

Prospectus

10 March 2021



# MFS Meridian<sup>®</sup> Funds

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## **Information for UK Investors: 10 March 2021**

MFS Meridian Funds (the “Company”) is an umbrella fund established in Luxembourg as a Societe d’Investment `a Capital Variable `a Compartments Multiples and regulated by the Commission de Surveillance du Secteur Financier, 110, route d’Arlon, L-2991, Luxembourg, Grand Duchy of Luxembourg. MFS Investment Management Company (Lux) S.à r.l., a Luxembourg *société à responsabilité limitée*, serves as its management company (the “Management Company”). The Management Company's registered address is 4, rue Albert Borschette, L-1246, Luxembourg, Grand Duchy of Luxembourg.

As part of the UK’s preparation for its departure from the European Union, the UK government established a temporary permissions regime (the “TPR”) enabling certain European Economic Area (the “EEA”) funds with EEA fund managers passporting into the UK at the end of the transition period to continue to access the UK market in the same manner as before the transition period ended for a limited period of time. The Management Company has made the necessary notification to the UK Financial Conduct Authority (the “FCA”) under the TPR and, as such, can continue to market the Company in the UK, in the same manner as before the transition period ended, for the foreseeable future and until such time as the Management Company is no longer in the TPR.

MFS International (U.K.) Limited (“MFS” or the “UK Representative”) is authorised and regulated by the FCA and has been appointed to act as the United Kingdom Representative of the Company. MFS has agreed to provide facilities at MFS’s offices at One Carter Lane, London EC4V 5ER, U.K. where:

- (a) a shareholder may redeem his or her Shares and from which payments of the price on redemption may be obtained (note that all redemption orders will be processed by the Fund's transfer agent);
- (b) information can be obtained orally and in writing about the Company’s most recently published Share prices;
- (c) copies of certain documents (relating to the Company) may be obtained as prescribed under the Act; and
- (d) a shareholder who has a complaint about the operation of the Company can make his complaint.

## **Taxation**

The following summary is intended to offer general guidance to persons (other than dealers in securities and those who are chargeable to UK tax on a remittance basis) holding Shares as an investment on the U.K. taxation of the Company and its U.K. tax resident investors, but does not constitute legal or tax advice. The summary is based on the taxation law and HM Revenue & Customs (“HMRC”) practice in force at the date of this document but prospective investors should be aware that taxation levels, bases and reliefs may change, possibly with retrospective effect. The following tax summary is not a guarantee to any investor or prospective investor of the tax results of investing in the Company. Prospective investors should consult their own professional advisors on the implications of making an investment in, holding or disposing of Shares in any Fund of the Company and the receipt of distributions with respect to such Shares under the laws of the jurisdictions in which they are liable to taxation.

## **The Company**

The Directors intend that the affairs of the Company should be managed and conducted so that it does not become resident in the U.K. for U.K. taxation purposes. Accordingly, and provided that the Company does not carry on a trade in the U.K. through a permanent establishment situated therein for U.K. taxation purposes, the Company will not be subject to U.K. corporation tax on income and capital gains arising to it other than certain income deriving from a U.K. source. The Directors intend that the affairs of the Company are conducted so that no such permanent establishment or deemed permanent establishment will arise insofar as this is within their control, but it cannot be guaranteed that the conditions necessary to prevent any such permanent establishment coming into being will at all times be satisfied.

Interest and other income received by the Company which has a U.K. source may be subject to withholding taxes in the U.K.

## **Shareholders**

### U.K. Taxation of Chargeable Gains

The attention of UK resident shareholders is drawn to the paragraph “Other U.K. Taxation Matters” below. The following paragraphs are subject to the provisions referred to in that paragraph.

The offshore fund legislation provides that if a shareholder who is resident in the U.K. for taxation purposes holds an interest in an “offshore fund” (as defined in Part 8 of the Taxation (International and Other Provisions) Act 2010), any gain accruing to the shareholder upon the sale, redemption or other disposal of that interest (including a deemed disposal on death) will be taxed at the time of such sale, redemption or other disposal as income (“offshore income gains”) and not as a capital gain, unless that offshore fund has been a “reporting fund” (and/or a “distributing fund” under the old offshore funds legislation and the transitional provisions) throughout the period during which the shareholder holds that interest. Each Class of Share of each Fund of the Company is an “offshore fund” for the purposes of the U.K. tax legislation.

In order to qualify as a reporting fund, the Company must apply to HMRC before the later of the end of the first period of account for which the relevant Share class is to be a reporting fund and the expiry of three months beginning with the first day on which interests in the fund are made available to investors resident in the U.K. A reporting fund is not required to distribute its income. However, it is required to report to each investor who is resident in the U.K. (or which is a reporting fund) the amount distributed to investors, the excess of the amount of reporting income over distributed income, dates of distributions and a statement as to whether it remains a reporting fund. A reporting fund is also required to provide various information to HMRC.

The effect of obtaining “reporting fund” status would be that any gains arising to individual shareholders resident in the U.K. on a sale, redemption or other disposal of Shares in such a reporting fund who acquired those Shares on or after the date on which the relevant Share Class became a reporting fund (“Commencement Date”) would be taxed as capital gains (and not as offshore income gains) at the current rates of 10 per cent. for basic rate taxpayers and 20 per cent. for higher and additional rate taxpayers. No indexation allowance will be available to such

shareholders however they may be entitled to an annual exemption from capital gains (this is £12,300 for the tax year 2020/2021). The effect of obtaining “reporting fund” status would also be that any gains arising to corporate shareholders resident in the U.K. who acquired those Shares on or after the respective Commencement Date would be subject to corporation tax on gains at the current rate of 19 per cent. Indexation allowance for corporate shareholders has been removed as of 1 January 2018, which results in indexation applying from the months of acquisition to 31 December 2017, regardless of the actual date of disposal of the Shares. This means that when a company makes a capital gain on or after 1 January 2018, the indexation allowance that is applied in order to determine the amount of the chargeable gain will be calculated up to December 2017. The indexation allowance may be available to reduce any chargeable gain arising on such a disposal by a UK corporate shareholder but cannot act to create or increase a loss.

Any gain arising to a shareholder who is resident in the U.K. on the sale, redemption or other disposal of Shares in a Fund which is a reporting fund will, subject to the following paragraph, be taxed as an offshore income gain, and not as a capital gain, where such shareholder acquired their Shares prior to the respective Commencement Date unless that shareholder made a deemed disposal election. Such shareholders are advised to consult their independent professional tax advisers as to the consequences of making such an election.

The above paragraph will not apply to those shareholders who acquired Shares prior to the respective Commencement Date in one of the Funds that was previously certified as a “distributing fund” under the old offshore funds legislation and those Shares were converted into Shares in a Fund which is a reporting fund. As a result, any gain arising to such shareholders on a sale, redemption or other disposal of their Shares in a reporting fund should be subject to capital gains tax (or corporation tax on chargeable gains).

For an up to date list of the Share Classes in each of the Funds that have been approved by HMRC as “reporting funds”, please see the list of reporting funds as published on HMRC’s website ([www.hmrc.gov.uk](http://www.hmrc.gov.uk)).

#### U.K. Taxation of Dividends and Distributions

The attention of UK resident shareholders is drawn to the paragraph “Other U.K. Taxation Matters” below. The following paragraphs are subject to the provisions referred to in that paragraph.

Subject to their personal circumstances, shareholders resident in the U.K. for taxation purposes will be liable to U.K. income tax (or corporation tax on income) on their share of a reporting fund’s income attributable to their holding in the fund, whether or not distributed. Shareholders resident in the U.K. for taxation purposes will not be subject to tax on income retained by any non-reporting fund in which they hold shares but will be liable to U.K. income tax (or corporation tax on income) in respect of dividends, or other distributions of income paid by such non-reporting funds whether or not such distributions are reinvested.

UK resident individual investors are entitled to an annual dividend allowance of £2,000 of dividend income (which is taxed at 0 per cent). To the extent that an investor’s annual dividend income exceeds £2,000, tax will be levied at the rate of 7.5 per cent for basic rate tax payers,

32.5 per cent for higher rate tax payers and 38.1 per cent for additional rate payers.

A U.K. resident corporate investor will be liable to U.K. corporation tax on dividends received, or deemed to be received, unless the dividend, or deemed dividend, falls within one of the exempt classes set out in Part 9A of the Corporation Tax Act 2009. Investors within the charge to U.K. corporation tax are advised to consult their independent professional tax advisers to determine whether dividends received (or deemed to be received) will be subject to U.K. corporation tax.

#### Other U.K. Taxation Matters

The exchange of Shares in one Fund for Shares in another Fund will amount to a disposal of the original Shares for tax purposes and accordingly a chargeable gain (or taxable income where certification of the original Shares as a “reporting fund” has not been obtained) or an allowable capital loss may be realised. The exchange of Shares of one Class for Shares of another Class in the same Fund will only amount to a disposal if: (a) the original Shares have not at any time been a Class which is a “reporting fund” (or a distributing fund under the old regime) and the new Shares are of a class so certified; or (b) the original Shares are a Class which is a “reporting fund” and the new Shares are of class not so certified where a deemed disposal election is made.

Corporate investors should also be aware that if over 60 per cent. of the assets of a Fund of the Company are invested in interest-bearing investments (e.g. convertible bonds, money placed at interest and securities other than shares) their holding is likely to be a “relevant holding” for the purposes of section 490 Corporation Tax Act 2009. In that case, such an investor is required to treat the relevant holding as if it were a debt instrument held by the investor and account for it on the basis of fair value accounting in accordance with the U.K. loan relationships regime. Complex rules apply where the holding becomes, or ceases to be, a “relevant holding”.

If over 60 per cent. of the assets of a Fund of the Company are invested in interest-bearing investments dividends received by a U.K. resident individual investor will be treated as payments of interest and subject to U.K. income tax at 20 per cent. for basic rate taxpayers, 40 per cent. for higher rate taxpayers, and 45 per cent. for additional rate tax payers rather than at the dividend rates detailed above. The £2,000 dividend allowance will not apply to such dividends.

The attention of individual shareholders resident in the U.K. is drawn to the provisions of Chapter 2 of Part 13 of the Income Tax Act 2007, under which the income accruing to the Company may be attributed to such a shareholder and may render them liable to taxation in respect of the undistributed income and profits of the Company. This legislation will, however, not apply if such a shareholder can satisfy HMRC that either:

- (a) it would not be reasonable to draw the conclusion, from all the circumstances of the case, that the purpose of avoiding a liability to U.K. taxation was the purpose, or one of the purposes, for which the relevant transactions or any of them were effected; or
- (b) all of the relevant transactions were genuine commercial transactions and it would not be reasonable to draw the conclusion, from all the circumstances of the case, that any one or more of those transactions was more than incidentally designed for the purpose of avoiding a liability to U.K. taxation.

The UK "controlled foreign company" provisions subject U.K. resident companies which are deemed to have an interest (whether directly or indirectly) in at least 25 per cent. of the profits of a non-resident company which is controlled by residents of the U.K.. The legislation is not directed towards the taxation of chargeable gains realized by a controlled foreign company. Broadly, a charge may arise to UK tax resident corporate shareholders if a non-resident company is controlled by persons who are resident in the UK, it has profits which are attributable to its UK "significant people functions" and one of the exemptions does not apply. U.K. corporate investors are advised to consult their independent professional tax advisers as to the implications of these provisions.

The attention of shareholders resident in the U.K. for taxation purposes (and who, if individuals, are also domiciled in the U.K. for those purposes) is drawn to the provisions of section 3 of the Taxation of Chargeable Gains Act 1992 ("section 3"). Section 3 applies to a "participator" for U.K. taxation purposes (which term includes a shareholder in the Company) if at any time when any gain accrues to the Company (such as on a disposal of any of its investments) which constitutes a chargeable gain for those purposes, the Company is itself controlled by a sufficiently small number of persons so as to render the Company a body corporate that would, were it to have been resident in the U.K. for taxation purposes, be a "close" company for those purposes. The provisions of section 3 could, if applied, result in any such person who is a "participator" in the Company being treated for the purposes of U.K. taxation of chargeable gains as if a part of any chargeable gain accruing to the Company had accrued to that person directly, that part being equal to the proportion of the gain that corresponds on a just and reasonable basis to that person's proportionate interest in the Company as a "participator". No liability under section 3 could be incurred by such a person however, where such proportion does not exceed one quarter of the gain.

UK stamp duty (at the rate of 0.5 per cent., rounded up where necessary to the next £5, of the amount of the value of the consideration for the transfer) is payable on any instrument of transfer of Shares executed within, or in certain cases brought into, the UK.

Provided that the Shares are not registered in a register kept in the UK or paired with shares issued by a body corporate incorporated in the U.K., then no U.K. stamp duty reserve tax should be payable on transfer of the Shares or agreements to transfer Shares.

### **Automatic Exchange of Information**

Please refer to the sections in the prospectus titled "Other Practical Information – Taxation – *Exchange of information - CRS*" and "Other Practical Information – Taxation – *Exchange of Information - FATCA*" for a discussion of the automatic exchange of information provisions as they affect the Fund..

### **Generally**

If you are in any doubt about the contents of this document, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisor authorised pursuant to the Act.

There are certain risk factors associated with the operation and investments of the Company which are described more fully in the Prospectus.

The net asset value of the sterling-denominated Share classes can be obtained in sterling; shareholders should note, however, that the net asset value of each Fund is calculated in its base

currency and should take into account the potential risk of loss arising from fluctuations in the rate of exchange between the currency in which a class may be denominated and the base currency of the relevant Fund.

The following documents relating to the Company will be available for inspection, without charge, during regular business hours at the offices of MFS:

- (a) the Articles of Incorporation of the Company;
- (b) the current Prospectus and Key Investor Information Documents, together with any amendments or supplements thereto; and
- (c) the most recently published annual and semi-annual reports of the Company, as prepared by the Company.

Copies of these documents are available to investors and prospective investors free of charge upon request at the offices of MFS.

**Issued by**

**MFS International (U.K.) Limited,**

One Carter Lane, London EC4V 5ER, U.K. (company no. 03062718).

MFS International (U.K.) Limited is incorporated with limited liability in England and Wales and is authorised and regulated by the FCA.

**Additional Information for Investors relating to the issue of Shares in MFS Meridian Funds**

This document is issued by MFS and is authorised for distribution only when accompanied by the Prospectus for the Company dated July 2016 and as supplemented from time to time.

This document should be read together with the Prospectus. Terms defined in the Prospectus also apply to this document.

The Shares in the Company will not be dealt in on any recognised or designated investment exchange for the purposes of the Act, nor will there be a market maker in the Shares. However, the Shares may be redeemed on each Valuation Date as more particularly described in the Prospectus.

Investors should note that the type and scale of charges applicable to Shares differs for each class of Shares and therefore particular attention should be paid to the relevant information as set out in the Prospectus. Depending on the class of Shares purchased by the investor and the timing of any subsequent redemption of Shares, expenses and charges may not be made uniformly throughout the period that the Shares are outstanding but may be loaded disproportionately on to the early years with the consequence that an investor redeeming Shares during the early years of a holding may not get back all that he has invested. Charges are payable out of income to the extent possible, and then out of capital.

The price of the Shares and the income from them may fall as well as rise and will also fluctuate

in line with international interest rates; accordingly an investor may not get back the amount invested. Even if a Fund is described as “high yield” income may fluctuate in money terms. Changes in the rates of exchange between the currency of denomination of different Funds and the investor’s currency of acquisition or redemption may have an adverse effect on the value or income (if any) of the Shares. Investments may be denominated in a wide range of currencies. Accordingly, changes in foreign currency exchange rates may cause the value of your investment to go down or up.

Nothing in this document should be construed as investment advice. Investment in the Company may not be suitable for all investors. Investors should seek advice from their accountant, legal or professional adviser, financial adviser or a persons authorised for the purposes of the Act, who specialises in advising on the acquisition of shares and other securities concerning the Company and the suitability of making an investment in the Company in the context of their individual circumstances.

Some Funds may invest in high yield securities issued by companies with lower credit ratings. Whilst offering a greater potential opportunity for capital appreciation and higher yields, investment in such securities brings an increased risk of default on repayment and therefore a risk that the capital value of the Company will be affected.

Although Shareholders have a right to have their Shares purchased by the Company, this right may be terminated by the Directors of the Company in certain circumstances. Investors should note that if the determination of Net Asset Value is suspended, an investment in the Company may be difficult to realise and it may be difficult to obtain reliable information about the value of Shares or the extent of the risks to which Shares are exposed.

The Articles of Incorporation of the Company (the “Articles”) allow the Company to exclude or restrict the holding of Shares by any person or company and reserves to the Company the right to prevent the beneficial ownership of Shares by any physical person or legal entity that holds Shares (as either a registered or beneficial owner) where such holding is likely to: (i) result in a failure to meet the eligibility requirements of a Class, including without limitation, being an Institutional Investor for Class I, S or Z Shares or not meeting the initial investment minimums upon subscription; (ii) result in a breach of any applicable law or regulation, whether Luxembourg or foreign; (iii) cause the Company to become exposed to tax disadvantages or other financial disadvantages that it would not have otherwise incurred had such person or entity not been a holder of Shares; or (iv) subject the Company to additional registration requirements under any securities or investment or similar laws or requirements of any country or authority (hereinafter “Prohibited Person”) including, specifically and without limitation, any "U.S. Person" as such term is defined in the Prospectus. The beneficial ownership of Shares in the Company by U.S. Persons is generally excluded, except in a transaction that does not violate United States law, and the Company is entitled to require any person applying for, or claiming ownership rights in, any Shares to provide satisfactory information to establish that person’s nationality and country of residence. In addition, Shares may not be offered, sold, transferred or delivered directly or indirectly, in Canada. Under the powers reserved to the Company under the Articles, the Company may compulsorily redeem Shares held by U.S. Persons or in Canada on the terms provided in the Articles and may restrict the exercise of rights attached to such Shares.

Levels and bases of taxation in relevant jurisdictions are subject to change.



The registered office of the Management Company is 4, rue Albert Borschette, L-1246 Luxembourg, Grand Duchy of Luxembourg. The Investment Manager is Massachusetts Financial Services Company, 111 Huntington Avenue, Boston, Massachusetts USA 02119. MFS International (U.K.) Limited does not manage the Company's investments.

Any notice or other document for the Company may be submitted for transmission to the Company at the Company's registered address or the address for MFS set out above.

If you wish to make a complaint about any aspect of the service you have received, you may contact your local agent at MFS International (U.K.) Ltd., One Carter Lane, London EC4V 5ER, U.K.; Tel: +44 (0) 20 7429 7200, or you may also contact the Fund's transfer agent at: State Street Bank International GmbH, Luxembourg Branch, 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Grand-Duchy of Luxembourg; Tel: + 352 464010-1 or Fax: + 352 463631.

The net asset value of each class of Shares of each Fund is available at the Management Company's registered office or from the transfer agent at State Street Bank International GmbH, Luxembourg Branch, 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg (Tel: +352 464 010-1) or at [www.mfs.com](http://www.mfs.com).

The date of this document is 10 March 2021.

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**Registered Office**

4, rue Albert Borschette  
 L-1246, Luxembourg  
 Grand Duchy of Luxembourg  
 R.C.S. Luxembourg B 39346

**Board of Directors**

Lina M. MEDEIROS (Chairperson)  
 Head of Office  
 MFS Investment Management Company  
 (Lux) S.à r.l.  
 4, rue Albert Borschette  
 L-1246, Luxembourg  
 Grand Duchy of Luxembourg

Robin A. STELMACH  
 Vice Chairperson  
 Massachusetts Financial Services  
 Company

James R. JULIAN, Jr.  
 Executive Vice President and Chief  
 Operating Officer  
 University of Massachusetts  
 Independent Director

Mitchell FREESTONE  
 Vice President and Assistant General  
 Counsel  
 MFS International (U.K.) Limited

Thomas A. BOGART  
 Independent Director

**Management Company**

MFS Investment Management Company  
 (Lux) S.à.r.l  
 4, rue Albert Borschette  
 L-1246, Luxembourg  
 Grand Duchy of Luxembourg  
 (“MFS Lux” or the “Management  
 Company”)

**Investment Manager**

Massachusetts Financial Services  
 Company  
 111 Huntington Avenue  
 Boston, Massachusetts USA 02199  
 (“MFS” or the “Investment Manager”)

**Depository, Administration,  
 Registrar and Transfer Agent**

State Street Bank International GmbH,  
 Luxembourg Branch  
 49, Avenue J.F. Kennedy,  
 L-1855 Luxembourg  
 Grand-Duchy of Luxembourg  
 (the “Depository,” the “Administration  
 Agent,” the “Registrar” and the “Transfer  
 Agent”)

**Independent Auditor**

Ernst & Young S.A.  
 35E, Avenue J.F. Kennedy  
 L-1855 Luxembourg  
 Grand Duchy of Luxembourg

**Legal Advisers**

Arendt & Medernach  
 41A, Avenue J.F. Kennedy  
 L-2082 Luxembourg  
 Grand Duchy of Luxembourg

## Summary of Main Features

**IMPORTANT:** This Prospectus (the “Prospectus”) contains important information about MFS Meridian Funds (the “Company”) and its various portfolios (each a “Fund”) and share classes (each a “Class”). For more information before you invest, please consult the Key Investor Information Document (“KIID”) for each available Class of each Fund. If you are in any doubt about the contents of this Prospectus, you should consult your Financial Intermediary or the Company’s Transfer Agent. As used in this Prospectus, the term “Financial Intermediary” shall include any broker, dealer, bank (including bank trust departments), investment adviser, financial planner, retirement plan administrator, third-party administrator, insurance company and any other institution having a selling, administration or any similar agreement with the Fund’s Management Company or authorized affiliated sub-distributor of the Management Company (for purposes of this Prospectus, the “Distributor”). Any purchase made by any person on the basis of statements or representations not contained in or inconsistent with the information and representations contained in the Prospectus, the periodic financial reports, or any of the documents referred to herein and which may be consulted by the public shall be solely at the risk of the purchaser. Applications to transact in Fund shares (“Shares”) are subject to acceptance by the Company.

The directors of the MFS Meridian Funds, whose names appear in the Directory (the “Directors” or collectively, the “Board of Directors”), are the persons responsible for the information contained in this Prospectus. To the best of the knowledge and belief of the Directors, the information contained in this Prospectus is materially in accordance with the facts and does not omit anything likely to materially affect the importance of such information. The Directors accept responsibility accordingly. Statements made in this Prospectus are based on the laws and practice currently in force in the Grand-Duchy of Luxembourg, and are subject to changes in those laws.

## Specific Country Considerations

Prospective purchasers of Shares of a Fund should inform themselves as to the legal requirements, exchange control regulations and applicable taxes in the countries of their respective citizenship, residence or domicile. All references to laws or regulations include any amendments, restatements or successor laws or regulations thereto.

**Prospective investors resident in Austria, Denmark, Germany, Ireland, Singapore, Switzerland and the United Kingdom should note that an addendum for their respective country should be read in conjunction with this Prospectus. Such Addendum includes additional disclosure regarding investment in the Funds in such countries. In certain other jurisdictions,**

your respective financial intermediary may also have to provide additional documentation along with this Prospectus. Please refer to your Financial Intermediary for more details.

Prospective investors resident in Hong Kong should refer to the separate “Prospectus for Hong Kong Investors” together with the addendum “Important Information for Residents of Hong Kong” available through your Financial Intermediary.

This Prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not lawful or in which the person making such offer or solicitation is not qualified to do so or to anyone to whom it is unlawful to make such offer or solicitation.

- **Taiwan:** The Taiwan Financial Supervisory Commission requires that the total value of a Fund’s non-offset short position in derivatives for hedging purposes do not exceed the total market value of the relevant securities held by such Fund and the risk exposure of such Fund’s non-offset position in derivatives for purposes of increasing investment efficiency do not exceed forty percent (40%) of the net asset value of such Fund, except as otherwise permitted by applicable Taiwanese laws and regulations.
- **United States:** Neither the Company nor any Fund has been registered under the U.S. Investment Company Act of 1940, as amended. In addition, the Shares of the Company have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States, its territories or possessions or to a U.S. Person (see “Eligible Investors” in the section entitled “Practical Information”). The Company’s articles of incorporation (the “Articles of Incorporation”) generally prohibit the sale and transfer of Shares to U.S. Persons.

## FOR RESIDENTS OF HONG KONG ONLY

### WARNING

THE CONTENTS OF THIS DOCUMENT HAVE NOT BEEN REVIEWED BY ANY REGULATORY AUTHORITY IN HONG KONG. INVESTORS ARE ADVISED TO EXERCISE CAUTION IN RELATION TO THE OFFER. IF INVESTORS ARE IN ANY DOUBT ABOUT ANY OF THE CONTENTS OF THIS DOCUMENT, THEY SHOULD OBTAIN INDEPENDENT PROFESSIONAL ADVICE.

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PROVISIONS) ORDINANCE (CAP. 32) OF HONG KONG (THE “CWUMPO”) OR WHICH DO NOT CONSTITUTE AN OFFER TO THE PUBLIC WITHIN THE MEANING OF THE CWUMPO.

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## **The Company and the Funds**

The Company is an umbrella fund established in Luxembourg as an investment company with variable capital (Société d'Investissement à Capital Variable or “SICAV”), and is registered pursuant to Part I of the law of 17 December 2010 on undertakings for collective investment, as amended (the “Law”). The Company qualifies as an undertaking for collective investment in transferable securities (a “UCITS”) in accordance with the Directive 2009/65/EC of the European Parliament and of the Council of 13 July 2009, as amended by Directive 2014/91/EU of the European Parliament and of the Council of 23 July 2014, on the coordination of laws, regulations and administrative provisions relating to undertakings for collective investment in transferable securities (the “UCITS Directive”). The Company is comprised of separate compartments (each a “Fund”), each of which relates to a separate portfolio of securities with specific investment objectives. Each Fund shall be liable for its own debts and obligations. Each Fund is a separate entity with, but not limited to, its own contributions, liabilities, capital gains, losses, charges and expenses. Each Fund is denominated in a single currency (the “Base Currency”), which may be U.S. Dollars, Euros or Sterling, but may have Classes denominated in currencies other than the Base Currency. The capital of the Company is expressed in Euros. The Board of Directors may decide, at any time to establish new Funds consisting of eligible assets as mentioned in Article 41(1) of the Law. Upon the establishment of such additional Funds, the Prospectus and the applicable KIIDs shall be updated accordingly.

