

Mitteilung an alle Anteilseigner der MFS Fonds

Anbei finden Sie die Information der Fondsgesellschaft MFS, folgende Fonds sind betroffen:

LU0219444246 - MFS M. European Bond Fund A2 USD
LU0219443784 - MFS M.European Bond Fund A1 USD
LU0219432159 - MFS M.Emerging Mark Debt FD A2 GBP
LU0219422606 - MFS M.Emerg.Mkts. Debt Fund A1 EUR
LU0125979160 - MFS M. U.S. Value Fund A1 USD
LU0094560157 - MFS M. Europ Bd Fd A1 EUR
LU0094557526 - MFS M. European Equity A1 EUR
LU0219416970 - MFS Meridian SM US Research Fd Cap
LU0219431268 - MFS M. Global Equity Fund A2 GBP
LU0219439089 - MFS M. Technology Fund A1 USD
LU0406716257 - MFS M Emer Mar Debt Loc CCY A1 Cap

Details können Sie der beigefügten Anlage entnehmen. Falls Ihre Kunden diesen Änderungen nicht zustimmen und die Möglichkeit besteht, die Anteile ohne Gebühren seitens der Fondsgesellschaft zurückzugeben, können Sie den Verkauf der Anteile direkt in MoventumOffice erfassen.

Bitte nehmen Sie zur Kenntnis, dass für die Abwicklung dieser Aufträge die im Preis- und Leistungsverzeichnis von Moventum ausgewiesenen Gebühren und die auf MoventumOffice angegebenen Annahmeschlusszeiten gelten.

MFS MERIDIAN FUNDS

Société d'Investissement à Capital Variable À Compartiments Multiples

**Siège social: 49, Avenue J.F. Kennedy, L-1855 Luxembourg
R.C.S. Luxembourg B 39.346**

(the “Company”)

NOTICE TO SHAREHOLDERS

Luxembourg 5 January 2010

Notice is hereby given to the shareholders of the company that the Board of Directors¹ has resolved to make certain changes to the prospectus of the (the “Prospectus”) which relate to the Company and/or its various sub-funds (the “Funds”), including:

1. Changes to the management fees and “Other” expenses for Class I and “Other” expenses for Class Z (e.g. institutional) shares of certain Funds;
2. A change to the vesting schedule for the contingent deferred sales charge (“CDSC”) applicable to certain large purchases of Class A shares of the Funds;
3. Clarification of the disclosure relating to the Funds’ 5% aggregate limit for investing in shares of other UCITS or UCIs, investments in synthetic equity securities, limits regarding investments in mortgage-backed and asset-backed securities, and additional disclosure regarding MFS’ recognition of the United Nations’ Principles of Responsible Investment initiative;
4. Changes to the name and the investment policies of the MFS Meridian Funds - European High Yield Bond Fund;
5. Changes to the name and investment policies of the MFS Meridian Funds – European Growth Fund;
6. Changes to the investment policies of the “MFS Meridian Funds - Global Total Return Fund” and MFS Meridian Funds - Global Conservative Fund”; and
7. The closure and automatic conversion of selected share classes of certain Funds.

You are not required to take any action in respect of this Notice unless you wish to exercise your right to redeem or exchange your respective Fund shares prior to 8 February 2010, the effective date of these changes (“Effective Date”), each of which are described in more detail below.

¹ Capitalized terms, unless otherwise defined, shall have the same meaning given in the Prospectus of the Company dated March 2009, prior to the date of this Notice.

Changes to Class I and Class Z Expenses

The Board of Directors has agreed to proposals made by MFS International Ltd. (“MIL”), the Funds’ investment manager and distributor, relating to the Funds’ institutional share classes to (i) decrease the management fee for Class I shares of certain Funds; (ii) increase the expense cap on “Other Expenses” of each Fund’s Class I shares; and (iii) decrease the expense cap on “Other Expenses” for each Fund’s Class Z shares. For further details regarding these expense changes see Appendix A hereto.

