MFS Meridian Funds
société d'investissement à capital variable
35 Boulevard du Prince Henri
Luxembourg L-1724
R.C.S. Luxembourg B 39346

Notice to Shareholders

MFS Meridian Funds – ABSOLUTE RETURN FUND

Merger of MFS Meridian Funds – ABSOLUTE RETURN FUND into
MFS Meridian Funds – LIMITED MATURITY FUND

12 March 2018

Dear Shareholder,

We are writing to you as shareholder of **MFS Meridian Funds**, an investment company with variable share capital (*société d'investissement à capital variable*), incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at **35 Boulevard du Prince Henri,** Luxembourg, Grand Duchy of Luxembourg, and registered with the Luxembourg Trade and Companies' Register under number **B 39346** (the "**SICAV**"), in relation to your investment in **MFS Meridian Funds – Absolute Return Fund** (the "**Merging Sub-Fund**") in order to inform you that the board of directors of the SICAV (the "**Board**") has decided to proceed to a merger by absorption of the Merging Sub-Fund into **MFS Meridian Funds – Limited Maturity Fund** (the "**Receiving Sub-Fund**") (the "**Merger**").

The Merger shall be realized through the transfer of all assets and liabilities of the Merging Sub-Fund into the Receiving Sub-Fund.

The Merger shall be effective on 23 April 2018 (the "**Effective Date**").

This notice explains the background of the Merger and aims to provide you with sufficient information to help you make an informed assessment on the impact of the Merger on your investment. **You are therefore encouraged to read it carefully in order to be informed of the consequences of the Merger. You are also encouraged to read the Key Investor Information Document ("KIID") of the relevant class of shares of the Receiving Sub-Fund in which it is proposed to convert your shares as well as the current version of the SICAV's prospectus. These documents contain important information regarding the Receiving Sub-Fund. The KIID can be found on our website: meridian.mfs.com.**

If you have any questions about the Merger, please contact your financial advisor or financial intermediary. Alternatively, you may contact the local agent for your country (as set forth on the last page of the MFS Meridian Funds prospectus), or the transfer agent State Street Bank Luxembourg S.C.A. at 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Tel +352 46-40-10-1, Fax +352 46-36-31.

Capitalized terms not defined herein have the same meaning as in the MFS Meridian Funds prospectus (the "**Prospectus**").

1. BACKGROUND AND RATIONALE OF THE MERGER

The Merging Sub-Fund began investing under its current investment policies in 2011. Since that time, the Merging Sub-Fund has not attracted a level of assets that is sufficient, in the judgment of the Board, to operate in an economically efficient manner. Further, the Board believes that the Merging Sub-Fund is unlikely to reach such an asset level in the foreseeable future.

The Board has identified the Receiving Sub-Fund as having broadly similar investment objectives and policies and lower expenses as compared with the Merging Sub-Fund. The Board believes that the Merger will be in the best interests of the shareholders of both Merging and Receiving Sub-Funds. For the Merging Sub-Fund shareholders, the Merger should provide the benefit of greater fund size (with potential corresponding economies of scale) and lower operating expenses. The Receiving Sub-Fund will benefit in receiving an additional portfolio of assets free of those transaction costs that would be incurred if the same assets were acquired in the open market.

2. SUMMARY OF THE MERGER

(i) The Merger shall consist in the merger by absorption of the Merging Sub-Fund into the Receiving Sub-Fund.

(ii) The Merger shall be effected pursuant to the merger technique set out in article 1, item 20, a), of the law of 17 December 2010 relating to undertakings for collective investment, as amended, (the "**Law of 2010**"), whereby all the assets and liabilities of the Merging Sub-Fund will be transferred to the Receiving Sub-Fund on the effective date of the Merger.

(iii) The Merger shall become effective and final between the Merging Sub-Fund and the Receiving Sub-Fund and vis-à-vis third parties on the Effective Date.

(iv) No general meeting of shareholders shall be convened in order to approve the Merger and shareholders are not required to vote on the Merger.

(v) The period of at least 30 calendar days to redeem from the Merging Sub-Fund has started running on the date of the present notice.

