (a)	10,206	279,746
Core Laboratories N.V.	2,332	139,127
Patterson-UTI Energy, Inc.	31,506	326,087
Schlumberger Ltd.	5,095	183,828
		<u>\$ 1,163,057</u>
Other Banks & Diversified Financials – 6.3%		
Bank OZK	25,194	\$ 575,179
BB&T Corp.	27,103	1,174,102
Citigroup, Inc. (s)	45,321	2,359,411
EuroDekania Ltd. (u)	151,350	18,858
Mastercard, Inc., "A"	16,769	3,163,472
Prosperity Bancshares, Inc.	3,576	222,785
Signature Bank	11,882	1,221,589
U.S. Bancorp	51,049	2,332,939
Wintrust Financial Corp.	8,873	589,966
		<u>\$ 11,658,301</u>
Pharmaceuticals – 6.9%		
Bristol-Myers Squibb Co.	31,696	\$ 1,647,558
Elanco Animal Health, Inc. (a)	33,821	1,066,376
Johnson & Johnson	32,376	4,178,123
Pfizer, Inc.	88,123	3,846,569
Zoetis, Inc.	24,856	2,126,182
		<u>\$ 12,864,808</u>
Pollution Control – 0.4%		
Evoqua Water Technologies LLC (a)	26,408	\$ 253,517
Waste Connections, Inc.	6,678	495,841
		<u>\$ 749,358</u>
Railroad & Shipping – 1.3%		
Canadian Pacific Railway Ltd.	7,375	\$ 1,309,948
Kansas City Southern Co.	12,311	1,175,085
		<u>\$ 2,485,033</u>
Real Estate – 3.1%		
Industrial Logistics Properties Trust, REIT	40,996	\$ 806,391
Life Storage, Inc., REIT	2,850	265,022
Medical Properties Trust, Inc., REIT	142,167	2,286,045
Store Capital Corp., REIT	35,024	991,529
Sun Communities, Inc., REIT	4,476	455,254
W.P. Carey, Inc., REIT	15,070	984,674
		<u>\$ 5,788,915</u>
Restaurants – 1.6%		
Aramark	16,637	\$ 481,974
Starbucks Corp.	29,986	1,931,098
U.S. Foods Holding Corp. (a)	16,359	517,599
		<u>\$ 2,930,671</u>
Specialty Chemicals – 0.1%		
Univar, Inc. (a)	14,672	\$ 260,281
Specialty Stores – 5.4%		
Amazon.com, Inc. (a)	3,577	\$ 5,372,547
Costco Wholesale Corp.	6,751	1,375,246

Issuer	Shares/Par	Value (\$)
COMMON STOCKS – continued		
Specialty Stores – continued		
L Brands, Inc.	15,187	\$ 389,850
TJX Cos., Inc.	28,254	1,264,084
Tractor Supply Co.	12,384	1,033,321
Urban Outfitters, Inc. (a)	19,042	632,195
		<u>\$ 10,067,243</u>
Telecommunications – Wireless – 2.3%		
American Tower Corp., REIT	27,659	\$ 4,375,377
Telephone Services – 0.7%		
Verizon Communications, Inc.	22,288	\$ 1,253,031
Tobacco – 0.7%		
Philip Morris International, Inc.	18,284	\$ 1,220,640
Utilities – Electric Power – 3.3%		
American Electric Power Co., Inc.	11,496	\$ 859,211
Avangrid, Inc.	8,766	439,089
CenterPoint Energy, Inc.	20,025	565,306
CMS Energy Corp.	14,979	743,707
Eergy, Inc.	11,540	655,126
Exelon Corp.	22,081	995,853
NextEra Energy, Inc.	6,957	1,209,266
Xcel Energy, Inc.	15,159	746,884
		<u>\$ 6,214,442</u>
Total Common Stocks (Identified Cost, \$158,771,202)		\$183,874,686
CONVERTABLE PREFERRED STOCKS – 0.1%		
Natural Gas – Distribution – 0.1%		
South Jersey Industries, Inc., 7.25% (Identified Cost, \$210,150)	4,203	\$ 195,229
INVESTMENT COMPANIES (h) – 1.5%		
Money Market Funds – 1.5%		
MFS Institutional Money Market Portfolio, 2.4% (v) (Identified Cost, \$2,863,869)	2,864,156	\$ 2,863,869
COLLATERAL FOR SECURITIES LOANED – 0.0%		
State Street Navigator Securities Lending Government Money Market Portfolio, 2.29% (j) (Identified Cost, \$102)	102	\$ 102
SECURITIES SOLD SHORT – (0.4)%		
Telecommunications – Wireless – (0.4)%		
Crown Castle International Corp., REIT (Proceeds Received, \$578,274)	(6,970)	\$ (757,151)
OTHER ASSETS, LESS		
LIABILITIES – 0.0%		
		<u>9,640</u>
NET ASSETS – 100.0%		\$186,186,375

(a) Non-income producing security.

(h) An affiliated issuer, which may be considered one in which the fund owns 5% or more of the outstanding voting securities, or a company which is under common control. At period end, the aggregate values of the fund's investments in affiliated issuers and in unaffiliated issuers were \$2,863,869 and \$184,070,017, respectively.

MFS Core Equity Portfolio

Portfolio of Investments – continued

- (j) The rate quoted is the annualized seven-day yield of the fund at period end.
- (l) A portion of this security is on loan. See Note 2 for additional information.
- (s) Security or a portion of the security was pledged to cover collateral requirements for securities sold short.
- (u) The security was valued using significant unobservable inputs and is considered level 3 under the fair value hierarchy. For further information about the fund's level 3 holdings, please see Note 2 in the Notes to Financial Statements.
- (v) Affiliated issuer that is available only to investment companies managed by MFS. The rate quoted for the MFS Institutional Money Market Portfolio is the annualized seven-day yield of the fund at period end.

The following abbreviations are used in this report and are defined:

PLC Public Limited Company

REIT Real Estate Investment Trust

At December 31, 2018, the fund had cash collateral of \$5,007 and other liquid securities with an aggregate value of \$1,440,751 to cover any collateral or margin obligations for securities sold short. Restricted cash and/or deposits with brokers in the Statement of Assets and Liabilities are comprised of cash collateral.

See Notes to Financial Statements

FINANCIAL STATEMENTS | STATEMENT OF ASSETS AND LIABILITIES

This statement represents your fund's balance sheet, which details the assets and liabilities comprising the total value of the fund.

At 12/31/18

Assets	
Investments in unaffiliated issuers, at value, including \$23,074 of securities on loan (identified cost, \$158,981,454)	\$184,070,017
Investments in affiliated issuers, at value (identified cost, \$2,863,869)	2,863,869
Deposits with brokers for	
Securities sold short	5,007
Receivables for	
Fund shares sold	36,789
Interest and dividends	264,520
Other assets	1,581
Total assets	\$187,241,783
Liabilities	
Payable to custodian	\$483
Payables for	
Securities sold short, at value (proceeds received, \$578,274)	757,151
Investments purchased	27,653
Fund shares reacquired	187,999
Collateral for securities loaned, at value (c)	102
Payable to affiliates	
Investment adviser	15,352
Shareholder servicing costs	122
Distribution and/or service fees	1,121
Payable for independent Trustees' compensation	8
Accrued expenses and other liabilities	65,417
Total liabilities	\$1,055,408
Net assets	\$186,186,375
Net assets consist of	
Paid-in capital	\$133,548,866
Total distributable earnings (loss)	52,637,509
Net assets	\$186,186,375
Shares of beneficial interest outstanding	8,610,514

	Net assets	Shares outstanding	Net asset value per share
Initial Class	\$144,991,368	6,689,005	\$21.68
Service Class	41,195,007	1,921,509	21.44

(c) Non-cash collateral is not included.

See Notes to Financial Statements

FINANCIAL STATEMENTS | STATEMENT OF OPERATIONS

This statement describes how much your fund earned in investment income and accrued in expenses. It also describes any gains and/or losses generated by fund operations.

