



**MFS 全盛基金**  
可變資本投資公司  
À Compartiments Multiples

Siège social: 4, rue Albert Borschette, L-1246 Luxembourg  
R.C.S.Luxembourg B 39.346

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**股東通告**

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本文件十分重要，請您立即閱讀。若有疑問，請徵詢專業人士意見。

盧森堡，二零二二年四月十三日

謹此通知 MFS 全盛基金（「本公司」）股東，董事會<sup>1</sup>已決定對本公司的發售文件（包括本公司和／或若干子基金（「基金」）的相關基金說明書（「基金說明書」））作出若干修訂，其中包括下述變更。凡提及基金名稱之處，均應視為有前綴：「MFS 全盛基金 - 」。

1. 歐洲價值基金投資政策釐清：移除不動產投資信託（「REIT」）；
2. 新興市場債券基金基準指標變更；
3. 主要與次要基準指標變更：美國密集成長基金與美國價值基金；
4. 一般投資披露資料的補充；及
5. 其他更新和釐清。

除下文另有說明外，此等變更將於二零二二年五月十三日，即本通告刊發日期之一個月後（「生效日期」）生效，並將反映於下次更新版的基金說明書。

**您不需要就本通告採取任何行動。**

**1. 歐洲價值基金投資政策釐清：移除 REIT。**

歐洲價值基金的公開說明書基金簡介日前聲明，該基金可能投資於不動產投資信託證券（「REIT」）。該基金的投資組合管理團隊並不預期基金會對 REIT 進行重大投資。因此自生效日期起，公開說明書基金簡介中歐洲價值基金投資政策與相關風險的聲明將會移除所有提及 REIT 的部分。這不代表該基金投資方法有所變化。

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<sup>1</sup> 除非另有說明，以括號及引號定義的詞彙之語義與 MFS 全盛基金本通告日期之前於二零二一年十二月三十一日刊發的基金說明書中的涵義相同。

## 2. 新興市場債券基金基準指標變更。

新興市場債券基金目前使用摩根大通新興市場債券環球指數（美元）作為基準指數，基金聲明書指出僅用於比較績效。自生效日期起，基準指標將變更為摩根大通新興市場債券環球多元化指數（美元）。投資組合管理團隊認為，新基準指標更多元的性質更貼合該基金的投資方法。

新興市場債券基金的基金簡介中，所有提及新興市場債券基金基準指標的部分將會更新。該基金披露資料的其他方面將保持不變。基金將持續只將其基準指標用於比較績效。

## 3. 主要與次要基準指標變更：美國密集成長基金與美國價值基金。

目前美國密集成長基金的主要基準指標是羅素®1000 成長指數（美元），而美國價值基金的主要基準指標是羅素®1000 價值指數（美元）。這些基金的次要基準指標都是標準普爾 500 指數（美元）。

自生效日期起，這兩檔基金的主要和次要指標都將變更為目前指數的「淨總報酬」版本。這兩檔基金變更後的基準指標如下：

基金	新的主要基準指標	新的次要基準指標
美國密集成長基金	羅素 1000®成長淨總報酬指數 （美元）	標準普爾 500 淨總報酬指數 （美元）
美國價值基金	羅素 1000®價值淨總報酬指數 （美元）	標準普爾 500 淨總報酬指數 （美元）

各檔基金新的主次要基準指標都與既有的基準指標相同，只是新的基準指標反映了股息預扣稅的扣除（即為「淨」報酬）。變更基準指標是因為這些基金與特定投資相關的報酬被扣除了股息預扣稅。因此，投資經理認為新的基準指標更能貼合這些基金的投資環境，並提供更適當的績效比較。基金將持續只將這些基準指標用於比較績效之目的。這些變更不反映基金投資管理方法的任何變更。

## 4. 一般投資披露資料的補充

*特殊目的收購工具*（「SPAC」）：披露資料將新增於「有關投資政策及工具的一般資料」與「投資政策及風險 - 風險因素」中，聲明基金可能投資 SPAC，並提供有關 SPAC 特色與風險之資訊。各檔基金投資於 SPAC 的淨資產將不會超過 10%。

此外，將在「投資政策及風險 - 風險因素」中增加或補充以下項目的披露資料：

- 債務市場風險
- 新興市場證券風險
- 股權市場風險
- 地區集中風險 - 可變利益實體
- 地區集中風險 - 歐洲
- 利率風險
- 投資經理業務延續風險
- 投資選擇風險