(vi) Shareholders of the Merging Sub-Fund, who continue to hold their shares in the Merging Sub-Fund on the Effective Date will automatically be issued shares the corresponding share class of the Receiving Sub-Fund in exchange for their shares of the Merging Sub-Fund, in accordance with the relevant exchange ratio. They will be entitled to exercise the rights pertaining to shareholders of the Receiving Sub-Fund and participate in any increase in the net asset value of the Receiving Sub-Fund as from such date. Shareholders will receive a confirmation note of their holding in the Receiving Sub-Fund as soon as practicable after the Effective Date.

(vii) Subscriptions for or exchanges into shares of the Merging Sub-Fund will no longer be accepted after 19 March 2018.

(viii) Redemptions or exchanges of shares of the Merging Sub-Fund will **still be possible until close-of-business on 16 April 2018** as indicated under section 5 (Procedural aspects) below.

(ix) Other procedural aspects of the Merger are set out in detail in Section 5 of this notice.

(x) Please be aware that the Merger may create tax consequences for you. You should consult your tax adviser about the consequences of the Merger on your individual tax position.

(xi) The Merger has been approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**"), the Luxembourg financial supervisory authority.

(xii) The timetable below summarizes the key steps of the Merger:

Notice sent to shareholders	**12 March 2018**
Calculation of exchange ratios	**20 April 2018**
End of current accounting period of the Merging Sub-Fund	**31 January 2019**
Effective Date	**23 April 2018**

3. IMPACT OF THE MERGER ON SHAREHOLDERS OF THE MERGING SUB-FUND

The main characteristics of the Merging Sub-Fund and Receiving Sub-Fund are as described in the Prospectus and in the Key Investor Information Documents ("**KIIDs**") of the Sub-Funds. This section compares the key features of the Merging Sub-Fund to that of the Receiving Sub-Fund and highlights material differences.

The direct-held security portfolios of the Merging Sub-Fund and the Receiving Sub-Fund are substantially identical. Both Sub-Funds invest primarily in debt instruments, including government, mortgage-backed and corporate debt instruments. Both Sub-Funds invest substantially all of their assets in investment grade debt instruments and focus in instruments with short and intermediate term durations.

The primary difference between the Sub-Funds is the Merging Sub-Fund employs a top-down tactical asset allocation overlay to manage the Sub-Fund's exposure to different asset classes, markets and currencies through the extensive use of derivatives. Through this overlay, the Merging Sub-Fund may obtain additional exposure to certain asset classes as compared with its direct-held portfolio, including to inflation-adjusted debt instruments, global equity securities, commodity-related investments and global real estate-related investments. Due to its extensive derivative usage, the Merging Sub-Fund uses the Absolute Value-at-Risk methodology for measuring global exposure. In contrast, the Receiving Sub-Fund does not feature a tactical asset allocation overlay to modify its total investment exposure from the composition of its direct-held securities, and therefore does not have the potential for additional asset class exposures. The Receiving Sub-Fund does not use derivatives extensively, and therefore it uses the Commitment Approach for measuring global exposure.

The investment objectives and investment policies of the Merging Sub-Fund and Receiving Sub-Fund, as set forth in the respective KIIDs, are as set forth below:

a) Investment objective and policy

	Merging Sub-Fund	Receiving Sub-Fund
Investment objective	The Merging Sub-Fund's objective is total return, measured in U.S. dollars.	The Receiving Sub-Fund's objective is total return, with an emphasis on current income but also considering capital preservation, measured in U.S. dollars.
Investment policy	The Merging Sub-Fund seeks to produce a positive return from 1) selecting individual securities and 2) managing exposure to asset classes, markets and currencies regardless of market conditions. In selecting individual investments for the Merging Sub-Fund, the Merging Sub-Fund invests primarily in debt instruments of issuers located in developed and emerging market countries, including government, mortgage-backed, and corporate debt instruments. The Merging Sub-Fund invests substantially all of its assets in investment grade debt instruments. The Merging Sub-Fund may invest in debt instruments of any maturity, but generally focuses its investments in short and intermediate term debt instruments. In selecting individual investments, the Merging Sub-Fund may also use derivatives for different purposes (hedging or investment), to increase or decrease exposure to a particular market, segment of the market, or security, to manage interest rate or currency exposure or other characteristics of the Merging Sub-Fund, or as alternatives to direct investments. The Merging Sub-Fund manages its exposure to asset classes, markets, and currencies primarily through the use of derivatives, which may be extensive, based on its proprietary quantitative models. The Merging Sub-Fund may increase or decrease its	The Receiving Sub-Fund invests primarily in debt instruments issued in U.S. dollars, including U.S. and non-U.S. corporate, government, and mortgage-backed and other asset-backed debt instruments. The Receiving Sub-Fund invests substantially all of its assets in investment grade debt instruments. The average maturity of the Receiving Sub-Fund's investments (taking into account features of the investments that are expected to shorten an investment's maturity such as prepayments) will generally not exceed five years. The Receiving Sub-Fund may use derivatives for hedging and/or investment purposes, including to increase or decrease exposure to a particular market, segment of the market, or security, to manage

