See separate instructions.

## Part I Reporting Issuer

1	1 Issuer's name					2 Issuer's employer identification number (EIN)				
MF	S VALUE FUND			04-3287965						
3	3 Name of contact for additional information 4		4 Telephone	Telephone No. of contact		5 Email address of contact				
MFS SERVICE CENTER, INC.			(800) 225-2606		c	dlinternet-svcs@mfs.com				
6	Number and street (or P.O	. box if mail is not	delivered to s	livered to street address) of contact		7 City, town, or post office, state, and Zip code of contact				
500	) BOYLSTON ST.					BOSTON, MA 02116				
8 Date of action 9			9 Class	9 Classification and description						
05/	11/12		REGULA	TED INVESTMENT COMP	PANY (RI	C) SHARES - CLASS W				
10	CUSIP number 1	11 Serial number(s)		<b>12</b> Ticker symbol		13 Account number(s)				
	55273H445			MEIWX						
Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.										
14	Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for									
	the action MFS Value Fund is a multiple class open end Regulated Investment Company ("RIC) under Subchapter									
M	of the IRC. The distinguish	ing feature of the	various clas	ses is a differential allocation	ation of c	ertain fund expenses. On May 11, 2012, all				
sha	ares of Class W of MFS Va	lue Fund were co	nverted into	Class I shares of the sam	ne fund ir	n a tax-free exchange.				

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ►

The Class W shareholders' total basis in the Class I shares received is the same as their total basis in the old Class W shares. Per share, for each Class W share of MFS Value Fund (MEIWX) held, shareholders received 0.994241053 Class I shares of MFS Value Fund (MEIIX).

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► The per share basis calculations are based on the respective net asset values of the Class W and Class I shares as of

the close of business on 05/10/2012. These net asset values ("NAVs") are determined based on the market value of the underlying securities held by the funds.

The NAV of Class W was \$24.17 per share and the NAV of Class I was \$24.31 per share on 05/10/2012. Thus the exchange ratio is 0.994241053 shares of Class I received for each share of Class W surrendered.

Form 893 Part I		Drganizational Action (continue	d)		Page
-r ar t 1					
		applicable Internal Revenue Code secti (a) - No gain or loss is recognized.	on(s) and subsection(s) upon whi	ch the tax treatment is base	ed ►
		(d) - The aggregate basis of the shar	es exchanged equals the aggre	egate basis of the shares r	eceived.
18 Ca	an any	resulting loss be recognized? ► No.			
<b>19</b> Pro	ovide	any other information necessary to imp	lement the adjustment, such as t	he reportable tax year ►	
	Under	r penalties of perjury, I declare that I have ex	amined this return, including accomp	anying schedules and stateme	nts, and to the best of my knowledge ar
		it is true, correct, and complete. Declaration			
Sign					
Here	Signa	ture ►		Date	
	Drint	your name► A signed copy is maintair	ad by the issuer	Titla 🕨	
Paid	F(III)[	Print/Type preparer's name	Preparer's signature	Title ► Date	Check if PTIN
Pald Prepa	rer				self-employed
Use O		Firm's name			Firm's EIN ►
		Firm's address			Phone no

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054