

柏瑞證券投資信託股份有限公司 函

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附件：如說明

主旨：2017 年 MFS 全盛基金年度股東大會通知，詳如說明。

說明：

- 一、謹通知 MFS 全盛基金訂於 2017 年 6 月 19 日星期一盧森堡時間上午 10 時於盧森堡甘迺迪大道 49 號 (49, Avenue J.F. Kennedy, Luxembourg) 之 State Street Bank Luxembourg S.C.A. 辦事處舉行的 MFS 全盛基金年度股東大會。
- 二、中英文股東通知書 (內含議程內容)、中英文投票書，如附件。本次議案為年度例行事項並無重大影響投資人權益之事項。

附件:年度股東大會通知

正本：臺灣中小企業銀行信託部、合作金庫銀行信託部、日盛商業銀行個人理財處、陽信銀行信託部、兆豐國際商業銀行信託部、第一商業銀行信託處、臺灣銀行信託部、安泰商業銀行財富管理部、聯邦銀行財富管理部、華泰商業銀行信託部、臺灣新光銀行信託部、國泰世華銀行信託部、永豐銀行理財商品部、元大商業銀行股份有限公司信託部、凱基商業銀行信託處、華南商業銀行信託部、京城銀行信託部、台中商業銀行信託部、三信商業銀行信託部、花旗(台灣)商業銀行、中國信託商業銀行信託部、基富通證券股份有限公司、日盛證券股份有限公司、元大證券股份有限公司、鉅亨網證券投資顧問股份有限公司、群益金鼎證券股份有限公司、先鋒投資顧問股份有限公司、永豐金證券股份有限公司、萬寶證券投資顧問股份有限公司、南山人壽保險股份有限公司、富邦人壽保險股份有限公司、全球人壽保險股份有限公司、安聯人壽保險股份有限公司、中國人壽保險股份有限公司、宏泰人壽保險股份有限公

司、法國巴黎人壽保險股份有限公司、合庫人壽保險股份有限公司、台灣人壽保險股份有限公司、國泰人壽保險股份有限公司、安達人壽保險股份有限公司、元大人壽保險股份有限公司。

副本：陽信銀行財富管理部、華泰商業銀行財富管理部、臺灣新光銀行財富管理部、國泰世華銀行財富管理部、華南商業銀行財富管理部、三信商業銀行財富管理部、京城銀行財富管理部。

總經理 楊智雅

裝

訂

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MFS 全盛基金

Société d'Investissement à Capital Variable

管理公司：MFS Investment Management Company (Lux) S.à r.l.

註冊辦事處：35, Boulevard du Prince Henri, L-1724 Luxembourg

R.C.S. Luxembourg No. B 39.346

年度股東大會通知

尊敬的股東：

我們榮幸地邀請您參加訂於二零一七年六月十九日星期一盧森堡時間上午 10 時於盧森堡甘迺迪大道 49 號 (49, Avenue J.F. Kennedy, Luxembourg) 之 State Street Bank Luxembourg S.C.A. 辦事處舉行的 MFS 全盛基金 (「公司」) 年度股東大會，議程如下：

議程

1. 提呈截至二零一七年一月三十一日止財政年度的董事會報告和獲授權稽核師報告。
2. 批准公司截至二零一七年一月三十一日止的財務報表 (包括資產負債表和損益表)。
3. 分配截至二零一七年一月三十一日止財政年度的淨業績 (包括適用的股息分配)。
4. 准許免除公司董事截至二零一七年一月三十一日止年度的職責。為避免歧義，於二零一八年舉行年度股東大會之日前，不得准許董事免除從二零一七年二月起對績效的職責。
5. 重選 Robin A. Stelmach 女士、Lina M. Medeiros 女士、Mitchell C. Freestone 先生、David M. Mace 先生、James R. Julian, Jr. 先生和 Thomas A. Bogart 先生擔任公司董事，直至二零一八年舉行下一次年度股東大會或委任其繼任人為止。
6. 批准截至二零一七年一月三十一日止財政年度公司獨立股東報酬。
7. 重選 Ernst & Young S.A. 擔任自二零一七年二月一日起財政年度的獲授權稽核師，任職期限截至二零一八年舉行下一屆年度股東大會之日。

請注意，本公司發售文件和財務報表可從 meridian.mfs.com 或本公司註冊辦事處 (地址：35, Boulevard du Prince Henri, L 1724) 免費索取，亦可向公司的過戶代理人 State Street (地址：49, Avenue J.F. Kennedy, L-1855 Luxembourg，電話：+352 46-40-10-600) 免費索取。