Changes to CDSC Vesting Schedule for Certain Class A Large Purchases

The Board of Directors has agreed to a proposal made by MIL to change the CDSC vesting schedule for large purchases (generally greater than US\$1 million or its currency equivalent) of Class A shares of each Fund (except “MFS Meridian Funds - U.S. Dollar Money Market Fund”). Under the new vesting schedule, such purchases may be subject to a CDSC of 1% in the event of redemption within 24 months following purchase. This new vesting schedule will be applicable to new qualifying purchases submitted after the Effective Date. Applicable large purchases of Class A shares of the Funds placed prior to the Effective Date will continue to be subject to the current CDSC vesting schedule for such purchases (1% for redemptions within the first 12 months of purchase and 0.5% for redemptions between 13 and 18 months of purchase).

Changes to Fund Name and/or Investment Policies

1. Disclosure has been modified under Paragraph 4) iii) of the Section entitled “Investment Techniques and Practices” to clarify that the each Fund will not invest more than 5%, *in aggregate*, of its net assets in securities of UCITS or other UCIs.
2. The Board of Directors has determined to change the name of the MFS Meridian Funds - European High Yield Bond Fund to “MFS Meridian Funds - Euro High Yield Bond Fund” on the Effective Date. In connection with this name change, the Fund will change its investment policy to invest primarily (i.e., at least 70% of its total assets) in below investment grade debt securities either (i) of issuers that are based in European countries or exercise a preponderant part of their economic activity in European countries or (ii) denominated in Euros. The remaining investment policies of the Fund remain intact. In addition, based on these changes, the Prospectus has been amended to clarify that for purposes of this policy, although the Fund may invest in Euro-denominated debt securities issued by companies based outside of Europe, the Fund normally invests a majority of its assets in debt securities issued by companies based in European countries or those that exercise a preponderant part of their economic activity in European countries, noting that such debt securities issued by companies based in Europe need not be denominated in Euros.
3. The Board of Directors has determined to change the name of the MFS Meridian Funds - European Growth Fund to “MFS Meridian Funds – European Core Equity Fund” on the Effective Date. In connection with this name change, the Fund will change its investment policy to invest primarily (i.e., at least 75% of its total assets) in equity and equity-related securities of issuers that are based in European Economic

Area (“EEA”) countries. For purposes of this revised investment policy, MFS is not constrained to any particular investment style, may invest the Fund’s assets in the stocks of companies it believes to have above average earnings growth potential compared to other companies (growth companies), in the stocks of companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies, and will generally focus its investments on companies with large capitalizations. The remaining investment policies of the Fund remain intact.

4. The Board of Directors has determined to change the investment policy for each of the MFS Meridian Funds – Global Total Return Fund and the MFS Meridian Funds – Global Conservative Fund such that each Fund’s investments in debt securities will no longer focus on OECD-based government debt, but may invest in debt securities issued by either corporate or government issuers. Each Fund will continue to focus its investments in debt securities on investment grade debt under normal market conditions.

5. Disclosure regarding the risks of “synthetic equity securities” (e.g., participation notes or local access notes) relating to the Funds’ ability to invest in such securities has been added under “Derivatives Risk” of the Principal Risk section of the Prospectus. The Funds’ investments in synthetic equity securities will be made in conformity with Art. 41 (1) of the Luxembourg Law of 20 December 2002 on undertakings for collective investment (“UCITS III”).

6. Disclosure has been added to the Investment Objectives, Policies and Risks section of the Funds’ Simplified Prospectus stating that the Global Conservative Fund, Global Total Return Fund, Limited Maturity Fund, Research Bond Fund, Strategic Income Fund and U.S. Government Bond Fund may invest 20% or more of their respective net assets in mortgage-backed and/or asset-backed securities, while it is intended that each other Fund will not invest more than 20% of net assets in such securities, and further clarifying that such limit will not apply to investments in such securities issued or backed by the United States government or United States government sponsored entities.