- 大股東風險
- 抵押擔保證券風險
- 公共衛生風險
- 不動產相關投資風險
- 稅務風險

## 5 其他更新和釐清。

**營運披露：**額外披露資料將新增於「其他實用資料 - 如何購買股份」，指明帳戶間轉讓持股之指令的正確形式。具體而言，基金說明書將聲明，轉讓指令必須包含轉讓人 and 受讓人雙方帳戶的完整註冊詳細資訊。此外，「其他實用資料 - 如何贖回股份」和「- 如何交換股份」中的披露資料也將會補充，釐清以電話下達指令必須遵守某些條件與交易限制。

**利益衝突：**額外披露資料將新增於「其他實用資料 - 利益衝突」，以補充管理公司與存託機構（State Street Bank International GmbH 盧森堡分行）所適用之利益衝突的描述，以及為緩解此類衝突所採取的政策、程序和其他措施。

**法國主要當地代理人：**「其他實用資料 - 主要當地代理人」中的披露資料將會更新，聲明基金於法國的主要當地代理人為 State Street Bank International GmbH 巴黎分行。此項變更已於二零二二年四月十一日生效。

**雜項：**「其他實用資料 - 投資經理 - 投資組合交易和經紀佣金」中的披露資料將會更新，針對投資經理負擔經紀商提供研究之成本這個做法提供更詳細的資訊。「其他實用資料 - 金融仲介」中的披露資料也將會更新，針對投資經理支付金融仲介薪酬一事提供更詳細的資訊。投資經理在這些方面的實際做法並無變化。

### 一般說明

自本通告日期至生效日期期間，股東可免費贖回其股份，無須支付任何適用贖回費；但任何適用後期收費（例如或有遞延銷售費，亦稱為「CDSC」）仍適用。您的仲介可能會另行收取處理費。

本公司註冊辦事處備有反映上述所有變更的更新版基金說明書（以及基金財務報告和公司章程）供投資者索取，地址是 49, Avenue J.F.Kennedy, c/o State Street Bank International GmbH, Luxembourg Branch, L-1855 Luxembourg, Grand-Duchy of Luxembourg，或 4, rue Albert Borschette, L-1246, Luxembourg。

董事對本通告內容之準確性負責。

承董事會命



**MFS MERIDIAN FUNDS**  
Société d'Investissement à Capital Variable  
À Compartiments Multiples

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R.C.S. Luxembourg B 39.346

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**NOTICE TO SHAREHOLDERS**

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**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF IN DOUBT, PLEASE SEEK PROFESSIONAL ADVICE.**

Luxembourg, 13 April 2022

Notice is hereby given to the shareholders of MFS Meridian Funds (the "Company") that the Board of Directors<sup>1</sup> has resolved to make certain changes to the Company's offering documents, including the prospectus (the "Prospectus") which relate to the Company and/or certain sub-funds (the "Funds"), including the changes described below. Any reference to a Fund name shall be preceded with "MFS Meridian Funds –".

1. European Value Fund investment policy clarification: remove real estate investment trusts ("REITs");
2. Benchmark change for Emerging Markets Debt Fund;
3. Primary and secondary benchmark changes: U.S. Concentrated Growth Fund and U.S. Value Fund;
4. General investment disclosure enhancements; and
5. Other updates and clarifications.

**Except as specified below**, these changes will be effective on **13 May 2022**, one month following the date of this Notice (the "Effective Date") and will be reflected in the next update of the Prospectus.

*You are not required to take any action in respect of this Notice.*

**1. European Value Fund investment policy clarification: remove REITs.**

The Prospectus Fund Profile of the European Value Fund currently states that the Fund may invest in securities of real estate investment trusts ("REITs"). The portfolio management team of the Fund does not expect that the Fund will invest in REITs to a material degree. Accordingly, as of the Effective Date all references to REITs will be removed from the statement of the European Value Fund's investment

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<sup>1</sup> Capitalized terms, unless otherwise defined, shall have the same meaning given in the Prospectus of MFS Meridian Funds dated 31 December 2021, prior to the date of this Notice.

policies and related risks in the Prospectus Fund Profile. This does not represent a change to the Fund's investment approach.

## **2. Benchmark change for Emerging Markets Debt Fund.**

The Emerging Markets Debt Fund currently uses the JPMorgan Emerging Markets Bond Global Index (USD) as its benchmark index, which is indicated in the Prospectus for performance comparison only. As of the Effective Date, the benchmark will change to the JPMorgan Emerging Markets Bond Global Diversified Index (USD). The portfolio management team believes that the more diversified nature of the new benchmark better aligns with the Fund's investment approach.

References to the benchmark of the Emerging Markets Debt Fund will be updated throughout the Fund Profile of the Emerging Markets Debt Fund. No other aspect of the Fund's disclosure is changing. The Fund will continue to use its benchmark for performance comparison only.