	exposure to asset classes, markets and/or currencies resulting from its individual security selection based on its assessment of the risk/return potential of such asset classes, markets, and/or currencies. The Merging Sub-Fund may have exposure to asset classes, markets, and/or currencies in which its individual security selection has resulted in little or no exposure (e.g., equities, below-investment-grade debt instruments, commodity or real estate-related investments). The Merging Sub-Fund's exposures will normally fall within the following ranges: inflation-adjusted debt instruments from -20% to 20%; global equity securities from -30% to 30%; commodity-related investments from -20% to 20%; and global real estate-related investments from -15% to 15%. Commodity-related investments include derivatives on commodities indices, units in collective investment schemes, and exchange-traded funds. Real estate-related investments include real estate investment trusts, derivatives on real estate indices, and other investments providing exposure to the real estate industry. The Merging Sub-Fund may also use derivatives to seek to limit the Merging Sub-Fund's exposure to certain extreme market events. Some portion of the Merging Sub-Fund's assets will be held in cash due to collateral requirements for the Merging Sub-Fund's investments in derivatives, purchase and redemption activity, and other short term cash needs. As part of the Management Company's risk-management process applicable to the Merging Sub-Fund, the global exposure of the Merging Sub-Fund is measured by an absolute VaR approach, which limits the maximum VaR that the Merging Sub-Fund can have relative to its net asset value, as determined by the Management Company taking into account the Merging Sub-Fund's investment policy and risk profile. Please refer to the SICAV's Annual Report for the VaR limits calculated for the applicable financial year. The expected level of leverage may vary between 0% and 400% (measured using the sum of the notional value of derivatives used by the Merging Sub-Fund), based on the net asset value of the Merging Sub-Fund. In addition, the Management Company supplementally monitors the expected level of leverage measured using the commitment approach, which may vary between 0% and 200% based on the net asset value of the Merging Sub-Fund. Under certain circumstances, the level of leverage might exceed the ranges noted above.	interest rate exposure or other characteristics of the Receiving Sub-Fund, or as alternatives to direct investments. The Receiving Sub-Fund will not extensively or primarily use derivatives to achieve the Receiving Sub-Fund's investment objective or for investment purposes.

Shareholders of the Merging Sub-Fund should carefully read the description of the Receiving Sub-Fund in the Prospectus and in the KIID of the Receiving Sub-Fund before making any decision in relation to the Merger.

b) Profile of typical investor

Merging Sub-Fund	Receiving Sub-Fund
The Merging Sub-Fund is intended for investors seeking total return through investment in debt instruments issued in U.S. dollars together with actively-managed exposure to asset classes, markets and/or currencies (including those to which its securities portfolio may have little or no exposure) through the use of derivatives, and who understand and are comfortable with the risks and returns from a strategy which uses derivatives to adjust the risk profile of the Merging Sub-Fund.	The Receiving Sub-Fund is intended for investors seeking total return while also considering capital preservation through investment primarily in debt instruments issued in U.S. dollars, including U.S. and non-U.S. corporate, government, and mortgage-backed debt instruments.

c) Classes of shares and currency

The table below shows the share classes of the Merging Sub-Fund and the corresponding shares classes of the Receiving Sub-Fund to be received in the Merger, and highlights any differences in their characteristics (including currency of denomination):

Merging Sub-Fund	Receiving Sub-Fund	Difference
A1USD	A1USD	None
A1EUR	A1EUR	None
AH1EUR	A1EUR	Merging Sub-Fund class is hedged to USD; Receiving Sub-Fund class is not

