



MFS MERIDIAN FUNDS
Société d'Investissement à Capital Variable
Management Company: MFS Investment Management Company (Lux) S.à.r.l.
Siège social: 4, rue Albert Borschette, L-1246 Luxembourg
R.C.S. Luxembourg B 39.346 (the "Company")

NOTICE OF RECONVENED EXTRAORDINARY GENERAL MEETING

Notice is hereby given to MFS MERIDIAN FUNDS shareholders that the quorum required by law was not reached at a first Extraordinary General Meeting of Shareholders held on **1 March 2024**, and that a reconvened Extraordinary General Meeting shall be held before a notary, at the offices of State Street Bank International GmbH, Luxembourg Branch, 49, avenue J.F. Kennedy, Luxembourg, on **Monday, 25 March 2024 at 11:00 a.m.** Luxembourg time.

The Board of Directors (the "Board") of MFS Meridian Funds seeks to clarify its authority to establish a redemption/exchange gate (a "Gate"), which is a liquidity management tool common among Luxembourg open-end investment funds. A Gate permits the Board to set a maximum percentage of redemptions or exchanges out of a sub-fund of MFS Meridian Funds (a "Fund"), stated as a percentage of net assets, that the Fund must accept any single Fund business day. Redemption or exchange amounts in excess of the Gate may be deferred to the following business day or for a period (not to exceed ten Fund business days) as determined by the Board of Directors to be in the best interests of shareholders. All orders would be deferred proportionately and would have priority over later requests. The Board proposes to amend Article 16 of MFS Meridian Funds' Articles of Incorporation ("Articles") as set forth in the following agenda:

- I. Amendment of the final paragraph of Article 16 (Redemption and Conversion of Shares) to clarify the Board's authority to establish a redemption gate (additional text is underlined):

In case of massive redemption and/or conversion requests from a Fund on any Valuation Date (meaning requests in excess of a certain percentage of a Fund's net asset value (the "Gate") as established by the Board of Directors and set forth in the Prospectus), subject to applicable regulatory requirements, the Board of Directors may decide that all requests in excess of the Gate, or any portion of the excess requests, be deferred to the following Valuation Date or for a period (not to exceed ten business days) and in a manner that the Board of Directors considers to be in the best interests of the Company and its shareholders as described in the Prospectus. The Company will inform affected shareholders accordingly. Following that period, with respect to the next relevant Valuation Date, these requests will be met in priority to later requests, if necessary on a pro rata basis among involved shareholders. In addition, the Company may decide to delay the settlement of payment for some or all such requests until the Company has sold the corresponding assets in the relevant Fund without unnecessary delays. Such requests will, in any case, be dealt with by priority to later requests.

The entry into force of the revised Articles as set forth in the agenda is expected to be on 1 May 2024. A marked copy of the proposed amended Articles (showing the proposed amendments) is available free of charge at the Company's registered office at 4, rue Albert Borschette, L-1246, Luxembourg or by calling +352-46-40-10-600.

The Meeting will be validly constituted and will validly decide on the agenda items regardless of the number of Shares represented at the Meeting. Resolutions will be passed if approved by at least two-thirds of the votes cast. Each share is entitled to one vote. A shareholder may act at the meeting by proxy.

If you are not able to attend the meeting, complete and sign the enclosed Proxy Form (together with the original or certified copy of any power of attorney or other authority under which it is executed) by fax or by mail, no later than 4:00 p.m. Luxembourg time on 21 March 2024 to the attention of Zakia Aouinti at:

Email Address: zaouinti@statestreet.com
Fax number: +352/46 40 10 398
Address: State Street Bank International GmbH, Luxembourg Branch
49 avenue J. F. Kennedy, L-1855 Luxembourg
Grand Duchy of Luxembourg

By order of the Board of Directors