股東注意，議程事項並無法定人數要求，並由有效投票票數的多數票決定。每份股份計為一票。股東可用本通知隨附的代表委任表格委託代表在任何會議上行事。該代表委任表格包含



如何填寫該表格的說明。 依以下註明之代表委任表格提交截止日期的股份名冊持有的股份有資格投票。

若您不能參加會議，請於二零一七年六月十四日盧森堡時間下午 4:00 之前以傳真或郵遞方式將填妥並簽署的本函隨附的代表委任表格（連同任何委託書的原件或副本或根據委託書簽署的其他授權書）發送給 **Monica Fernandes**，地址是：

傳真號碼： **(+352) 46-40-10-413**
地址： **State Street Bank Luxembourg S.C.A.**
 49 Avenue J. F. Kennedy, L-1855 Luxembourg
 Grand Duchy of Luxembourg

承董事會命



MFS MERIDIAN FUNDS
Société d'Investissement à Capital Variable
Management Company: MFS Investment Management Company (Lux) S.à r.l.
Registered Office: 35, Boulevard du Prince Henri, L-1724 Luxembourg
R.C.S. Luxembourg No. B 39.346

NOTICE OF ANNUAL GENERAL MEETING

Dear Shareholder,

We have the pleasure of inviting you to attend the Annual General Meeting of Shareholders ("the Meeting") of the MFS Meridian Funds (the "Company"), which will be held on **Monday, 19 June 2017 at 10.00 a.m.** (Luxembourg time) at the offices of State Street Bank Luxembourg S.C.A., 49 Avenue J. F. Kennedy, L-1855 Luxembourg, with the following agenda:

AGENDA

1. Presentation of the Board of Directors' report and of the Authorised Auditor's report for the fiscal year ended 31 January 2017.
2. Approval of the Company's financial statements (including the Balance Sheet, Profit & Loss Account) as of 31 January 2017.
3. Allocation of the net results (including distribution of dividends, where applicable) for the fiscal year ended 31 January 2017.
4. Discharge to be granted to the Directors of the Company for the year ended 31 January 2017. For avoidance of doubt, discharge shall not be granted to the Directors with respect to the performance of their duties from 1 February 2017 until the date of the Annual General Meeting to be held in 2018.
5. Re-election of Ms. Robin A. Stelmach, Ms. Lina M. Medeiros, Mr. Mitchell C. Freestone, Mr. David M. Mace, Mr. James R. Julian, Jr. and Mr. Thomas A. Bogart as Directors of the Company until the next Annual General Meeting to be held in 2018 or until his or her successor is duly appointed.
6. Approval of the remuneration of the Company's Independent Directors for the fiscal year ended 31 January 2017.
7. Re-election of Ernst & Young S.A. as Authorised Auditor for the fiscal year beginning 1 February 2017 and until the next Annual General Meeting to be held in 2018.



Please note that copies of the Company's offering documents and financial statements are available upon request and free of charge at meridian.mfs.com or at the Company's registered office at 35, Boulevard du Prince Henri, L 1724, Luxembourg or by contacting the Company's transfer agent State Street Bank Luxembourg S.C.A., at 49, Avenue J. F. Kennedy, L-1855, Luxembourg, Tel +352 46-40-10-600.

The shareholders are advised that no quorum for the items of the agenda is required and that the decisions will be taken at the majority of the votes validly cast at the Meeting. Each share is entitled to one vote. A shareholder may act at any Meeting by proxy, on the form of Proxy enclosed with this Notice. Instructions as to how to complete the form of Proxy are included in the Form. Shares held based on the Company's Share Register on the date of the deadline for submitting proxies noted below will be eligible for voting.

If you are not able to attend the meeting, complete and sign the enclosed Proxy Form (together with the original or a certified copy of any power of attorney or other authority under which it is executed) and return it by fax or by mail, no later than 4.00 pm Luxembourg time on Wednesday, 14 June 2017 to the attention of Monica Fernandes at:

Fax number: (+352) 46-40-10-413
Address: State Street Bank Luxembourg S.C.A.
49 Avenue J. F. Kennedy, L-1855 Luxembourg
Grand Duchy of Luxembourg

By order of the Board of Directors



MFS 全盛基金

Société d'Investissement à Capital Variable

管理公司：MFS Investment Management Company (Lux) S.à r.l.

註冊辦事處：35, Boulevard du Prince Henri, L-1724 Luxembourg

R.C.S. Luxembourg B 39.346

代表委任表格

用於年度股東大會

以下簽名之本人／我們特此將本人／我們全部MFS全盛基金股份之不可撤銷的委任書授予會議主席，使之具有全權代理權，以便在盧森堡時間二零一七年六月十九日上午10時舉行的MFS全盛基金（「公司」）年度股東大會（「大會」）及此後目的和議程相同的任何會議上代表本人／我們，以我們的名義或代表我們對以下議程規定事宜採取行動或投票。

委任說明：請用下面的「X」標明如何投票，並填寫及簽署議程後面的灰框。倘若送還的代表委任表並無任何指示，則代表人可酌情投票，包括決定是否棄權。交遞填寫完畢的代表委任表格並不因此取消股東親自出席會議並投票的權利。