SUMMARY OF MAIN FEATURES	
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The Company was established at the initiative of MFS. The name of each Fund is preceded by “MFS Meridian Funds”:

1. Asia Ex-Japan Fund
2. Blended Research<sup>®</sup> European Equity Fund
3. Continental European Equity Fund
4. Contrarian Value Fund
5. Diversified Income Fund
6. Emerging Markets Debt Fund
7. Emerging Markets Debt Local Currency Fund
8. Emerging Markets Equity Fund
9. Emerging Markets Equity Research Fund
10. Euro Credit Fund
11. European Core Equity Fund
12. European Research Fund
13. European Smaller Companies Fund
14. European Value Fund
15. Global Concentrated Fund
16. Global Credit Fund
17. Global Equity Fund
18. Global Equity Income Fund
19. Global High Yield Fund
20. Global Intrinsic Value Fund
21. Global New Discovery Fund
22. Global Opportunistic Bond Fund
23. Global Research Focused Fund
24. Global Total Return Fund
25. Inflation-Adjusted Bond Fund
26. Japan Equity Fund
27. Latin American Equity Fund
28. Limited Maturity Fund
29. Managed Wealth Fund
30. Prudent Capital Fund
31. Prudent Wealth Fund
32. U.K. Equity Fund
33. U.S. Concentrated Growth Fund
34. U.S. Corporate Bond Fund
35. U.S. Government Bond Fund
36. U.S. Growth Fund
37. U.S. Total Return Bond Fund
38. U.S. Value Fund

On the following pages you will find information about each Fund in addition to the information provided in the KIID for the respective Class of each Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in Asian equity securities excluding Japanese equity securities. Asia includes Hong Kong, Mainland China, India, Indonesia, Malaysia, the Philippines, Singapore, South Korea, Taiwan, and Thailand. Many of the countries in Asia are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI All Country Asia (ex-Japan) Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.



- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Asia and could be more volatile than the performance of more geographically-diversified funds.
- Exposure to emerging markets, including many of the countries in Asia, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

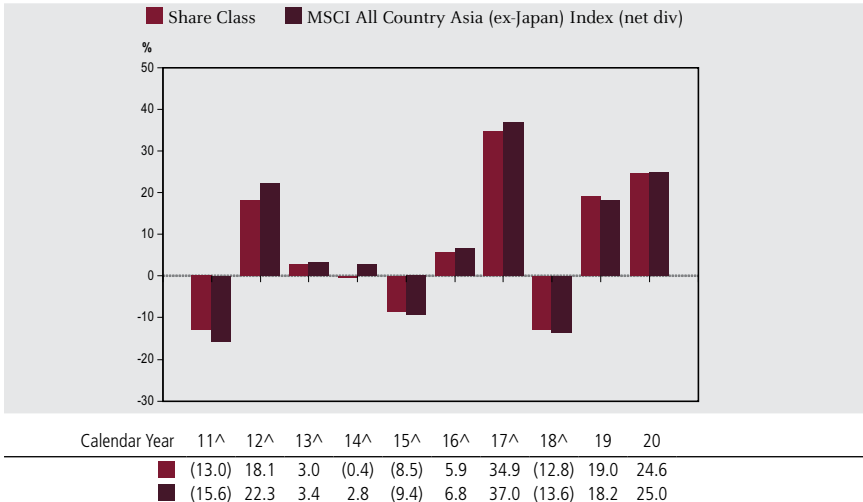
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in Asian equity securities excluding Japanese equity securities.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



<sup>^</sup> Performance for periods prior to 1 August 2018 reflects different investment policies and the performance of the fund’s prior benchmark, MSCI All Country Asia Pacific (ex-Japan) Index (net div).

### Fund Benchmark

MSCI All Country Asia (ex-Japan) Index (USD) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	1.05%	1.05%	1.05%	n/a	0.80%	0.75%	1.05%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.20% <sup>3</sup>	0.20% <sup>3</sup>	0.20% <sup>3</sup>	0.20% <sup>3</sup>	0.20% <sup>3</sup>	0.15% <sup>3</sup>	n/a	0.15% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>2.00%</b>	<b>2.75%</b>	<b>2.50%</b>	<b>2.00%</b>	<b>1.00%</b>	<b>0.90%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.15%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.20% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** Euro (€)

**Launch Date:** 22 August 2011.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in European equity securities. Some of the countries in Europe, primarily those in Eastern Europe, are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund generally focuses its investments in larger companies, but may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of countries and/or a particular geographic region. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Investment Manager uses a bottom-up approach to buying and selling investments for the Fund. Investments are selected primarily based on blending fundamental and quantitative research. The Investment Manager uses fundamental analysis of individual issuers and their potential in light of their financial condition, and market, economic, political, and regulatory conditions to determine a fundamental rating for an issuer. Factors considered may include analysis of an issuer's earnings, cash flows, competitive position, and management ability. The Investment Manager may also consider environmental, social and governance (ESG) factors in its fundamental investment analysis. The Investment Manager uses quantitative analysis, including quantitative models that systematically evaluate an issuer's valuation, price and earnings momentum, earnings quality, and other factors to determine a quantitative rating for an issuer. The Investment Manager combines the fundamental rating with the quantitative rating to create a blended rating for an issuer. When the Investment Manager's fundamental rating is not available, the Investment Manager treats the issuer as having a neutral fundamental rating. The Investment Manager then constructs the portfolio using a portfolio optimization process that considers the blended rating, as well as issuer, industry, and sector weightings, market capitalization, measures of expected volatility of the Fund's returns and other factors. The portfolio managers have the discretion to adjust the inputs and parameters used in the optimization process and the Fund's portfolio holdings

based on factors such as the desired portfolio characteristics and the portfolio managers' qualitative assessment of the optimization results. The Investment Manager's goal is to construct a portfolio with a target predicted tracking error of approximately 2% compared to the MSCI Europe Index (the "Index"). There is no assurance that the Fund's predicted tracking error will equal its target predicted tracking error at any point in time or consistently for any period of time, or that the Fund's predicted tracking error and actual tracking error will be similar. Tracking error generally measures how the differences between the Fund's returns and the Index's returns have varied over a period of time. A higher tracking error means that the differences between the Fund's returns and the Index's returns have varied more over time while a lower tracking error means the differences between the Fund's returns and the Index's returns have varied less over time. Third party quantitative risk models are used in the portfolio construction process and to measure the predicted tracking error of the Fund's portfolio.

Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified funds. In light of the fiscal conditions and concerns on sovereign risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to

an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.

- Exposure to emerging markets, including some of the countries in Europe, primarily Eastern Europe, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- The equity securities of large cap companies can underperform the overall equity market.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (Euro) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Fund's strategy to target a predicted tracking error of approximately 2% compared to the MSCI Europe Index and to blend fundamental and quantitative research may not produce the intended results. In addition, the Investment Manager's fundamental research is not available for all issuers. There is no assurance that the Fund's predicted tracking error will equal its target predicted tracking error at any point in time or consistently for any

period of time, or that the Fund's predicted tracking error and actual tracking error will be similar.

- The Investment Manager's investment analysis, its development and use of quantitative models and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. The quantitative models used by the Investment Manager (both proprietary and third-party) may not produce the intended results for a variety of reasons, including the factors used in the models, the weight placed on each factor in the models, changing sources of market return or market risk, and technical issues in the design, development, implementation, application and maintenance of the models (e.g., incomplete or inaccurate data, programming or other software issues, coding errors and technology failures).
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

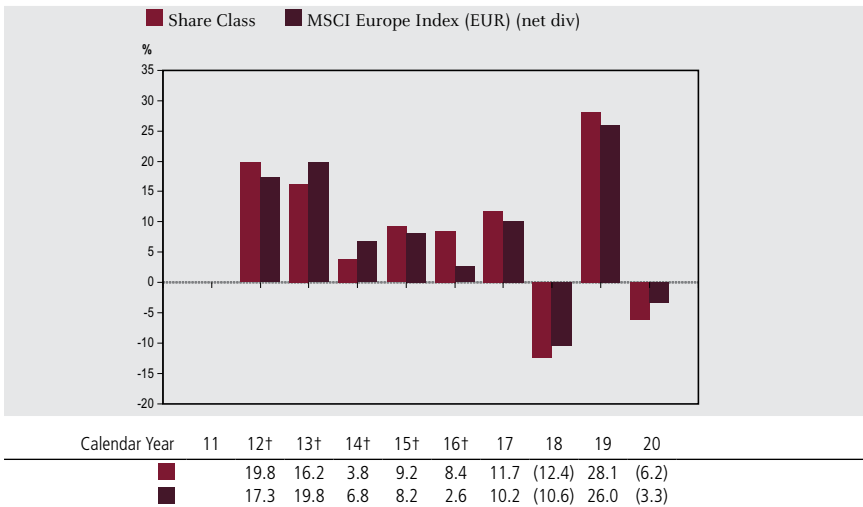
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in European equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – € Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



† Performance for periods prior to 29 June 2016 reflects different investment policies.

**Fund Benchmark**

MSCI Europe Index (EUR) (net div)

**Fund's Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.



**BLENDED RESEARCH® EUROPEAN EQUITY FUND**

<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . . . .	0.60%	0.60%	0.60%	n/a	0.50%	0.45%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.35%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.60%</b>	<b>2.35%</b>	<b>2.10%</b>	<b>1.60%</b>	<b>0.70%</b>	<b>0.60%</b>	<b>0.15%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** Euro (€)

**Launch Date:** 27 February 2006.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in continental European equity securities. Some of the countries in continental Europe, primarily those in Eastern Europe, are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of companies. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmark, the MSCI Europe (ex-UK) Index (EUR), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified funds. In light of the fiscal conditions and concerns on sovereign risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.
- Exposure to emerging markets, including some of the countries in continental Europe, primarily Eastern Europe, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (Euro) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

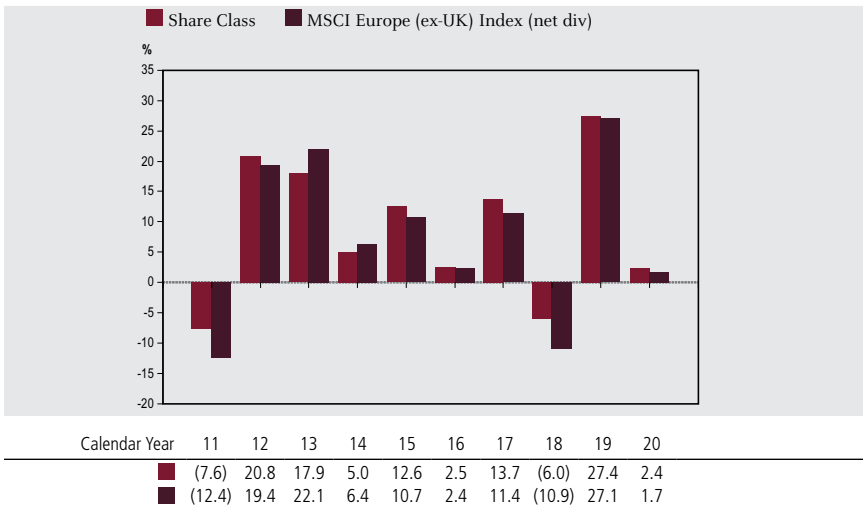
**Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in continental European equity securities.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – € Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



## Fund Benchmark

MSCI Europe (ex-UK) Index (EUR) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.06% <sup>3</sup>	0.06% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.86%</b>	<b>2.61%</b>	<b>2.36%</b>	<b>1.86%</b>	<b>0.86%</b>	<b>0.76%</b>	<b>0.06%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 21 August 2019.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's investment objective is to seek capital appreciation measured in U.S. Dollars. The Fund invests primarily (at least 70%) in equity securities. The Fund focuses its equity investments in developed market equity securities, but may also invest in emerging market equity securities. The Fund generally invests in 50 or fewer companies.

The Fund generally focuses its investments in companies whose shares the Investment Manager believes are priced at a significant discount to their intrinsic value, which may be due to adverse market sentiment, a restructuring or other issuer-specific challenges. The Fund may also invest in debt instruments, including up to 10% in below investment grade debt instruments, and up to 10% in cash and cash-equivalent instruments, based on the Investment Manager's view of the available set of investment opportunities.

The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of countries or a particular geographic region. Investments are selected primarily based on fundamental analysis of individual issuers, and quantitative screening tools that systematically evaluate issuers may also be considered. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmarks, the MSCI World Value Index (USD) and MSCI World Index (USD), are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmarks, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled “Risk Factors” for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The equity securities of companies that the Investment Manager believes are undervalued compared to their intrinsic value can continue to be undervalued for long periods of time, not realize their expected value and be more volatile than the market in general.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty, or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty, or other entity, or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Exposure to emerging markets, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Because the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund’s performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.

- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

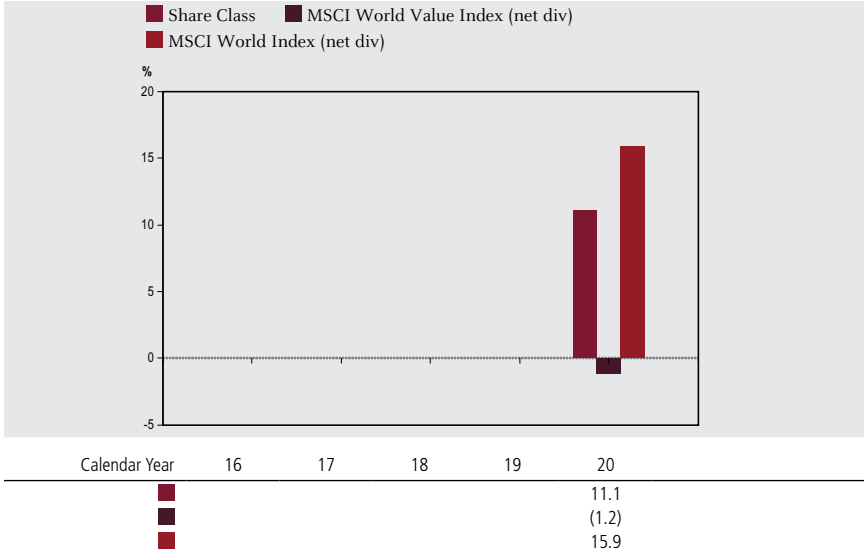
The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when



## CONTRARIAN VALUE FUND

purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



### Fund Benchmarks

*Primary Benchmark:* MSCI World Value Index (USD) (net div)

*Secondary Benchmark:* MSCI World Index (USD) (net div)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>CONTRARIAN VALUE FUND</b>	
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Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 31 October 2014.

**Distribution Frequency:** Monthly or annually, depending on selected share class

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return with an emphasis on current income, but also considering capital appreciation, measured in U.S. Dollars. The Fund invests primarily in a broad range of debt instruments and equity securities of issuers located in developed and emerging markets, including convertible securities and real estate-related investments. The Fund allocates assets across these categories based on investment management's interpretation of economic and money market conditions, fiscal and monetary policy and asset class and/or security values. When the Investment Manager's assessment of the relative attractiveness of asset classes and markets is neutral, the Fund's exposure to these asset classes is expected to be approximately 15% in debt instruments of issuers located in emerging markets (which may include below investment grade debt instruments), 25% in other below investment grade debt instruments, 20% in U.S. Government securities, 20% in dividend-paying equity securities and 20% in real estate-related investments. These allocations may vary significantly from time to time.

For the debt portion, the Fund focuses on U.S. Government securities (including mortgage-backed securities), below-investment-grade debt instruments, and debt instruments of issuers located in emerging markets. The Fund may also invest in investment grade debt instruments of issuers in developed markets. The Fund may invest up to 100% of the debt portion in below-investment-grade debt instruments. In purchasing or selling mortgage-backed securities, the Fund may do so directly or through to-be-announced (TBA) transactions.

For the equity portion, the Fund focuses its investments in dividend-paying equity securities of companies in developed and emerging markets. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies) or in a combination of growth and value companies. The Fund generally focuses its equity investments in larger companies, but may invest in companies of any size. Equity investments are selected primarily based on blending fundamental analysis of individual issuers and instruments, and quantitative research based on models that systematically evaluate issuers and instruments.

For the real estate-related portion, the Fund primarily invests in equity interests in closed-ended real estate investment trusts (REITs) and equity securities of other companies principally engaged in the real estate industry. The Fund generally focuses its real-estate related investments in equity REITs, but may also invest in mortgage REITs and other transferable securities of companies principally engaged in the real estate industry. Issuers of real estate-related investments tend to be small- to medium-sized.

The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmarks, the Standard & Poor's 500 Index (USD) and custom blended benchmark, are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The Fund's assessment of the risk/return potential of the asset classes may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having

predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.

- Mortgage-backed securities and other securitized instruments may be subject to prepayment and/or extension, which can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended. Please refer to "Securitized Instruments Risk" and "Mortgage-Backed Securities Risk" under "Investment Policies and Risks – Risk Factors" for additional information.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- To the extent that the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions prevailing in that region and could be more volatile than the performance of more geographically diversified funds.
- The risks of investing in real estate-related investments include certain risks associated with the direct ownership of real estate and the real estate industry in general. Real estate-related investments are affected by general, regional and local economic conditions; difficulties in valuing and disposing of real estate; fluctuations in interest rates and property tax rates; shifts in zoning laws, environmental regulations, and other governmental action; cash flow dependency; increased operating expenses; lack of availability of mortgage funds; losses due to natural disasters; overbuilding; losses due to casualty or condemnation; changes in property values and rental rates; and other factors. Many real estate-related issuers, including REITs, utilize leverage (and some may be highly leveraged), which increases investment risk and could adversely affect the issuer's operations and market value in periods of rising interest rates. The securities of real estate-related issuers that have small to medium market capitalizations can be more volatile and less liquid than securities of larger issuers and such issuers can have more limited financial resources.

- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis, its development and use of quantitative models, and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. The quantitative models used by the Investment Manager (both proprietary and third-party) may not produce the intended results for a variety of reasons, including the factors used in the models, the weight placed on each factor in the models, changing sources of market return or market risk, and technical issues in the design, development, implementation, application and maintenance of the models (e.g., incomplete or inaccurate data, programming or other software issues, coding errors and technology failures).
- The Fund's strategy to blend fundamental and quantitative research for its equity investments may not produce the intended results. In addition, the Investment Manager's fundamental research is not available for all issuers.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

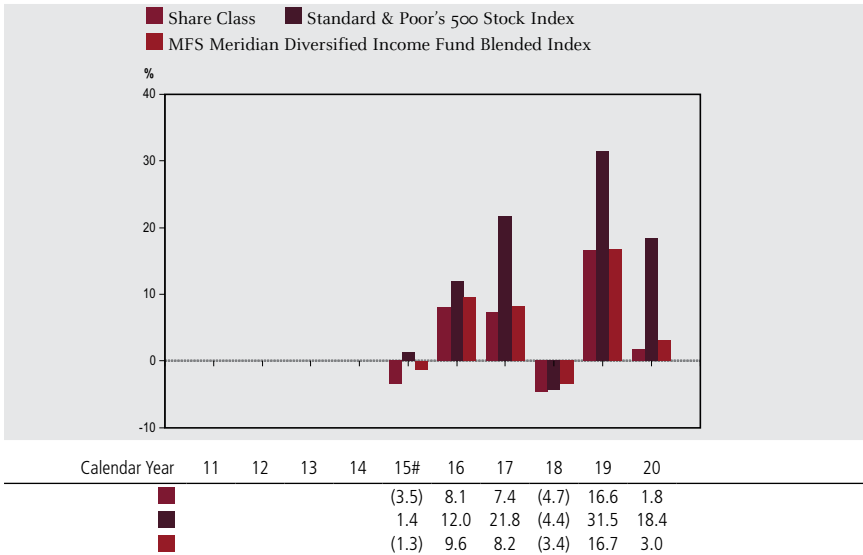
### Typical Investor Profile

- The Fund is intended for total return with an emphasis on current income, but also considering capital appreciation, through investment in a broad range of debt instruments and equity securities of issuers located in developed and emerging markets, including convertible securities and real estate-related investments.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – \$ Shares as of 31 December of each year. Performance for the Fund’s benchmarks is also shown.



# Secondary Benchmark performance for periods prior to 1 July 2015 reflects the performance of the fund’s prior benchmark, MVI KIID Blended Benchmark 2015.

## Fund Benchmarks

*Primary Benchmark:* Standard & Poor's 500 Index (USD)

*Secondary Blended Benchmark:* 25% Bloomberg Barclays U.S. High-Yield Corporate Bond 2% Issuer Capped Index, 20% Bloomberg Barclays U.S. Government/Mortgage Bond Index, 20% MSCI (net div) ACWI High Dividend Yield Index, 20% MSCI U.S. REIT Index (net div), and 15% JPMorgan EMBI Global (USD)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	0.85%	0.85%	0.85%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.35%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.60%</b>	<b>2.60%</b>	<b>2.10%</b>	<b>1.60%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.



**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 1 October 2002.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, measured in U.S. dollars. The Fund invests primarily (at least 70%) in emerging market debt instruments. The Fund generally focuses its investments in U.S. dollar denominated emerging market debt instruments but may also invest in emerging market debt instruments issued in other currencies. Such emerging market countries are located in Latin America, Asia, Africa, the Middle East, and the developing countries of Europe, primarily Eastern Europe. The Fund generally focuses its investments in government and government-related debt instruments but may also invest in corporate debt instruments. The Fund may invest all of its assets in below investment grade debt instruments. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the JPMorgan Emerging Markets Bond Index Global (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant, however, factors such as a low volatility environment, high correlation among issuers or lack of attractive investment opportunities outside the benchmark may limit the Fund's ability to achieve performance differentiation versus the benchmark for a given period.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in emerging market countries and could be more volatile than the performance of more geographically-diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.

- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

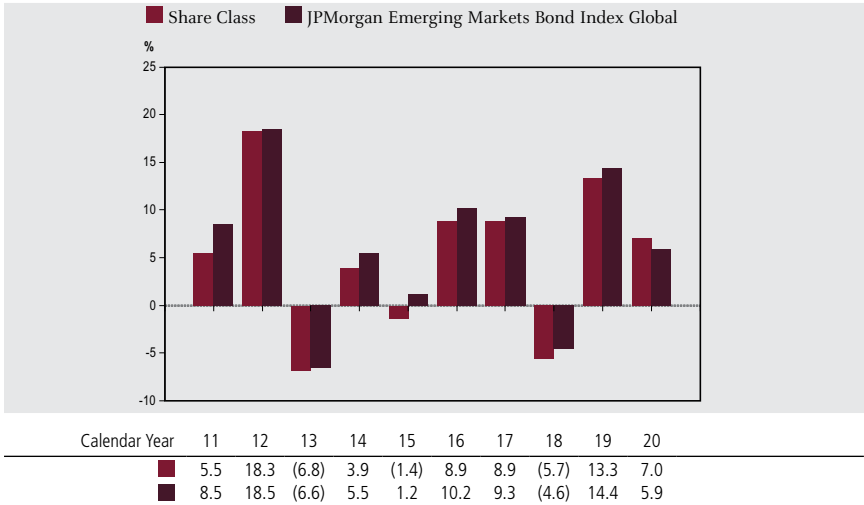
- The Fund is intended for investors seeking total return through investment primarily in emerging market debt instruments.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

## EMERGING MARKETS DEBT FUND

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



### Fund Benchmark

JPMorgan Emerging Markets Bond Index Global (USD)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>EMERGING MARKETS DEBT FUND</b>	
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Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	0.90%	0.90%	0.90%	n/a	0.80%	0.70%	0.90%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.40%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.12% <sup>3</sup>	0.12% <sup>3</sup>	0.15% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.08%	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.55%</b>	<b>2.52%</b>	<b>2.02%</b>	<b>1.55%</b>	<b>0.90%</b>	<b>0.75%</b>	<b>0.98%<sup>4</sup></b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 March 2009.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Relative Value-at-Risk or "VaR"

### **Investment Objective and Policy**

The Fund's objective is total return, measured in U.S. dollars. The Fund invests primarily (at least 70%) in debt or other instruments issued in or related to the currencies of emerging market countries. Such emerging market countries are located in Latin America, Asia, Africa, the Middle East, and the developing countries of Europe, primarily Eastern Europe. The Fund may also invest in U.S. dollar denominated emerging market debt instruments. The Fund may also invest on an ancillary basis in debt or other instruments (such as interest rate and currency swaps) issued in or related to the currencies of developed market countries. The Fund generally focuses its investments in government and government-related debt instruments but may also invest in corporate debt instruments. The Fund may invest all of its assets in below investment grade debt instruments. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The Fund is expected to use derivatives extensively for hedging and/or investment purposes, including 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 Fund, or as alternatives to direct investments.

As part of the Management Company's risk-management process applicable to the Fund, the global exposure of the Fund is measured by a relative VaR approach, which limits the maximum VaR that the Fund can have relative to its benchmark (the JPMorgan Government Bond Index Emerging Markets Global Diversified (USD)), as determined by the Management Company taking into account the Fund's investment policy and risk profile. Please refer to the Fund's Annual Report for the VaR limits calculated for the applicable financial year. The expected level of leverage may vary between 0% and 375% (measured using the sum of the notional value of derivatives used by the Fund), based on the net asset value of the Fund. In addition, the Management Company supplementally monitors the expected level of leverage measured using the commitment approach, which may vary between 0% and 125% based on the net asset value of the Fund. Under certain circumstances, such as unusual market conditions or temporary operational factors, the level of leverage might exceed the ranges noted above.

Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or

the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in emerging market countries and could be more volatile than the performance of more geographically-diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- The Fund may have a net leveraged exposure of more than 100% of its net asset value. Leverage involves investment exposure in an amount exceeding the initial investment. In transactions involving leverage, a relatively small change in an underlying indicator can lead to significantly larger losses for the Fund. Leverage can cause increased volatility by magnifying gains or losses.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**



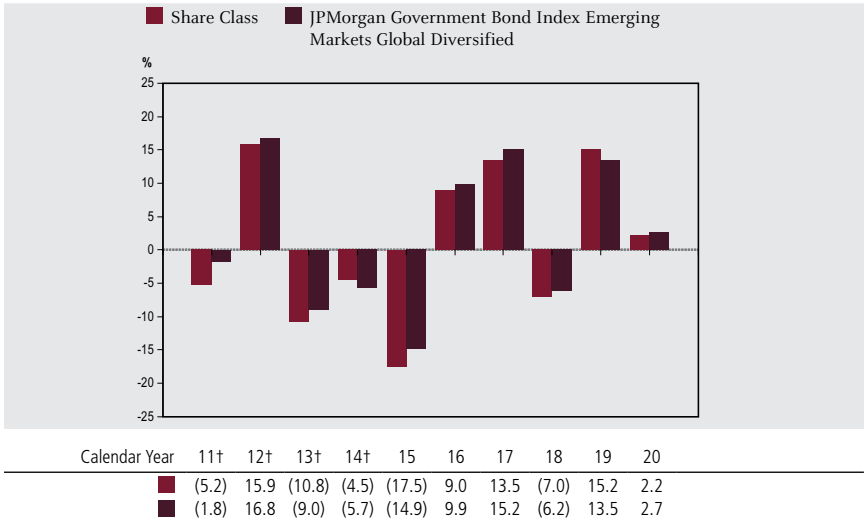
## Typical Investor Profile

- The Fund is intended for investors seeking total return through investment primarily in debt or other instruments issued in or related to the currencies of emerging market countries.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

## Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



† Performance for periods prior to 31 October 2014 reflects different investment policies.