7. Disclosure has been added to the Investment Objectives, Policies and Risks section of the Funds’ Simplified Prospectus to refer to MFS’ recognition of the Principles of Responsible Investment (PRI), an investor initiative in partnership with UNEP Finance Initiative and the UN Global Compact. In recognizing such principles, where consistent with its fiduciary responsibilities, MFS may aspire (but is not legally required) to, in part, incorporate environmental, social and corporate governance issues into its investment analysis and decision-making processes.

Closing and Automatic Conversion of Select Share Classes

On the Effective Date, select share classes for certain Funds indicated in the table below (“Terminated Classes”) will be closed. If a shareholder of a Terminated Class does not elect to redeem or convert such shares prior to the Effective Date, such Terminated Class shares will, by default, be automatically converted to corresponding share classes noted under the column “New Class” below as of the Effective Date (based on the Terminated Class’ respective net asset value of the last business day

preceding the Effective Date). The closure of these share classes is a result of a review by MIL and the Board of Directors of the global market environment and the Company's product lineup, as well as the asset levels, expenses, sales history, expected future demand of these classes and the operational and administrative inefficiencies of classes with minimal assets.

Fund	Terminated Class	New Class
Asia Pacific Ex-Japan Fund	Class B1€	Class A1€
Emerging Markets Debt Fund	Class A2€	Class A1€
Emerging Markets Debt Fund	Class B1€	Class A1€
Emerging Markets Debt Local Currency Fund	Class A2€	Class A1€
Emerging Markets Debt Local Currency Fund	Class B1€	Class A1€
European Bond Fund	Class B1€	Class A1€
European Bond Fund	Class A2€	Class A1€
European Equity Fund	Class B1€	Class A1€
European Equity Fund	Class C1\$	Class A1\$
European Growth Fund	Class B1€	Class A1€
European Growth Fund	Class C1\$	Class A1\$
European Smaller Companies Fund	Class B1€	Class A1€
European Smaller Companies Fund	Class C1\$	Class A1\$
European Value Fund	Class B1€	Class A1€
European Value Fund	Class C1\$	Class A1\$
Global Conservative Fund	Class A2€	Class A1\$
Global Equity Fund	Class B1€	Class A1€
Global Growth Fund	Class B1€	Class A1€
Global Total Return Fund	Class B1€	Class A1€
Limited Maturity Fund	Class A1€	Class A1\$
Research Bond Fund	Class A1€	Class A1\$
Research International Fund	Class B1€	Class A1€
Strategic Income Fund	Class A1€	Class A1\$
U.S. Government Bond Fund	Class A1€	Class A1\$
U.S. High Yield Bond Fund	Class A1€	Class A1\$
U.S. Research Fund	Class B1€	Class A1€

Please note that shares of Terminated Classes subject to automatic conversion on the Effective Date will not be subject to any applicable Front-End Load applicable to the respective New Class upon such conversion. For Class A Terminated Classes, any applicable Back-End Load on such classes will receive credit toward the applicable Back-End Load schedule on the corresponding New Class for the amount of time that they held such Terminated Class from which the automatic conversion was made. For Class B or Class C Terminating Classes that are being automatically converted into Class A shares², any applicable CDSC on such Class B or Class C Terminating Shares

² Please note that Class A shares are subject to a Front-End Load of up to 6% of the relevant subscription price, payable by investors upon subscription (this Front-End Load will not be imposed upon an automatic conversion into Class A shares as noted above). Certain large purchases of Class A Shares (e.g., over US\$1 million) are not subject to a Front-End Load but are subject to a Back End Load of up to 1% for such Shares purchased. Class A shares impose a distribution fee of up to 0.75% and do

will be waived upon conversion. In addition, each Fund offers Shares in non-distributing or “Roll-Up” share classes (e.g., Class A1, B1, etc.) and in distributing or “Income” share classes (e.g., A2, B2, etc.), and in different currencies. Please note that certain of the automatic conversions noted in the table above may result in a shareholder holding shares with different characteristics (Income vs. Roll-up shares) or that may be denominated in a different currency. The currency exchange rate to be applied where the shares of the Terminated Classes to be converted are denominated in different currencies will be the same used for other share transactions on the relevant day.