A2USD	A2USD	None
B1USD	B1USD	None
B2USD	B2USD	None
C1USD	C1USD	None
C2USD	C2USD	None
N1USD	N1USD	None
N2USD	N2USD	None
I1USD	I1USD	None
I1EUR	I1USD	Merging Sub-Fund class is denominated in EUR; Receiving Sub-Fund class is denominated in USD
IH1EUR	I1USD	Merging Sub-Fund class is denominated in EUR and hedged to USD; Receiving Sub-Fund class is denominated in USD
I1GBP	I1USD	Merging Sub-Fund class is denominated in GBP; Receiving Sub-Fund class is denominated in USD
W1USD	W1USD	None
W2USD	W2USD	None

d) Risk and reward profile (Class A1USD Shares)

*Synthetic Risk and Reward Indicator ("**SRRI**")*

This rating system is based on how much the returns of the class have varied over the past 5 years compared to the risk limit adopted by the fund. Where 5 years' performance history is not available the data consists of historical returns representative of the fund, benchmark returns or returns for another class with the same currency as appropriate. Past returns may not be a reliable indicator of the future risk and reward profile of the class, and the rating may change over time based on the more recent returns. A fund in the lowest category does not mean a risk-free investment.

Merging Sub-Fund	Receiving Sub-Fund
4	2

The Merging Sub-Fund (Class A1USD shares) is in category 4 because there has been medium fluctuations in the Sub-Fund's return historically.

The Receiving Sub-Fund (Class A1USD shares) is in category 2 because there has been very low fluctuations in the Sub-Fund's return historically.

Please see the KIID for the specific share class that you hold, as well as the KIID for the corresponding share class of the Receiving Sub-Fund to be received in the Merger, for the SRRIs of those share classes.

Principal Risks

The principal risks of the Merging Sub-Fund and the Receiving Sub-Fund, as set forth in their respective KIIDs, are as follows:

Merging Sub-Fund	Receiving Sub-Fund
Strategy Risk: The Merging Sub-Fund's strategy to manage its exposure to asset classes, markets, and currencies may not be effective. Additionally, quantitative models may not produce the intended results due to the factors used in the models, the weight placed on each factor in the models, changing sources of market return, and technical issues in the use of the models. **Derivatives Risk:** Derivatives can be highly volatile and can involve leverage. Gains or losses from derivatives can be substantially greater than the derivatives' original cost. **Leverage Risk:** Leverage involves investment exposure in an amount exceeding the initial investment. Leverage can cause increased volatility by magnifying gains or losses.	**Debt Instruments Risk:** Prices of debt instruments can vary significantly in response to changes in interest rates and the credit quality of the issuers of its investments, and to issuer, market, economic, industry, political, regulatory, geopolitical, or other conditions. The Receiving Sub-Fund invests in limited maturity instruments, which may underperform the broader market over time. In addition, the prices of mortgage-backed instruments can vary in response to changes in the credit quality of underlying mortgages and the timing of payment of principal and interest. **Investment Risk:** The Receiving Sub-Fund's ability to earn income on its investments will be

Debt Instruments Risk: Prices of debt instruments can vary significantly in response to changes in interest rates and the credit quality of the issuers of its investments, and to issuer, market, economic, industry, political, and regulatory conditions. These risks may be higher where the Merging Sub-Fund invests in below investment grade debt instruments. In addition, the prices of mortgage-backed instruments can vary in response to changes in the credit quality of underlying mortgages and the timing of payment of principal and interest. **Equity Risk:** The value of exposure to equity markets can vary significantly in response to issuer, market, economic, industry, political, and regulatory conditions. **Sector Risk:** Where the Merging Sub-Fund has exposure to a particular sector such as real estate or commodities, it is subject to risk from factors affecting that sector. **Emerging Markets Risk:** Emerging markets can be more volatile and less liquid than more developed markets. **Currency Risk:** Changes in currency rates can significantly affect the value of your investment. **Other Risks:** The SRRI rating does not reflect the risk that these factors, as well as other factors such as liquidity, counterparty, and operational risks change over time and can affect the Merging Sub-Fund's returns differently in the future. The Merging Sub-Fund may not achieve its objective and/or you could lose money on your investment in the Merging Sub-Fund.	reduced during periods of low or negative interest rates and certain share classes of the Receiving Sub-Fund may realize negative net income resulting in losses to investors in that class. **Derivatives Risk:** Derivatives can be highly volatile and can involve leverage. Gains or losses from derivatives can be substantially greater than the derivatives' original cost. **Other Risks** The SRRI rating does not reflect the risk that these factors, as well as other factors such as liquidity, counterparty, and operational risks change over time and can affect the Receiving Sub-Fund's returns differently in the future. The Receiving Sub-Fund may not achieve its objective and/or you could lose money on your investment in the Receiving Sub-Fund.