Year ended 12/31/18

Net investment income (loss)

Income	
Dividends	\$3,440,199
Dividends from affiliated issuers	32,863
Other	23,540
Income on securities loaned	3,592
Foreign taxes withheld	(7,307)
Total investment income	\$3,492,887
Expenses	
Management fee	\$1,593,535
Distribution and/or service fees	113,253
Shareholder servicing costs	15,011
Administrative services fee	40,405
Independent Trustees' compensation	7,084
Custodian fee	12,845
Shareholder communications	34,981
Audit and tax fees	55,869
Legal fees	1,909
Dividend and interest expense on securities sold short	49,601
Miscellaneous	26,964
Total expenses	\$1,951,457
Reduction of expenses by investment adviser	(20,236)
Net expenses	\$1,931,221
Net investment income (loss)	\$1,561,666
Realized and unrealized gain (loss)	
Realized gain (loss) (identified cost basis)	
Unaffiliated issuers	\$26,562,529
Affiliated issuers	(94)
Foreign currency	(418)
Net realized gain (loss)	\$26,562,017
Change in unrealized appreciation or depreciation	
Unaffiliated issuers	\$(34,659,218)
Securities sold short	16,590
Translation of assets and liabilities in foreign currencies	(8)
Net unrealized gain (loss)	\$(34,642,636)
Net realized and unrealized gain (loss)	\$(8,080,619)
Change in net assets from operations	\$(6,518,953)

See Notes to Financial Statements

FINANCIAL STATEMENTS | STATEMENTS OF CHANGES IN NET ASSETS

These statements describe the increases and/or decreases in net assets resulting from operations, any distributions, and any shareholder transactions.

	Year ended	
	12/31/18	12/31/17
Change in net assets		
From operations		
Net investment income (loss)	\$1,561,666	\$1,381,451
Net realized gain (loss)	26,562,017	22,187,860
Net unrealized gain (loss)	(34,642,636)	22,538,765
Change in net assets from operations	\$(6,518,953)	\$46,108,076
Total distributions to shareholders (a)	\$(23,497,053)	\$(13,943,084)
Change in net assets from fund share transactions	\$(1,288,330)	\$(13,597,982)
Total change in net assets	\$(31,304,336)	\$18,567,010
Net assets		
At beginning of period	217,490,711	198,923,701
At end of period (b)	\$186,186,375	\$217,490,711

(a) Distributions from net investment income and from net realized gain are no longer required to be separately disclosed. See Note 2. For the year ended December 31, 2017, distributions from net investment income and from net realized gain were \$1,852,020 and \$12,091,064, respectively.

(b) Parenthetical disclosure of undistributed net investment income is no longer required. See Note 2. For the year ended December 31, 2017, end of period net assets included undistributed net investment income of \$1,381,318.

See Notes to Financial Statements

FINANCIAL STATEMENTS | FINANCIAL HIGHLIGHTS

The financial highlights table is intended to help you understand the fund's financial performance for the past 5 years. Certain information reflects financial results for a single fund share. The total returns in the table represent the rate that an investor would have earned (or lost) on an investment in the fund share class (assuming reinvestment of all distributions) held for the entire period.

Initial Class	Year ended				
	12/31/18	12/31/17	12/31/16	12/31/15	12/31/14
Net asset value, beginning of period	\$25.21	\$21.67	\$21.28	\$23.40	\$21.49
Income (loss) from investment operations					
Net investment income (loss) (d)	\$0.20	\$0.17	\$0.21(c)	\$0.17	\$0.16
Net realized and unrealized gain (loss)	(0.78)	5.04	2.16	(0.35)	2.27
Total from investment operations	\$(0.58)	\$5.21	\$2.37	\$(0.18)	\$2.43
Less distributions declared to shareholders					
From net investment income	\$(0.18)	\$(0.23)	\$(0.17)	\$(0.13)	\$(0.18)
From net realized gain	(2.77)	(1.44)	(1.81)	(1.81)	(0.34)
Total distributions declared to shareholders	\$(2.95)	\$(1.67)	\$(1.98)	\$(1.94)	\$(0.52)
Net asset value, end of period (x)	\$21.68	\$25.21	\$21.67	\$21.28	\$23.40
Total return (%) (k)(r)(s)(x)	(3.83)	24.82	11.38(c)	(0.21)	11.38
Ratios (%) (to average net assets) and Supplemental data:					
Expenses before expense reductions (f)	0.87	0.87	0.84(c)	0.86	0.85
Expenses after expense reductions (f)	0.86	0.86	0.82(c)	0.85	0.84
Net investment income (loss)	0.79	0.72	1.00(c)	0.75	0.74
Portfolio turnover	40	39	60	50	48
Net assets at end of period (000 omitted)	\$144,991	\$171,038	\$156,040	\$156,450	\$115,826
Supplemental Ratios (%):					
Ratio of expenses to average net assets after expense reductions excluding short sale expenses and interest expense and fees (f)	0.83	0.84	0.80(c)	0.84	0.84

See Notes to Financial Statements

Financial Highlights – continued

Service Class	Year ended				
	12/31/18	12/31/17	12/31/16	12/31/15	12/31/14
Net asset value, beginning of period	\$24.96	\$21.47	\$21.10	\$23.20	\$21.32
Income (loss) from investment operations					
Net investment income (loss) (d)	\$0.14	\$0.11	\$0.16(c)	\$0.11	\$0.11
Net realized and unrealized gain (loss)	(0.78)	4.99	2.13	(0.33)	2.24
Total from investment operations	\$(0.64)	\$5.10	\$2.29	\$(0.22)	\$2.35
Less distributions declared to shareholders					
From net investment income	\$(0.11)	\$(0.17)	\$(0.11)	\$(0.07)	\$(0.13)
From net realized gain	(2.77)	(1.44)	(1.81)	(1.81)	(0.34)
Total distributions declared to shareholders	\$(2.88)	\$(1.61)	\$(1.92)	\$(1.88)	\$(0.47)
Net asset value, end of period (x)	\$21.44	\$24.96	\$21.47	\$21.10	\$23.20
Total return (%) (k)(r)(s)(x)	(4.07)	24.50	11.07(c)	(0.40)	11.07
Ratios (%) (to average net assets) and Supplemental data:					
Expenses before expense reductions (f)	1.12	1.12	1.09(c)	1.11	1.10
Expenses after expense reductions (f)	1.11	1.11	1.07(c)	1.10	1.09
Net investment income (loss)	0.54	0.47	0.75(c)	0.50	0.49
Portfolio turnover	40	39	60	50	48
Net assets at end of period (000 omitted)	\$41,195	\$46,453	\$42,883	\$47,083	\$48,813
Supplemental Ratios (%):					
Ratio of expenses to average net assets after expense reductions excluding short sale expenses and interest expense and fees (f)	1.08	1.09	1.06(c)	1.09	1.09

(c) Amount reflects a one-time reimbursement of expenses by the custodian (or former custodian) without which net investment income and performance would be lower and expenses would be higher.

(d) Per share data is based on average shares outstanding.

(f) Ratios do not reflect reductions from fees paid indirectly, if applicable.

(k) The total return does not reflect expenses that apply to separate accounts. Inclusion of these charges would reduce the total return figures for all periods shown.

(r) Certain expenses have been reduced without which performance would have been lower.

(s) From time to time the fund may receive proceeds from litigation settlements, without which performance would be lower. Excluding the effect of the proceeds received from a non-recurring litigation settlement against Household International, Inc., the total return for the year ended December 31, 2017 would have been lower by approximately 0.78%.

(x) The net asset values and total returns have been calculated on net assets which include adjustments made in accordance with U.S. generally accepted accounting principles required at period end for financial reporting purposes.

See Notes to Financial Statements

NOTES TO FINANCIAL STATEMENTS

(1) Business and Organization

MFS Core Equity Portfolio (the fund) is a diversified series of MFS Variable Insurance Trust II (the trust). The trust is organized as a Massachusetts business trust and is registered under the Investment Company Act of 1940, as amended, as an open-end management investment company. The shareholders of each series of the trust are separate accounts of insurance companies, which offer variable annuity and/or life insurance products, and qualified retirement and pension plans.

The fund is an investment company and accordingly follows the investment company accounting and reporting guidance of the Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 946 Financial Services – Investment Companies.

(2) Significant Accounting Policies

General – The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets from operations during the reporting period. Actual results could differ from those estimates. In the preparation of these financial statements, management has evaluated subsequent events occurring after the date of the fund's Statement of Assets and Liabilities through the date that the financial statements were issued.

In August 2018, the FASB issued Accounting Standards Update 2018-13, Fair Value Measurement (Topic 820) – Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement (“ASU 2018-13”) which introduces new fair value disclosure requirements as well as eliminates and modifies certain existing fair value disclosure requirements. ASU 2018-13 would be effective for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years; however, management has elected to early adopt ASU 2018-13 effective with the current reporting period. The impact of the fund's adoption was limited to changes in the fund's financial statement disclosures regarding fair value, primarily those disclosures related to transfers between levels of the fair value hierarchy.