As of the date of this Notice, new subscriptions and conversions into the Terminated Classes have been suspended in anticipation of their termination. Any subscription or conversion orders (into these Terminated Classes) received will be rejected and returned. Investors should consult their financial intermediary or tax advisor as to the possible tax or other consequences of holding, transferring or selling shares under the laws of their countries of citizenship, residence and domicile. The Company and its Board of Directors and its agents shall have no liability in respect of the individual tax affairs of any investors or shareholders.

General

During the period from the date of this notice until 8 February 2010, shareholders may redeem their Fund shares free of any redemption charge (which are currently not applicable to the Funds); provided, however, that any applicable Back-End Load (e.g., contingent deferred sales charge, or “CDSC”) will still apply. After the expiry of this period, the above changes will take effect in connection with the Prospectus update.

Updated Prospectuses reflecting all changes noted above (along with the Funds’ financial reports and Articles of Incorporation) shall be available at 49, Avenue J.F. Kennedy, c/o State Street Luxembourg, S.A., L-1855 Luxembourg, Grand-Duchy of Luxembourg, the registered office of the Company, as well as through the applicable local representative/agents of the Funds in other jurisdictions where the Funds are distributed.

By order of the Board of Directors

not impose a Service Fee (compared to a Distribution Fee of 1.00% and a Service Fee of 0.50% for Class B and C shares). Class A shares impose the same Investment Management Fee, expense limitation on “Other Expenses” and minimum investment amounts as Class B and C shares.

Appendix A

	<i>Management fees Class I shares</i>		<i>Cap on Other Expenses Class I Shares</i>			<i>Cap on Other Expenses Class Z Shares</i>	
Fund Name	<i>Current</i>	<i>New Fee effective 8 February 2010</i>	<i>Current</i>	<i>New Cap effective 8 February 2010</i>	<i>New Cap effective 1 February 2011</i>	<i>Current</i>	<i>New Cap effective 8 February 2010</i>
US Dollar Money Market Fund	0.50%	0.40%	0.00%	0.10%	0.15%	0.20%	0.15%
Inflation-Adjusted Bond Fund	0.60	0.50	0.00	0.10	0.15	0.20	0.15
Limited Maturity Fund	0.60	0.50	0.00	0.10	0.15	0.20	0.15
Research Bond Fund	0.60	0.50	0.00	0.10	0.15	0.20	0.15
European Bond Fund	0.60	0.50	0.00	0.10	0.15	0.20	0.15
US Government Bond Fund	0.60	0.50	0.00	0.10	0.15	0.20	0.15
Strategic Income Fund	0.75	0.65	0.00	0.10	0.15	0.20	0.15
European High Yield Bond Fund	0.75	0.65	0.00	0.10	0.15	0.20	0.15
US High Yield Bond Fund	0.75	0.65	0.00	0.10	0.15	0.20	0.15
Global Conservative Fund	0.75	0.65	0.00	0.10	0.15	0.20	0.15
Emerging Markets Debt Fund	0.80	0.80	0.00	0.05	0.15	0.20	0.15
Emerging Markets Debt Local Currency Fund	0.80	0.80	0.00	0.05	0.15	0.20	0.15
US Large Cap Growth Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
US Research Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
US Value Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Technology Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
US Mid Cap Growth Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Global Energy Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Global Total Return	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Global Equity Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Global Growth Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Research International Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Global Value Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Asia Pacific ex-Japan Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Continental European Equity Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
European Equity Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
European Growth Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
European Smaller Companies Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
European Value Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
Japan Equity Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
UK Equity Fund	0.85	0.85	0.00	0.05	0.15	0.20	0.15
China Equity Fund	1.05	1.00	0.00	0.05	0.15	0.20	0.15
Latin America Equity Fund	1.05	1.00	0.00	0.05	0.15	0.20	0.15
Hong Kong Equity Fund	1.05	1.00	0.00	0.05	0.15	0.20	0.15
Emerging Markets Equity Fund	1.05	1.00	0.00	0.05	0.15	0.20	0.15

The fees shown above represent an annual rate as a percentage of each respective Class' average net assets.