



**MFS MERIDIAN FUNDS**  
***Société d'Investissement à Capital Variable***  
**Management Company: MFS Investment Management Company (Lux) S.à r.l.**  
**Registered Office: 4, rue Albert Borschette, L-1246 Luxembourg**  
***Grand Duchy of Luxembourg R.C.S. Luxembourg No. B 39.346***

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***NOTICE OF ANNUAL GENERAL MEETING***

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**Dear Shareholder,**

We have the pleasure of inviting you to attend the Annual General Meeting of Shareholders (“the Meeting”) of the MFS Meridian Funds (the "Company"), which will be held on **Monday, 15 June 2020 at 10.00 a.m.** (Luxembourg time) at the offices of State Street Bank International GmbH, Luxembourg Branch, 49 avenue J. F. Kennedy, L-1855 Luxembourg, with the following agenda:

**AGENDA**

1. Presentation of the Board of Directors’ report and of the Authorised Auditor’s report for the fiscal year ended 31 January 2020.
2. Approval of the Company's financial statements (including the Balance Sheet and Profit & Loss Account) as of 31 January 2020.
3. Allocation of the net results (including distribution of dividends, where applicable) for the fiscal year ended 31 January 2020.
4. Discharge to be granted to the Directors of the Company for the year ended 31 January 2020. For avoidance of doubt, discharge shall not be granted to the Directors with respect to the performance of their duties from 1 February 2020 until the date of the Annual General Meeting to be held in 2021.
5. Re-election of Ms. Robin A. Stelmach, Ms. Lina M. Medeiros, Mr. Mitchell C. Freestone, Mr. James R. Julian, Jr. and Mr. Thomas A. Bogart as Directors of the Company until the next Annual General Meeting to be held in 2021 or until his or her successor is duly appointed.
6. Approval of the remuneration of the Company's Independent Directors for the fiscal year ended 31 January 2020.
7. Re-election of Ernst & Young S.A. as Authorised Auditor for the fiscal year beginning 1 February 2020 and until the next Annual General Meeting to be held in 2021.



Please note that copies of the Company's offering documents and financial statements are available upon request and free of charge at [meridian.mfs.com](http://meridian.mfs.com) or at the Company's registered office at 4, Rue Albert Borschette, L 1246, Luxembourg, Grand Duchy of Luxembourg or by contacting the Company's transfer agent State Street Bank International GmbH, Luxembourg Branch, at 49, Avenue J. F. Kennedy, L-1855, Luxembourg, Tel +352 46-40-10-600.

The shareholders are advised that no quorum for the items of the agenda is required and that the decisions will be taken at the majority of the votes validly cast at the Meeting. Each share is entitled to one vote. A shareholder may act at any Meeting by proxy, on the form of Proxy enclosed with this Notice. Instructions as to how to complete the form of Proxy are included in the Form. Shares held based on the Company's Share Register on the date of the deadline for submitting proxies noted below will be eligible for voting.

Due to the exceptional circumstance of the COVID-19 pandemic, it may not be possible to hold the Meeting in person, and in such case the Meeting will be conducted via teleconference. Consequently, should you wish to vote on the items of the agenda, you are urged to use the form of proxy. Please complete and sign the form of proxy and return it by sending an e-mail to the following address: Luxembourg- [Domiciliarygroup@statestreet.com](mailto:Domiciliarygroup@statestreet.com) and/or by fax to the attention of the Domiciliary Department at number : + 352 46 40 10 413 no later than 10 June 2020 at 5.00 pm.

By order of the Board of Directors