## Fund Benchmark

JPMorgan Government Bond Index Emerging Markets Global Diversified (USD)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	0.90%	0.90%	0.90%	n/a	0.80%	0.75%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.40%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.06% <sup>3</sup>	0.06% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.51%</b>	<b>2.51%</b>	<b>2.01%</b>	<b>1.51%</b>	<b>0.91%</b>	<b>0.81%</b>	<b>0.06%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 1 September 2006.

**Distribution Frequency:** Quarterly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in emerging markets equity securities. Such emerging market countries are located in Latin America, Asia, Africa, the Middle East, and the developing countries of Europe, primarily Eastern Europe. The Fund may also invest in developed markets equity securities. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI Emerging Markets Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in emerging market countries and could be more volatile than the performance of more geographically-diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region and could be more volatile than the performance of more geographically-diversified funds.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

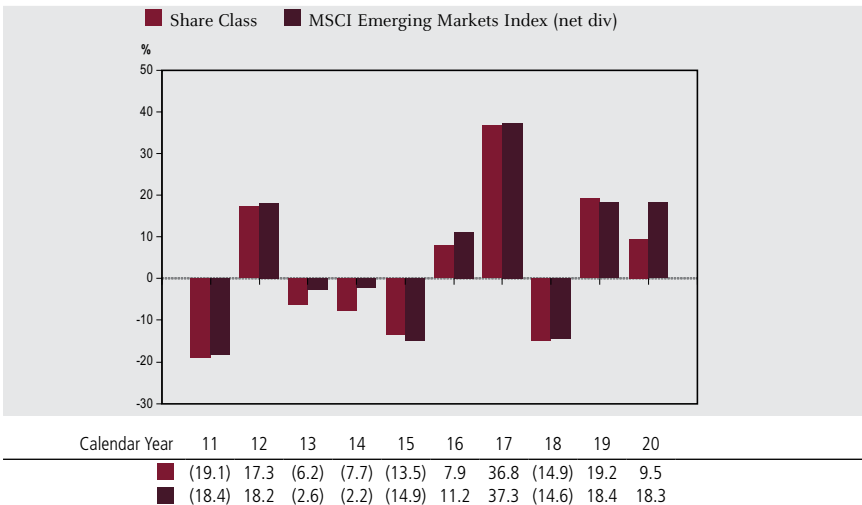
**Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in emerging markets equity securities.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



## Fund Benchmark

MSCI Emerging Markets Index (USD) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	1.15%	1.15%	1.15%	n/a	0.95%	0.90%	1.15%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.90%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	n/a	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>2.00%</b>	<b>2.75%</b>	<b>2.50%</b>	<b>2.00%</b>	<b>1.05%</b>	<b>0.95%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z shares. To the extent the "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 31 March 2021.

**Distribution Frequency:** Quarterly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in emerging markets equity securities. Such emerging market countries are located in Latin America, Asia, Africa, the Middle East, and the developing countries of Europe, primarily Eastern Europe. The Fund may also invest in developed market equity securities. The Investment Manager generally manages the Fund to maintain allocations across sectors that are similar to the Fund's index, the MSCI Emerging Markets Index (USD) and seeks to add value through stock selection based on fundamental investment analysis ("research"). The benchmark does not otherwise limit investment selection. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of companies, countries or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

In addition to guiding sector allocation, the Fund's benchmark is also indicated for performance comparison. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled “Risk Factors” for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The Fund’s performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in emerging market countries and could be more volatile than the performance of more geographically-diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund’s performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund’s performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region and could be more volatile than the performance of more geographically-diversified funds.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives’ original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund’s base currency or share class currency, changes in currency rates can affect the value of such instrument and the value



of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in emerging markets equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The Fund is newly established. Performance history and average annual returns for a full calendar year are not available.

### Fund Benchmark

MSCI Emerging Markets Index (USD) (net div)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on estimated expenses as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>EMERGING MARKETS EQUITY RESEARCH FUND</b>	
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Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.15%	1.15%	1.15%	n/a	0.95%	0.90%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.90%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>2.00%</b>	<b>2.75%</b>	<b>2.50%</b>	<b>2.00%</b>	<b>1.05%</b>	<b>0.95%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Class Z shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>†</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** Euro (€)

**Launch Date:** 15 February 2019.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Relative Value-at-Risk (VaR) Approach

### **Investment Objective and Policy**

The Fund's objective is total return, with an emphasis on current income but also considering capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in investment grade Euro corporate debt instruments (i.e., corporate debt instruments denominated in, or hedged into, Euros). The Fund may also invest in below investment grade debt instruments, government and government-related debt instruments, securitized instruments and non-Euro debt instruments, including debt instruments of issuers in emerging markets. The Fund may invest a relatively large percentage of its assets in a small number of countries, or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund is expected to use derivatives extensively for hedging and/or investment purposes, including to increase or decrease exposure to a particular market, segment of the market, or security, to manage interest rate, credit, or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund may use futures, forwards, options and swaps on eligible assets and indices as well as currencies. 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.

As part of the Management Company's risk-management process applicable to the Fund, the global exposure of the Fund is measured by a relative VaR approach, which limits the maximum VaR that the Fund can have relative to its benchmark (the Bloomberg Barclays Euro-Aggregate Corporate Index (EUR)), as determined by the Management Company taking into account the Fund's investment policy and risk profile. Please refer to the Fund's Annual Report for the VaR limits calculated for the applicable financial year. The expected level of leverage may vary between 0% and 275% (measured using the sum of the notional value of derivatives used by the Fund), based on the net asset value of the Fund. In addition, the Management Company supplementally monitors the expected level of leverage measured using the commitment approach, which may vary between 0% and 125% based on the net asset value of the Fund. Under certain circumstances, such as unusual market conditions or temporary operational factors, the level of leverage might exceed the ranges noted above.

Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty, or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty, or other entity, or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified funds. In light of the fiscal conditions and concerns on sovereign

risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.

- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Instruments subject to prepayment and/or extension can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended.
- The Fund may have a net leveraged exposure of more than 100% of its net asset value. Leverage involves investment exposure in an amount exceeding the initial investment. In transactions involving leverage, a relatively small change in an underlying indicator can lead to significantly larger losses for the Fund. Leverage can cause increased volatility by magnifying gains or losses.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.

- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (EUR) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

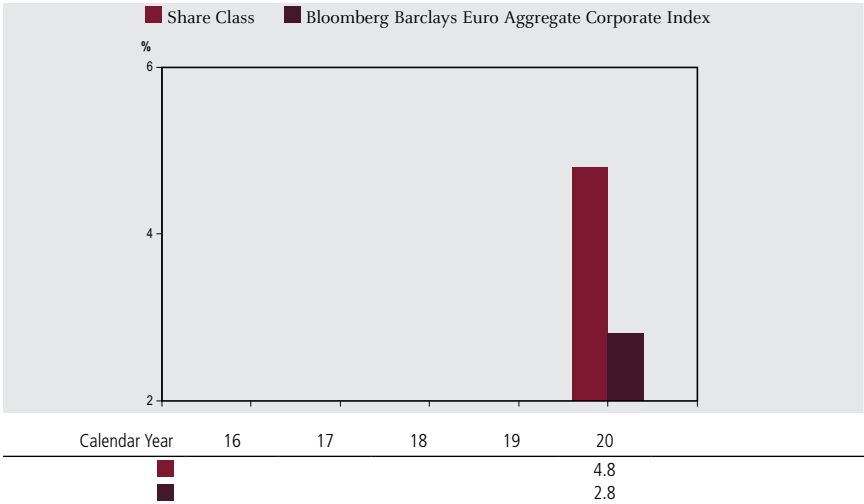
### Typical Investor Profile

- The Fund is intended for investors seeking total return with an emphasis on current income but also considering capital appreciation, through investment primarily in Euro corporate debt instruments.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – € Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



### Fund Benchmark

Bloomberg Barclays Euro-Aggregate Corporate Index (EUR)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>EURO CREDIT FUND</b>	
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<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . . . .	0.50%	0.50%	0.50%	n/a	0.45%	0.40%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.00%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.25%</b>	<b>2.25%</b>	<b>1.75%</b>	<b>1.25%</b>	<b>0.65%</b>	<b>0.55%</b>	<b>0.15%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.20% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.15% annually of the average daily net assets of the Fund's Class W shares, and 0.10% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.



**Base Currency:** Euro (€)

**Launch Date:** 1 October 2002.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in European equity securities. Some of the countries in Europe, primarily those in Eastern Europe, are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies) or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmark, the MSCI Europe Index (EUR), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the section entitled "Risk Factors" for further details and risks with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified funds. In light of the fiscal conditions and concerns on sovereign risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.
- Exposure to emerging markets, including some of the countries in Europe, primarily Eastern Europe, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (Euro) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

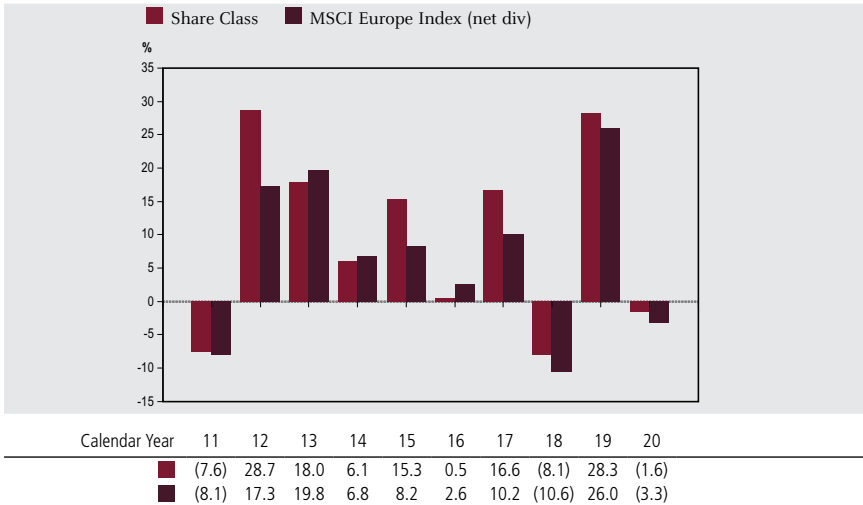
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in European equity securities.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – € Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



### Fund Benchmark

MSCI Europe Index (EUR) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	0.80%	0.75%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>2.05%</b>	<b>2.80%</b>	<b>2.55%</b>	<b>2.05%</b>	<b>1.00%</b>	<b>0.90%</b>	<b>0.15%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** Euro (€)

**Launch Date:** 12 March 1999.

**Distribution Frequency:** Quarterly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in European equity securities. Some of the countries in Europe, primarily those in Eastern Europe, are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmark, the MSCI Europe Index (EUR), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security,

issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified funds. In light of the fiscal conditions and concerns on sovereign risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.
- Exposure to emerging markets, including some of the countries in Europe, primarily Eastern Europe, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (Euro) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

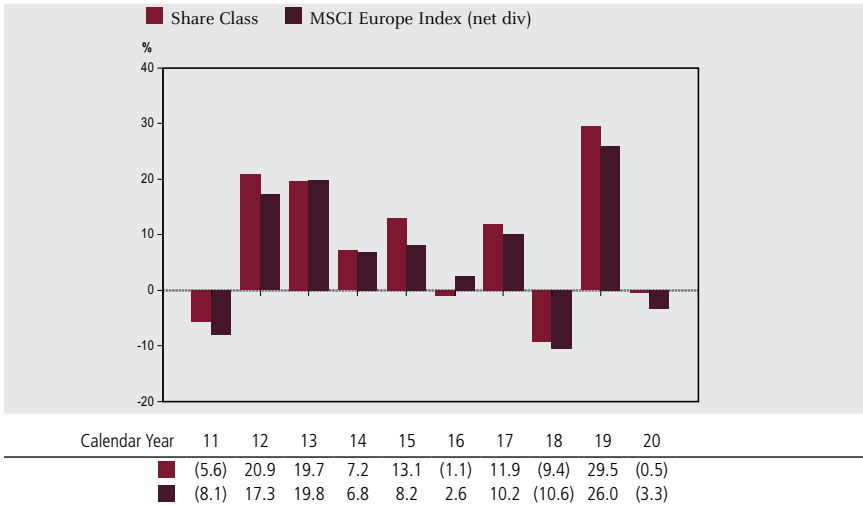
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in European equity securities.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – € Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



### Fund Benchmark

MSCI Europe Index (EUR) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	0.80%	0.75%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.16% <sup>3</sup>	0.16% <sup>3</sup>	0.12% <sup>3</sup>	0.21% <sup>3</sup>	0.10% <sup>3</sup>	0.08% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.95%</b>	<b>2.71%</b>	<b>2.46%</b>	<b>1.92%</b>	<b>1.01%</b>	<b>0.85%</b>	<b>0.08%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.



**Base Currency:** Euro (€)

**Launch Date:** 5 November 2001.

**Methodology to Calculate Global Exposure:** Commitment Approach

*Effective as of the close of trading on November 16, 2015, the European Smaller Companies Fund is closed to new accounts and/or new investors, subject to certain exceptions. Existing investors (which held Shares directly or via a Financial Intermediary holding an account with the Fund) as of the close of business on November 13, 2015 can continue to make additional purchases and reinvest distributions in the Fund in any account that held Shares of the Fund as of such date. In addition, Fund Shares may continue to be purchased by the following:*

- A Financial Intermediary that held the Fund in a discretionary model portfolio (i.e., where the model portfolio is managed by the financial intermediary) as of the close of business on November 13, 2015 may continue to purchase the Fund for new and existing discretionary clients of such model as well as add the Fund to new discretionary model portfolios. Approved or recommended lists are not considered model portfolios.*
- Retirement or similar pension plans. Participants in a plan may not open a new account outside of the plan under this exception.*
- A fund-of-funds that included the Fund as an underlying portfolio as of the close of business on November 13, 2015 may continue to purchase the Fund even if related investments are attributable to new underlying investors in the fund-of-funds. In addition, fund-of-funds' managers that included the Fund as an underlying fund in a fund-of-funds portfolio as of the close of business on November 13, 2015 may add the Fund to new fund-of-funds portfolios.*

*The Management Company reserves the right to make additional exceptions, reject any investment or limit the above exceptions, or close or re-open the Fund with immediate effect at any time without prior notice. The closing does not restrict you from redeeming Shares of the Fund.*

*Financial Intermediaries are responsible for enforcing these restrictions. The Management Company's ability to monitor Financial Intermediaries' enforcement of these restrictions is limited by operational systems and the cooperation of the Financial Intermediaries. In addition, with respect to omnibus accounts (accounts held in the name of the Financial Intermediary on behalf of multiple underlying shareholders), the Management Company's ability to monitor is also limited by the lack of information with respect to the underlying shareholder accounts.*

## Investment Objective and Policy

The Fund's objective is capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in equity securities of European smaller companies. The Investment Manager generally defines smaller market capitalization issuers as issuers with market capitalizations similar to those of issuers included in the MSCI Europe Small Mid Cap Index, the Fund's benchmark, over the last 13 months at the time of purchase. Some of the countries in Europe, primarily those in Eastern Europe, are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies) or in a combination of growth and value companies. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark is also indicated for performance comparison. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions.

The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified funds. In light of the fiscal conditions and concerns on sovereign risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.
- The equity securities of small cap companies can be more volatile than equity securities of larger companies.
- Exposure to emerging markets, including some of the countries in Europe, primarily Eastern Europe, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument

and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (Euro) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

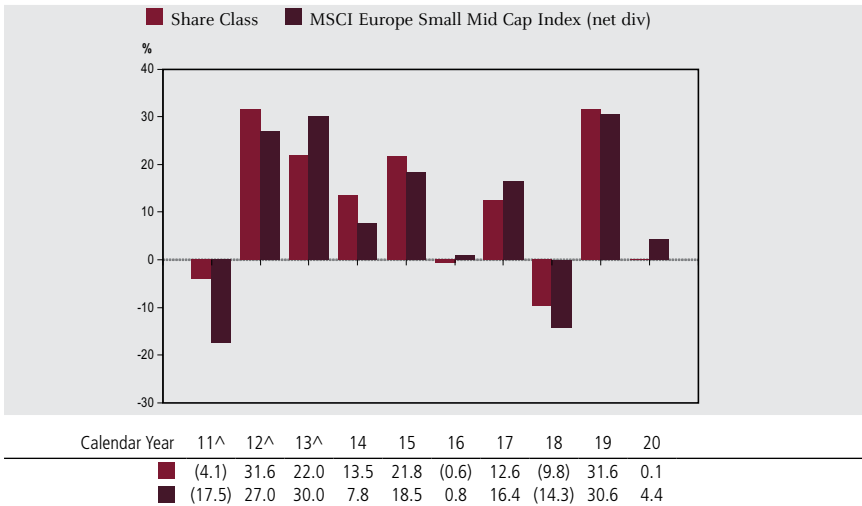
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of smaller European companies.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – € Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



<sup>^</sup> Performance for periods prior to 18 February 2013 reflects the performance of the fund's prior benchmark, MSCI European Small Cap Index (net div).

**Fund Benchmark**

MSCI Europe Small Mid Cap Index (EUR) (net div)

**Fund's Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>EUROPEAN SMALLER COMPANIES FUND</b>	
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Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	1.05%	0.85%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.23% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.20% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>2.03%</b>	<b>2.80%</b>	<b>2.55%</b>	<b>2.00%</b>	<b>1.25%</b>	<b>1.00%</b>	<b>0.15%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** Euro (€)

**Launch Date:** 1 October 2002.

**Methodology to Calculate Global Exposure:** Commitment Approach

*Effective as of the close of trading on April 20, 2015, the European Value Fund is closed to new accounts and/or new investors, subject to certain exceptions. Existing investors (which held shares directly or via a Financial Intermediary holding an account with the Fund) as of the close of business on April 17, 2015 can continue to make additional purchases and reinvest distributions in the Fund in any account that held shares of the Fund as of such date. In addition, Fund Shares may continue to be purchased by the following:*

- A Financial Intermediary that held the Fund in a discretionary model portfolio (i.e., where the model portfolio is managed by the financial intermediary) as of the close of business on April 17, 2015 may continue to purchase the Fund for new and existing discretionary clients of such model. Approved or recommended lists are not considered model portfolios.*
- Retirement or similar pension plans that offered the Fund as of close of business on April 17, 2015 may open new participant accounts within the plan. Participants in a plan may not open a new account outside of the plan under this exception.*
- A fund-of-funds that included the Fund as an underlying portfolio as of the close of business on April 17, 2015 may continue to purchase the Fund even if related investments are attributable to new underlying investors in the fund-of-funds.*

*The Management Company reserves the right to make additional exceptions, reject any investment or limit the above exceptions, or close or re-open the Fund with immediate effect at any time without prior notice. The closing does not restrict you from redeeming shares of the Fund.*

*Financial Intermediaries are responsible for enforcing these restrictions. The Management Company's ability to monitor Financial Intermediaries' enforcement of these restrictions is limited by operational systems and the cooperation of the Financial Intermediaries. In addition, with respect to omnibus accounts (accounts held in the name of the Financial Intermediary on behalf of multiple underlying shareholders), the Management Company's ability to monitor is also limited by the lack of information with respect to the underlying shareholder accounts.*

## Investment Objective and Policy

The Fund's objective is capital appreciation, measured in Euros. The Fund invests primarily (at least 70%) in European equity securities. Some of the countries in Europe, primarily those in Eastern Europe, are currently considered emerging market economies. The Fund generally focuses its investments in companies it believes to be undervalued compared to their intrinsic value (value companies). The Fund may invest in equity interests in closed-ended real estate investment trusts (REITs). The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmarks, the MSCI Europe Index (EUR) and MSCI Europe Value Index (EUR), are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Europe and could be more volatile than the performance of more geographically-diversified



funds. In light of the fiscal conditions and concerns on sovereign risk of certain European countries, which could worsen and spread, and result in a break-up of the Eurozone and Euro currency, the Fund may be subject to an increased amount of volatility, liquidity, price, and foreign exchange risk. The performance of the Fund could deteriorate significantly should reform and austerity measures by European governments to address the financial and economic problems not work, or if there are any adverse credit events in the European region (e.g. downgrade of the sovereign credit rating of a European country or a European financial institution), which may result in significant loss. European countries can be significantly affected by the tight fiscal and monetary controls that the European Economic and Monetary Union (EMU) imposes on its members, the deficit and budget issues of several EMU members and the uncertainty surrounding the Euro.

- The equity securities of companies that the Investment Manager believes are undervalued compared to their intrinsic value can continue to be undervalued for long periods of time, not realize their expected value and be more volatile than the market in general.
- Exposure to emerging markets, including some of the countries in Europe, primarily Eastern Europe, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (Euro) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The risks of investing in REITs include certain risks associated with the direct ownership of real estate and the real estate industry in general. REITs are affected by general, regional, and local economic conditions; difficulties in valuing and disposing of real estate; fluctuations in interest rates and property tax rates; shifts in zoning laws, environmental regulations, and other governmental action; cash flow dependency; increased operating

expenses; lack of availability of mortgage funds; losses due to natural disasters; overbuilding; losses due to casualty or condemnation; changes in property values and rental rates; and other factors. Many real estate-related issuers, including REITs, utilize leverage (and some may be highly leveraged), which increases investment risk and could adversely affect the issuer's operations and market value in periods of rising interest rates. The securities of smaller real estate-related issuers can be more volatile and less liquid than securities of larger issuers and their issuers can have more limited financial resources.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

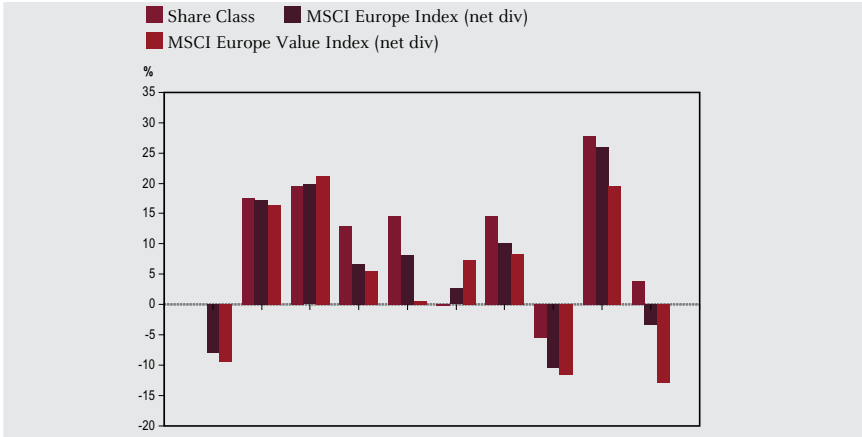
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in European equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – € Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



Calendar Year	11	12	13	14	15	16	17	18	19	20
Share Class	0.0	17.5	19.5	12.9	14.7	(0.3)	14.7	(5.5)	27.8	3.8
MSCI Europe Index (net div)	(8.1)	17.3	19.8	6.8	8.2	2.6	10.2	(10.6)	26.0	(3.3)
MSCI Europe Value Index (net div)	(9.5)	16.4	21.3	5.6	0.6	7.4	8.3	(11.6)	19.6	(12.9)

## Fund Benchmarks

*Primary Benchmark:* MSCI Europe Index (EUR) (net div)

*Secondary Benchmark:* MSCI Europe Value Index (EUR) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>EUROPEAN VALUE FUND</b>	
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Class	A	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	n/a	1.05%	0.85%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	1.80%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.18% <sup>3</sup>	0.09% <sup>3</sup>	0.07% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.95%</b>	<b>2.41%</b>	<b>1.91%</b>	<b>1.23%</b>	<b>0.94%</b>	<b>0.07%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in equity securities of companies located in developed and emerging market countries. The Fund focuses its investments in equity securities of companies located in developed market countries. The Fund generally invests in 50 or fewer companies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund generally focuses its investments in larger companies, but may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI World Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The equity securities of large cap companies can underperform the overall equity market.
- Because the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance will be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

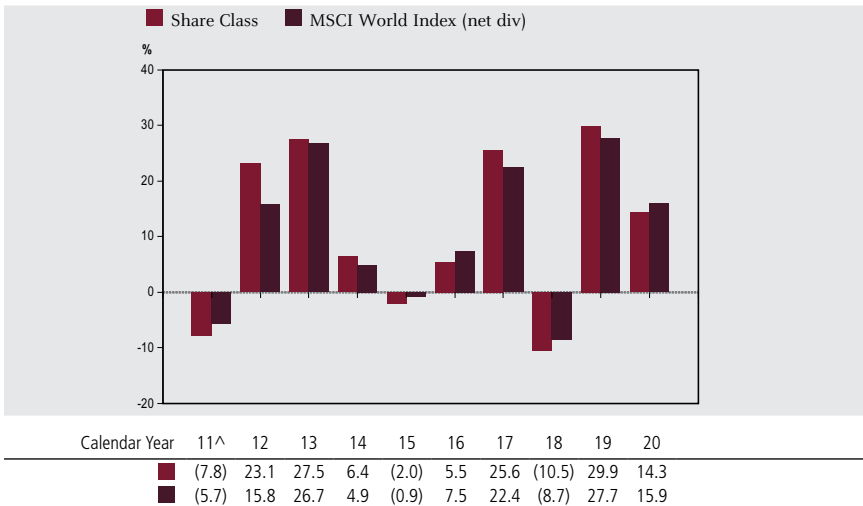
**Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



<sup>^</sup> Performance for periods prior to 22 August 2011 reflects different investment policies and the performance of the fund's prior benchmark, MSCI All Country World Growth Index (net div).

## Fund Benchmark

MSCI World Index (USD) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	1.15%	1.15%	1.15%	n/a	1.15%	0.95%	1.15%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.90%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.10% <sup>3</sup>	n/a	0.10% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>2.04%</b>	<b>2.79%</b>	<b>2.54%</b>	<b>2.15%</b>	<b>1.35%</b>	<b>1.05%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.10%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.



<b>GLOBAL CONCENTRATED FUND</b>	
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<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>†</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 22 December 2009.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Relative Value-at-Risk or "VaR"

### **Investment Objective and Policy**

The Fund's objective is total return, with an emphasis on current income, but also considering capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in debt instruments. The Fund generally focuses its investments in investment grade corporate debt instruments of issuers located in developed countries, but may also invest in below investment grade debt instruments, government and government-related debt instruments, and debt instruments of issuers located in emerging markets. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries, or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund is expected to use derivatives extensively for hedging and/or investment purposes, including 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 Fund, or as alternatives to direct investments. The Fund may use futures, forwards, options and swaps on eligible assets and indices as well as currencies. 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.