e) Distribution policy

Merging Sub-Fund	Receiving Sub-Fund
Monthly	Monthly

f) Fees and expenses

The following table compares the investment management fee ("IM Fee") and Total Expense Ratio ("TER") of each share class of the Merging Sub-Fund, as compared with the IM Fee and TER of the corresponding share class to be received in the Merger. The TER is as set forth in the current KIID of the relevant share class. For each share class of the Merging Sub-Fund, the corresponding share class of the Receiving Sub-Fund features a lower TER.

Merging Sub-Fund			Receiving Sub-Fund		
Class	IM Fee	**TER**	Class	IM Fee	**TER**
A1USD	0.75%	**1.53%**	A1USD	0.60%	**1.24%**
A1EUR	0.75%	**1.53%**	A1EUR	0.60%	**1.24%**
AH1EUR	0.75%	**1.53%**	A1EUR	0.60%	**1.24%**
A2USD	0.75%	**1.53%**	A2USD	0.60%	**1.24%**
B1USD	0.75%	**2.53%**	B1USD	0.60%	**2.25%**
B2USD	0.75%	**2.53%**	B2USD	0.60%	**2.24%**
C1USD	0.75%	**2.53%**	C1USD	0.60%	**2.24%**
C2USD	0.75%	**2.53%**	C2USD	0.60%	**2.24%**
N1USD	0.75%	**2.03%**	N1USD	0.60%	**1.75%**
N2USD	0.75%	**2.03%**	N2USD	0.60%	**1.74%**
I1USD	0.65%	**0.83%**	I1USD	0.50%	**0.60%**

I1EUR	0.65%	**0.83%**	I1USD	0.50%	**0.60%**
IH1EUR	0.65%	**0.83%**	I1USD	0.50%	**0.60%**
I1GBP	0.65%	**0.83%**	I1USD	0.50%	**0.60%**
W1USD	0.70%	**0.97%**	W1USD	0.55%	**0.69%**
W2USD	0.70%	**0.93%**	W2USD	0.55%	**0.70%**

g) Subscription, redemption and exchange of shares

Subscription, redemption and exchange features are identical between the Merging Sub-Fund and the Receiving Sub-Fund.

h) Minimum investment and subsequent investment, and holding requirements

Requirements for minimum and subsequent investments, as well as holding requirements, are identical between the Merging Sub-Fund and the Receiving Sub-Fund.

It is expected that no rebalancing of the Merging Sub-Fund's portfolio will be necessary, and none will occur, prior to the Merger.

4. SHAREHOLDERS RIGHTS IN RELATION TO THE MERGER

Shareholders of the Merging Sub-Fund holding shares in the Merging Sub-Fund on the Effective Date will automatically be issued, in exchange for their shares in the Merging Sub-Fund, a number of shares of the corresponding share classes of the Receiving Sub-Fund equivalent to the number of shares held in the relevant share class of the Merging Sub-Fund multiplied by the exchange ratio which shall be calculated for each class of shares on the basis of its respective net asset value as of **20 April 2018**. In case the application of the exchange ratio does not lead to the issuance of full shares, the shareholders of the Merging Sub-Fund will receive fractions of shares of the Receiving Sub-Fund.

No subscription fee will be levied within the Receiving Sub-Fund as a result of the Merger.

Shareholders of the Merging Sub-Fund will acquire rights as shareholders of the Receiving Sub-Fund from the Effective Date and will thus participate in any increase in the net asset value of the Receiving Sub-Fund.

Shareholders of the Merging Sub-Fund disagreeing with the Merger will be given the possibility to request the redemption or exchange of their shares of the Merging Sub-Fund at the applicable net asset value, without any redemption charges for at least 30 calendar days following the date of the present notice.