若是聯合股東，只需任何一位股東的簽名，但須陳明所有聯合股東的姓名，而資深投票股東的投票（不論親自投票或委託代表投票）須予以接納並排除其他聯合股東的投票。就本目的而言，資深資格按聯合持股股東名冊的姓名排序先後釐定。

為使之生效，請不遲於二零一七年六月十四日星期三下午4時前以傳真或郵遞方式將填妥並簽署的代表委任表（連同任何委託書的原件或副本或根據委託書簽署的其他授權書）發送給 **Monica Fernandes**：

傳真號碼：(+352) 46.40.10.413

地址：State Street Bank Luxembourg S.C.A.
49 Avenue J. F. Kennedy L-1855 Luxembourg
Grand Duchy of Luxembourg



議程

您投票時，各項提案請只核選一個方框。

1. 提呈截至二零一七年一月三十一日止財政年度的董事會報告和獲授權稽核師報告。

贊成 反對 棄權

2. 批准公司截至二零一七年一月三十一日止的財務報表（包括資產負債表和損益表）。

贊成 反對 棄權

3. 分配截至二零一七年一月三十一日止財政年度的淨業績（包括適用的股息分配）。

贊成 反對 棄權

4. 准許免除公司董事截至二零一七年一月三十一日止年度的職責。為避免歧義，於二零一八年舉行年度股東大會之日前，不得准許董事免除從二零一七年二月起對績效的職責。

贊成 反對 棄權

5. 重選 Robin A. Stelmach 女士、Lina M. Medeiros 女士、Mitchell C. Freestone 先生、David M. Mace 先生、James R. Julian, Jr. 先生和 Thomas A. Bogart 先生擔任公司董事，直至二零一八年舉行下一次年度股東大會或委任其繼任人為止。

贊成 反對 棄權

6. 批准截至二零一七年一月三十一日止財政年度公司獨立股東報酬。

贊成 反對 棄權

7. 重選 Ernst & Young S.A. 擔任自二零一七年二月一日起財政年度的獲授權稽核師，任職期限截至二零一八年舉行下一屆年度股東大會之日。

贊成 反對 棄權

[填妥並簽署下一頁]



本人／我們特此授予並准予採取和執行所有和任何行使本文指定權力之必要或附帶行動的全部權力和授權，並本人／我們批准和確認所有此等代表委任書均須依據本文件合法執行或致使合法執行。

正楷書寫股東名稱（公司名稱；名／姓）

正楷書寫代表名稱，如適用（公司名稱；名／姓）

帳號：

簽署人： _____

簽署人（若是聯合帳戶）： _____

日期： _____



MFS MERIDIAN FUNDS
Société d'Investissement à Capital Variable
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Registered Office: 35, Boulevard du Prince Henri, L-1724 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 2017 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 2017 to the attention of Monica Fernandes at:

Fax number: (+352) 46.40.10.413
Address: State Street Bank Luxembourg S.C.A.
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 2017.

FOR **AGAINST** **ABSTAIN**

2. Approval of the Company's financial statements (including the Balance Sheet, Profit & Loss Account) as of 31 January 2017.

FOR **AGAINST** **ABSTAIN**

3. Allocation of the net results (including distribution of dividends, where applicable) for the fiscal year ended 31 January 2017.

FOR **AGAINST** **ABSTAIN**

4. Discharge to be granted to the Directors of the Company for the year ended 31 January 2017. For avoidance of doubt, discharge shall not be granted to the Directors with respect to the performance of their duties from 1 February 2017 until the date of the Annual General Meeting to be held in 2018.

FOR **AGAINST** **ABSTAIN**

5. Re-election of Ms. Robin A. Stelmach, Ms. Lina M. Medeiros, Mr. Mitchell C. Freestone, Mr. David M. Mace, Mr. James R. Julian, Jr. and Mr. Thomas A. Bogart as Directors of the Company until the next Annual General Meeting to be held in 2018 or until his or her successor is duly appointed.

FOR **AGAINST** **ABSTAIN**

6. Approval of the remuneration of the Company's Independent Directors for the fiscal year ended 31 January 2017.

FOR **AGAINST** **ABSTAIN**

7. Re-election of Ernst & Young S.A. as Authorised Auditor for the fiscal year beginning 1 February 2017 and until the next Annual General Meeting to be held in 2018.

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.

<p>Printed Name(s) of Shareholder (Corporate; First/Last):</p> <hr/>
<p>Printed Name(s) of Proxy, if applicable (Corporate; First/Last):</p> <hr/>
<p>Account Number:</p> <hr/>
<p>Signed: _____</p>
<p>Signed (if joint account): _____</p>
<p>Date: _____</p>