In August 2018, the Securities and Exchange Commission (SEC) released its Final Rule on Disclosure Update and Simplification (the “Final Rule”) which is intended to simplify an issuer's disclosure compliance efforts by removing redundant or outdated disclosure requirements without significantly altering the mix of information provided to investors. Effective with the current reporting period, the fund adopted the Final Rule with the impacts being that the fund is no longer required to present the components of distributable earnings on the Statement of Assets and Liabilities or the sources of distributions to shareholders and the amount of undistributed net investment income on the Statements of Changes in Net Assets.

Balance Sheet Offsetting – The fund's accounting policy with respect to balance sheet offsetting is that, absent an event of default by the counterparty or a termination of the agreement, the International Swaps and Derivatives Association (ISDA) Master Agreement, or similar agreement, does not result in an offset of reported amounts of financial assets and financial liabilities in the Statement of Assets and Liabilities across transactions between the fund and the applicable counterparty. The fund's right to setoff may be restricted or prohibited by the bankruptcy or insolvency laws of the particular jurisdiction to which a specific master netting agreement counterparty is subject. Balance sheet offsetting disclosures, to the extent applicable to the fund, have been included in the fund's Significant Accounting Policies note under the captions for each of the fund's in-scope financial instruments and transactions.

Investment Valuations – Equity securities, including restricted equity securities and equity securities sold short, are generally valued at the last sale or official closing price on their primary market or exchange as provided by a third-party pricing service. Equity securities, for which there were no sales reported that day, are generally valued at the last quoted daily bid quotation on their primary market or exchange as provided by a third-party pricing service. Equity securities sold short, for which there were no sales reported for that day, are generally valued at the last quoted daily ask quotation on their primary market or exchange as provided by a third-party pricing service. Short-term instruments with a maturity at issuance of 60 days or less may be valued at amortized cost, which approximates market value. Exchange-traded options are generally valued at the last sale or official closing price on their primary exchange as provided by a third-party pricing service. Exchange-traded options for which there were no sales reported that day are generally valued at the last daily bid quotation on their primary exchange as provided by a third-party pricing service. Options not traded on an exchange are generally valued at a broker/dealer bid quotation. Foreign currency options are generally valued at valuations provided by a third-party pricing service. Open-end investment companies are generally valued at net asset value per share. Securities and other assets generally valued on the basis of information from a third-party pricing service may also be valued at a broker/dealer bid quotation. In determining values, third-party pricing services can utilize both transaction data and market information such as yield, quality, coupon rate, maturity, type of issue, trading characteristics, and other market data. The values of foreign securities and other assets and liabilities expressed in foreign currencies are converted to U.S. dollars using the mean of bid and asked prices for rates provided by a third-party pricing service.

Notes to Financial Statements – continued

The Board of Trustees has delegated primary responsibility for determining or causing to be determined the value of the fund's investments (including any fair valuation) to the adviser pursuant to valuation policies and procedures approved by the Board. If the adviser determines that reliable market quotations are not readily available, investments are valued at fair value as determined in good faith by the adviser in accordance with such procedures under the oversight of the Board of Trustees. Under the fund's valuation policies and procedures, market quotations are not considered to be readily available for most types of debt instruments and floating rate loans and many types of derivatives. These investments are generally valued at fair value based on information from third-party pricing services. In addition, investments may be valued at fair value if the adviser determines that an investment's value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded (such as foreign exchange or market) and prior to the determination of the fund's net asset value, or after the halting of trading of a specific security where trading does not resume prior to the close of the exchange or market on which the security is principally traded. Events that occur on a frequent basis after foreign markets close (such as developments in foreign markets and significant movements in the U.S. markets) and prior to the determination of the fund's net asset value may be deemed to have a material effect on the value of securities traded in foreign markets. Accordingly, the fund's foreign equity securities may often be valued at fair value. The adviser generally relies on third-party pricing services or other information (such as the correlation with price movements of similar securities in the same or other markets; the type, cost and investment characteristics of the security; the business and financial condition of the issuer; and trading and other market data) to assist in determining whether to fair value and at what value to fair value an investment. The value of an investment for purposes of calculating the fund's net asset value can differ depending on the source and method used to determine value. When fair valuation is used, the value of an investment used to determine the fund's net asset value may differ from quoted or published prices for the same investment. There can be no assurance that the fund could obtain the fair value assigned to an investment if it were to sell the investment at the same time at which the fund determines its net asset value per share.

Various inputs are used in determining the value of the fund's assets or liabilities. These inputs are categorized into three broad levels. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The fund's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the investment. Level 1 includes unadjusted quoted prices in active markets for identical assets or liabilities. Level 2 includes other significant observable market-based inputs (including quoted prices for similar securities, interest rates, prepayment speed, and credit risk). Level 3 includes unobservable inputs, which may include the adviser's own assumptions in determining the fair value of investments. The following is a summary of the levels used as of December 31, 2018 in valuing the fund's assets or liabilities:

Financial Instruments	Level 1	Level 2	Level 3	Total
Equity Securities:				
United States	\$180,655,752	\$195,229	\$—	\$180,850,981
Canada	2,929,709	—	—	2,929,709
Netherlands	270,367	—	—	270,367
Cayman Islands	—	—	18,858	18,858
Mutual Funds	2,863,971	—	—	2,863,971
Total	\$186,719,799	\$195,229	\$18,858	\$186,933,886
Short Sales	\$(757,151)	\$—	\$—	\$(757,151)

For further information regarding security characteristics, see the Portfolio of Investments.

The following is a reconciliation of level 3 assets for which significant unobservable inputs were used to determine fair value. The table presents the activity of level 3 securities held at the beginning and the end of the period.

	Equity Securities
Balance as of 12/31/17	\$17,706
Change in unrealized appreciation or depreciation	1,152
Balance as of 12/31/18	\$18,858

The net change in unrealized appreciation or depreciation from investments held as level 3 at December 31, 2018 is \$1,152. At December 31, 2018, the fund held one level 3 security.

Foreign Currency Translation – Purchases and sales of foreign investments, income, and expenses are converted into U.S. dollars based upon currency exchange rates prevailing on the respective dates of such transactions or on the reporting date for foreign denominated receivables and payables. Gains and losses attributable to foreign currency exchange rates on sales of securities are recorded for financial statement purposes as net realized gains and losses on investments. Gains and losses attributable to foreign exchange rate movements on receivables, payables, income and expenses are recorded for financial statement purposes as foreign currency transaction gains and losses. That portion of both realized and unrealized gains and losses on investments that results from fluctuations in foreign currency exchange rates is not separately disclosed.

Derivatives – The fund uses derivatives primarily to increase or decrease exposure to a particular market or segment of the market, or security, to increase or decrease interest rate or currency exposure, or as alternatives to direct investments. Derivatives are used for hedging or non-hedging purposes. While hedging can reduce or eliminate losses, it can also reduce or eliminate gains. When the fund uses derivatives as an investment to increase market exposure, or for hedging purposes, gains and losses from derivative instruments may be substantially greater than the derivative’s original cost.

The derivative instruments used by the fund during the period were purchased options. Depending on the type of derivative, the fund may exit a derivative position by entering into an offsetting transaction with a counterparty or exchange, negotiating an agreement with the derivative counterparty, or novating the position to a third party. At December 31, 2018, the fund did not have any outstanding derivative instruments.

The following table presents, by major type of derivative contract, the realized gain (loss) on derivatives held by the fund for the year ended December 31, 2018 as reported in the Statement of Operations:

Risk	Unaffiliated Issuers (Purchased Options)
Equity	\$(89,406)

The following table presents, by major type of derivative contract, the change in unrealized appreciation or depreciation on derivatives held by the fund for the year ended December 31, 2018 as reported in the Statement of Operations:

Risk	Unaffiliated Issuers (Purchased Options)
Equity	\$88,673

Derivative counterparty credit risk is managed through formal evaluation of the creditworthiness of all potential counterparties. On certain, but not all, uncleared derivatives, the fund attempts to reduce its exposure to counterparty credit risk whenever possible by entering into an ISDA Master Agreement on a bilateral basis. The ISDA Master Agreement gives each party to the agreement the right to terminate all transactions traded under such agreement if there is a specified deterioration in the credit quality of the other party. Upon an event of default or a termination of the ISDA Master Agreement, the non-defaulting party has the right to close out all transactions traded under such agreement and to net amounts owed under each agreement to one net amount payable by one party to the other. This right to close out and net payments across all transactions traded under the ISDA Master Agreement could result in a reduction of the fund’s credit risk to such counterparty equal to any amounts payable by the fund under the applicable transactions, if any.