5. PROCEDURAL AND OPERATIONAL ASPECTS OF THE MERGER

5.1. No shareholder vote required

No shareholder vote is required in order to carry out the Merger under Article 23 of the Articles of Incorporation of the SICAV. Shareholders of the Merging Sub-Fund disagreeing with the Merger may request the redemption or exchange of their shares as stated under Article 23 above prior to **16 April 2018**.

5.2. Dealings in the Merging Sub-Fund

In order to implement the procedures needed for the Merger in an orderly and timely manner, the board of directors of the SICAV has decided that subscriptions for or exchanges into shares of the Merging Sub-Fund will no longer be accepted after 19 March 2018.

Further, redemptions or exchanges of shares of the Merging Sub-Fund will no longer be accepted or processed from 16 April 2018.

5.3. Criteria for the valuation of the assets and of the liabilities

For the purpose of calculating the exchange ratio, the rules laid down in the Articles of Incorporation and in the Prospectus for the calculation of the net asset value will apply to determine the value of the assets and liabilities of the Merging Sub-Fund and Receiving Sub-Fund.

5.4. Method of calculation of the merger exchange ratio

The exchange ratio shall be calculated for each existing share class by dividing the net asset value per share in the Merging Sub-Fund by the net asset value per share in the Receiving Sub-Fund.

State Street Bank Luxembourg S.C.A., the central administration of the Receiving Sub-Fund, will be responsible for calculating the exchange ratio and allocating the shares in the Receiving Sub-Fund to the shareholders of the Merging Sub-Fund.

The Merging Sub-Fund will entrust Ernst & Young S.A. ("Ernst & Young"), the approved statutory auditor, in order to validate (i) the criteria adopted for the valuation of the assets and, as the case may be, the liabilities of the Merging Sub-Fund and the Receiving Sub-Fund on the date for calculating the exchange ratio, (ii) where applicable, the cash payment per share, and (iii) the calculation method of the exchange ratio as well as the actual exchange ratio determined at the date for calculating that ratio.

5.5. Treatment of Merging Sub-Fund Income

The accrued income of the Merging Sub-Fund will be distributed, consistent with existing practice, on the last scheduled monthly distribution date prior to the Merger.

5.6. Confirmation of merger

Each shareholder in the Merging Sub-Fund will receive a notification confirming (i) that the Merger has been carried out and (ii) the number of shares of the corresponding class of shares of the Receiving Sub-Fund that they hold after the merger.

This notification is expected to be sent to shareholders no later than **30 April 2018**.

5.7. Publications

The Merger and its Effective Date shall be published on the central electronic platform of the Grand Duchy of Luxembourg, the *Recueil électronique des sociétés et associations (RESA)*. This information shall also be made publicly available, when regulatory mandatory, in other jurisdictions where shares of the Merging Sub-Fund are distributed.

5.8. Approval by competent authorities

The Merger has been approved by the CSSF which is the competent authority supervising the SICAV and the Merging Sub-Fund in Luxembourg.

5.9. Costs of the merger

MFS Investment Management Company (Lux) S.à r.l. will bear the legal, advisory and administrative costs and expenses associated with the preparation and completion of the Merger.

5.10. Taxation

The Merger of the Merging Sub-Fund into the Receiving Sub-Fund may have tax consequences for shareholders. Shareholders should consult their professional advisers about the consequences of the Merger on their individual tax position.

6. ADDITIONAL INFORMATION

6.1. Additional documents available

The following documents are at the disposal of the shareholders free of charge at the registered office of the SICAV as of the date of this Notice and/or may be requested free of charge:

- the common merger terms; and
- a copy of the statement related to the Merger issued by the depositary of the SICAV, in compliance with article 70 of the Law of 2010, confirming that it has verified the compliance of the particulars set out in article 69, paragraph 1, points a), f) and g) with the requirements of the Law of 2010 and the SICAV's Articles of Incorporation,
- the current prospectus of the SICAV;
- the KIIDs of the corresponding share classes of the Receiving Sub-Fund into which the share classes of the Merging Sub-Fund will be exchanged; and
- the report of Ernst & Young (this document will be available promptly upon being finalized following the Merger).

In this respect, and for any additional information, please contact your financial advisor or financial intermediary. Alternatively, you may contact the local agent for your country (as set forth on the last page of the MFS Meridian Funds prospectus), or the transfer agent State Street Bank Luxembourg S.C.A. at 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Tel +352 46-40-10-1, Fax +352 46-36-31.