As part of the Management Company's risk-management process applicable to the Fund, the global exposure of the Fund is measured by a relative VaR approach, which limits the maximum VaR that the Fund can have relative to its benchmark (the Bloomberg Barclays Global Aggregate Credit Index (USD)), as determined by the Management Company taking into account the Fund's investment policy and risk profile. Please refer to the Fund's Annual Report for the VaR limits calculated for the applicable financial year. The expected level of leverage may vary between 0% and 275% (measured using the sum of the notional value of derivatives used by the Fund), based on the net asset value of the Fund. In addition, the Management Company supplementally monitors the expected level of leverage measured using the commitment approach, which may vary between 0% and 125% based on the net asset value of the Fund. Under certain circumstances, such as unusual market conditions or temporary operational factors, the level of leverage might exceed the ranges noted above.

Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive

investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default and may also increase liquidity risk for the Fund, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.

- The Fund may have a net leveraged exposure of more than 100% of its net asset value. Leverage involves investment exposure in an amount exceeding the initial investment. In transactions involving leverage, a relatively small change in an underlying indicator can lead to significantly larger losses for the Fund. Leverage can cause increased volatility by magnifying gains or losses.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

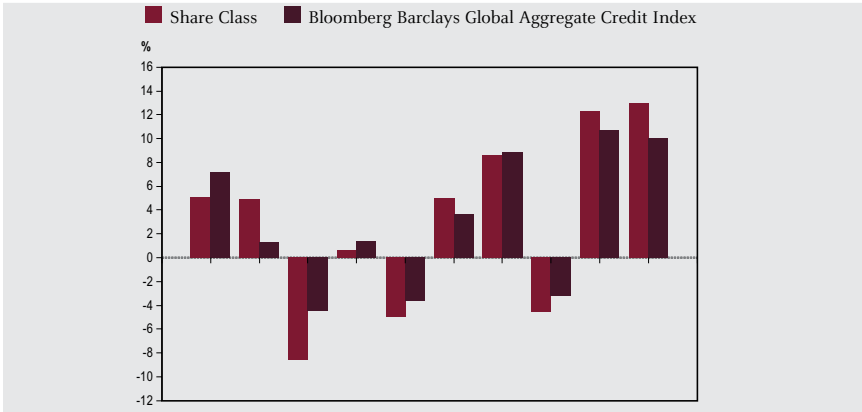
### Typical Investor Profile

- The Fund is intended for investors seeking total return through investment primarily in debt instruments of issuers located in developed countries.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



Calendar Year	11 <sup>^</sup>	12 <sup>^</sup>	13 <sup>^</sup>	14 <sup>^</sup>	15	16	17	18	19	20
	5.1	4.9	(8.6)	0.6	(5.0)	5.0	8.6	(4.6)	12.3	13.0
	7.2	1.3	(4.5)	1.4	(3.6)	3.7	8.9	(3.2)	10.7	10.0

<sup>^</sup> Performance for periods prior to 31 October 2014 reflects different investment policies and the performance of the fund’s prior benchmark, JPMorgan Global Government Bond Index (Unhedged).

**Fund Benchmark**

Bloomberg Barclays Global Aggregate Credit Index (USD)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table

below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . .	0.55%	0.55%	0.55%	n/a	0.50%	0.45%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.05%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.20%</b>	<b>2.20%</b>	<b>1.70%</b>	<b>1.20%</b>	<b>0.60%</b>	<b>0.50%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 12 March 1999.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in equity securities of companies located in developed and emerging market countries. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies,) or in a combination of growth and value companies. The Fund generally focuses its investments in larger companies, but may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI World Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

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- The equity securities of large cap companies can underperform the overall equity market.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.



- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

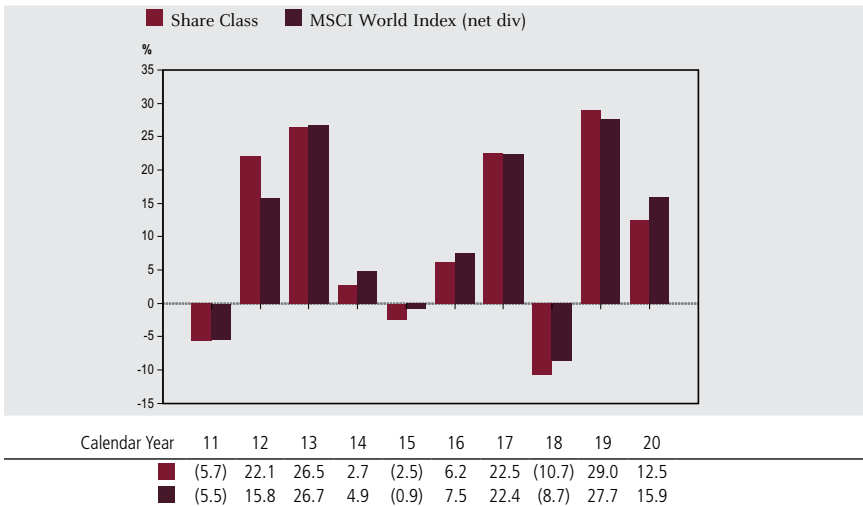
**Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



## Fund Benchmark

MSCI World Index (USD) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	1.05%	0.85%	1.05%	†
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.14% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.25% <sup>3</sup>	0.15% <sup>3</sup>	0.10% <sup>3</sup>	n/a	0.07% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.94%</b>	<b>2.66%</b>	<b>2.41%</b>	<b>2.05%</b>	<b>1.20%</b>	<b>0.95%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.07%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>†</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 22 September 2015.

**Distribution Frequency:** Quarterly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's investment objective is to seek total return through a combination of current income and capital appreciation, measured in US dollars. The Fund invests primarily (at least 70%) in equity securities of companies located in developed and emerging market countries. The Fund normally primarily invests in income-producing equity securities. The Fund invests the majority of its assets in dividend-paying common stocks, but may invest in other types of income-producing securities, including convertible securities, preferred stocks and equity interests in closed-ended real estate investment trusts (REITs) or equity securities of companies principally engaged in the real estate industry. The Fund may also invest in non-income-producing equity securities.

In selecting investments for the Fund, the Investment Manager is not constrained to any particular investment style. The Fund may invest its assets in the equity securities of companies it believes to have above average earnings growth potential compared to other companies (growth companies), in the equity securities of companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund generally focuses in larger companies, but may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of countries and/or a particular geographic region.

The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes although it may use derivatives for hedging, to increase exposure to securities or to manage currency exposure.

The Investment Manager uses a bottom-up approach to buying and selling investments for the Fund. Investments are selected primarily based on blending fundamental and quantitative research. The Investment Manager uses fundamental analysis of individual issuers and their potential in light of their financial condition, and market, economic, political, and regulatory conditions to determine a fundamental rating for an issuer. Factors considered may include analysis of an issuer's earnings, cash flows, competitive position and management ability. The Investment Manager may also consider environmental, social and governance (ESG) factors in its fundamental investment analysis. The Investment Manager uses quantitative analysis, including quantitative models that systematically evaluate an issuer's valuation, price and earnings momentum, earnings quality, and other factors to determine a quantitative rating for an issuer. The Investment Manager combines the fundamental rating with the

quantitative rating to create a blended rating for an issuer. When the Investment Manager's fundamental rating is not available, the Investment Manager treats the issuer as having a neutral fundamental rating. The Investment Manager constructs the portfolio using a portfolio optimization process that considers the blended rating as well as issuer, industry, and sector weightings, market capitalization, measures of expected volatility of the Fund's returns (e.g., predicted beta and predicted tracking error) and other factors. The portfolio managers have the discretion to adjust the inputs and parameters used in the optimization process and the Fund's portfolio holdings based on factors such as the desired portfolio characteristics and the portfolio managers' qualitative assessment of the optimization results. Third party quantitative risk models are used in the portfolio construction process.

The Fund's benchmark, the MSCI All Country World Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The equity securities of large cap companies can underperform the overall equity market.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors

can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.

- To the extent that the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions prevailing in that region.
- Convertible securities are subject to the risks of equity securities and debt instruments. The price of a convertible security may change in response to changes in the price of the underlying equity security, the credit quality of the issuer, and interest rates. In general, the price of a convertible security falls when interest rates rise and rises when interest rates fall. Convertible securities are more subject to the risks of equity securities when the underlying equity security price is near or higher than the conversion price and debt instruments when the underlying equity price is lower than the conversion price. A convertible security generally has less potential for gain or loss than the underlying equity security.
- The risks of investing in REITs include certain risks associated with the direct ownership of real estate and the real estate industry in general. REITs are affected by general, regional, and local economic conditions; difficulties in valuing and disposing of real estate; fluctuations in interest rates and property tax rates; shifts in zoning laws, environmental regulations, and other governmental action; cash flow dependency; increased operating expenses; lack of availability of mortgage funds; losses due to natural disasters; overbuilding; losses due to casualty or condemnation; changes in property values and rental rates; and other factors. Many real estate-related issuers, including REITs, utilize leverage (and some may be highly leveraged), which increases investment risk and could adversely affect the issuer's operations and market value in periods of rising interest rates. The securities of smaller real estate-related issuers can be more volatile and less liquid than securities of larger issuers and their issuers can have more limited financial resources.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- The Fund's strategy to blend fundamental and quantitative research may not produce the intended results. In addition, the Investment Manager's fundamental research is not available for all issuers.

- The Investment Manager's investment analysis, its development and use of quantitative models, and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. The quantitative models used by the Investment Manager (both proprietary and third-party) may not produce the intended results for a variety of reasons, including the factors used in the models, the weight placed on each factor in the models, changing sources of market return or market risk, and technical issues in the design, development, implementation, application and maintenance of the models (e.g., incomplete or inaccurate data, programming or other software issues, coding errors and technology failures).
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

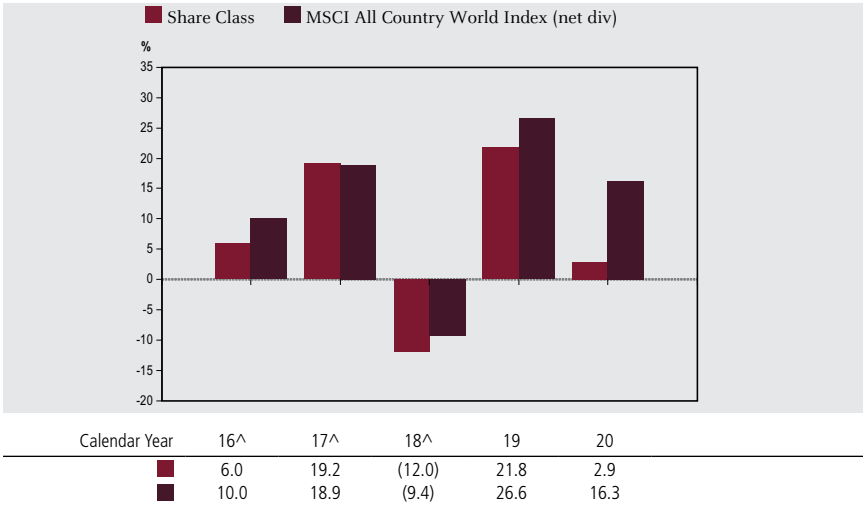
- The Fund is intended for investors seeking total return through a combination of current income and capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

## GLOBAL EQUITY INCOME FUND

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



<sup>^</sup> Performance for periods prior to 1 January 2018 reflects the performance of the fund's prior benchmark, MSCI All Country World High Dividend Yield Index (net div).

### Fund Benchmark

MSCI All Country World Index (USD) (net div)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

GLOBAL EQUITY INCOME FUND	
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Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	0.70%	0.70%	0.70%	n/a	0.60%	0.55%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.45%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.70%</b>	<b>2.45%</b>	<b>2.20%</b>	<b>1.70%</b>	<b>0.80%</b>	<b>0.70%</b>	<b>0.15%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.



**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 1 July 1997.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, with an emphasis on high current income but also considering capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in below investment grade debt instruments of issuers located in developed and emerging market countries. The Fund generally focuses its investments in corporate debt instruments, but may also invest in government or government related or other non-corporate debt instruments. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the ICE BofA Global High Yield - Constrained Index (USD Hedged), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and

other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument

and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### **Typical Investor Profile**

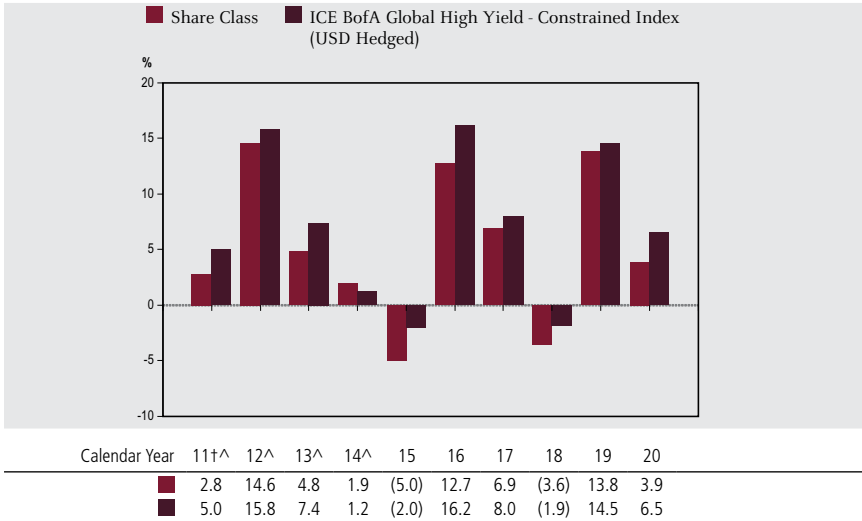
- The Fund is intended for investors seeking total return with an emphasis on high current income while also considering capital appreciation through investment primarily in below investment grade debt instruments of issuers located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### **Performance**

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

## GLOBAL HIGH YIELD FUND

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



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

^ Performance for periods prior to 15 February 2012 reflects the performance of the Bloomberg Barclays U.S. High-Yield Corporate Bond Index and performance for periods between 15 February 2012 and 31 October 2014 reflects the performance of the Bloomberg Barclays U.S. High-Yield Corporate Bond 2% Issuer Capped Index.

### Fund Benchmark

ICE BofA Global High Yield - Constrained Index (USD Hedged)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>GLOBAL HIGH YIELD FUND</b>	
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<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>S</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . .	0.75%	0.75%	0.75%	n/a	0.60%	0.55%	0.75%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.25%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.19%	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.40%</b>	<b>2.40%</b>	<b>1.90%</b>	<b>1.40%</b>	<b>0.70%</b>	<b>0.60%</b>	<b>0.94%<sup>4</sup></b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N, and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 15 February 2019.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. Dollars. The Fund invests primarily in (at least 70%) equity securities. The Fund focuses its investments in equity securities of companies located in developed market countries, but may also invest in equity securities of companies located in emerging market countries. The Fund generally focuses its investments in companies it believes to be undervalued compared to their intrinsic value. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI World Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions.

The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The equity securities of companies that the Investment Manager believes are undervalued compared to their intrinsic value can continue to be undervalued for long periods of time, not realize their expected value and be more volatile than the market in general.
- Exposure to emerging markets, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

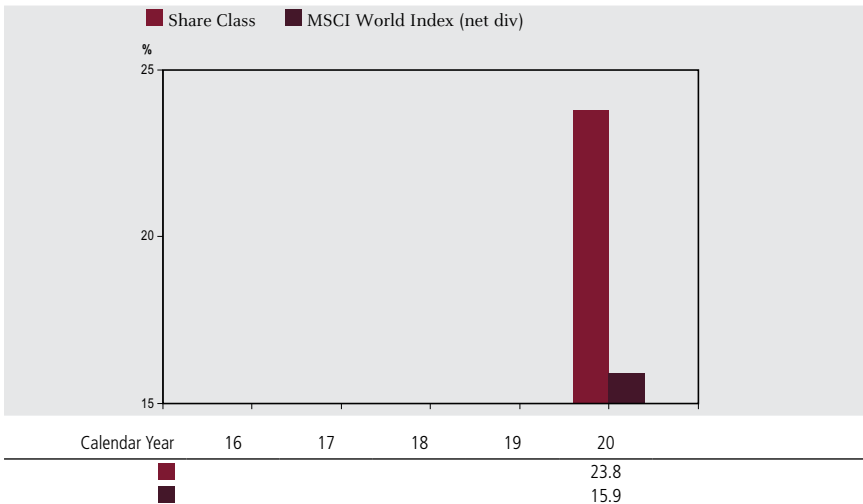
**Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.





## Fund Benchmark

MSCI World Index (USD) (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 2 December 2020.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. Dollars. The Fund invests primarily (at least 70%) in equity securities of companies located in developed and emerging market countries. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies,) or in a combination of growth and value companies. The Fund generally focuses its investments in companies with small to medium market capitalizations, but may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI All Country World Small Mid Cap Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled “Risk Factors” for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The equity securities of small and medium cap companies can be more volatile than equity securities of larger companies.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund’s performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take positions that are positively or negatively correlated to the value of the underlying indicator(s) on which the derivative is based. Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives’ original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund’s base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### **Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries with small to medium capitalizations.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### **Performance**

The Fund is newly established. Performance history and average annual returns for a full calendar year are not available.

### **Fund Benchmark**

MSCI All Country World Small Mid Cap Index (USD) (net div)

### **Fund's Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on estimated expenses as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

GLOBAL NEW DISCOVERY FUND	
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Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.85%	0.80%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.95%</b>	<b>0.85%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 12 July 2016.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Relative Value-at-Risk (VaR) Approach

### **Investment Objective and Policy**

The Fund's objective is total return, measured in U.S. dollars. The Fund will invest primarily (at least 70%) in debt instruments. The Fund normally focuses its investments in issuers located in developed markets, but may also invest in issuers located in emerging markets. The Fund will invest in corporate and government issuers, mortgage-backed securities and other securitized instruments as well as investment grade and below investment grade debt instruments. The Fund may invest a relatively large percentage of its assets in a small number of countries, or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The Fund is expected to use derivatives extensively for hedging and/or investment purposes, including to increase or decrease exposure to a particular market, segment of the market, or security, to manage interest rate, credit, or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. 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.

As part of the Management Company's risk-management process applicable to the Fund, the global exposure of the Fund is measured by a relative VaR approach, which limits the maximum VaR that the Fund can have relative to its benchmark (the Bloomberg Barclays Global Aggregate Index (USD Hedged)), as determined by the Management Company taking into account the Fund's investment policy and risk profile. Please refer to the Fund'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 Fund), based on the net asset value of the Fund. In addition, the Management Company supplementally monitors the expected level of leverage measured using the commitment approach, which may vary between 0% and 125% based on the net asset value of the Fund. Under certain circumstances, such as unusual market conditions or temporary operational factors, the level of leverage might exceed the ranges noted above.

Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings

may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests

- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region
- Instruments subject to prepayment and/or extension can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- The Fund may have a net leveraged exposure of more than 100% of its net asset value. Leverage involves investment exposure in an amount exceeding the initial investment. In transactions involving leverage, a relatively small change in an underlying indicator can lead to significantly larger losses for the Fund. Leverage can cause increased volatility by magnifying gains or losses.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

- The Fund is intended for investors seeking total return through investment in investment grade and below investment grade government and corporate



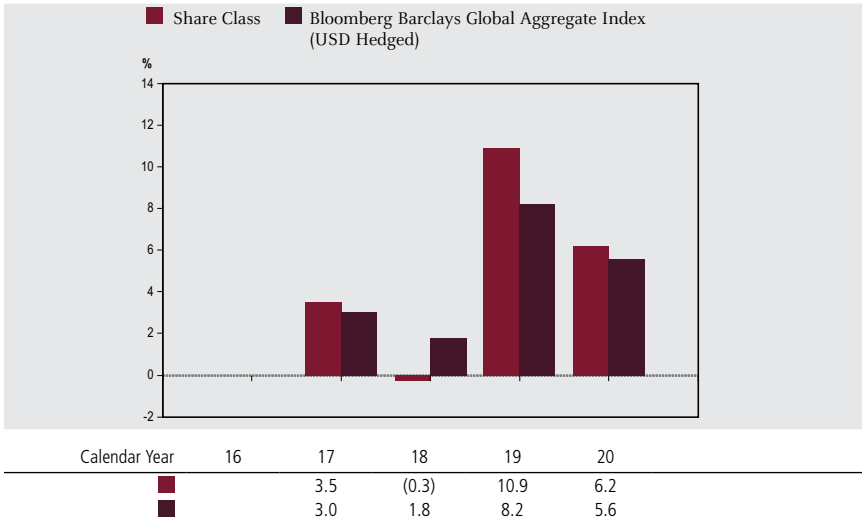
bonds, mortgage-backed securities and other securitized instruments and who understand and are comfortable with the risks and returns from a strategy which uses derivatives to adjust the risk profile of the Fund.

- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – \$ Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



**Fund Benchmark**

Bloomberg Barclays Global Aggregate Index (USD Hedged)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	0.55%	0.55%	0.55%	n/a	0.50%	0.45%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.05%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.20%</b>	<b>2.20%</b>	<b>1.70%</b>	<b>1.20%</b>	<b>0.65%</b>	<b>0.55%</b>	<b>0.10%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N, P and W shares and 0.10% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in equity securities of companies located in developed and emerging market countries. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of companies. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmark, the MSCI All Country World Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

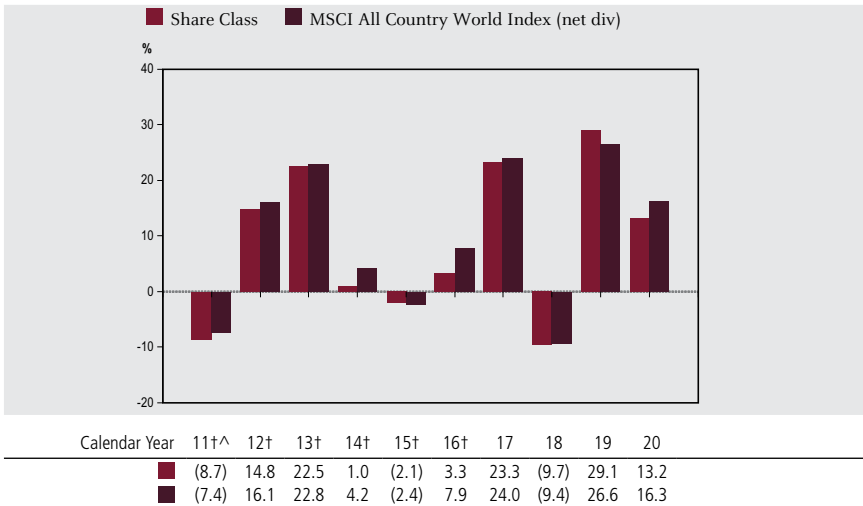
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in equity securities of companies located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



† Performance for periods prior to 29 June 2016 reflects different investment policies.

^ Performance for periods prior to 22 August 2011 reflects the performance of the fund’s prior benchmark, MSCI EAFE (Europe, Australasia, Far East) Index (net div).

**Fund Benchmark**

MSCI All Country World Index (USD) (net div)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets

and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	1.00%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	n/a	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Distribution Frequency:** Quarterly or annually, depending on selected share class

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, measured in U.S. dollars. The Fund invests in a combination of equity securities and debt instruments of issuers located in developed and emerging market countries. Historically the Fund has invested approximately 60% of its assets in equity securities and 40% of its assets in debt instruments, but these allocations may vary generally between 50% and 75% in equity securities and 25% and 50% in debt instruments. The Fund generally focuses its equity investments in larger companies it believes to be undervalued compared to their perceived worth (value companies), and normally invests a portion of its assets in income-producing equity securities. Equity investments are selected primarily based on fundamental analysis of individual issuers and instruments, which may consider quantitative screening tools. A segment of equity investments is selected based on blending the results of fundamental analysis of individual issuers, and quantitative research based on models that systematically evaluate issuers. For this segment, the Investment Manager combines the fundamental rating with the quantitative rating to create a blended rating for an issuer. When Investment Manager's fundamental rating is not available, the Investment Manager treats the issuer as having a neutral fundamental rating.

The Fund generally focuses its debt investments in corporate, government and mortgage-backed debt instruments. The Fund invests substantially all of its debt investments in investment grade debt instruments. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region.

The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's custom blended benchmark is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed

within its objective and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Instruments subject to prepayment and/or extension can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended.
- The equity securities of large cap companies can underperform the overall equity market.
- The equity securities of value companies can continue to be undervalued for long periods of time and not realize their expected value and can be more volatile than the market in general.



- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- To the extent the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in that region.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis, its development and use of quantitative models, and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. The quantitative models used by the Investment Manager (both proprietary and third-party) may not produce the intended results for a variety of reasons, including the factors used in the models, the weight placed on each factor in the models, changing sources of market return or market risk, and technical issues in the design, development, implementation, application and maintenance of the models (e.g., incomplete or inaccurate data, programming or other software issues, coding errors and technology failures).
- The Fund's strategy to blend fundamental and quantitative research for a segment of its equity investments may not produce the intended results. In addition, the Investment Manager's fundamental research is not available for all issuers.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

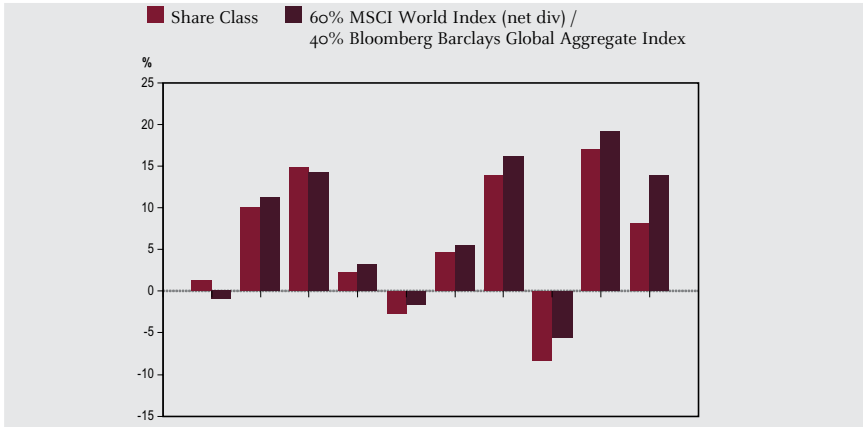
**Typical Investor Profile**

- The Fund is intended for investors seeking total return through investment in a combination of equity securities and debt instruments of issuers located in developed and emerging market countries.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



Calendar Year 11 12 13 14 15 16 17 18 19 20

■	1.3	10.1	14.8	2.2	(2.7)	4.6	13.9	(8.3)	17.0	8.2
■	(0.9)	11.3	14.2	3.2	(1.6)	5.5	16.2	(5.5)	19.1	13.9

**Fund Benchmark**

60% MSCI World Index (net div) / 40% Bloomberg Barclays Global Aggregate Index (USD)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	1.05%	0.75%	1.05%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.25% <sup>3</sup>	0.17% <sup>3</sup>	0.14% <sup>3</sup>	n/a	0.10% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>2.05%</b>	<b>2.69%</b>	<b>2.44%</b>	<b>2.05%</b>	<b>1.22%</b>	<b>0.89%</b>	<b>1.00%<sup>4</sup></b>	<b>0.10%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return that exceeds the rate of inflation as measured in the U.S. over the long term, measured in U.S. dollars. The Fund invests primarily (at least 70%) in inflation-adjusted debt instruments. The Fund invests primarily in U.S. Treasury inflation-adjusted debt instruments, but may also invest in (i) inflation-linked swaps, (ii) inflation-adjusted debt instruments issued by other U.S. and foreign government and corporate entities and (iii) non-inflation-adjusted debt instruments, including corporate bonds and securitized instruments. The Fund invests substantially all of its assets in investment grade debt instruments. The Fund may invest a relatively large percentage of its assets in a small number of issuers. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the Bloomberg Barclays U.S. Treasury Inflation Protected Securities Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant, however, factors such as a low volatility environment, high correlation among issuers or lack of attractive investment opportunities outside the benchmark may limit the Fund's ability to achieve performance differentiation versus the benchmark for a given period.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled “Risk Factors” for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- The Fund’s performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically-diversified funds.
- Because the Fund focuses its investments on U.S. Treasury inflation-adjusted debt instruments, the Fund’s performance will be closely tied to that one issuer, and could be more volatile than the performance of more diversified funds.
- Interest payments on inflation-adjusted debt instruments can be unpredictable and vary based on the level of inflation. If inflation is negative, principal and income can both decline.
- Instruments subject to prepayment and/or extension can reduce the potential for gain for the instrument’s holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives’ original cost and can involve leverage.

- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

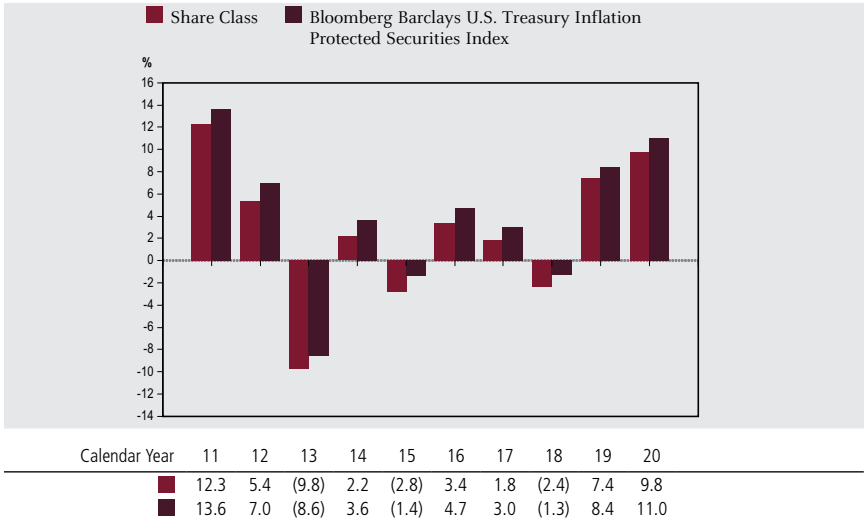
- The Fund is intended for investors seeking total return through investment primarily in inflation-adjusted debt instruments, but also in non-inflation-adjusted debt instruments, including corporate bonds and securitized instruments.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

## INFLATION-ADJUSTED BOND FUND

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



### Fund Benchmark

Bloomberg Barclays U.S. Treasury Inflation Protected Securities Index (USD)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>INFLATION-ADJUSTED BOND FUND</b>	
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<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>S</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . .	0.50%	0.50%	0.50%	n/a	0.50%	0.45%	0.50%	‡
Distribution Fees <sup>1</sup> . . . . .	0.40%	1.00%	1.00%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	0.90%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.05% <sup>3</sup>	0.25%	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>0.98%</b>	<b>2.08%</b>	<b>1.58%</b>	<b>0.98%</b>	<b>0.58%</b>	<b>0.50%</b>	<b>0.75%<sup>4</sup></b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.08% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.



**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 1 August 2007.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in Japanese equity securities. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of companies. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI Japan Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of

these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Japan and could be more volatile than the performance of more geographically-diversified funds.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

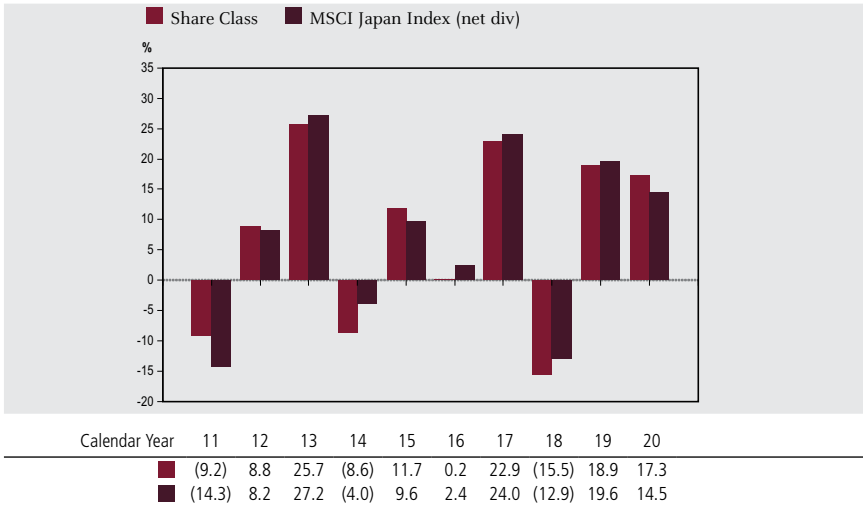
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in Japanese equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



### Fund Benchmark

MSCI Japan Index (USD) (net div)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>†</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 March 2009.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in Latin American equity securities. Latin America includes South America, Central America, the Caribbean, and Mexico. All of the countries in the Latin American region are currently considered emerging market economies. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies) or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of the Fund's assets in a small number of countries and/or a particular geographic region, or in a small number of companies. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the MSCI Emerging Markets Latin America 10-40 Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant, however, factors such as a low volatility environment, high correlation among issuers or lack of attractive investment opportunities outside the benchmark may limit the Fund's ability to achieve performance differentiation versus the benchmark for a given period.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled “Risk Factors” for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The Fund’s performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in Latin America and could be more volatile than the performance of more geographically-diversified funds.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund’s performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- Exposure to emerging markets, including the countries in Latin America, can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives’ original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund’s base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager’s investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with

similar investment strategies and/or underperforming the markets in which the Fund invests.

- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

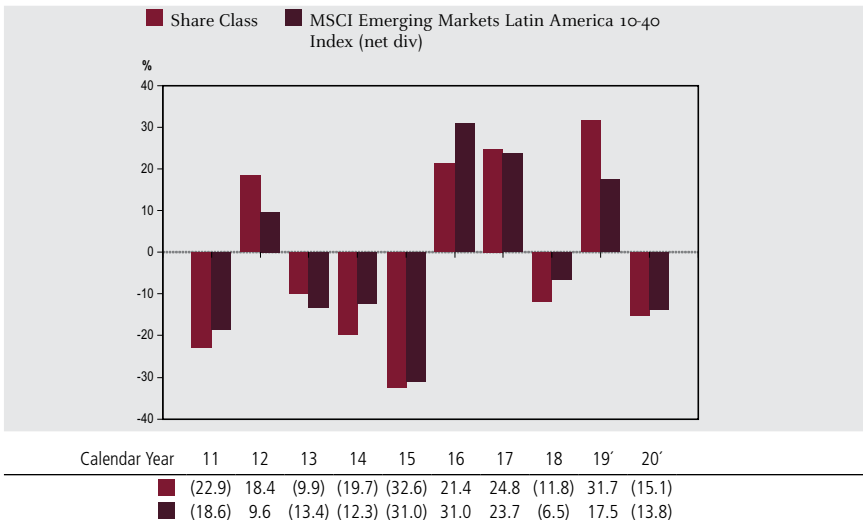
**Typical Investor Profile**

- The Fund is intended for investors seeking capital appreciation through investment primarily in Latin American equity securities.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



## LATIN AMERICAN EQUITY FUND

<sup>\*</sup> Performance shown reflects proceeds received from a non-recurring litigation settlement against an issuer, which, if not included, would have resulted in a significantly lower return.

### Fund Benchmark

MSCI Emerging Markets Latin America 10-40 Index (USD) (net div)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.15%	1.15%	1.15%	n/a	0.95%	0.90%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.90%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>2.00%</b>	<b>2.75%</b>	<b>2.50%</b>	<b>2.00%</b>	<b>1.05%</b>	<b>0.95%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>†</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.



**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, with an emphasis on current income but also considering capital preservation, measured in U.S. dollars. The Fund invests primarily in debt instruments issued in U.S. dollars, including U.S. and non-U.S. corporate, government, and mortgage-backed securities and other securitized instruments. The Fund invests substantially all of its assets in investment grade debt instruments. The average maturity of the 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 Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the Bloomberg Barclays 1-3 Year U.S. Government / Credit Bond Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- During periods of low or negative interest rates, the Fund's ability to earn income on its investments will be reduced. If the annual ongoing charges of a Class are greater than income, this may result in losses to investors in the Class as a result of a decline in net asset value, and no distributions will be paid to investors in the Class. Low or negative interest rates may persist for an extended period of time.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Instruments subject to prepayment and/or extension can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the currency of a Fund share class, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

LIMITED MATURITY FUND

- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

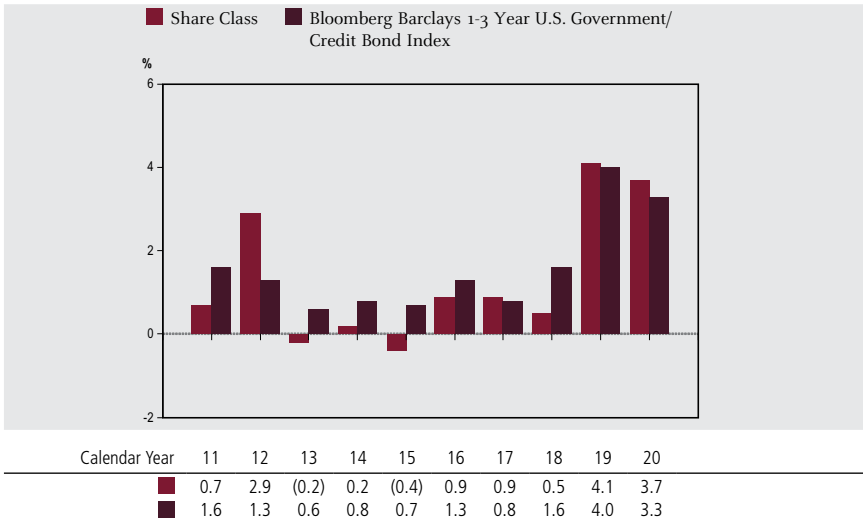
**Typical Investor Profile**

- The 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.
- The Fund is intended as a long term investment. Investors’ risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



## Fund Benchmark

Bloomberg Barclays 1-3 Year U.S. Government / Credit Bond Index (USD)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	0.60%	0.60%	0.60%	n/a	0.50%	0.45%	0.60%	‡
Distribution Fees <sup>1</sup> . . . . .	0.40%	1.00%	1.00%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.00%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.10%	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.14%</b>	<b>2.24%</b>	<b>1.74%</b>	<b>1.14%</b>	<b>0.60%</b>	<b>0.50%</b>	<b>0.70%<sup>4</sup></b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 22 September 2015.

**Methodology to Calculate Global Exposure:** Absolute Value-at-Risk (“VaR”) Approach

### **Investment Objective and Policy**

The Fund’s investment objective is to seek total return measured in U.S. Dollars. The Fund seeks to generate returns by (i) investing in individual securities, normally focusing on equity securities of companies in developed and emerging markets, and (ii) using a tactical asset allocation overlay primarily using derivative instruments to seek to decrease the volatility of the Fund’s returns relative to the global equity markets as represented by the MSCI World Index (net div), by reducing the Fund’s exposure to the equity and/or currency markets associated with the investments held in the Fund’s portfolio and also to potentially expose the Fund to asset classes and/or markets in which the Fund has little or no exposure (e.g., below-investment-grade debt instruments). In addition, the Fund may seek to limit its exposure to certain extreme market events.

In selecting individual investments for the Fund, the Fund normally focuses its investments in U.S. equity securities, but will also invest in non-U.S. equity securities, including emerging markets securities. The Fund generally focuses its equity investments in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in the equity securities of companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

In selecting individual investments, the 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 Fund, or as alternatives to direct investments. 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. It is expected that the Fund will generally have lower volatility than the overall equity market and will generally underperform the equity markets during periods of rising equity markets.

After taking into account the tactical asset allocation overlay, the Fund’s total market exposure will normally be between 10% and 90% of the Fund’s assets. (The Fund’s total market exposure includes the Fund’s exposure to the equity market through its portfolio investments and exposure to any other markets through the tactical overlay.) When the Investment Manager’s assessment of

the relative attractiveness of asset classes and markets is neutral, the Fund's exposure to the equity market is expected to be approximately 50% of the Fund's assets. The Fund's tactical asset allocation process will typically make extensive use of derivatives.

As part of the Management Company's risk-management process applicable to the Fund, the global exposure of the Fund is measured by the absolute VaR approach, which limits the maximum VaR that the Fund can have relative to its net asset value, as determined by the Management Company taking into account the Fund's investment policy and risk profile. Please refer to the Fund's Annual Report for the VaR limits calculated for the applicable financial year. The expected level of leverage may vary between 0% and 200% (measured using the sum of the notional value of derivatives used by the Fund), based on the net asset value of the Fund. In addition, the Management Company supplementally monitors the expected level of leverage measured using the commitment approach, which may vary between 0% and 100% based on the net asset value of the Fund. Under certain circumstances, such as unusual market conditions or temporary operational factors, the level of leverage might exceed the ranges noted above.

In light of the Fund's principal investment strategies, the Investment Manager believes it is reasonable to compare the Fund's performance (net of Fund expenses) over a full market cycle relative to the performance of (i) the MSCI World Index (net div) and (ii) the ICE BofA 0-3 Month U.S. Treasury Bill Index (USD) plus 2% to 4%. The Investment Manager does not seek to achieve a specific rate of return in managing the Fund and there is no assurance that the Fund will outperform these indices over the long term or for any year or period of years. The Fund's benchmarks are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## Key Risks

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The Fund's strategy to use a tactical asset allocation overlay to reduce its exposure to the equity and/or currency markets and to potentially expose the Fund to asset classes and/or markets in which the portfolio has little or no exposure may not produce the intended results. There is no assurance that the Fund will be less volatile than the overall equity market over the long term or for any year or period of years. In addition, the strategies the Investment Manager may implement to limit the Fund's exposure to certain extreme market events may not work as intended, and the costs associated with such strategies will reduce the Fund's returns. It is expected that the Fund will generally underperform the equity markets during periods of strong, rising equity markets.
- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty, or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty, or other entity, or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Instruments subject to prepayment and/or extension can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended.

- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Leverage involves investment exposure in an amount exceeding the initial investment. In transactions involving leverage, a relatively small change in an underlying indicator can lead to significantly larger losses for the Fund. Leverage can cause increased volatility by magnifying gains or losses.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Transactions involving a counterparty or third party other than the issuer of the instrument are subject to the credit risk of the counterparty or third party, and to the counterparty's or third party's ability or willingness to perform in accordance with the terms of the transaction.
- The Investment Manager's investment analysis, its development and use of quantitative models, and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. The quantitative models used by the Investment Manager (both proprietary and third-party) may not produce the intended results for a variety of reasons, including the factors used in the models, the weight placed on each factor in the models, changing sources of market return or market risk, and technical issues in the design, development, implementation, application and maintenance of the models (e.g., incomplete or inaccurate data, programming or other software issues, coding errors and technology failures).
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies.



## MANAGED WEALTH FUND

- There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.

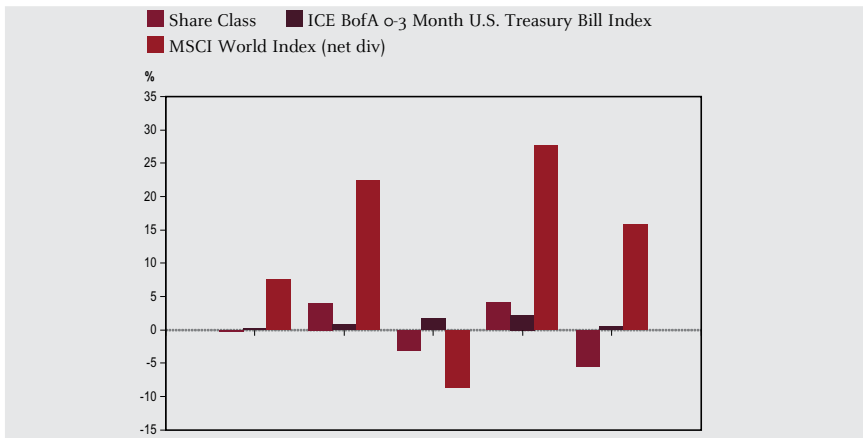
### Typical Investor Profile

- The Fund is intended for investors seeking total return through investment in equity securities of issuers located in developed and emerging market countries and who understand and are comfortable with the risks and returns from a strategy which uses derivatives to adjust the risk profile of the Fund.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



Calendar Year	16t#	17t#	18t#	19t#	20t#
Share Class	(0.3)	4.0	(3.1)	4.2	(5.6)
ICE BofA 0-3 Month U.S. Treasury Bill Index	0.2	0.8	1.8	2.2	0.5
MSCI World Index (net div)	7.5	22.4	(8.7)	27.7	15.8

<b>MANAGED WEALTH FUND</b>	
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<sup>†</sup> Performance for periods prior to 18 September 2020 reflects different investment policies.

<sup>#</sup> Secondary Benchmark performance for periods prior to 18 September 2020 reflects the performance of the fund's prior benchmark, MSCI All Country World Index (net div).

## Fund Benchmarks

*Primary Benchmark:* ICE BofA 0-3 Month U.S. Treasury Bill Index (USD)

*Secondary Benchmark:* MSCI World Index (net div)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.80%	0.75%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.21% <sup>3</sup>	0.16% <sup>3</sup>	0.16% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.86%</b>	<b>2.61%</b>	<b>2.36%</b>	<b>1.86%</b>	<b>1.01%</b>	<b>0.91%</b>	<b>0.16%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<b>MANAGED WEALTH FUND</b>	
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<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Distribution Frequency:** Quarterly or annually, depending on selected share class

**Launch Date:** 3 November 2016.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, measured in U.S. dollars. The Investment Manager normally invests the Fund's assets across different asset classes, including equity securities, debt instruments, and cash and cash-equivalent instruments, based on its view of the relative value of different types of securities and/or other market conditions. The Investment Manager expects the Fund's allocations among asset classes will normally fall within the following ranges: 50% to 90% in equity securities, 10% to 30% in fixed income instruments (excluding short-term U.S. government securities) and 0% to 40% in cash and cash-equivalent instruments and short-term U.S. government securities. However, the Fund may invest outside of these ranges and its exposure to these asset classes may vary significantly from time to time. The Investment Manager seeks to reduce the volatility of the Fund's returns relative to the global equity markets, as represented by the MSCI World Index (USD).

With respect to its equity investments, the Fund may invest in issuers located in developed and emerging market countries. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund generally focuses its equity investments in larger companies, but may invest in companies of any size.

With respect to its debt investments (excluding short-term U.S. government securities), the Fund normally invests in corporate debt instruments but may also invest in government securities and securitized instruments of developed and emerging market issuers. The Fund may invest its debt investments without limit in below-investment-grade issuers and may invest a relatively large percentage of these investments in a small number of issuers.

The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

In light of the Fund's principal investment strategy, the Investment Manager believes it is reasonable to compare the Fund's performance (net of Fund expenses) over a full market cycle relative to the performance of (i) the MSCI World Index (USD) and (ii) the ICE BofA U.S. Dollar LIBOR (3 M Constant Maturity) (USD) plus 3% to 5%. The Fund's benchmarks are indicated for performance (including volatility) comparison only. The Investment Manager does not seek to achieve a specific rate of return in managing the Fund and there is no assurance that the Fund will outperform these indices over the long term or for any year or period of years. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The equity securities of large cap companies can underperform the overall equity market.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty, or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty, or other entity, or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already

be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.

- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- To the extent that the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions prevailing in that region and could be more volatile than the performance of more geographically diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the

Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. There is no assurance that the Fund will have a positive rate of return or be less volatile than the global equity markets over the long term or for any year or period of years. It is expected that the Fund will generally underperform the equity markets during periods of strong, rising equity markets.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

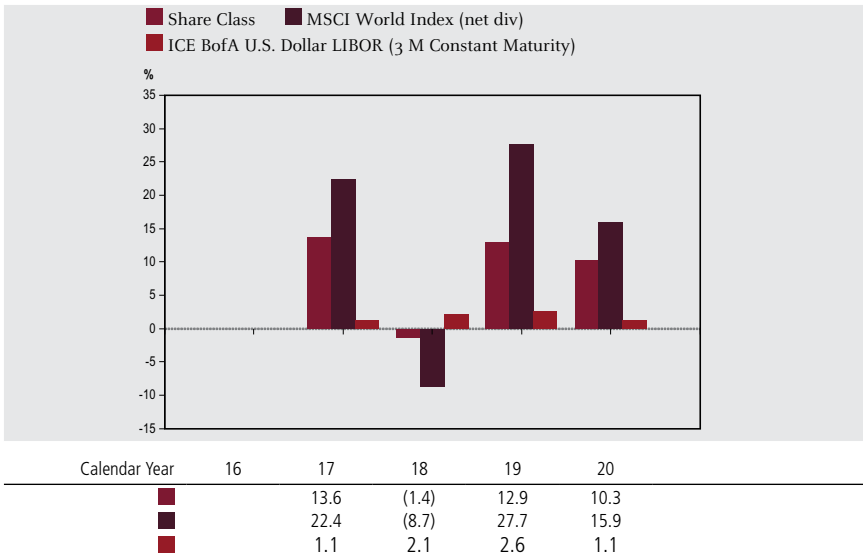
### Typical Investor Profile

- The Fund is intended for investors seeking total return through an investment that normally focuses in equity securities of issuers located in developed and emerging market countries, while also investing in debt instruments.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmarks is also shown.



**Fund Benchmark**

*Primary Benchmark:* MSCI World Index (USD) (net div)

*Secondary Benchmark:* ICE BofA U.S. Dollar LIBOR (3 M Constant Maturity) (USD)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.



<b>PRUDENT CAPITAL FUND</b>	
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<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>S</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	0.80%	0.75%	1.05%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.25% <sup>3</sup>	0.12% <sup>3</sup>	0.12% <sup>3</sup>	0.18% <sup>3</sup>	0.20% <sup>3</sup>	0.10% <sup>3</sup>	n/a	0.12% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>2.05%</b>	<b>2.67%</b>	<b>2.42%</b>	<b>1.98%</b>	<b>1.00%</b>	<b>0.85%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.12%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 4 March 2008.

**Methodology to Calculate Global Exposure:** Commitment Approach

*Effective as of August 1, 2016, the Prudent Wealth Fund is closed to new investors, subject to certain exceptions. Existing investors (which held Shares directly or via a Financial Intermediary holding an account with the Fund) as of the close of business on July 29, 2016 can continue to make additional purchases and reinvest distributions in the Fund. In addition, Fund Shares may continue to be purchased by the following:*

- *A Financial Intermediary that held the Fund in a discretionary model portfolio (i.e., where the model portfolio is managed by the financial intermediary) as of the close of business on July 29, 2016 may continue to purchase the Fund for new and existing discretionary clients of such model. Approved or recommended lists are not considered model portfolios.*
- *Retirement or similar pension plans that offered the Fund as of close of business on July 29, 2016 may open new participant accounts within the plan. Participants in a plan may not open a new account outside of the plan under this exception.*
- *A fund-of-funds that included the Fund as an underlying portfolio as of the close of business on July 29, 2016 may continue to purchase the Fund even if related investments are attributable to new underlying investors in the fund-of-funds.*

*The Management Company reserves the right to make additional exceptions, reject any investment or limit the above exceptions, or close or re-open the Fund with immediate effect at any time without prior notice. The closing does not restrict you from redeeming Shares of the Fund.*

*Financial Intermediaries are responsible for enforcing these restrictions. The Management Company's ability to monitor Financial Intermediaries' enforcement of these restrictions is limited by operational systems and the cooperation of the Financial Intermediaries. In addition, with respect to omnibus accounts (accounts held in the name of the Financial Intermediary on behalf of multiple underlying shareholders), the Management Company's ability to monitor is also limited by the lack of information with respect to the underlying shareholder accounts.*

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund normally focuses its investments in equity securities of issuers located in developed and emerging market countries, however the Fund may invest without limit in debt instruments of corporate and government issuers, as well as cash and

cash-equivalent instruments, based on the Investment Manager's view of the relative value of different types of securities and/or other market conditions. The Investment Manager seeks to reduce the volatility of the Fund's returns relative to the global equity markets, as represented by the MSCI World Index (USD). The Fund generally focuses its equity investments in companies it believes to be undervalued compared to their perceived worth (value companies). The Fund may invest in companies of any size. The Fund may invest in below investment grade debt instruments. The Fund may invest a relatively large percentage of its assets in a small number of issuers. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

In light of the Fund's principal investment strategy, the Investment Manager believes it is reasonable to compare the Fund's performance (net of Fund expenses) over a full market cycle relative to the performance of (i) the MSCI World Index (USD) and (ii) the ICE BofA U.S. Dollar LIBOR (3 M Constant Maturity) (USD) plus 3% to 5%. The Fund's benchmarks are indicated for performance (including volatility) comparison only. The Investment Manager does not seek to achieve a specific rate of return in managing the Fund and there is no assurance that the Fund will outperform these indices over the long term or for any year or period of years. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

## **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- The equity securities of value companies can continue to be undervalued for long periods of time and not realize their expected value and can be more volatile than the market in general.
- To the extent that the Fund invests a relatively large percentage of its assets in a single region, the Fund's performance would be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions prevailing in that region and could be more volatile than the performance of more geographically diversified funds.

- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests. There is no assurance that the Fund will have a positive rate of return or will be less volatile than the global equity markets over the long term or for any year or period of years. It is expected that the Fund will generally underperform the equity markets during periods of strong, rising equity markets.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment in a combination of equity securities and debt instruments with a normal focus on equity securities.

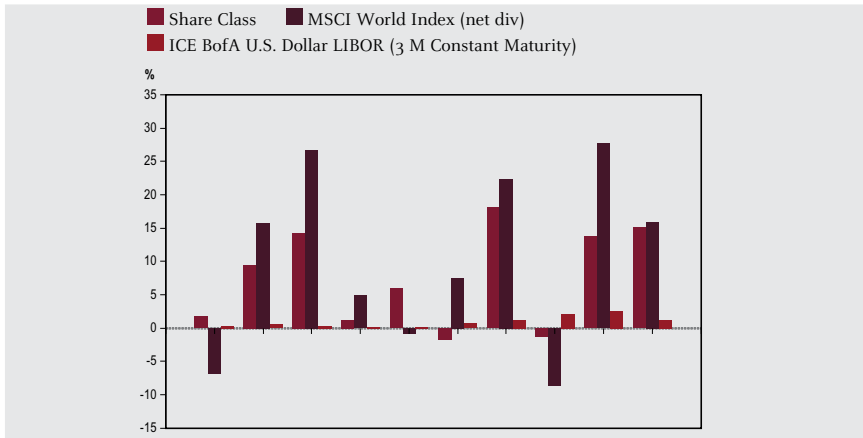
## PRUDENT WEALTH FUND

- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



Calendar Year	11† <sup>^</sup>	12	13	14	15	16	17	18	19	20
Share Class	1.7	9.4	14.2	1.1	6.0	(1.8)	18.1	(1.2)	13.7	15.1
MSCI World Index (net div)	(6.9)	15.8	26.7	4.9	(0.9)	7.5	22.4	(8.7)	27.7	15.9
ICE BofA U.S. Dollar LIBOR (3 M Constant Maturity)	0.3	0.5	0.3	0.2	0.2	0.7	1.1	2.1	2.6	1.1

† Performance for periods prior to 31 January 2011 reflects different investment policies.

<sup>^</sup> Primary Benchmark performance for periods prior to 1 February 2011 reflects the performance of the fund's prior benchmark, 70% Bloomberg Barclays Global Aggregate Bond Index/30% MSCI World Index (net div).

## Fund Benchmarks

*Primary Benchmark:* MSCI World Index (USD) (net div)

*Secondary Benchmark:* ICE BofA U.S. Dollar LIBOR (3 M Constant Maturity) (USD)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.15%	1.15%	1.15%	n/a	1.15%	0.95%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.90%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.12% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.11% <sup>3</sup>	0.14% <sup>3</sup>	0.08% <sup>3</sup>	0.07% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>2.02%</b>	<b>2.76%</b>	<b>2.51%</b>	<b>2.01%</b>	<b>1.29%</b>	<b>1.03%</b>	<b>0.07%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** Sterling (£)

**Launch Date:** 27 February 2006.

**Distribution Frequency:** Semiannual

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in Sterling. The Fund invests primarily (at least 70%) in U.K. equity securities. The Fund may also invest in other equity securities, including other European equity securities. The Fund may invest in companies it believes to have above average earnings growth potential compared to other companies (growth companies), in companies it believes are undervalued compared to their perceived worth (value companies), or in a combination of growth and value companies. The Fund may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of companies. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmark, the FTSE All-Share 5% Capped Index (GBP), is indicated for performance comparison only. The Fund is actively managed within its objectives and is not constrained by the benchmark. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these



conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.K. and could be more volatile than the performance of more geographically-diversified funds.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (GBP) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

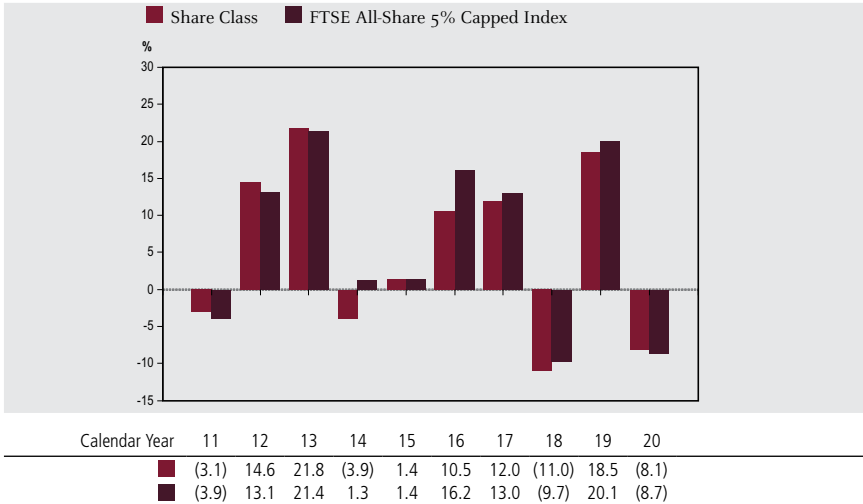
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in U.K. equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – £ Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



**Fund Benchmark**

FTSE All-Share 5% Capped Index (GBP)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency

denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	Z
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg *taxe d'abonnement*) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 12 March 1999.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in U.S. equity securities. The Fund may also invest in non-U.S. equity securities. The Fund generally invests in 50 or fewer companies. The Fund generally focuses its investments in companies it believes to have above average earnings growth potential compared to other companies (growth companies). The Fund generally focuses its investments in larger companies, but may invest in companies of any size. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmarks, the Russell 1000<sup>®</sup> Growth Index (USD) and Standard & Poor's 500 Stock Index (USD), are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security,

issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically-diversified funds.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of issuers, the Fund's performance could be closely tied to those issuers, and could be more volatile than the performance of more diversified funds.
- The equity securities of large cap companies can underperform the overall equity market.
- The equity securities of growth companies can be more sensitive to the company's earnings and more volatile than the market in general.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in U.S. equity securities.

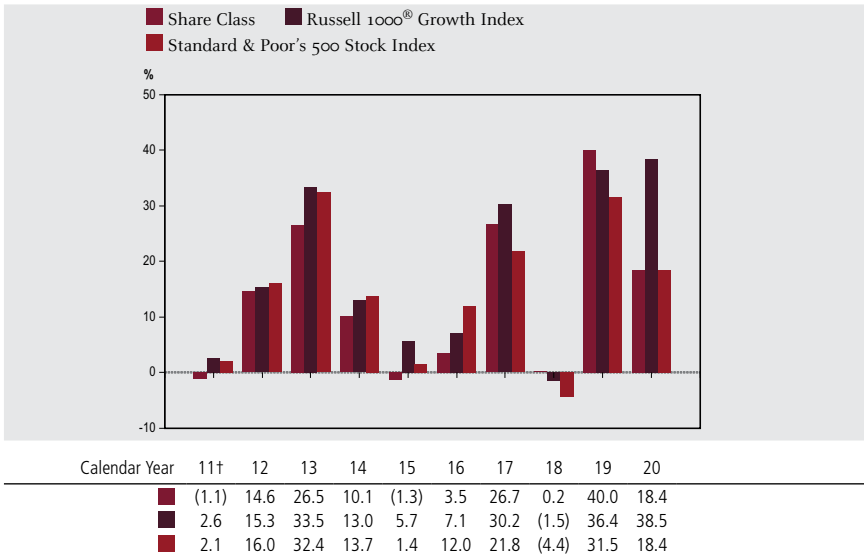
## U.S. CONCENTRATED GROWTH FUND

- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



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

### Fund Benchmarks

*Primary Benchmark:* Russell 1000<sup>®</sup> Growth Index (USD)

*Secondary Benchmark:* Standard & Poor's 500 Stock Index (USD)

## Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	1.15%	1.15%	1.15%	n/a	1.00%	0.95%	1.15%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.90%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.16% <sup>3</sup>	0.16% <sup>3</sup>	0.16% <sup>3</sup>	0.16% <sup>3</sup>	0.15% <sup>3</sup>	0.12% <sup>3</sup>	n/a	0.12% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>2.06%</b>	<b>2.81%</b>	<b>2.56%</b>	<b>2.06%</b>	<b>1.15%</b>	<b>1.07%</b>	<b>1.00%<sup>4</sup></b>	<b>0.12%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.15% annually of the average daily net assets of the Fund's Class W shares and 0.12% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 19 February 2013.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, with an emphasis on current income but also considering capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in U.S. corporate debt instruments. The Fund generally focuses its investments in investment grade corporate debt instruments of U.S. issuers, but may also invest in below investment grade debt instruments, government and government-related debt instruments, and debt instruments of non-U.S. issuers, including issuers in emerging markets. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the Bloomberg Barclays U.S. Credit Bond Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.



- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty, or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty, or other entity, or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument

and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

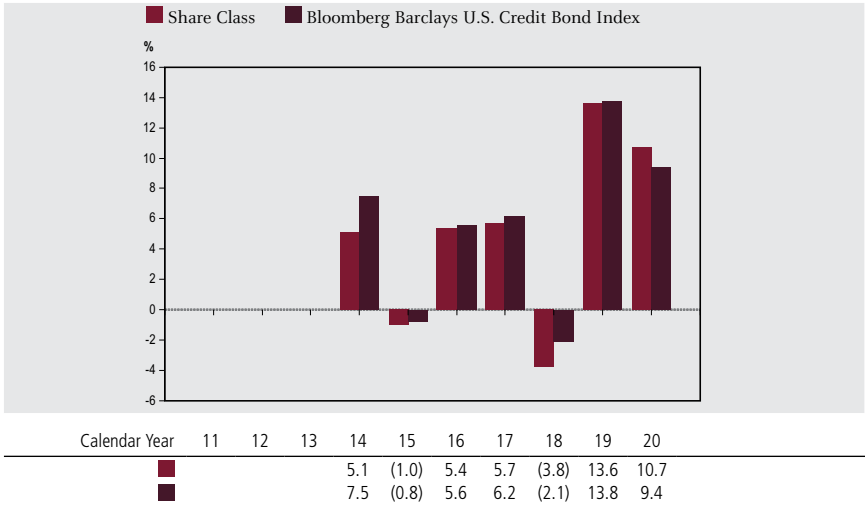
### Typical Investor Profile

- The Fund is intended for investors seeking total return with an emphasis on current income but also considering capital appreciation, through investment primarily in U.S. debt instruments.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Funds past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



**Fund Benchmark**

Bloomberg Barclays U.S. Credit Bond Index (USD)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>U.S. CORPORATE BOND FUND</b>	
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<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . . . .	0.60%	0.60%	0.60%	n/a	0.50%	0.45%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.10%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.14% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.25%</b>	<b>2.24%</b>	<b>1.74%</b>	<b>1.24%</b>	<b>0.60%</b>	<b>0.50%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return with an emphasis on current income but also considering capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in U.S. government securities, including mortgage-backed securities. The Fund may also invest in other debt instruments. The Fund invests substantially all of its assets in investment grade debt instruments. The Fund may invest a relatively large percentage of its assets in a small number of issuers. In purchasing or selling mortgage-backed securities, the Fund may do so directly or through to-be-announced (TBA) transactions. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the Bloomberg Barclays U.S. Government/Mortgage Bond Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- During periods of low or negative interest rates, the Fund's ability to earn income on its investments will be reduced. If the annual ongoing charges of a Class are greater than income, this may result in losses to investors in the Class as a result of a decline in net asset value, and no distributions will be paid to investors in the Class. Low or negative interest rates may persist for an extended period of time.
- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Mortgage-backed securities and other securitized instruments may be subject to prepayment and/or extension, which can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended. Please refer to "Securitized Instruments Risk" and "Mortgage-Backed Securities Risk" under "Investment Policies and Risks – Risk Factors" for additional information.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically-diversified funds.
- Because the Fund focuses its investments on U.S. government securities, the Fund's performance will be closely tied to that one issuer, and could be more volatile than the performance of more diversified funds.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.

- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the currency of a Fund share class, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

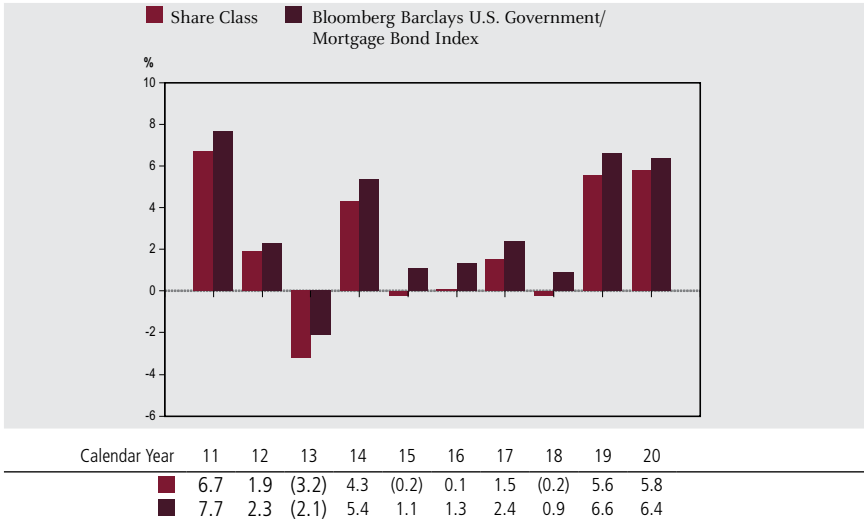
- The Fund is intended for investors seeking total return while also considering capital appreciation through investment primarily in U.S. government securities, including mortgage-backed securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

## U.S. GOVERNMENT BOND FUND

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



### Fund Benchmark

Bloomberg Barclays U.S. Government/Mortgage Bond Index (USD)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.



<b>U.S. GOVERNMENT BOND FUND</b>	
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<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>S</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . .	0.50%	0.50%	0.50%	n/a	0.50%	0.45%	0.50%	‡
Distribution Fees <sup>1</sup> . . . . .	0.40%	1.00%	1.00%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	0.90%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.08% <sup>3</sup>	0.05% <sup>3</sup>	0.13%	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>0.98%</b>	<b>2.08%</b>	<b>1.58%</b>	<b>0.98%</b>	<b>0.58%</b>	<b>0.50%</b>	<b>0.63%</b> <sup>4</sup>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses" excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.08% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares, and 0.05% annually of the average daily net assets of the Fund's Class I and Z shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 21 August 2019.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in U.S. equity securities. The Fund may also invest in non-U.S. equity securities. The Fund generally focuses its investments in companies it believes to have above average earnings growth potential compared to other companies (growth companies). The Fund generally focuses its investments in larger companies, but may invest in companies of any size. The Fund may invest a relatively large percentage of its assets in a small number of industries or sectors. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The Fund will not maintain a material exposure to derivative instruments.

The Fund's benchmarks, the Russell 1000<sup>®</sup> Growth Index (USD) and Standard & Poor's 500 Stock Index (USD), are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically-diversified funds.
- The equity securities of growth companies can be more sensitive to the company's earnings and more volatile than the market in general.
- The equity securities of large cap companies can underperform the overall equity market.
- To the extent the Fund invests a relatively large percentage of its assets in a small number of industries or sectors, the Fund's performance could be closely tied to those industries or sectors, and could be more volatile than the performance of more diversified funds.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

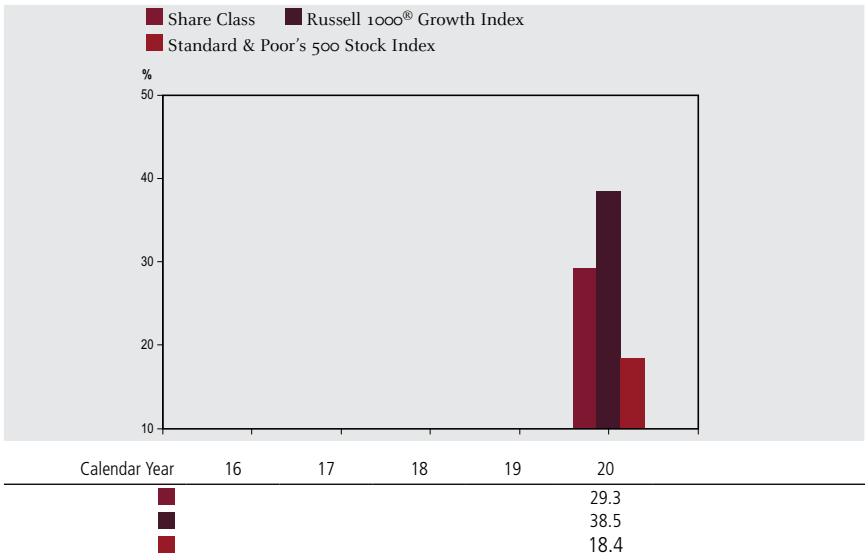
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in U.S. equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmarks is also shown.



**Fund Benchmark**

*Primary Benchmark:* Russell 1000® Growth Index (USD)

*Secondary Benchmark:* Standard & Poor’s 500 Stock Index (USD)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The

<b>U.S. GROWTH FUND</b>	
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table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . . . .	1.00%	1.00%	1.00%	n/a	0.75%	0.70%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.75%	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.05% <sup>3</sup>
<b>Total Expense Ratio</b> . . . . .	<b>1.85%</b>	<b>2.60%</b>	<b>2.35%</b>	<b>1.85%</b>	<b>0.85%</b>	<b>0.75%</b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depository and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.10% annually of the average daily net assets of the Fund's Class A, C, N, P and W Shares and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>†</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 26 September 2005.

**Distribution Frequency:** Monthly

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is total return, measured in U.S. dollars. The Fund invests primarily (at least 70%) in investment grade U.S. debt instruments, including U.S. government securities, mortgage-backed securities and other securitized instruments, and corporate debt instruments. The Fund may also invest in debt instruments of non-U.S. issuers located in developed and emerging market countries and below investment grade debt instruments. In purchasing or selling mortgage-backed securities, the Fund may do so directly or through to-be-announced (TBA) transactions. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors. The 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 interest rate or currency exposure or other characteristics of the Fund, or as alternatives to direct investments. The Fund will not extensively or primarily use derivatives to achieve the Fund's investment objective or for investment purposes.

The Fund's benchmark, the Bloomberg Barclays U.S. Aggregate Bond Index (USD), is indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- The price of a debt instrument depends, in part, on the credit quality of the issuer, borrower, counterparty or other entity responsible for payment, or underlying collateral and can decline in response to changes in the financial condition of the issuer, borrower, counterparty or other entity or underlying collateral, or changes in specific or general market, economic, industry, political, regulatory, geopolitical, public health or other conditions. To the extent an investment grade debt instrument is downgraded, such instrument can involve a substantially greater risk of default or may already be in default, which can cause the value of such instrument to significantly decline and result in losses to the Fund.
- In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest.
- Below investment grade debt instruments can involve a substantially greater risk of default or can already be in default, and their values can decline significantly. Below investment grade debt instruments are regarded as having predominantly speculative characteristics and tend to be more sensitive to adverse news about the issuer, or the market or economy in general, than higher quality or investment grade debt instruments.
- Mortgage-backed securities and other securitized instruments may be subject to prepayment and/or extension, which can reduce the potential for gain for the instrument's holders if the instrument is prepaid and increase the potential for loss if the maturity of the instrument is extended. Please refer to "Securitized Instruments Risk" and "Mortgage-Backed Securities Risk" under "Investment Policies and Risks – Risk Factors" for additional information.
- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically-diversified funds.
- Exposure to emerging markets can involve additional risks relating to market, economic, political, regulatory, geopolitical, or other conditions. These factors can make emerging markets investments more volatile and less liquid than developed markets investments. Emerging markets can have less developed markets and less developed legal, regulatory, and accounting systems, and greater political, social, and economic instability than developed markets.
- Derivatives can be used to take both long and synthetic short positions (i.e., the value of a derivative can be positively or negatively related to the value of the underlying indicator(s) on which the derivative is based). Derivatives can be highly volatile and involve risks in addition to the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can involve leverage.

- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

### Typical Investor Profile

- The Fund is intended for investors seeking total return through investment primarily in investment grade U.S. debt instruments, including U.S. government, mortgage-backed, and corporate debt instruments.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

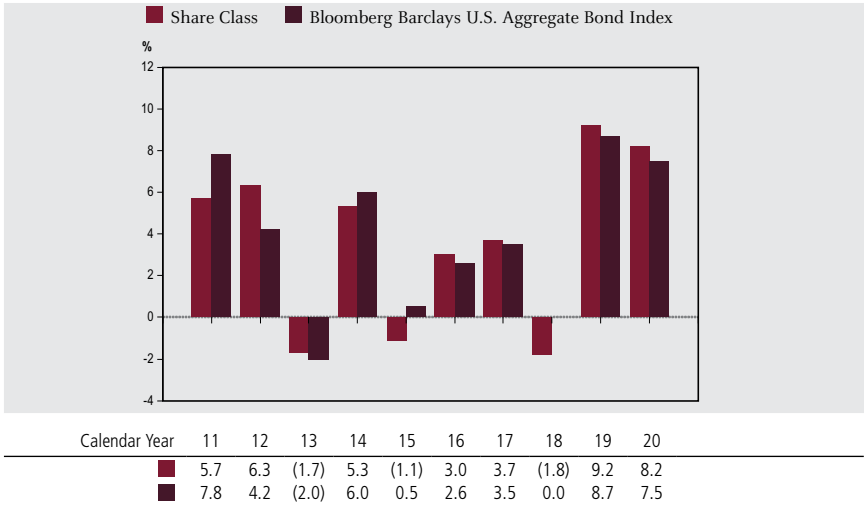
### Performance

The following chart provides past performance information. The Fund's past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.



## U.S. TOTAL RETURN BOND FUND

*Bar Chart:* The chart shows the annual total returns of the Fund's Class A1 – s Shares as of 31 December of each year. Performance for the Fund's benchmark is also shown.



### Fund Benchmark

Bloomberg Barclays U.S. Aggregate Bond Index (USD)

### Fund's Ongoing Charges

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

## U.S. TOTAL RETURN BOND FUND

Class	A	C	N	P	W	I	S	Z
Investment Management Fees <sup>1</sup> . . .	0.55%	0.55%	0.55%	n/a	0.50%	0.45%	0.55%	‡
Distribution Fees <sup>1</sup> . . . . .	0.50%	1.00%	1.00%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . .	n/a	n/a	n/a	1.05%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.15% <sup>3</sup>	0.10% <sup>3</sup>	0.05% <sup>3</sup>	0.11%	0.05% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.20%</b>	<b>2.20%</b>	<b>1.70%</b>	<b>1.20%</b>	<b>0.60%</b>	<b>0.50%</b>	<b>0.66%<sup>4</sup></b>	<b>0.05%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.15% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.10% annually of the average daily net assets of the Fund's Class W shares and 0.05% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

**Base Currency:** U.S. Dollar (\$)

**Launch Date:** 1 February 2002.

**Methodology to Calculate Global Exposure:** Commitment Approach

### **Investment Objective and Policy**

The Fund's objective is capital appreciation, measured in U.S. dollars. The Fund invests primarily (at least 70%) in U.S. equity securities. The Fund may also invest in non-U.S. equity securities. The Fund generally focuses its investments in companies it believes to be undervalued compared to their perceived worth (value companies). The Fund generally focuses its investments in larger companies, but may invest in companies of any size. The Investment Manager may consider environmental, social and governance (ESG) factors in its fundamental investment analysis alongside other factors.

The Fund's benchmarks, the Russell 1000<sup>®</sup> Value Index (USD) and Standard & Poor's 500 Stock Index (USD), are indicated for performance comparison only. Although the Fund's investments will generally be represented in the benchmark, components are likely to be weighted differently from the benchmark and the Fund is likely to invest outside of the benchmark to take advantage of attractive investment opportunities. The Fund is actively managed within its objectives and the investment strategy will not restrict the extent to which portfolio holdings may deviate from the benchmark. It is expected that the Fund's deviation from the benchmark will be significant.

You should consult the sections entitled "General Information Regarding Investment Policies and Instruments," "Techniques and Instruments" and "Risk Factors" for further details with respect to the various investment instruments in which the Fund may invest.

### **Key Risks**

The following summarizes the key risks of investing in the Fund. You should consult the section entitled "Risk Factors" for further details regarding these and other risks.

- Equity markets are volatile and can decline significantly in response to issuer, market, economic, industry, political, regulatory, geopolitical, public health and other conditions, as well as to investor perceptions of these conditions. The price of an equity security can decrease significantly in response to these conditions, and these conditions can affect a single issuer or type of security, issuers within a broad market sector, industry or geographic region, or the market in general.

- The Fund's performance will be closely tied to the market, currency, economic, political, regulatory, geopolitical, or other conditions in the U.S. and could be more volatile than the performance of more geographically-diversified funds.
- The equity securities of large cap companies can underperform the overall equity market.
- The equity securities of value companies can continue to be undervalued for long periods of time and not realize their expected value and can be more volatile than the market in general.
- Currency rates fluctuate in response to market, economic, political, regulatory, geopolitical or other conditions. Because a Fund can invest in instruments issued in currencies other than the Fund's base currency or share class currency, changes in currency rates can affect the value of such instrument and the value of your investment. Investors whose financial transactions are primarily in currencies other than the base currency of the Fund (USD) or the currency of the class should consider the potential risk of loss from the fluctuations in the rate of exchange between such currencies. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.
- The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.
- **There can be no guarantee that the Fund will achieve its investment objective. The value of your investment can go down as well as up and you may not get back the amount invested.**

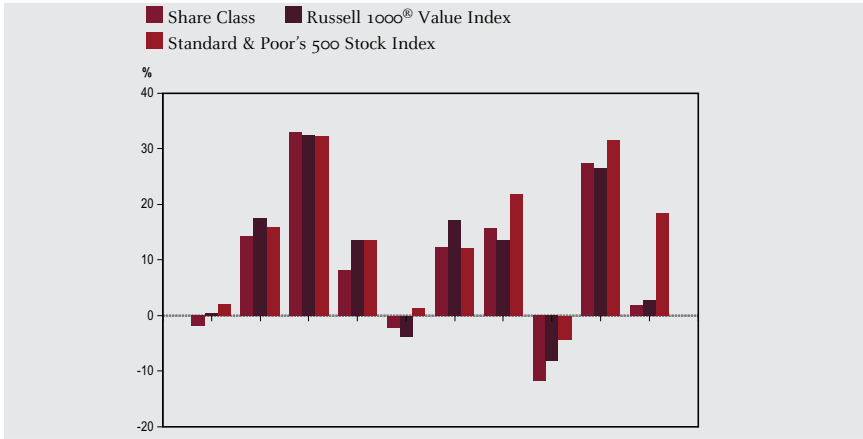
### Typical Investor Profile

- The Fund is intended for investors seeking capital appreciation through investment primarily in U.S. equity securities.
- The Fund is intended as a long term investment. Investors' risk tolerance levels and investment time horizons may differ based on the individual circumstances of each investor. You should consult your Financial Intermediary for advice regarding your own risk tolerance and investment horizons before investing in the Fund.