Collateral and margin requirements differ by type of derivative. For cleared derivatives (e.g., futures contracts, cleared swaps, and exchange-traded options), margin requirements are set by the clearing broker and the clearing house and collateral, in the form of cash or securities, is posted by the fund directly with the clearing broker. Collateral terms are counterparty agreement specific for uncleared derivatives (e.g., forward foreign currency exchange contracts, uncleared swap agreements, and uncleared options) and collateral, in the form of cash and securities, is held in segregated accounts with the fund’s custodian in connection with these agreements. For derivatives traded under an ISDA Master Agreement, which contains a collateral support annex, the collateral requirements are netted across all transactions traded under such counterparty-specific agreement and an amount is posted from one party to the other to collateralize such obligations. Cash that has been segregated or delivered to cover the fund’s collateral or margin obligations under derivative contracts, if any, will be reported separately in the Statement of Assets and Liabilities as restricted cash for uncleared derivatives and/or deposits with brokers for cleared derivatives. Securities pledged as collateral or margin for the same purpose, if any, are noted in the Portfolio of Investments. The fund may be required to make payments of interest on uncovered collateral or margin obligations with the broker. Any such payments are included in “Miscellaneous” expense in the Statement of Operations.

Purchased Options – The fund purchased call options for a premium. Purchased call options entitle the holder to buy a specified number of shares or units of a particular security, currency or index at a specified price at a specified date or within a specified period of time. Purchasing call options may hedge against an anticipated increase in the dollar cost of securities or currency to be acquired or increase the fund’s exposure to an underlying instrument.

The premium paid is initially recorded as an investment in the Statement of Assets and Liabilities. That investment is subsequently marked-to-market daily with the difference between the premium paid and the market value of the purchased option being recorded as unrealized appreciation or depreciation. Premiums paid for purchased call options which have expired are treated as realized losses on investments in the Statement of Operations. Upon the exercise or closing of a purchased call option, the premium paid is added to the cost of the security or financial instrument purchased.

Whether or not the option is exercised, the fund’s maximum risk of loss from purchasing an option is the amount of premium paid. All option contracts involve credit risk if the counterparty to the option contract fails to perform. For uncleared options, this risk is

Notes to Financial Statements – continued

mitigated in cases where there is an ISDA Master Agreement between the fund and the counterparty providing for netting as described above and, where applicable, by the posting of collateral by the counterparty to the fund to cover the fund's exposure to the counterparty under such ISDA Master Agreement.

Short Sales – The fund entered into short sales whereby it sells a security it does not own in anticipation of a decline in the value of that security. The fund will realize a gain if the security price decreases and a loss if the security price increases between the date of the short sale and the date on which the fund replaces the borrowed security. Losses from short sales can exceed the proceeds of the security sold; and they can also exceed the potential loss from an ordinary buy and sell transaction. The amount of any premium, dividends, or interest the fund may be required to pay in connection with a short sale will be recognized as a fund expense. During the year ended December 31, 2018, this expense amounted to \$49,601. The fund segregates cash or marketable securities in an amount that, when combined with the amount of proceeds from the short sale deposited with the broker, at least equals the current market value of the security sold short.

Security Loans – Under its Securities Lending Agency Agreement with the fund, State Street Bank and Trust Company, as lending agent, loans the securities of the fund to certain qualified institutions (the "Borrowers") approved by the fund. Security loans can be terminated at the discretion of either the lending agent or the fund and the related securities must be returned within the earlier of the standard trade settlement period for such securities or within three business days. The loans are collateralized by cash and/or U.S. Treasury and federal agency obligations in an amount typically at least equal to the market value of the securities loaned. On loans collateralized by cash, the cash collateral is invested in a money market fund. The market value of the loaned securities is determined at the close of business of the fund and any additional required collateral is delivered to the fund on the next business day. The lending agent provides the fund with indemnification against Borrower default. In the event of Borrower default, the lending agent will, for the benefit of the fund, either purchase securities identical to those loaned or, when such purchase is commercially impracticable, pay the fund the market value of the loaned securities. In return, the lending agent assumes the fund's rights to the related collateral. If the collateral value is less than the cost to purchase identical securities, the lending agent is responsible for the shortfall, but only to the extent that such shortfall is not due to a decline in collateral value resulting from collateral reinvestment for which the fund bears the risk of loss. At period end, the fund had investment securities on loan, all of which were classified as equity securities in the fund's Portfolio of Investments, with a fair value of \$23,074. The fair value of the fund's investment securities on loan and a related liability of \$102 for cash collateral received on securities loaned are both presented gross in the Statement of Assets and Liabilities. Additionally, these loans were collateralized by U.S. Treasury Obligations of \$24,192 held by the lending agent. The collateral on securities loaned exceeded the value of securities on loan at period end. The liability for cash collateral for securities loaned is carried at fair value, which is categorized as level 2 within the fair value hierarchy. A portion of the income generated upon investment of the collateral is remitted to the Borrowers, and the remainder is allocated between the fund and the lending agent. On loans collateralized by U.S. Treasury and/or federal agency obligations, a fee is received from the Borrower, and is allocated between the fund and the lending agent. Income from securities lending is separately reported in the Statement of Operations. The dividend and interest income earned on the securities loaned is accounted for in the same manner as other dividend and interest income.

Indemnifications – Under the fund's organizational documents, its officers and Trustees may be indemnified against certain liabilities and expenses arising out of the performance of their duties to the fund. Additionally, in the normal course of business, the fund enters into agreements with service providers that may contain indemnification clauses. The fund's maximum exposure under these agreements is unknown as this would involve future claims that may be made against the fund that have not yet occurred.

Investment Transactions and Income – Investment transactions are recorded on the trade date. Dividends received in cash are recorded on the ex-dividend date. Certain dividends from foreign securities will be recorded when the fund is informed of the dividend if such information is obtained subsequent to the ex-dividend date. Dividend payments received in additional securities are recorded on the ex-dividend date in an amount equal to the value of the security on such date.

The fund may receive proceeds from litigation settlements. Any proceeds received from litigation involving portfolio holdings are reflected in the Statement of Operations in realized gain/loss if the security has been disposed of by the fund or in unrealized gain/loss if the security is still held by the fund. Any other proceeds from litigation not related to portfolio holdings are reflected as other income in the Statement of Operations.

Tax Matters and Distributions – The fund intends to qualify as a regulated investment company, as defined under Subchapter M of the Internal Revenue Code, and to distribute all of its taxable income, including realized capital gains. As a result, no provision for federal income tax is required. The fund's federal tax returns, when filed, will remain subject to examination by the Internal Revenue Service for a three year period. Management has analyzed the fund's tax positions taken on federal and state tax returns for all open tax years and does not believe that there are any uncertain tax positions that require recognition of a tax liability. Foreign taxes, if any, have been accrued by the fund in the accompanying financial statements in accordance with the applicable foreign tax law. Foreign income taxes may be withheld by certain countries in which the fund invests. Additionally, capital gains realized by the fund on securities issued in or by certain foreign countries may be subject to capital gains tax imposed by those countries.

MFS Core Equity Portfolio

Notes to Financial Statements – continued

Distributions to shareholders are recorded on the ex-dividend date. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from U.S. generally accepted accounting principles. Certain capital accounts in the financial statements are periodically adjusted for permanent differences in order to reflect their tax character. These adjustments have no impact on net assets or net asset value per share. Temporary differences which arise from recognizing certain items of income, expense, gain or loss in different periods for financial statement and tax purposes will reverse at some time in the future. Distributions in excess of net investment income or net realized gains are temporary overdistributions for financial statement purposes resulting from differences in the recognition or classification of income or distributions for financial statement and tax purposes.

Book/tax differences primarily relate to wash sale loss deferrals.