## **3. Primary and secondary benchmark changes: U.S. Concentrated Growth Fund and U.S. Value Fund.**

Currently the primary benchmark of the U.S. Concentrated Growth Fund is the Russell® 1000 Growth Index (USD), and the primary benchmark of the U.S. Value Fund is the Russell® 1000 Value Index (USD). The secondary benchmark of each of the two Funds is the Standard & Poor's 500 Index (USD).

As of the Effective Date, the primary and secondary benchmark of each of the two Funds will change to the "Net Total Return" version of their current indices. Following this change, the benchmarks of the three Funds will be as follows:

<b><u>Fund</u></b>	<b><u>New Primary Benchmark</u></b>	<b><u>New Secondary Benchmark</u></b>
U.S. Concentrated Growth Fund	Russell 1000® Growth Net TR Index (USD)	Standard & Poor's 500 Net TR Index (USD)
U.S. Value Fund	Russell 1000® Value Net TR Index (USD)	Standard & Poor's 500 Net TR Index (USD)

The new primary and secondary benchmarks for each Fund are identical to the existing benchmarks, except that the new benchmarks reflect the deduction (i.e., are "net") of dividend withholding taxes. The benchmarks are being changed because the Funds also experience the deduction of dividend withholding taxes from their returns with respect to certain investments. Accordingly, the Investment Manager believes the new benchmarks align more closely with the Funds' investing environment and offer a more appropriate performance comparison. The benchmarks will continue to be indicated for performance comparison purposes only. These changes do not reflect any change to the investment management approach of the Funds.

## **4. General investment disclosure enhancements**

*Special Purpose Acquisition Vehicles ("SPACs")* – Disclosure will be added under "General Information Regarding Investment Policies and Instruments" and "Investment Policies and Risks – Risk Factors" to state that the Funds may invest in SPACs, and to provide information about the characteristics and risks of SPACs. Each Fund will not invest more than 10% of net assets in SPACs.

In addition, disclosure will be added or enhanced with respect to the following items under "Investment Policies and Risks – Risk Factors":

- Debt Market Risk

- Emerging Markets Securities Risk
- Equity Market Risk
- Geographic Concentration Risk – Variable Interest Entities
- Geographic Concentration Risk – Europe
- Interest Rate Risk
- Investment Manager Business Continuity Risk
- Investment Selection Risk
- Large Shareholder Risk
- Mortgage-Backed Securities Risk
- Public Health Risk
- Real Estate-Related Investments Risk
- Taxation Risk

## **5. Other updates and clarifications.**

*Operational disclosure* – Additional disclosure will be added under "Other Practical Information – How to Buy Shares" to specify the proper form for orders to transfer holdings between accounts. Specifically, the Prospectus will state that transfer orders must include the full registration details for both the transferor and transferee accounts. Disclosure under "Other Practical Information – How to Redeem Shares" and "– How to Exchange Shares" will also be enhanced to clarify that telephone orders are subject to certain conditions and transaction limits.

*Conflicts of interest* – Additional disclosure will be added under "Other Practical Information – Conflicts of Interest" to enhance the description of conflicts of interest applicable to the Management Company and the Depositary (State Street Bank International GmbH, Luxembourg Branch), along with policies, procedures and other measures undertaken to mitigate such conflicts.

*Primary local agent in France* – Disclosure will be updated under "Other Practical Information – Primary Local Agents" to state that the Funds' primary local agent in France is State Street Bank International GmbH, Paris Branch. This change took effect on 11 April 2022.

*Miscellaneous* – Disclosure will be updated under "Other Practical Information – Investment Manager – Portfolio Transactions and Brokerage Commissions" to provide enhanced detail regarding the Investment Manager's practice of bearing the costs of broker-provided research. Disclosure will also be updated under "Other Practical Information – Financial Intermediaries" to provide enhanced detail regarding the Investment Manager's compensation of Financial Intermediaries. There is no change to the Investment Manager's actual practices in these areas.

### **General**

During the period from the date of this Notice until the Effective Date, shareholders may redeem their shares free of any redemption fee; however, any applicable Back-End Load (e.g., contingent deferred sales charge, or "CDSC") will still apply. Your intermediary may separately charge a processing fee.

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 Bank International GmbH, Luxembourg Branch, L-1855 Luxembourg, Grand-Duchy of Luxembourg or at 4, rue Albert Borschette, L-1246 Luxembourg, the registered office of the Company.

The Directors accept responsibility for the accuracy of the contents of this Notice.

By order of the Board of Directors