**Performance**

The following chart provides past performance information. The Fund’s past performance does not necessarily indicate how the Fund will perform in the future. The chart does not reflect the impact of sales charges you may pay when purchasing or redeeming Shares, or taxes you may incur on these transactions. Any sales charges or taxes would reduce the returns shown.

*Bar Chart:* The chart shows the annual total returns of the Fund’s Class A1 – s Shares as of 31 December of each year. Performance for the Fund’s benchmark is also shown.



Calendar Year	11	12	13	14	15	16	17	18	19	20
Share Class	(1.9)	14.2	33.0	8.1	(2.2)	12.3	15.6	(11.8)	27.5	1.8
Russell 1000 Value Index	0.4	17.5	32.5	13.5	(3.8)	17.3	13.7	(8.3)	26.5	2.8
Standard & Poor's 500 Stock Index	2.1	16.0	32.4	13.7	1.4	12.0	21.8	(4.4)	31.5	18.4

**Fund Benchmarks**

*Primary Benchmark:* Russell 1000® Value Index (USD)

*Secondary Benchmark:* Standard & Poor’s 500 Stock Index (USD)

**Fund’s Ongoing Charges**

The following ongoing charges are expressed at an annual rate as a percentage of net assets. They are based on expenses for the six months ended 31 July 2020. For a Class with less than the full period of data available, or where adjustment is necessary to reflect current charges, the ongoing charges figure is an estimate as of the date of this Prospectus. These expenses are paid out of Class level assets and are fully reflected in the relevant Share price. The table

<b>U.S. VALUE FUND</b>	
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below reflects the highest expense ratio among the categories of Shares available as of the date of this Prospectus for each respective Class (e.g., Income or Gross Income Shares, Roll-up Shares, Hedged Share Classes and various currency denominations). Please see the KIID of the relevant Class for the most recent expense information. Except as noted for Class Z Shares, these expenses are not charged directly to shareholders.

<b>Class</b>	<b>A</b>	<b>C</b>	<b>N</b>	<b>P</b>	<b>W</b>	<b>I</b>	<b>S</b>	<b>Z</b>
Investment Management Fees <sup>1</sup> . . . . .	1.05%	1.05%	1.05%	n/a	0.80%	0.75%	1.05%	‡
Distribution Fees <sup>1</sup> . . . . .	0.75%	1.00%	1.25%	n/a	n/a	n/a	n/a	n/a
Service Fees <sup>1</sup> . . . . .	n/a	0.50%	n/a	n/a	n/a	n/a	n/a	n/a
Annual Management Charge <sup>1</sup> . . . . .	n/a	n/a	n/a	1.80%	n/a	n/a	n/a	n/a
Estimated Other Expenses <sup>2</sup> . . . . .	0.17% <sup>3</sup>	0.13% <sup>3</sup>	0.13% <sup>3</sup>	0.25% <sup>3</sup>	0.20% <sup>3</sup>	0.12% <sup>3</sup>	n/a	0.09% <sup>3</sup>
<b>Total Expense Ratio . . . . .</b>	<b>1.97%</b>	<b>2.68%</b>	<b>2.43%</b>	<b>2.05%</b>	<b>1.00%</b>	<b>0.87%</b>	<b>1.00%</b> <sup>4</sup>	<b>0.09%</b>

<sup>1</sup> The Investment Manager and the Distributor, each in its discretion, may waive any or all of its respective fee and share all or a portion of its fee with Financial Intermediaries. Class P shares pay fees for investment management and distribution services as a single combined Annual Management Charge.

<sup>2</sup> "Other Expenses" generally include all direct Fund expenses other than investment management, distribution and service fees. "Other Expenses" include fees paid to the Management Company, Depositary and Transfer Agent, legal and audit fees, share class hedging expenses, certain expenses associated with the Fund's investment activities including interest, and expenses in connection with the Fund's operation and central administration in Luxembourg, among others. "Other Expenses" do not include brokerage commissions and transaction costs or currency conversion costs.

<sup>3</sup> The Investment Manager has voluntarily agreed to bear certain of the Fund's "Other Expenses," excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities including interest, such that these expenses do not exceed 0.25% annually of the average daily net assets of the Fund's Class A, C, N and P Shares, 0.20% annually of the average daily net assets of the Fund's Class W shares and 0.15% annually of the average daily net assets of the Fund's Class I and Z Shares. To the extent "Estimated Other Expenses" exceed the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>4</sup> The Investment Manager has voluntarily agreed to bear direct expenses of Class S Shares, excluding taxes (other than the Luxembourg tax d'abonnement) and expenses associated with the Fund's investment activities such as interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually. To the extent the "Total Expense Ratio" exceeds the expense cap rate, the difference is attributable to certain Other Expenses that are excluded from the expense cap arrangement, such as interest expenses associated with the Fund's investment activities.

<sup>‡</sup> The Investment Management fee for Class Z Shares will be administratively levied and paid directly by the shareholder to the Management Company (an affiliate of MFS) or an affiliate in relation to investment management services provided by MFS to the Fund.

## General Information Regarding Investment Policies and Instruments

You may invest in a variety of different Funds, each of which has its own investment objective which it pursues through separate investment policies. The objective and essential policies for each Fund are set out in each Fund's KIID, with additional details provided above in the respective Fund's "Fund Profile." Below you will find additional details regarding certain investment policies and instruments in which the Funds may invest, including the definition of certain key investment terms. The risk profile of each Fund will depend upon the securities and instruments in which that Fund invests. You should review carefully the risk profile in each "Fund Profile" and the description of various risks in "Risk Factors" below prior to making an investment in a Fund.

All investment tests, unless otherwise noted, are based on net assets of the Funds. Each Fund may count certain derivative instruments towards its primary investment policy, which is described for each Fund in "Fund Profiles."

*Equity securities* represent an ownership interest, or the right to acquire an ownership interest, in a company or other issuer. Different types of equity securities provide different voting and dividend rights and priorities in the event of bankruptcy of the issuer. A Fund that invests in equity and equity-related securities may invest in all types of equity securities, including, unless otherwise indicated, common, preferred and preference stocks, warrants or rights and depositary receipts for those securities, restricted securities, securities of other investment companies and other similar interests in an issuer.

*Debt instruments* represent obligations of corporations, governments, and other entities to repay money borrowed, or other instruments believed to have debt-like characteristics. The issuer or borrower usually pays a fixed, variable, or floating rate of interest, and must repay the amount borrowed, usually at the maturity of the instrument. Debt instruments generally trade in the over-the-counter market and can be less liquid than other types of investments, particularly during adverse market and economic conditions. During certain market conditions, debt instruments in some or many segments of the debt market can trade at a negative interest rate, i.e., the price to purchase the debt instrument is more than the present value of the expected interest payments and principal due at the maturity of the instrument. Some debt instruments, such as zero coupon bonds or payment-in-kind bonds, do not pay current interest. Other debt instruments, such as certain mortgage-backed securities and other securitized instruments, make periodic payments of interest and/or principal. Some debt instruments are partially or fully secured by collateral supporting the payment of interest and principal.

Debt-related instruments eligible for purchase by the Funds include sukuk, which are certificates specially structured to comply with Shariah law and its investment principles. Like bonds, sukuk are issued for an upfront payment and entitle the holder to an income stream and repurchase at par value by the issuer at a future date. For more information please see "Risk Factors – Sukuk Risk."

The Diversified Income Fund, Limited Maturity Fund, U.S. Total Return Bond Fund and U.S. Government Bond Fund may invest 20% or more of their respective net assets in mortgage-backed securities and/or securitized instruments. It is intended that each other Fund will not invest more than 20% of net assets in such securities.

Certain Funds that invest in debt instruments may only invest in, or may focus their investments in or are required to limit their investments in, debt securities with certain credit quality characteristics, such as those considered to be “high quality,” “investment grade” or “below investment grade.” High quality debt instruments are debt instruments rated in one of the top two rating categories by a Nationally Recognised Securities Rating Organisation (“NRSRO”), such as Moody’s Investors Service (“Moody’s”), Standard & Poor’s (“S&P”) or Fitch Ratings (“Fitch”) using the methodology described below. Investment grade debt instruments are debt instruments rated in one of the top four rating categories by a NRSRO. Below investment grade debt instruments (also commonly known as “junk bonds”) are debt instruments rated below the top four rating categories using the methodology described below. In determining the credit quality of a debt instruments, MFS will use the following methodology: if three NRSROs have assigned a rating to a debt instrument, MFS will use the middle rating; if two NRSROs have assigned a rating to a debt instrument, MFS will use the lower rating; if only one NRSRO has assigned a rating to a debt instrument, MFS will use that rating, and finally; a debt instrument will be considered unrated if none of the NRSROs have assigned a rating.

For Funds that invest in below-investment-grade debt instruments, such investments may include distressed securities, which are securities of issuers in extremely weak financial condition that will materially affect their ability to meet their financial obligations. However, no Fund will invest more than 10% of its net assets in securities that are distressed at the time of purchase. If distressed securities exceed 10% of a Fund’s net assets due to deterioration in the condition of an issuer held by the Fund, the Investment Manager will take action as soon as possible in light of market liquidity considerations to bring the Fund into conformity with the limit. See “Investment Policies and Risks – Lower Quality (Below-Investment-Grade) Debt Instruments Risk” below for additional discussion of distressed securities.

Some convertible securities are issued as so-called contingent convertible bonds (or “Coco” bonds), where the conversion of the bond into equity occurs at a stated conversion rate if a pre-specified trigger event occurs. See “Investment Policies and Risks – Convertible Securities Risk” below for more information. Each Fund may invest to a limited extent in Coco bonds. The Euro Credit Fund and Global Credit Fund may each invest up to 10% in Coco bonds. For the other Funds such investments may not exceed 5% of its net assets.



In determining an instrument's effective maturity, MFS uses the instrument's stated maturity or, if applicable, an earlier date on which MFS believes it is probable that a maturity-shortening device (such as a call, put, pre-refunding, prepayment or redemption provision, or an adjustable coupon) will cause the instrument to be repaid. Such an earlier date can be substantially shorter than the instrument's stated maturity.

For Funds that invest in U.S. Government securities, these securities include securities issued or guaranteed by the U.S. Treasury, by an agency or instrumentality of the U.S. Government, or by a U.S. Government-sponsored entity. Certain U.S. Government securities may not be supported as to the payment of principal and interest by the full faith and credit of the U.S. Treasury or the ability to borrow from the U.S. Treasury.

*Global Funds* means a Fund that invests in issuers located in countries anywhere in the world. A global fund may generally correspond with the geographic concentration of its benchmark (noting, however, that each of the Funds are actively managed) and of issuers within the relevant asset class. For example, a global equity fund and its benchmark will generally feature a significant allocation to the U.S.

*Regional or Country-Specific Funds*: For purposes of a Fund's investment policies, companies in particular geographic region or country include companies that are based in that geographic region or country, or exercise a preponderant part of their economic activity in that geographic region or country. As used in the Prospectus and the KIID, with respect to the Funds' investment policies, the countries and regions below are defined as follows:

*Asia ex-Japan Region* includes Hong Kong, Mainland China, India, Indonesia, Malaysia, the Philippines, Singapore, South Korea, Taiwan, and Thailand.

*China* includes Mainland China, Hong Kong, and Taiwan. A Fund may obtain equity exposure to Mainland Chinese companies through indirect or non-local equity securities, including "H shares," "B shares," Depositary Receipts and Participatory or related notes. Each Fund does not invest more than 15% of its net assets in "B shares." A Fund may also invest directly in equity securities of certain Mainland Chinese companies by acquiring "A shares" through the Hong Kong-Shanghai or Hong Kong-Shenzhen Stock Connect Programmes (each a "Stock Connect Programme"). A Fund may also invest directly in fixed income instruments of Mainland Chinese government and corporate issuers through the China Interbank Bond Market (the "CIBM"), including through the Bond Connect Programme.

The Asia Ex-Japan Fund, Emerging Markets Equity Fund and Emerging Markets Equity Research Fund may each invest up to 10% of net assets in Stock Connect Securities (as defined under "Risk Factors – Geographic Concentration Risk –

Stock Connect Securities"). All other Funds may invest up to 5% of net assets in Stock Connect Securities.

The Emerging Markets Debt Fund and Emerging Markets Debt Local Currency Fund may each invest up to 10% of net assets in CIBM Securities (as defined under "Risk Factors – Geographic Concentration Risk – China – China Interbank Bond Market Securities"), including through the Bond Connect Programme (see "Risk Factors – Geographic Concentration Risk – China – Bond Connect Securities"). All other Funds may invest up to 5% of net assets in CIBM Securities and Bond Connect Securities.

*Emerging Market Countries* include any country determined by MFS to have an emerging market economy, taking into account a number of factors, which may include whether the country has a low to middle-income economy according to the International Bank for Reconstruction and Development (the "World Bank"), the country's designation by the International Monetary Fund as an emerging market, the country's inclusion in an emerging or frontier emerging market index, and other factors that demonstrate that the country's financial and capital markets are in the development phase. MFS determines whether an issuer's principal activities are located in an emerging market country by considering such factors as its country of organisation, the principal trading market for its securities and the source of its revenues and assets. Such emerging market countries are located in Latin America, Asia, Africa, the Middle East, and the developing countries of Europe, primarily Eastern Europe.

*Europe:* For the purposes of this policy, European countries are generally considered to be those in continental Europe, the United Kingdom, the European Economic Area and Eastern Europe (including Belarus, Bulgaria, Czech Republic, Hungary, Moldova, Poland, Romania, Russia, Slovakia, Turkey and Ukraine).

*Member State* means a Member State of the European Union. The States that are contracting parties to the Agreement creating the European Economic Area other than the Member States of the European Union, within the limits set forth by this Agreement and related acts, are considered as equivalent to Member States of the European Union.

*European Economic Area* or "EEA" includes each of the Member States of the European Union and the three States of the European Free Trade Association (Iceland, Liechtenstein, and Norway).

*Latin America:* The Latin America region includes countries or territories in South America, Central America, the Caribbean, and Mexico.

*Sectors:* Sectors are broad sections of the economy consisting of business or industries with similar operating characteristics. The Investment Manager relies on its own proprietary definitions of sectors.

*Derivatives* are financial instruments whose value is based on the value of one or more underlying indicators or the difference between underlying indicators. Underlying indicators may include a security or other financial instrument, asset, currency, interest rate, credit rating, volatility measure or index. The Funds may use derivatives for hedging or investment (which includes efficient portfolio management) purposes. Derivatives used for efficient portfolio management purposes are used where the Investment Manager believes such techniques will reduce overall risk of the portfolio, to reduce tax impact or costs of investing in eligible securities, to more efficiently or effectively gain access to eligible assets or to generate additional capital or income, providing that the portfolio's risk levels remain consistent. Derivatives may include futures, forward contracts, options, warrants, certain types of structured securities, inverse floating rate instruments, swaps (including credit default swaps), caps, floors, collars, synthetic equity securities and hybrid instruments. Derivatives may be used to take both long and synthetic short positions (subject to limitations set forth under applicable Law).

Investing in derivatives entails special risks. You can find more information about investing in derivatives in the "Risk Factors" section below. Under normal market conditions, the primary types of derivatives expected to be used include (i) for Funds focusing on equity securities, forward contracts and options, and (ii) for other Funds, forward contracts, options, futures and swaps.

While the Management Company and the Investment Manager believe that the Fund will be able to establish multiple counterparty business relationships to permit the Fund to effect transactions in the over-the-counter (OTC) market and other counterparty markets (including credit default swaps, total return swaps and other swaps market as applicable), there can be no assurance that it will be able to do so. The Funds will only enter into OTC derivative transactions with those counterparties which are financial institutions specialized in the relevant type of transaction, which are located in the United States, the European Union, Australia, Switzerland or Canada and the Investment Manager believes to present an acceptable risk. Such counterparties may include (without limitation) JPMorgan Chase Bank N.A. and Goldman Sachs International. The Investment Manager considers a number of factors in assessing counterparty risk, including, but not limited to, long and short term credit ratings (as published by one or more international rating agency) and bank financial strength ratings of the counterparty or counterparty's parent organization, where applicable, and (if any) the guarantor. When selecting counterparties, the Investment Manager will only consider those entities with a short-term credit rating of A-1 or P-1 or equivalent long term credit ratings or otherwise judged by the Investment Manager to present acceptable credit risk. The Investment Manager will generally not enter into derivative transactions pursuant to which (i) the counterparty would assume discretion over the composition or management of a Fund's portfolio or the underlying assets of the financial derivative instruments (except in the case that the underlying of the derivative is an index that happens to be published by the

counterparty or an affiliate), or (ii) the approval of the counterparty would be required in relation to any Fund portfolio transaction.

*Structured Securities.* Each Fund may invest in structured securities, the interest rate or principal of which is determined by an underlying indicator. Certain types of complex structured securities are considered to be derivative instruments. Structured securities may include securitized instruments, mortgage-backed securities, other mortgage-related derivatives, collateralized bond, debt and loan obligations, index-linked, credit-linked or other structured notes. The value of the principal of and/or interest on structured securities is determined by reference to the value of one or more underlying indicators or the difference between underlying indicators. In the case of certain "1:1 Structured Securities" or "1:1 Certificates," where the value of the principal and/or interest of the structured security is directly based on that of the underlying indicator (e.g., no leverage and, therefore, not embedding a derivative), the underlying indicators may include those items listed above as well as commodities, commodities indices, and real estate indices.

*Risk Management Process.* The Management Company must employ a risk management process which enables it to monitor and measure at any time the risk of the positions in its portfolios and their contribution to the overall risk profile of its portfolios. The Management Company's Risk Management Program will ensure that the global exposure of the underlying assets shall not exceed the total net value of a Fund. Generally, the global exposure is calculated taking into account the current value of the underlying assets, the counterparty risk, future market movements and the time available to liquidate the positions. The global exposure relating to financial derivative instruments may be calculated through the "commitment approach" or through a Value-at-Risk ("VaR") methodology. Generally, a Fund that uses derivatives more extensively or as part of its investment objective will utilize the VaR methodology, and a Fund that uses derivatives less extensively will utilize the commitment approach. Refer to each "Fund Profile" to see which methodology each Fund uses to calculate its global exposure. The commitment approach is based, in part, on the principle of converting the exposure to derivative instruments into equivalent positions of the underlying assets and quantifying the exposure in absolute value of the total commitments (which may account for coverage and netting). VaR provides a measure of the potential loss that could arise over a given time interval under normal market conditions, and at a given confidence level. The VaR approach is measured daily using a one-tailed confidence level of 99% and based on a time horizon of one month. For Funds using an absolute VaR methodology, the absolute VaR cannot be greater than 20% of its net asset value. For Funds using a relative VaR methodology, the relative VaR cannot exceed 200% of the VaR of the relevant reference portfolio. The holding period relating to financial derivative instruments, for the purpose of calculating global exposure under the VaR methodology, is one month.

## INVESTMENT POLICIES AND RISKS

*Temporary Defensive Positions and Other Techniques and Instruments.* Each Fund may depart from its principal investment strategies by temporarily investing for defensive purposes when adverse market, economic or political conditions exist. Consistent with its investment objective, each Fund may also engage in a variety of investment techniques, e.g. securities lending, repurchase agreements or other cash management vehicles, consistent with the requirements of Luxembourg regulations.

*Benchmarks Used by the Funds.* On 1 January 2018, Regulation (EU) 2016/1011 on indices used as benchmarks in financial instruments and financial contracts or to measure the performance of investment funds (the “EU Benchmark Regulation”) became effective subject to certain transitional provisions. It regulates, among other things, the Funds’ use of benchmarks. As of the date of this Prospectus, the Funds only use (within the meaning of the EU Benchmark Regulation) benchmarks in accordance with the provisions of the EU Benchmark Regulation and its transitional provisions. In accordance with the relevant provisions of the EU Benchmark Regulation, benchmarks used by the Funds are provided by administrators that appear in the register of authorized European Union benchmark administrators maintained by the European Securities and Markets Authority, are authorized for use in the European Union pursuant to applicable third country provisions, qualify for continued use by the Funds under the transitional provisions set forth in the EU Benchmark Regulation and applicable guidance, or qualify for an exemption from the EU Benchmark Regulation.

The following table reflects the benchmarks currently used by the Funds, within the meaning of the EU Benchmark Regulation, as of the date of this prospectus and whether each benchmark is provided by an administrator that has been authorized under the EU Benchmark Regulation, is an approved third country benchmark, or is eligible for continued use pursuant to the available transitional provisions. Other benchmarks that are referenced in the Prospectus are not “used” by the Funds for purposes of the EU Benchmark Regulation.

Fund Name	Benchmark Name	Benchmark Administrator	Date of Inclusion in Register
Blended Research® European Equity Fund	MSCI Europe Index	MSCI Limited	7 March 2018
Emerging Markets Equity Research Fund	MSCI Emerging Markets Index	MSCI Limited	7 March 2018
European Smaller Companies Fund	MSCI Europe Small Mid Cap Index	MSCI Limited	7 March 2018

As required under the EU Benchmark Regulation, the Management Company maintains, on behalf of the Funds, a written plan addressing circumstances in which a benchmark used by the Funds materially changes or ceases to be provided. A copy of such written plan is available to shareholders free of charge at the registered office of the Management Company.

Additionally, certain Funds may invest in derivative instruments that reference a benchmark to determine the amount payable by the parties to the financial instrument.

### **Investment Guidelines**

The Company's investments shall be subject to the following guidelines, which are based on the Law. Each Fund shall be regarded as a separate UCITS for the purposes of the present section.

### ***Investment Instruments***

The investments of the Company shall comprise only one or more of the following:

- 1) transferable securities and money market instruments admitted to or dealt in on a "regulated market," as defined in item 14 of Article 4 of Directive 2004/39/EC;
- 2) transferable securities and money market instruments dealt in on another market in a Member State which is regulated, operates regularly and is recognised and open to the public;
- 3) transferable securities and money market instruments admitted to official listing on a stock exchange in a country in Europe (other than a Member State), North- and South America, Asia, Australia, New Zealand or Africa or dealt in on another market in one of these countries or regions which is regulated, operates regularly and is recognised and open to the public;
- 4) recently issued transferable securities and money market instruments, provided that:
  - the terms of issue include an undertaking that applications will be made for admission to official listing on a stock exchange or to another regulated market which operates regularly and is recognised and open to the public in a country in Europe (including a Member State), North- and South America, Asia, Australia, New Zealand or Africa;
  - such admission is scheduled to be secured within a year of issue.
- 5) units of UCITS authorised according to the UCITS Directive and/or other undertakings for collective investment within the meaning of Article 1 paragraph (2), points a) b) of the UCITS Directive whether or not established in a Member State, provided that:
  - such other undertakings for collective investment are authorised under laws which provide that they are subject to supervision considered by the CSSF to be equivalent to that laid down in European Community law ("Community Law"), and that cooperation between authorities is sufficiently ensured,

- the level of protection for unitholders in the other undertakings for collective investment is equivalent to that provided for unitholders in a UCITS, and in particular that the rules on assets segregation, borrowing, lending, and uncovered sales of transferable securities and money market instruments are equivalent to the requirements of the UCITS Directive,
- the business of the other undertakings for collective investment is reported in half-yearly and annual reports to enable an assessment to be made of the assets and liabilities, income and operations over the reporting period, and
- no more than 10% of the assets of the UCITS' or the other undertakings for collective investment, whose acquisition is contemplated, can, according to their fund rules or instruments of incorporation, be invested in aggregate in units of other UCITS or other undertakings for collective investment;

A Fund may, to the widest extent permitted by and under the conditions set forth in applicable Luxembourg laws and regulations, subscribe, acquire and/or hold shares to be issued by one or more other sub-funds of the Company. In such case and subject to conditions set forth in applicable Luxembourg laws and regulations, the voting rights, if any, attaching to these shares are suspended for as long as they are held by the Fund concerned. In addition and as long as these shares are held by a Fund, their value will not be taken into consideration for the calculation of the net assets of the Company for purposes of verifying the minimum threshold of net assets imposed by the Law.

- 6) deposits with credit institutions which are repayable on demand or have the right to be withdrawn, and maturing in no more than 12 months, provided that the credit institution has its registered office in a Member State or, if the registered office of the credit institution is situated in a third country, provided that it is subject to prudential rules considered by the CSSF as equivalent to those laid down in Community Law;
- 7) financial derivative instruments, including equivalent cash-settled instruments, dealt in on a regulated market referred to in 1), 2) and 3) hereinabove, and/or financial derivative instruments dealt in over-the-counter ("OTC derivatives"), provided that:
  - the underlying consists of instruments covered by this paragraph, financial indices, interest rates, foreign exchange rates or currencies or other underlying indicators as allowed under regulations applicable to the Company, in which the Company may invest according to its investment objectives,
  - the counterparties to OTC derivative transactions are institutions subject to prudential supervision, and belonging to the categories approved by the CSSF, and
  - the OTC derivatives are subject to reliable and verifiable valuation on a daily basis and can be sold, liquidated or closed by an offsetting transaction at any time at their fair value at the Company's initiative;

- 8) money market instruments other than those dealt in on a regulated market, if the issue or issuer of such instruments is itself regulated for the purpose of protecting investors and savings, and provided that they are:
- issued or guaranteed by a central, regional or local authority or central bank of a Member State, the European Central Bank, the European Union or the European Investment Bank, a non Member State or, in the case of a Federal State by one of the members making up the federation, or by a public international body to which one or more Member States belong, or
  - issued by an undertaking any securities of which are dealt in on regulated markets referred to in 1), 2) or 3) hereinabove, or
  - issued or guaranteed by an establishment subject to prudential supervision, in accordance with criteria defined by Community Law, or by an establishment which is subject to and complies with prudential rules considered by the CSSF to be at least as stringent as those laid down by Community Law; or
  - issued by other bodies belonging to the categories approved by the CSSF provided that investments in such instruments are subject to investor protection equivalent to that laid down in the first, the second or the third indent of this paragraph 8), and provided that the issuer is a company whose capital and reserves amount to at least EUR 10 million and which presents and publishes its annual accounts in accordance with Directive 78/660/EEC, is an entity which, within a group of companies which includes one or several listed companies, is dedicated to the financing of the group or is an entity which is dedicated to the financing of securitisation vehicles which benefit from a banking liquidity line; and
- 9) any other instrument permitted under Luxembourg law up to the investment limitations permitted under Luxembourg law; the investment limitations for the instruments identified above should be those permitted under Luxembourg law.