By Order of the Board of Directors of MFS Meridian Funds

MFS MERIDIAN® FUNDS — ABSOLUTE RETURN FUND (Class I1GBP)

a sub-fund of MFS Meridian Funds

This fund is managed by MFS Investment Management Company (Lux) S.à r.l.

ISIN: LU0219435178

KEY INVESTOR INFORMATION

This document provides you with key investor information about this fund. It is not marketing material. The information is required by law to help you understand the nature and the risks of investing in this fund. You are advised to read it so you can make an informed decision about whether to invest.

OBJECTIVE AND INVESTMENT POLICY

Objective

The fund's objective is total return, measured in U.S. dollars.

Investment Policy

The fund seeks to produce a positive return from 1) selecting individual securities and 2) managing exposure to asset classes, markets and currencies regardless of market conditions.

The fund invests primarily in debt instruments of issuers located in developed and emerging market countries, including government, mortgage-backed, and corporate debt instruments. The fund invests substantially all of its assets in investment grade debt instruments. The fund generally focuses its investments in short and intermediate term debt instruments, but may invest in debt instruments of any maturity.

The fund manages its exposure to asset classes, markets, and currencies primarily through the use of derivatives, which may be extensive, based on its proprietary quantitative models. The fund may increase or decrease its exposure to asset classes, markets, and/or currencies based on its assessment of the risk/return potential of such asset classes, markets, and/or currencies. The fund's exposures will normally fall within the following ranges: inflation-adjusted debt instruments from -20% to 20%; global equity securities from -30% to 30%; commodity-related investments from -20% to 20%; and global real estate-related investments from -15% to 15%. The fund may also use derivatives to seek to limit the fund's exposure to certain extreme market events. Some portion of the fund's assets will be held in cash due to collateral requirements for the fund's investments in derivatives, purchase and redemption activity, and other short term cash needs.

Distributions

Income will not be distributed to shareholders but reflected in the assets of the fund.

Redeeming Shares

You may sell your shares on each business day when banks in Luxembourg are open for normal business and the New York Stock Exchange is open for trading.

Terms to Understand

Debt instruments represent obligations of corporations, governments, and other entities to repay money borrowed.

Derivatives are financial contracts whose value is based on the value of one or more underlying indicators or the difference between underlying indicators.

Commodity-related investments include derivatives on commodities indices, units in collective investment schemes, and exchange-traded funds.

Real estate-related investments include real estate investment trusts, derivatives on real estate indices, and other investments providing exposure to the real estate industry.

RISK AND REWARD PROFILE

This rating system is based on how much the returns of the class have varied over the past 5 years compared to the risk limit adopted by the fund. Where 5 years' performance history is not available the data consists of historical returns representative of the fund, benchmark returns or returns for another class with the same currency as appropriate. Past returns may not be a reliable indicator of the future risk and reward profile of the class, and the rating may change over time based on the more recent returns. A fund in the lowest category does not mean a risk-free investment.

1	2	3	4	5	**6**	7

Lower risk — Typically lower rewards

Higher risk — Typically higher rewards

The fund is in category 6 because there has been high fluctuations in the fund's return historically.

Strategy Risk: The fund's strategy to manage its exposure to asset classes, markets, and currencies may not be effective. Additionally, quantitative models may not produce the intended results due to the factors used in the models, the weight placed on each factor in the models, changing sources of market return, and technical issues in the use of the models.

Derivatives Risk: Derivatives can be highly volatile and can involve leverage. Gains or losses from derivatives can be substantially greater than the derivatives' original cost.

Leverage Risk: Leverage involves investment exposure in an amount exceeding the initial investment. Leverage can cause increased volatility by magnifying gains or losses.

Debt Instruments Risk: Prices of debt instruments can vary significantly in response to changes in interest rates and the credit quality of the issuers of its investments, and to issuer, market, economic, industry, political, and regulatory conditions. These risks may be higher where the fund invests in below investment grade debt instruments. In addition, the prices of mortgage-backed instruments can vary in response to changes in the credit quality of underlying mortgages and the timing of payment of principal and interest.

Equity Risk: The value of exposure to equity markets can vary significantly in response to issuer, market, economic, industry, political, and regulatory conditions.

Sector Risk: Where the fund has exposure to a particular sector such as real estate or commodities, it is subject to risk from factors affecting that sector.