The tax character of distributions declared to shareholders for the last two fiscal years is as follows:

	Year ended 12/31/18	Year ended 12/31/17
Ordinary income (including any short-term capital gains)	\$6,671,036	\$1,852,020
Long-term capital gains	16,826,017	12,091,064
Total distributions	\$23,497,053	\$13,943,084

The federal tax cost and the tax basis components of distributable earnings were as follows:

As of 12/31/18	
Cost of investments	\$161,797,068
Gross appreciation	36,920,867
Gross depreciation	(12,541,200)
Net unrealized appreciation (depreciation)	\$24,379,667
Undistributed ordinary income	3,005,783
Undistributed long-term capital gain	25,156,626
Other temporary differences	95,433

Multiple Classes of Shares of Beneficial Interest – The fund offers multiple classes of shares, which differ in their respective distribution and/or service fees. The fund’s income, realized and unrealized gain (loss), and common expenses are allocated to shareholders based on the daily net assets of each class. Dividends are declared separately for each class. Differences in per share dividend rates are generally due to differences in separate class expenses. The fund’s distributions declared to shareholders as reported in the Statements of Changes in Net Assets are presented by class as follows:

	From net investment income		From net realized gain	
	Year ended 12/31/18	Year ended 12/31/17	Year ended 12/31/18	Year ended 12/31/17
Initial Class	\$1,128,747	\$1,539,604	\$17,409,241	\$9,485,664
Service Class	196,254	312,416	4,762,811	2,605,400
Total	\$1,325,001	\$1,852,020	\$22,172,052	\$12,091,064

(3) Transactions with Affiliates

Investment Adviser – The fund has an investment advisory agreement with MFS to provide overall investment management and related administrative services and facilities to the fund. The management fee is computed daily and paid monthly at the following annual rates based on the fund’s average daily net assets:

Up to \$1 billion	0.75%
In excess of \$1 billion and up to \$2.5 billion	0.65%
In excess of \$2.5 billion	0.60%

MFS has agreed in writing to reduce its management fee by a specified amount if certain MFS mutual fund assets exceed thresholds agreed to by MFS and the fund’s Board of Trustees. For the year ended December 31, 2018, this management fee reduction amounted to \$20,236, which is included in the reduction of total expenses in the Statement of Operations. The management fee incurred for the year ended December 31, 2018 was equivalent to an annual effective rate of 0.74% of the fund’s average daily net assets.

The investment adviser has agreed in writing to pay a portion of the fund’s total annual operating expenses, excluding interest, taxes, extraordinary expenses, brokerage and transaction costs, and investment-related expenses (such as short sale dividend and interest expenses incurred in connection with the fund’s investment activity), such that total annual operating expenses do not exceed 0.84% of average daily net assets for the Initial Class shares and 1.09% of average daily net assets for the Service

Notes to Financial Statements – continued

Class shares. This written agreement will continue until modified by the fund's Board of Trustees, but such agreement will continue at least until April 30, 2020. For the year ended December 31, 2018, the fund's actual operating expenses did not exceed the limit and therefore, the investment adviser did not pay any portion of the fund's expenses related to this agreement.

Distributor – MFS Fund Distributors, Inc. (MFD), a wholly-owned subsidiary of MFS, is the distributor of shares of the fund. The Trustees have adopted a distribution plan for the Service Class shares pursuant to Rule 12b-1 under the Investment Company Act of 1940.

The fund's distribution plan provides that the fund will pay MFD distribution and/or service fees equal to 0.25% per annum of its average daily net assets attributable to Service Class shares as partial consideration for services performed and expenses incurred by MFD and financial intermediaries (including participating insurance companies that invest in the fund to fund variable annuity and variable life insurance contracts, sponsors of qualified retirement and pension plans that invest in the fund, and affiliates of these participating insurance companies and plan sponsors) in connection with the sale and distribution of the Service Class shares. MFD may subsequently pay all, or a portion, of the distribution and/or service fees to financial intermediaries.

Shareholder Servicing Agent – MFS Service Center, Inc. (MFSC), a wholly-owned subsidiary of MFS, receives a fee from the fund for its services as shareholder servicing agent. For the year ended December 31, 2018, the fee was \$14,450, which equated to 0.0068% annually of the fund's average daily net assets. MFSC also receives payment from the fund for out-of-pocket expenses paid by MFSC on behalf of the fund. For the year ended December 31, 2018, these costs amounted to \$561.

Administrator – MFS provides certain financial, legal, shareholder communications, compliance, and other administrative services to the fund. Under an administrative services agreement, the fund reimburses MFS the costs incurred to provide these services. The fund is charged an annual fixed amount of \$17,500 plus a fee based on average daily net assets. The administrative services fee incurred for the year ended December 31, 2018 was equivalent to an annual effective rate of 0.0190% of the fund's average daily net assets.

Trustees' and Officers' Compensation – The fund pays compensation to independent Trustees in the form of a retainer, attendance fees, and additional compensation to Board and Committee chairpersons. The fund does not pay compensation directly to Trustees or officers of the fund who are also officers of the investment adviser, all of whom receive remuneration for their services to the fund from MFS. Certain officers and Trustees of the fund are officers or directors of MFS, MFD, and MFSC.

Other – This fund and certain other funds managed by MFS (the funds) have entered into a service agreement (the ISO Agreement) which provides for payment of fees solely by the funds to Tarantino LLC in return for the provision of services of an Independent Senior Officer (ISO) for the funds. Frank L. Tarantino serves as the ISO and is an officer of the funds and the sole member of Tarantino LLC. The funds can terminate the ISO Agreement with Tarantino LLC at any time under the terms of the ISO Agreement. For the year ended December 31, 2018, the fee paid by the fund under this agreement was \$361 and is included in "Miscellaneous" expense in the Statement of Operations. MFS has agreed to bear all expenses associated with office space, other administrative support, and supplies provided to the ISO.

The fund invests in the MFS Institutional Money Market Portfolio which is managed by MFS and seeks current income consistent with preservation of capital and liquidity. This money market fund does not pay a management fee to MFS.

The fund is permitted to engage in purchase and sale transactions with funds and accounts for which MFS serves as investment adviser or sub-adviser ("cross-trades") pursuant to a policy adopted by the Board of Trustees. This policy has been designed to ensure that cross-trades conducted by the fund comply with Rule 17a-7 under the Investment Company Act of 1940. During the year ended December 31, 2018, the fund engaged in sale transactions pursuant to this policy, which amounted to \$523,064, respectively. The sales transactions resulted in net realized gains (losses) of \$338,551.

Effective on or about January 3, 2018, the adviser has voluntarily undertaken to reimburse the fund from its own resources on a quarterly basis for the cost of investment research embedded in the cost of the fund's securities trades. This agreement may be rescinded at any time. For the period on or about January 3, 2018 to December 31, 2018, this reimbursement amounted to \$11,875, which is included in "Other" income in the Statement of Operations.

(4) Portfolio Securities

For the year ended December 31, 2018, purchases and sales of investments, other than purchased option transactions, short sales, and short-term obligations, aggregated \$85,297,408 and \$109,623,671, respectively.

(5) Shares of Beneficial Interest

The fund's Declaration of Trust permits the Trustees to issue an unlimited number of full and fractional shares of beneficial interest. Transactions in fund shares were as follows:

	Year ended 12/31/18		Year ended 12/31/17	
	Shares	Amount	Shares	Amount
Shares sold				
Initial Class	194,535	\$4,980,452	186,500	\$4,399,901
Service Class	265,699	6,551,910	170,109	3,967,561
	460,234	\$11,532,362	356,609	\$8,367,462
Shares issued to shareholders in reinvestment of distributions				
Initial Class	743,602	\$18,537,988	481,874	\$11,025,268
Service Class	200,935	4,959,065	128,708	2,917,816
	944,537	\$23,497,053	610,582	\$13,943,084
Shares reacquired				
Initial Class	(1,034,631)	\$(26,088,919)	(1,084,690)	\$(25,642,366)
Service Class	(406,173)	(10,228,826)	(435,248)	(10,266,162)
	(1,440,804)	\$(36,317,745)	(1,519,938)	\$(35,908,528)
Net change				
Initial Class	(96,494)	\$(2,570,479)	(416,316)	\$(10,217,197)
Service Class	60,461	1,282,149	(136,431)	(3,380,785)
	(36,033)	\$(1,288,330)	(552,747)	\$(13,597,982)

(6) Line of Credit

The fund and certain other funds managed by MFS participate in a \$1.25 billion unsecured committed line of credit, subject to a \$1 billion sublimit, provided by a syndication of banks under a credit agreement. Borrowings may be made for temporary financing needs. Interest is charged to each fund, based on its borrowings, generally at a rate equal to the higher of the Overnight Bank Funding rate or daily one month LIBOR plus an agreed upon spread. A commitment fee, based on the average daily, unused portion of the committed line of credit, is allocated among the participating funds. In addition, the fund and other funds managed by MFS have established unsecured uncommitted borrowing arrangements with certain banks for temporary financing needs. Interest is charged to each fund, based on its borrowings, at a rate equal to the Overnight Bank Funding rate plus an agreed upon spread. For the year ended December 31, 2018, the fund's commitment fee and interest expense were \$1,246 and \$0, respectively, and are included in "Miscellaneous" expense in the Statement of Operations.

