

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 B 39.346

FORM OF PROXY

for use at the Annual General Meeting

I/we the undersigned, herewith give irrevocable proxy for all my/our shares of *MFS MERIDIAN FUNDS* to the Chairman of the Meeting with full power of substitution, to represent me/us at the Annual General Meeting of the Shareholders of MFS Meridian Funds (the "Company") to be held in Luxembourg on Monday, 19 June 2023 at 10.00 a.m. (Luxembourg time) (the "Meeting") and at any meeting to be held thereafter for the same purpose, with the same agenda and in our name and on our behalf to act and vote on the matters set out in the following agenda.

Proxy Instructions: Please indicate with an "X" below instructions for how your votes should be cast and complete and sign the shaded box following the Agenda. If this Form of Proxy is returned without any instructions, the proxy will exercise his or her discretion as to how he or she votes, including whether he or she abstains from voting. Deposit of a completed Form of Proxy will not preclude a Shareholder from attending the Meeting and voting in person.

In the case of the joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated and the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders. For this purpose, seniority shall be determined by the order in which the names stand in the register of Shareholders in respect of the joint holding.

To be valid, kindly return the completed and signed form of proxy (together with the original or a certified copy of any power of attorney or other authority under which it is executed) by fax or mail to arrive no later than 4.00 p.m. (Luxembourg time) on Wednesday, 14 June 2023 to the attention of Zakia Aouinti at:

Fax number: (+352) 46.40.10.413
Address: State Street Bank International GmbH, Zweigniederlassung Luxembourg
49 avenue J. F. Kennedy L-1855 Luxembourg
Grand Duchy of Luxembourg



AGENDA

In order to express your vote, please tick only one box for each proposal.

1. Presentation of the Board of Directors' report and of the Authorised Auditor's report for the fiscal year ended 31 January 2023.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

2. Approval of the Company's financial statements (including the Balance Sheet and Profit & Loss Account) as of 31 January 2023.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

3. Allocation of the net results (including distribution of dividends, where applicable) for the fiscal year ended 31 January 2023.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

4. Discharge to be granted to the Directors of the Company for the year ended 31 January 2023. For avoidance of doubt, discharge shall not be granted to the Directors with respect to the performance of their duties from 1 February 2023 until the date of the Annual General Meeting to be held in 2024.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

5. Acknowledgment of the resignations of Mr. Mitchell C. Freestone effective 21 February 2023 and Mr. Malcolm (Mike) MacNaught effective 01 June 2023 from their mandates as Directors of the Company.

6. Appointment of Ms. Madeline Forrester, as new Director of the Company, (Ms. Forrester's appointment is contingent upon and effective as of approval by the CSSF in case the CSSF approval is subsequent to the date of the Annual General Meeting.)

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

7. Re-election of Mr. Amrit Kanwal, Ms. Lina M. Medeiros, Mr. James R. Julian, Jr., and Mr. Thomas A. Bogart as Directors of the Company each to hold office until the next Annual General Meeting to be held in 2024 or until his or her successor is duly appointed.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐



8. Approval of the remuneration of the Company's Independent Directors for the fiscal year ended 31 January 2023.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

9. Re-election of Ernst & Young S.A. as Authorised Auditor for the fiscal year beginning 1 February 2023 and until the next Annual General Meeting to be held in 2024.

FOR ☐ **AGAINST** ☐ **ABSTAIN** ☐

[complete and sign next page]



I/We hereby give and grant full power and authorisation to do and perform all and everything necessary or incidental to the exercise of the powers herein specified and I/we hereby ratify and confirm all that said proxies shall lawfully do or cause to be done by virtue hereof.

Printed Name(s) of Shareholder (Corporate; First/Last):

Printed Name(s) of Proxy, if applicable (Corporate; First/Last):

Account Number:

Signed: _____

Signed (if joint account): _____

Date: _____