Emerging Markets Risk: Emerging markets can be more volatile and less liquid than more developed markets.

Currency Risk: Changes in currency rates can significantly affect the value of your investment.

Other Risks

The rating does not reflect the risk that these factors, as well as other factors such as liquidity, counterparty, and operational risks change over time and can affect the fund's returns differently in the future.

The fund may not achieve its objective and/or you could lose money on your investment in the fund. For more information about the fund's risks, please see "Fund Profiles" and "Risk Factors" in the prospectus.

CHARGES

You pay the following costs for the marketing, distribution, and operation of the fund. These charges reduce the value of your investment.

One-off charges taken before or after you invest

Entry charge……………………………………………………………0.00%

Exit charge……………………………………………………………..0.00%

This is the maximum that might be taken out of your money before it is invested and before the proceeds of your investments are paid out.

Charges taken from the fund over a year

Ongoing Charges…………………………………………………………0.83%

Charges taken from the fund under certain specific conditions

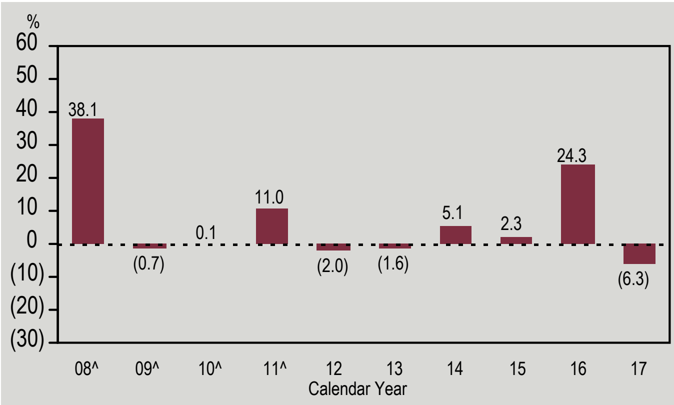
Performance fee…………………………………………………………..0.00%

The entry and exit charges shown are the highest possible charges you would pay. Please consult your financial intermediary to find out your actual charges which might be less.

The ongoing charges figure shown here is based on annualised expenses for the six month period ended 31 July 2017. Ongoing charges may vary from year to year. For more information about the fund's expenses, please see "Fund Profiles" section in the prospectus, which is available at meridian.mfs.com.

PAST PERFORMANCE

Past performance is not a guide to future performance. Performance shown takes into account ongoing charges but not entry and exit fees, if any, and is calculated in Sterling.



^ Performance for periods prior to 22 August 2011 reflects different investment policies.

The fund was launched in 1999.

PRACTICAL INFORMATION

Depositary

State Street Bank Luxembourg S.C.A. is the depositary.

Exchanging Between Funds

You may exchange your shares into shares of another class of the same or another MFS Meridian Fund having the same fee structure (and in certain cases, into classes with a different fee structure) and currency denomination.

Further Information

You may obtain copies of the prospectus and the annual and half-yearly reports of the fund in English free of charge from the MFS Meridian Funds, c/o State Street Bank Luxembourg S.C.A., 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Grand-Duchy of Luxembourg. Other information about the fund, including share prices is available at ***meridian.mfs.com*** or in local media and/or with the fund's local agent in certain countries. Information about other classes of the fund available in your country is available at ***meridian.mfs.com*** or from your financial intermediary. Information on the remuneration policy, including a description of how remuneration and benefits are calculated and the composition of the remuneration committee, is available at ***meridian.mfs.com***. A paper copy can be obtained free of charge in English from MFS Investment Management Company (Lux) S.à r.l.

Notices

The fund is a sub-fund of MFS Meridian Funds. The assets and liabilities of this fund are segregated from other funds in the MFS Meridian Funds. The prospectus and periodic reports are in the name of the MFS Meridian Funds.

MFS Meridian Funds may be held liable solely on the basis of any statement contained in this document that is misleading, inaccurate or inconsistent with the relevant parts of the prospectus for the fund.

Tax

The tax laws of Luxembourg, in addition to the tax laws of your country of residence, may impact how your investment in the fund is taxed.

This fund is authorised in Luxembourg and supervised by the Commission de Surveillance du Secteur Financier.

This key investor information is accurate as at 16 February 2018.