(7) Investments in Affiliated Issuers

An affiliated issuer may be considered one in which the fund owns 5% or more of the outstanding voting securities, or a company which is under common control. For the purposes of this report, the fund assumes the following to be affiliated issuers:

Affiliated Issuers	Beginning Shares/Par Amount	Acquisitions Shares/Par Amount	Dispositions Shares/Par Amount	Ending Shares/Par Amount	
MFS Institutional Money Market Portfolio	1,613,843	41,567,552	(40,317,239)	2,864,156	
Affiliated Issuers	Realized Gain (Loss)	Change in Unrealized Appreciation/Depreciation	Capital Gain Distributions	Dividend Income	Ending Value
MFS Institutional Money Market Portfolio	\$(94)	\$—	\$—	\$32,863	\$2,863,869

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Trustees of MFS Variable Insurance Trust II and the Shareholders of MFS Core Equity Portfolio:

Opinion on the Financial Statements and Financial Highlights

We have audited the accompanying statement of assets and liabilities of MFS Core Equity Portfolio (the “Fund”), including the portfolio of investments, as of December 31, 2018, the related statement of operations for the year then ended, the statements of changes in net assets for each of the two years in the period then ended, the financial highlights for each of the five years in the period then ended, and the related notes. In our opinion, the financial statements and financial highlights present fairly, in all material respects, the financial position of the Fund as of December 31, 2018, and the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements and financial highlights are the responsibility of the Fund’s management. Our responsibility is to express an opinion on the Fund’s financial statements and financial highlights based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement, whether due to error or fraud. The Fund is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting 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.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements and financial highlights, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements and financial highlights. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements and financial highlights. Our procedures included confirmation of securities owned as of December 31, 2018, by correspondence with the custodian and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

DELOITTE & TOUCHE LLP

Boston, Massachusetts
February 15, 2019

We have served as the auditor of one or more of the MFS investment companies since 1924.

TRUSTEES AND OFFICERS – IDENTIFICATION AND BACKGROUND

The Trustees and Officers of the Trust, as of February 1, 2019, are listed below, together with their principal occupations during the past five years. (Their titles may have varied during that period.) The address of each Trustee and Officer is 111 Huntington Avenue, Boston, Massachusetts 02199-7618.

Name, Age	Position(s) Held with Fund	Trustee/Officer Since ^(h)	Number of MFS Funds overseen by the Trustee	Principal Occupations During the Past Five Years	Other Directorships During the Past Five Years ⁽ⁱ⁾
INTERESTED TRUSTEES					
Robert J. Manning ^(k) (age 55)	Trustee	February 2004	135	Massachusetts Financial Services Company, Executive Chairman (since January 2017); Director; Chairman of the Board; Chief Executive Officer (until 2015); Co-Chief Executive Officer (2015-2016)	N/A
Robin A. Stelmach ^(k) (age 57)	Trustee	January 2014	135	Massachusetts Financial Services Company, Vice Chair (since January 2017); Chief Operating Officer and Executive Vice President (until January 2017)	N/A
INDEPENDENT TRUSTEES					
John P. Kavanaugh (age 64)	Trustee and Chair of Trustees	January 2009	135	Private investor	N/A
Steven E. Buller (age 67)	Trustee	February 2014	135	Financial Accounting Standards Advisory Council, Chairman (2014-2015); Public Company Accounting Oversight Board, Standing Advisory Group, Member (until 2014); BlackRock, Inc. (investment management), Managing Director (until 2014), BlackRock Finco UK (investment management), Director (until 2014)	N/A
John A. Caroselli (age 64)	Trustee	March 2017	135	JC Global Advisors, LLC (management consulting), President (since 2015); First Capital Corporation (commercial finance), Executive Vice President (until 2015)	N/A
Maureen R. Goldfarb (age 63)	Trustee	January 2009	135	Private investor	N/A
Michael Hegarty (age 74)	Trustee	December 2004	135	Private investor	Rouse Properties Inc., Director (until 2016); Capmark Financial Group Inc., Director (until 2015)
Peter D. Jones (age 63)	Trustee	January 2019	135	Franklin Templeton Distributors, Inc. (investment management), President (until 2015); Franklin Templeton Institutional, LLC (investment management), Chairman (until 2015)	N/A
James W. Kilman, Jr. (age 57)	Trustee	January 2019	135	KielStrand Capital LLC (family office and merchant bank), Chief Executive Officer (since 2016); Morgan Stanley & Co. (financial services), Vice Chairman of Investment Banking, Co-Head of Diversified Financials Coverage – Financial Institutions Investment Banking Group (until 2016)	alpha-En Corporation, Director (since 2016)

Trustees and Officers – continued

Name, Age	Position(s) Held with Fund	Trustee/Officer Since ^(h)	Number of MFS Funds overseen by the Trustee	Principal Occupations During the Past Five Years	Other Directorships During the Past Five Years ⁽ⁱ⁾
Clarence Otis, Jr. (age 62)	Trustee	March 2017	135	Darden Restaurants, Inc., Chief Executive Officer (until 2014)	VF Corporation, Director; Verizon Communications, Inc., Director; The Travelers Companies, Director; Federal Reserve Bank of Atlanta, Director (until 2015)
Maryanne L. Roepke (age 62)	Trustee	May 2014	135	American Century Investments (investment management), Senior Vice President and Chief Compliance Officer (until 2014)	N/A
Laurie J. Thomsen (age 61)	Trustee	March 2005	135	Private investor	The Travelers Companies, Director; Dycom Industries, Inc., Director (since 2015)

Name, Age	Position(s) Held with Fund	Trustee/Officer Since ^(h)	Number of MFS Funds for which the Person is an Officer	Principal Occupations During the Past Five Years
OFFICERS				
Christopher R. Bohane ^(k) (age 45)	Assistant Secretary and Assistant Clerk	July 2005	135	Massachusetts Financial Services Company, Vice President and Assistant General Counsel
Kino Clark ^(k) (age 50)	Assistant Treasurer	January 2012	135	Massachusetts Financial Services Company, Vice President
John W. Clark, Jr. ^(k) (age 51)	Assistant Treasurer	April 2017	135	Massachusetts Financial Services Company, Vice President (since March 2017); Deutsche Bank (financial services), Department Head – Treasurer's Office (until February 2017)
Thomas H. Connors ^(k) (age 59)	Assistant Secretary and Assistant Clerk	September 2012	135	Massachusetts Financial Services Company, Vice President and Senior Counsel
Ethan D. Corey ^(k) (age 55)	Assistant Secretary and Assistant Clerk	July 2005	135	Massachusetts Financial Services Company, Senior Vice President and Associate General Counsel
David L. DiLorenzo ^(k) (age 50)	President	July 2005	135	Massachusetts Financial Services Company, Senior Vice President
Heidi W. Hardin ^(k) (age 51)	Secretary and Clerk	April 2017	135	Massachusetts Financial Services Company, Executive Vice President and General Counsel (since March 2017); Harris Associates (investment management), General Counsel (from September 2015 to January 2017); Janus Capital Management LLC (investment management), Senior Vice President and General Counsel (until September 2015)
Brian E. Langenfeld ^(k) (age 45)	Assistant Secretary and Assistant Clerk	June 2006	135	Massachusetts Financial Services Company, Vice President and Senior Counsel
Amanda S. Mooradian ^(k) (age 39)	Assistant Secretary and Assistant Clerk	September 2018	135	Massachusetts Financial Services Company, Assistant Vice President and Counsel
Susan A. Pereira ^(k) (age 48)	Assistant Secretary and Assistant Clerk	July 2005	135	Massachusetts Financial Services Company, Vice President and Senior Counsel
Kasey L. Phillips ^(k) (age 48)	Assistant Treasurer	September 2012	135	Massachusetts Financial Services Company, Vice President
Matthew A. Stowe ^(k) (age 44)	Assistant Secretary and Assistant Clerk	October 2014	135	Massachusetts Financial Services Company, Vice President and Assistant General Counsel

MFS Core Equity Portfolio

Trustees and Officers – continued

Name, Age	Position(s) Held with Fund	Trustee/Officer Since ^(h)	Number of MFS Funds for which the Person is an Officer	Principal Occupations During the Past Five Years
Frank L. Tarantino (age 74)	Independent Senior Officer	June 2004	135	Tarantino LLC (provider of compliance services), Principal
Richard S. Weitzel ^(k) (age 48)	Assistant Secretary and Assistant Clerk	October 2007	135	Massachusetts Financial Services Company, Senior Vice President and Associate General Counsel
Martin J. Wolin ^(k) (age 51)	Chief Compliance Officer	July 2015	135	Massachusetts Financial Services Company, Senior Vice President and Chief Compliance Officer (since July 2015); Mercer (financial service provider), Chief Risk and Compliance Officer, North America and Latin America (until June 2015)
James O. Yost ^(k) (age 58)	Treasurer	September 1990	135	Massachusetts Financial Services Company, Senior Vice President

(h) Date first appointed to serve as Trustee/officer of an MFS Fund. Each Trustee has served continuously since appointment unless indicated otherwise. For the period from December 15, 2004 until February 22, 2005, Mr. Manning served as Advisory Trustee. From January 2012 through December 2016, Messrs. DiLorenzo and Yost served as Treasurer and Deputy Treasurer of the Funds, respectively.

(j) Directorships or trusteeships of companies required to report to the Securities and Exchange Commission (i.e., “public companies”).

(k) “Interested person” of the Trust within the meaning of the Investment Company Act of 1940 (referred to as the 1940 Act), which is the principal federal law governing investment companies like the fund, as a result of a position with MFS. The address of MFS is 111 Huntington Avenue, Boston, Massachusetts 02199-7618.

Each Trustee has been elected by shareholders and each Trustee and officer holds office until his or her successor is chosen and qualified or until his or her earlier death, resignation, retirement or removal. The Trust does not hold annual meetings for the purpose of electing Trustees, and Trustees are not elected for fixed terms. Under the terms of the Board’s retirement policy, an Independent Trustee shall retire at the end of the calendar year in which he or she reaches the earlier of 75 years of age or 15 years of service on the Board (or, in the case of any Independent Trustee who joined the Board prior to 2015, 20 years of service on the Board).

Messrs. Buller, Hegarty, Kilman and Otis and Ms. Roepke are members of the Trust’s Audit Committee.

Each of the Interested Trustees and certain Officers hold comparable officer positions with certain affiliates of MFS.

The Statement of Additional Information for a Fund includes further information about the Trustees and is available without charge upon request by calling 1-800-225-2606.

Investment Adviser

Massachusetts Financial Services Company
111 Huntington Avenue
Boston, MA 02199-7618

Distributor

MFS Fund Distributors, Inc.
111 Huntington Avenue
Boston, MA 02199-7618

Portfolio Manager(s)

Joseph MacDougall

Custodian

State Street Bank and Trust Company
1 Lincoln Street
Boston, MA 02111-2900

Independent Registered Public Accounting Firm

Deloitte & Touche LLP
200 Berkeley Street
Boston, MA 02116

BOARD REVIEW OF INVESTMENT ADVISORY AGREEMENT

The Investment Company Act of 1940 requires that both the full Board of Trustees and a majority of the non-interested (“independent”) Trustees, voting separately, annually approve the continuation of the Fund’s investment advisory agreement with MFS. The Trustees consider matters bearing on the Fund and its advisory arrangements at their meetings throughout the year, including a review of performance data at each regular meeting. In addition, the independent Trustees met several times over the course of three months beginning in May and ending in July, 2018 (“contract review meetings”) for the specific purpose of considering whether to approve the continuation of the investment advisory agreement for the Fund and the other investment companies that the Board oversees (the “MFS Funds”). The independent Trustees were assisted in their evaluation of the Fund’s investment advisory agreement by independent legal counsel, from whom they received separate legal advice and with whom they met separately from MFS during various contract review meetings. The independent Trustees were also assisted in this process by the MFS Funds’ Independent Senior Officer, a senior officer appointed by and reporting to the independent Trustees.

In connection with their deliberations regarding the continuation of the investment advisory agreement, the Trustees, including the independent Trustees, considered such information and factors as they believed, in light of the legal advice furnished to them and their own business judgment, to be relevant. The investment advisory agreement for the Fund was considered separately, although the Trustees also took into account the common interests of all MFS Funds in their review. As described below, the Trustees considered the nature, quality, and extent of the various investment advisory, administrative, and shareholder services performed by MFS under the existing investment advisory agreement and other arrangements with the Fund.

In connection with their contract review meetings, the Trustees received and relied upon materials that included, among other items: (i) information provided by Broadridge Financial Solutions, Inc. (“Broadridge”), an independent third party, on the investment performance of the Fund for various time periods ended December 31, 2017 and the investment performance of a group of funds with substantially similar investment classifications/objectives (the “Broadridge performance universe”), (ii) information provided by Broadridge on the Fund’s advisory fees and other expenses and the advisory fees and other expenses of comparable funds identified by Broadridge (the “Broadridge expense group”), (iii) information provided by MFS on the advisory fees of portfolios of other clients of MFS, including institutional separate accounts and other clients, (iv) information as to whether and to what extent applicable expense waivers, reimbursements or fee “breakpoints” are observed for the Fund, (v) information regarding MFS’ financial results and financial condition, including MFS’ and certain of its affiliates’ estimated profitability from services performed for the Fund and the MFS Funds as a whole, and compared to MFS’ institutional business, (vi) MFS’ views regarding the outlook for the mutual fund industry and the strategic business plans of MFS, (vii) descriptions of various functions performed by MFS for the Funds, such as compliance monitoring and portfolio trading practices, and (viii) information regarding the overall organization of MFS, including information about MFS’ senior management and other personnel providing investment advisory, administrative and other services to the Fund and the other MFS Funds. The comparative performance, fee and expense information prepared and provided by Broadridge was not independently verified and the independent Trustees did not independently verify any information provided to them by MFS.

The Trustees’ conclusion as to the continuation of the investment advisory agreement was based on a comprehensive consideration of all information provided to the Trustees and not the result of any single factor. Some of the factors that figured particularly in the Trustees’ deliberations are described below, although individual Trustees may have evaluated the information presented differently from one another, giving different weights to various factors. It is also important to recognize that the fee arrangements for the Fund and other MFS Funds are the result of years of review and discussion between the independent Trustees and MFS, that certain aspects of such arrangements may receive greater scrutiny in some years than in others, and that the Trustees’ conclusions may be based, in part, on their consideration of these same arrangements during the course of the year and in prior years.

Based on information provided by Broadridge and MFS, the Trustees reviewed the Fund’s total return investment performance as well as the Broadridge performance universe over various time periods. The Trustees placed particular emphasis on the total return performance of the Fund’s Initial Class shares in comparison to the performance of funds in its Broadridge performance universe over the three-year period ended December 31, 2017, which the Trustees believed was a long enough period to reflect differing market conditions. The total return performance of the Fund’s Initial Class shares was in the 1st quintile relative to the other funds in the universe for this three-year period (the 1st quintile being the best performers and the 5th quintile being the worst performers). The total return performance of the Fund’s Initial Class shares was in the 1st quintile for each of the one- and five-year periods ended December 31, 2017 relative to the Broadridge performance universe. Because of the passage of time, these performance results may differ from the performance results for more recent periods, including those shown elsewhere in this report.

In the course of their deliberations, the Trustees took into account information provided by MFS in connection with the contract review meetings, as well as during investment review meetings conducted with portfolio management personnel during the course of the year regarding the Fund’s performance. After reviewing these and related factors, the Trustees concluded, within the context of their overall conclusions regarding the investment advisory agreement, that they were satisfied with MFS’ responses and efforts relating to investment performance.

In assessing the reasonableness of the Fund's advisory fee, the Trustees considered, among other information, the Fund's advisory fee and the total expense ratio of the Fund's Initial Class shares as a percentage of average daily net assets and the advisory fee and total expense ratios of peer groups of funds based on information provided by Broadridge. The Trustees considered that MFS currently observes an expense limitation for the Fund, which may not be changed without the Trustees' approval. The Trustees also considered that, according to the data provided by Broadridge (which takes into account any fee reductions or expense limitations that were in effect during the Fund's last fiscal year), the Fund's effective advisory fee rate was approximately at the Broadridge expense group median and the Fund's total expense ratio was higher than the Broadridge expense group median.

The Trustees also considered the advisory fees charged by MFS to any institutional separate accounts advised by MFS ("separate accounts") and unaffiliated investment companies for which MFS serves as subadviser ("subadvised funds") that have comparable investment strategies to the Fund, if any. In comparing these fees, the Trustees considered information provided by MFS as to the generally broader scope of services provided by MFS to the Fund, as well as the more extensive regulatory burdens imposed on MFS in managing the Fund, in comparison to separate accounts and subadvised funds. The Trustees also considered the higher demands placed on MFS' investment personnel and trading infrastructure as a result of the daily cash in-flows and out-flows of the Fund in comparison to separate accounts.

The Trustees also considered whether the Fund may benefit from any economies of scale in the management of the Fund in the event of growth in assets of the Fund and/or growth in assets of the MFS Funds as a whole. They noted that the Fund's advisory fee rate schedule is subject to contractual breakpoints that reduce the Fund's advisory fee rate on average daily net assets over \$1 billion and \$2.5 billion. The Trustees also noted that MFS has agreed in writing to waive a portion of the management fees of certain MFS Funds, including the Fund, if the total combined assets of certain funds within the MFS Funds' complex increase above agreed upon thresholds (the "group fee waiver"), enabling the Fund's shareholders to share in the benefits from any economies of scale at the complex level. The group fee waiver is reviewed and renewed annually between the Board and MFS. The Trustees concluded that the breakpoints and the group fee waiver were sufficient to allow the Fund to benefit from economies of scale as its assets and overall complex assets grow.

The Trustees also considered information prepared by MFS relating to MFS' costs and profits with respect to the Fund, the MFS Funds considered as a group, and other investment companies and accounts advised by MFS, as well as MFS' methodologies used to determine and allocate its costs to the MFS Funds, the Fund and other accounts and products for purposes of estimating profitability.

After reviewing these and other factors described herein, the Trustees concluded, within the context of their overall conclusions regarding the investment advisory agreement, that the advisory fees charged to the Fund represent reasonable compensation in light of the services being provided by MFS to the Fund.

In addition, the Trustees considered MFS' resources and related efforts to continue to retain, attract and motivate capable personnel to serve the Fund. The Trustees also considered current and developing conditions in the financial services industry, including the presence of large and well-capitalized companies which are spending, and appear to be prepared to continue to spend, substantial sums to engage personnel and to provide services to competing investment companies. In this regard, the Trustees also considered the financial resources of MFS and its ultimate parent, Sun Life Financial Inc. The Trustees also considered the advantages and possible disadvantages to the Fund of having an adviser that also serves other investment companies as well as other accounts.

The Trustees also considered the nature, quality, cost, and extent of administrative, transfer agency, and distribution services provided to the Fund by MFS and its affiliates under agreements and plans other than the investment advisory agreement, including any 12b-1 fees the Fund pays to MFS Fund Distributors, Inc., an affiliate of MFS. The Trustees also considered the nature, extent and quality of certain other services MFS performs or arranges for on the Fund's behalf, which may include securities lending programs, directed expense payment programs, class action recovery programs, and MFS' interaction with third-party service providers, principally custodians and sub-custodians. The Trustees concluded that the various non-advisory services provided by MFS and its affiliates on behalf of the Fund were satisfactory.

The Trustees considered so-called "fall-out benefits" to MFS such as reputational value derived from serving as investment manager to the MFS Funds. The Trustees also considered that, effective January 3, 2018, MFS had discontinued its historic practice of obtaining investment research from portfolio brokerage commissions paid by certain MFS Funds and would thereafter voluntarily reimburse a Fund, if applicable, for the costs of external research acquired through the use of the Fund's portfolio brokerage commissions.

Based on their evaluation of factors that they deemed to be material, including those factors described above, the Board of Trustees, including the independent Trustees, concluded that the Fund's investment advisory agreement with MFS should be continued for an additional one-year period, commencing August 1, 2018.

PROXY VOTING POLICIES AND INFORMATION

MFS votes proxies on behalf of the fund pursuant to proxy voting policies and procedures that are available without charge, upon request, by calling 1-800-225-2606, by visiting mfs.com/proxyvoting, or by visiting the SEC's Web site at <http://www.sec.gov>.

Information regarding how the fund voted proxies relating to portfolio securities during the most recent twelve-month period ended June 30 is available by August 31 of each year without charge by visiting mfs.com/proxyvoting, or by visiting the SEC's Web site at <http://www.sec.gov>.

QUARTERLY PORTFOLIO DISCLOSURE

The fund files a complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-Q. The fund's Form N-Q is available on the SEC's website at <http://www.sec.gov>. A shareholder can obtain the portfolio holdings report for the first and third quarters of the fund's fiscal year at mfs.com/vit2 by choosing the fund's name and then selecting the "Resources" tab and clicking on "Prospectus and Reports".

FURTHER INFORMATION

From time to time, MFS may post important information about the fund or the MFS funds on the MFS web site (mfs.com). This information is available at <https://www.mfs.com/en-us/what-we-do/announcements.html> or at mfs.com/vit2 by choosing the fund's name.

INFORMATION ABOUT FUND CONTRACTS AND LEGAL CLAIMS

The fund has entered into contractual arrangements with an investment adviser, administrator, distributor, shareholder servicing agent, 529 program manager (if applicable), and custodian who each provide services to the fund. Unless expressly stated otherwise, shareholders are not parties to, or intended beneficiaries of these contractual arrangements, and these contractual arrangements are not intended to create any shareholder right to enforce them against the service providers or to seek any remedy under them against the service providers, either directly or on behalf of the fund.

Under the Trust's By-Laws and Declaration of Trust, any claims asserted against or on behalf of the MFS Funds, including claims against Trustees and Officers, must be brought in state and federal courts located within the Commonwealth of Massachusetts.

FEDERAL TAX INFORMATION (unaudited)

The following information is provided pursuant to provisions of the Internal Revenue Code.

The fund designates \$18,509,000 as capital gain dividends paid during the fiscal year.

For corporate shareholders, 36.66% of the ordinary income dividends paid during the fiscal year qualify for the corporate dividends received deduction.

FACTS

WHAT DOES MFS DO WITH YOUR PERSONAL INFORMATION?



Why?

Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.

What?

The types of personal information we collect and share depend on the product or service you have with us. This information can include:

- Social Security number and account balances
- Account transactions and transaction history
- Checking account information and wire transfer instructions

When you are *no longer* our customer, we continue to share your information as described in this notice.

How?

All financial companies need to share customers' personal information to run their everyday business. In the section below, we list the reasons financial companies can share their customers' personal information; the reasons MFS chooses to share; and whether you can limit this sharing.

Reasons we can share your personal information	Does MFS share?	Can you limit this sharing?
For our everyday business purposes – such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus	Yes	No
For our marketing purposes – to offer our products and services to you	No	We don't share
For joint marketing with other financial companies	No	We don't share
For our affiliates' everyday business purposes – information about your transactions and experiences	No	We don't share
For our affiliates' everyday business purposes – information about your creditworthiness	No	We don't share
For nonaffiliates to market to you	No	We don't share

Questions?

Call **800-225-2606** or go to **mfs.com**.

Who we are

Who is providing this notice?	MFS Funds, MFS Investment Management, MFS Institutional Advisors, Inc., and MFS Heritage Trust Company.
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What we do

How does MFS protect my personal information?	To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include procedural, electronic, and physical safeguards for the protection of the personal information we collect about you.
How does MFS collect my personal information?	<p>We collect your personal information, for example, when you</p> <ul style="list-style-type: none"> • open an account or provide account information • direct us to buy securities or direct us to sell your securities • make a wire transfer <p>We also collect your personal information from others, such as credit bureaus, affiliates, or other companies.</p>
Why can't I limit all sharing?	<p>Federal law gives you the right to limit only</p> <ul style="list-style-type: none"> • sharing for affiliates' everyday business purposes – information about your creditworthiness • affiliates from using your information to market to you • sharing for nonaffiliates to market to you <p>State laws and individual companies may give you additional rights to limit sharing.</p>

Definitions

Affiliates	<p>Companies related by common ownership or control. They can be financial and nonfinancial companies.</p> <ul style="list-style-type: none"> • <i>MFS does not share personal information with affiliates, except for everyday business purposes as described on page one of this notice.</i>
Nonaffiliates	<p>Companies not related by common ownership or control. They can be financial and nonfinancial companies.</p> <ul style="list-style-type: none"> • <i>MFS does not share with nonaffiliates so they can market to you.</i>
Joint marketing	<p>A formal agreement between nonaffiliated financial companies that together market financial products or services to you.</p> <ul style="list-style-type: none"> • <i>MFS doesn't jointly market.</i>

Other important information

If you own an MFS product or receive an MFS service in the name of a third party such as a bank or broker-dealer, their privacy policy may apply to you instead of ours.