### ***Investment Restrictions and Risk Diversification***

- 1) The Company may invest no more than 10% of each Fund's assets in transferable securities or money market instruments other than those referred to in the section "Investment Instruments."
- 2) i) The Company will invest no more than 10% of the net assets of any Fund in transferable securities or money market instruments issued by the same issuing body. Moreover where the Company holds on behalf of a Fund investments in transferable securities or money market instruments of any issuing body which individually exceed 5% of the net assets of such Fund, the total of all such investments must not account



for more than 40% of the total net assets of such Fund provided that this limitation does not apply to deposits and OTC derivative transactions made with financial institutions subject to prudential supervision;

- ii) The Company may invest no more than 20% of the assets of a Fund in deposits made with the same body;
- iii) The risk exposure to a counterparty of the Company in an OTC derivative transaction may not exceed 10% of the assets of the relevant Fund when the counterparty is a credit institution referred to in paragraph 6) of the section "Investment Instruments" above or 5% of the relevant Fund's assets in other cases.
- iv) Notwithstanding the individual limits laid down in paragraphs i), ii) and iii), the Company may not, for each Fund, combine
  - investments in transferable securities or money market instruments issued by a single body,
  - deposits made with a single body, and/or
  - exposures arising from OTC derivative transactions undertaken with a single body in excess of 20% of the Fund's assets.
- v) The limit of 10% laid down in sub-paragraph 2) i) above may be increased to a maximum of 35% in respect of transferable securities or money market instruments which are issued or guaranteed by a Member State, its local authorities, or by a non Member State or by public international bodies of which one or more Member States are members.
- vi) The limit of 10% referred to in paragraph 2) i) may be raised to maximum 25% for certain debt securities if they are issued by a credit institution whose registered office is situated in a Member State and which is subject, by virtue of law to particular public supervision for the purpose of protecting the holders of such debt securities. In particular, the amounts resulting from the issue of such debt securities must be invested pursuant to the law in assets which sufficiently cover, during the whole period of validity of such debt securities, the liabilities arising therefrom and which are assigned to the preferential repayment of capital and accrued interest in the case of default by the issuer. If a Fund invests more than 5% of its net assets in such debt securities and issued by the same issuer, the total value of such investments may not exceed 80% of the value of the Fund's net assets.
- vii) The transferable securities referred to in paragraphs 2) v) and 2) vi) above are not included in the calculation of the limit of 40% laid down in paragraph 2) i).

viii) The limits set out in sub-paragraphs i), ii) iii), iv) v) and vi) may not be aggregated and accordingly, investments in transferable securities or money market instruments issued by the same issuing body, in deposits or derivative instruments made with this body effected in accordance with sub-paragraphs i), ii) iii), iv) and v) above may not, in any event exceed a total of 35% of any Fund's net assets. A Fund may cumulatively invest up to 20% of its assets in transferable securities and money market instruments within the same group. Companies which are included in the same group for the purposes of consolidated accounts, as defined in accordance with Directive 83/349/EEC or in accordance with recognised international accounting rules, are regarded as a single body for the purpose of calculating the limits within the same group.

Notwithstanding the limits set out in 2), in accordance with Article 44 of the Law, each Fund is authorised to invest up to 20% of its net assets in shares and/or debt securities issued by the same body when such Funds' investment policy is to replicate the composition of a certain equity or debt securities index which is recognised by the CSSF on the following basis:

- its composition is sufficiently diversified,
- the index represents an adequate benchmark for the market to which it refers,
- it is published in an appropriate manner.

**Notwithstanding 2) above, in accordance with Article 45 of the Law, the Company is authorised to invest up to 100% of the net assets of each Fund in transferable securities and money market instruments issued or guaranteed by (i) a Member State or, one or more of its local authorities, (ii) by a member state of the Organization for Economic Cooperation and Development ("OECD") or the Group of Twenty ("G-20") or the Republic of Singapore, or (iii) public international bodies of which one or more Member States are members, in each case on the condition that the respective Fund's net assets are diversified on a minimum of six separate issues, and each issue may not account for more than 30% of the total net asset value of the Fund.**

- 3) i) The Company may not acquire any Shares carrying voting rights which would enable it to exercise significant influence over the management of an issuing body.
- ii) The Company may acquire no more than (a) 10% of the non-voting shares of the same issuer, or (b) 10% of the debt securities of the same issuer, (c) 10% of the money market instruments of any single issuer,

or (d) 25% of the units of the same collective investment undertaking provided that such limits laid down in (b), (c) and (d) may be disregarded at the time of acquisition if at that time the gross amount of debt securities or of the money market instruments or the net amount of the instruments in issue cannot be calculated.

iii) The limits laid down in i) and ii) above shall not apply to the following:

- the securities referred to under Article 48, paragraph 3), sub-paragraphs a), b) and c) of the Law, or
- to investment by a Fund in one or more companies incorporated in a non-Member State which invests its assets mainly in the securities of issuing bodies having their registered office in that State, where under the legislation of that State, such a holding represents the only way in which the Company can invest in the securities of issuing bodies of that State, provided that in its investment policy the company from the non-Member State complies with the limits laid down in the investment policies and restrictions referred to in the current Prospectus of the Company, as amended from time to time, or
- shares held by the Company in the capital of subsidiary companies which, exclusively on its behalf carry on only the business of management, advice or marketing in the country where the subsidiary is located, in regard to the redemption of shares at the request of shareholders.

4) In addition the Company will not for each Fund:

- i) Make investments in, or enter into transactions involving precious metals or certificates representing them;
- ii) Purchase or sell movable or immovable property or any option, right or interest therein, provided the Company may invest in securities secured by real estate or interests therein, issued by companies which invest in real estate or interests therein or certificates or other notes representing real estate or related index allowed under applicable law and except that the Company may acquire such property which is essential for the direct pursuit of its business;
- iii) Invest more than 5%, in aggregate, of the net assets attributable to any Fund in securities of UCITS or other UCIs referred to in paragraph 5) of the section “Investment Instruments” above, provided that
  - The Investment Manager may not charge any management, subscription or redemption fees if they purchase target funds (a) which are managed directly or indirectly by the Investment Manager

or (b) which are managed by a company linked to the Investment Manager by (i) common management (ii) common control or (iii) by direct or indirect interest of more than 10% of the share capital or of the voting rights;

- iv) Purchase any securities on margin (except that the Company may obtain such short-term credit as may be necessary for the clearance of purchases and sales of securities) or make uncovered sales of transferable securities, money market instruments or other financial instruments referred to in paragraphs 5), 7), and 8) of “Investment Instruments” above; deposits or other accounts in connection with option, forward or financial futures contracts, permitted within the limits referred to above, are not considered margins for this purpose;
  - v) Make loans to, or act as a guarantor on behalf of third parties, provided that for the purpose of this restriction i) the acquisition of transferable securities, money market instruments or other financial assets referred to in the section “Investment Instruments” above in partly paid form and ii) the permitted lending of portfolio securities shall be deemed not to constitute the making of a loan;
  - vi) Borrow for the account of any Fund amounts in excess of 10% of the total net assets of that Fund taken at market value, any such borrowing to be effected only as a temporary measure. Back-to-back loans shall not fall under this restriction provided that such loans will be used only in order to acquire foreign currencies and in addition, acquisition of securities in partly-paid form shall not fall under this restriction;
  - vii) Mortgage, pledge, hypothecate or in any manner encumber any assets of a Fund, except as may be necessary in connection with permitted borrowings (within the above 10% limit) (this will not prevent a Fund from depositing securities or other assets in a separate account as may be required in constituting margins in connection with option, financial futures or swap transactions);
  - viii) Make investments in any asset involving the assumption of unlimited liability;
- 5) i) The Company will employ a risk management process which enables it to monitor and measure at any time the risk of the positions and their contribution to the overall risk profile of the portfolio; it will employ a process for accurate and independent assessment of the value of OTC derivative instruments and ensure that each portfolio’s global risk exposure relating to financial derivative instruments does not exceed the limits specified in the prospectus, the Law or other applicable laws. The Company will provide to the CSSF such information about its derivatives activity and at such intervals as required by Luxembourg law and regulations.

- ii) The Company shall ensure that each Fund's global exposure relating to derivative instruments does not exceed the total net value of its portfolio. The exposure is calculated taking into account the current value of the underlying assets, the counterparty risk, foreseeable market movements and the time available to liquidate the positions. A Fund may invest, as part of its investment policy and within the limits laid down in 2) viii) above in financial derivative instruments provided that the exposure to the underlying assets does not exceed in aggregate the investment limits laid down in 2) above. When a Fund invests in index-based financial derivative instruments, these investments do not have to be combined to the limits laid down in 2) above. When a transferable security or money market instrument embeds a derivative, the latter must be taken into account when complying with the requirements of this paragraph 5.

The Company needs not to comply with the limits laid down in this Section when exercising subscription rights attaching to transferable securities or money market instruments which form part of their assets. If the limitations in 2), 3), 4) or 5) are exceeded for reasons beyond the control of the Company or as a result of the exercise of subscription rights, it must adopt as a priority objective for its sales transactions the remedying of that situation, taking due account of the interests of its shareholders.

*German Investment Tax Act 2018 (Germany).* The following Funds will continuously invest at least 50% of net assets in equities within the meaning of Section 2 paragraph 8 of the German Investment Tax Act ("GITA") with the purpose of qualifying as "Equity Funds" (*Aktienfonds*) within the meaning of Section 2 paragraph 6 of GITA: Asia Ex-Japan Fund, Blended Research<sup>®</sup> European Equity Fund, Continental European Equity Fund, Contrarian Value Fund, Emerging Markets Equity Fund, Emerging Markets Equity Research Fund, European Core Equity Fund, European Research Fund, European Smaller Companies Fund, European Value Fund, Global Concentrated Fund, Global Equity Fund, Global Equity Income Fund, Global Intrinsic Value Fund, Global New Discovery Fund, Global Research Focused Fund, Global Total Return Fund, Japan Equity Fund, Managed Wealth Fund, U.K. Equity Fund, U.S. Concentrated Growth Fund, U.S. Growth Fund and U.S. Value Fund.

The following Funds will continuously invest at least 25% of net assets in equities within the meaning of Section 2 paragraph 8 of GITA with the purpose of qualifying as "Mixed Funds" (*Mischfonds*) within the meaning of Section 2 paragraph 7 of GITA: Latin American Equity Fund, Prudent Capital Fund and Prudent Wealth Fund.

***Techniques and Instruments***

In accordance with the provisions of article 42(2) of the Law and more specifically, in accordance with the provisions of CSSF Circular 08/356 (as amended, including by CSSF Circular 13/559) and other applicable laws, regulations, and the administrative practice of the CSSF (including rules relating to risk management, counterparty exposure and collateral requirements), the Fund may, for efficient portfolio management purposes (e.g., to reduce risk, to reduce costs, generate additional income with appropriate risk, etc.), enter into securities lending transactions, sale or purchase with option to repurchase transactions and repurchase/reverse repurchase transactions. Additionally, each Fund is subject to the requirements of Regulation (EU) 2015/2365 on transparency of securities financing transactions and of reuse, requiring among other things that certain disclosure be made regarding each Fund's use of total return swaps and securities financing transactions ("SFTs"), which include securities lending transactions, repurchase agreements and reverse repurchase agreements. Specifically, this disclosure must indicate the types of instruments and extent of use by the Fund's the criteria used to select counterparties, the accepted collateral and the valuation of such collateral, allocation of revenue generated from use and information pertaining to risks and safe-keeping arrangements. This information regarding each Fund's use of SFTs and total return swaps is included in the following sections of this Prospectus and further information can be found in the most recent annual and semiannual shareholder reports.

Under no circumstances will these techniques and instruments cause a Fund to diverge from its investment objective or subject the Fund to substantially higher risk than contemplated in its risk profile. All the revenues arising from efficient portfolio management techniques, net of direct and indirect operational costs, are returned to the Fund.

Each Fund may enter into these transactions with those counterparties which are financial institutions specialized in the relevant type of transaction, are subject to prudential supervision rules, located in either an OECD or G20 member state as of the date of this prospectus and which the Investment Manager believes to present an acceptable risk, with limitations on exposure to each counterparty in accordance with Luxembourg regulations. The Investment Manager considers a number of factors in assessing counterparty risk, including, but not limited to, long and short term credit ratings (as published by one or more international rating agency) and bank financial strength ratings of the counterparty or counterparty's parent organization, where applicable, and (if any) the guarantor. When selecting counterparties for securities lending and reverse repurchase agreements, the Investment Manager will only consider those entities with a short-term credit rating of A-1 or P-1 or equivalent long term credit ratings or otherwise judged by the Investment Manager to present acceptable credit risk.

The volume of these techniques and instruments shall be kept at a level such that each Fund is able, at all times, to meet its redemption obligations.

*Specific Factors for Securities Lending.* Securities lending involves a Fund lending securities in its portfolio to another party in exchange for a fee. Each Fund may lend securities up to 50% of the global valuation of its securities portfolio, however, under normal conditions, it is expected that such activity will average less than 5% of the global valuation of the securities portfolio for each Fund. Under the Company's current securities lending agreement, the Funds will only lend portfolio securities that are classified as equity securities. When one party lends portfolio securities to another party, the lender has the right to call the loan and obtain the securities loaned at any time on customary industry settlement notice (which will not usually exceed five business days). For the duration of a loan, the borrower pays the lender an amount equal to any interest or dividends received on the securities loaned. To the extent the collateral is reinvested by the borrower, the lender may also receive a fee from the borrower or compensation from the investment of the collateral, less a fee paid to the borrower (if the collateral is in the form of cash). Income received under securities lending transactions accrues to the respective Fund in accordance with the relevant securities lending agreements, under which a portion of such income may be paid to the Fund's lending agent, Goldman Sachs Agency Lending (which is not a related party to the Fund, Management Company, Investment Manager or Depositary). Under the current securities lending agreement, the Company has agreed to pay the lending agent 15% of income generated up to \$4 million from securities lending transactions and 12.5% of income exceeding \$4 million from securities lending transactions. These amounts are included as part of the "Estimated Other Expenses" reported in the ongoing charges table in each Fund's "Fund Profile."

When securities are out on loan, the lender does not have the right to vote any securities having voting rights during the existence of the loan, but it can attempt to call the loan in anticipation of an important vote to be taken among holders of the securities or of the giving or withholding of their consent on a material matter affecting the investment; however, it is sometimes not feasible, particularly in the case of foreign securities, to recall the securities in time to vote the shares. A Fund's performance will continue to reflect changes in the value of the securities loaned and will also reflect the receipt of interest, through investment of cash collateral by the Fund if applicable or a fee. If the borrower defaults on its obligation to return the securities loaned because of insolvency or other reasons, the lender may not be able to recover the securities loaned or gain access to the collateral. These delays and costs could be greater for foreign securities. If the lender is not able to recover the securities loaned, the lender may sell the collateral and purchase a replacement investment in the market. The value of the collateral could decrease below the value of the replacement investment and related transaction costs by the time the replacement

investment is purchased. Certain risks are mitigated by the lending agent's agreement with the Funds to compensate certain losses suffered by a Fund if a counterparty fails to return lent securities.

*Specific Factors for Repurchase Agreements.* A repurchase agreement is an agreement under which a buyer would acquire a security for a relatively short period of time (usually not more than a week) subject to the obligation of the seller to repurchase and the buyer to resell such security at a fixed time and price (representing the seller's cost plus interest). From the standpoint of the seller this is called a "repurchase transaction" and from the standpoint of the buyer a "reverse repurchase transaction." Income received under a repurchase agreement (the agreed upon repurchase price) accrues to the buyer. Generally, the Funds will only enter into reverse repurchase transactions and, as such, the Funds will only provide cash in connection with such transactions. Each Fund may invest up to 10% of its net assets in reverse repurchase transactions, however it is expected that each Fund, with the exception of the Prudent Capital Fund and the Prudent Wealth Fund, will not exceed more than 5% of its net assets in reverse repurchase transactions. For the Prudent Capital Fund and the Prudent Wealth Fund investment in reverse repurchase transactions is expected to vary between 5% and 10% of net assets.

The buyer bears the risk of loss in the event that the seller defaults on its obligations and the buyer is delayed or prevented from exercising its rights to dispose of the collateral. This includes the risk of procedural costs or delays. In addition, the buyer would be subject to a risk of loss on the collateral if its value should fall below the repurchase price (whether because of inaccurate pricing of the collateral, adverse market movements, a deterioration in the credit rating of issuers of the collateral, or the illiquidity of the market in which the collateral is traded). If collateral is maintained by a third party custodian, the buyer is also subject to the credit risk of the third party custodian. The seller is subject to the risk that the buyer will be unable or unwilling to complete the transaction as scheduled, which may result in losses to the seller.

All income generated from reverse repurchase transactions accrues to the respective Fund. The Depository imposes a transaction-based fee paid by the relevant Fund for each reverse repurchase transaction using a tri-party custodial agreement entered into by the Fund. Refer to the annual report for details on the amount of such fee paid for the previous fiscal year. In addition, a collateral management fee may apply to the services relating to tri-party custodial arrangements required to ensure optimal transfer of collateral between a Fund and its counterparty to the transaction. Such collateral management fee is paid to the tri-party custodian (which would not be an affiliate of the Fund, Management Company, Investment Manager or Depository) by the Fund's counterparty and not the Fund.



### ***Collateral Management for the Funds***

Assets received from counterparties for securities lending transactions, reverse repurchase transactions, and OTC derivative transactions, including total return swaps, constitute collateral. Collateral may offset counterparty exposure for purposes of complying with applicable regulatory limits, provided it complies with the following regulatory criteria at all times:

- a) Liquidity – any collateral received other than cash should be highly liquid and traded on a regulated market or multilateral trading facility with transparent pricing in order that it can be sold quickly at a price that is close to pre-sale valuation. Collateral received should also comply with the provisions of Article 48 of the 2010 Law regarding issuer concentration limits.
- b) Valuation – collateral received should be valued on at least a daily basis and assets that exhibit high price volatility should not be accepted as collateral unless suitably conservative haircuts are in place.
- c) Issuer credit quality – collateral received should be of high quality.
- d) Correlation – the collateral received by the Fund should be issued by an entity that is independent from the counterparty and is expected not to display a high correlation with the performance of the counterparty.
- e) Collateral diversification (asset concentration) – collateral should be sufficiently diversified in terms of country, markets and issuers. The criterion of sufficient diversification with respect to issuer concentration is considered to be respected if the Fund receives from a counterparty of efficient portfolio management and over-the-counter financial derivative transactions a basket of collateral with a maximum exposure to a given issuer of 20% of its net asset value. When Funds are exposed to different counterparties, the different baskets of collateral should be aggregated to calculate the 20% limit of exposure to a single issuer. By way of derogation from the foregoing, a Fund may be fully collateralised in different transferable securities and money market instruments issued or guaranteed by a Member State, one or more of its local authorities, by a member state of the OECD or the G-20 or the Republic of Singapore, or a public international body to which one or more Member States belong. Such a Fund should receive securities from at least six different issues, but securities from any single issue should not account for more than 30% of the UCITS' net asset value.
- f) Risks linked to the management of collateral, such as operational and legal risks, should be identified, managed and mitigated by the risk management process.
- g) Where there is a title transfer, the collateral received should be held by the depositary of the Fund. For other types of collateral arrangements, the collateral can be held by a third party custodian which is subject to prudential supervision, and which is unrelated to the provider of the collateral.

h) Collateral received should be capable of being fully enforced by the Fund at any time without reference to or approval from the counterparty.

In offsetting exposure the value of collateral is reduced by a percentage (a “haircut”) which provides, inter alia, for short term fluctuations in the value of the exposure and of the collateral, taking into account the nature of the collateral received, such as the issuer’s credit standing, the maturity, currency, and price volatility. The percentage is asset class-specific and is typically 0% for cash and at least 1% for short-term U.S. government securities, 2% for longer-term U.S. government securities and 5% for non-U.S. government and other securities constituting eligible collateral as described below. Collateral levels are maintained to ensure that net counterparty exposure does not exceed the limits per counterparty as set out in section 2 (iii) of “Investment Restrictions and Risk Diversification” of this Prospectus. If a Fund were to hold collateral in excess of 30% of its assets, additional stress tests involving normal and exceptional liquidity scenarios would be carried out to enable the Fund to assess the liquidity risk associated with the collateral. The liquidity stress testing policy will at least prescribe the following: (a) design of stress test scenario analysis including calibration, certification and sensitivity analysis; (b) empirical approach to impact assessment, including back-testing of liquidity risk estimates; (c) reporting frequency and limit/loss tolerance threshold(s); and (d) mitigation actions to reduce loss including haircut policy and gap risk protection.

Collateral received by each Fund in relation to OTC derivative transactions, including total return swaps, primarily consists of cash and highly rated U.S. government and agency debt with a maximum maturity of up to 10 years, and may be subject to a credit support annex to the derivatives agreements (e.g., International Swaps and Derivatives Association (ISDA) Master Agreement) that obligate the counterparty to post collateral to each Fund to cover any mark to market exposures of the transaction as long as the exposure is above a minimum transfer amount. Such collateral will be subject to appropriate pre-determined haircuts and will be valued on a daily basis by the Investment Manager in accordance with the valuation methodology for portfolio securities (see “Valuation”) and will be subject to daily variation margin requirements. All collateral received by the Funds in such transactions will be held in custody with the Depository. For collateral provided by the Funds’ in such transactions where the Funds have entered into an ISDA which includes a tri-party agreement with the Depository, such collateral will be held in custody with the Depository. For those transactions in which the ISDA does not include a tri-party agreement with the Depository, the Funds will only provide cash as collateral, which will be held by the counterparty.

Collateral received by the Fund in connection with securities lending or reverse repurchase transactions will be at least equal to the market value of the securities loaned or cash placed and must normally take the form of (i) liquid assets (e.g., cash (with reinvestment restrictions), short term bank certificates, money

market instruments, irrevocable letter of credit from a first-class institution); (ii) bonds issued or guaranteed by a Member State of the OECD or by their local public authorities or by supranational institutions and undertakings with EU, regional or world-wide scope; (iii) shares or units issued by money market funds calculating a daily net asset value and being assigned a rating of AAA or its equivalent; (iv) shares or units issued by other UCITS investing mainly in bonds/shares mentioned in (v) and (vi) below; (v) bonds issued or guaranteed by first class issuers offering an adequate liquidity; (vi) shares admitted to or dealt in on a regulated market of a Member State of the EU or on a stock exchange of a Member State of the OECD, on the condition that these shares are included in a main index; or (vii) other collateral types allowed in accordance with Luxembourg regulations applicable to the Funds. There is no specific limitation regarding the maturity of the collateral received in securities lending or reverse repurchase transactions.

Collateral received by the Funds in securities lending transactions is valued by the securities lending agent in accordance with the valuation methodology set forth in the Company's current securities lending agreement. Pursuant to this agreement, collateral is valued by the securities lending agent on a daily basis utilizing electronic feeds from third party pricing services which are reviewed daily for reasonableness. The amount of such collateral is subject to adjustment on a daily basis as calculated by the securities lending agent to ensure such transactions remain collateralized at 105% of the value of the portfolio securities lent by the Funds. Collateral received by the Funds and portfolio securities that are lent by the Funds as part of securities lending transactions will be held in custody with the Depository.

Collateral received by the Funds for reverse repurchase transactions is valued by the Investment Manager on a daily basis in accordance with the valuation methodology for portfolio securities (see "Valuation") and is subject to daily variation margin requirements. All collateral received by the Funds for reverse repurchase transactions will be held in custody with the Depository.

As set forth under "Investment Policies and Risks – Counterparty and Third Party Risk," assets held in custody with the Depository may be held with a sub-custodian within the Depository's network of sub-custodians.

The Funds may be exposed to certain risks that are linked to the management of collateral, such as operational, legal, liquidity, credit, counterparty, and custody risks. Operational risk generally refers to the risk that deficiencies in the effectiveness and accuracy of information systems used by the Company, Investment Manager or relevant third parties or applicable internal controls used in the management of collateral will result in a material loss. Legal risk pertaining to collateral management generally refers to the risk that the Company has not entered into sufficient legal agreements to identify and

protect its legal right to certain collateral and that the Company will not be able to enforce such rights in the event of a default by the counterparty and may suffer a loss as result. Investors should consult the following sections: “Credit Risk”, “Counterparty and Third Party Risk” and “Liquidity Risk” of the Risk Factors section of this Prospectus for information concerning these specific risks. The Company maintains a risk management process which identifies specific processes that have been implemented by the Company to mitigate the effects of the above risks.

Collateral received in the form of securities may not be sold, reinvested or pledged. To the extent a Fund receives cash as collateral, such cash collateral would only be placed on deposit with credit institutions allowed under Luxembourg law, and if applicable may only be reinvested in high quality government bonds, reverse repurchase transactions (provided the transactions are with credit institutions subject to prudential supervision and the Fund is able to recall at any time the full amount of cash on accrued basis) or short-term money market funds allowed by Luxembourg law in order to mitigate the risk of losses on reinvestment. To the extent that cash collateral is reinvested there is a risk that the value received in return of the reinvested cash collateral may not be sufficient to cover the amount required to be repaid to the counterparty and, in such circumstance, the applicable Fund would be required to cover the shortfall out of its assets.

## **Risk Factors**

In addition to the risks described in each Fund’s KIID and “Fund Profile,” your Fund may be subject to other risks described below. Because the following is a combined description of the risks for all Funds, certain matters described herein may not apply to your Fund.

**The price of the Company’s Shares and any income earned on the Shares may go down as well as up. Future earnings and investment performance can be affected by many factors not necessarily within the control of the Company or its Directors or officers. No guarantees as to future performance of, or future return from, the Company can be given by the Company itself, or by any Director or officer of the Company, the Management Company, Investment Manager, or any of its affiliates, or by any of their directors or officers, or by any Financial Intermediary.**

## **Allocation Risk**

The assessment of the risk/return potential of asset classes, markets and currencies and the resulting allocation among asset classes by the Investment Manager or its delegate may not produce the intended results and/or can lead to

an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

### **Borrowing Risk**

If the Fund borrows money, its share price may be subject to greater fluctuation until the borrowing is paid off. If the Fund makes additional investments while borrowings are outstanding, this may be considered a form of leverage and may cause a Fund to liquidate investments when it would not otherwise do so. Money borrowed will be subject to interest charges and may be subject to other fees or requirements which would increase the cost of borrowing above the stated interest rate.

### **Company Risk**

Changes in the financial condition of a company or other issuer, changes in specific market, economic, industry, political, regulatory, geopolitical, public health and other conditions that affect a particular type of investment or issuer, and changes in general market, economic, political, regulatory, geopolitical and other conditions can adversely affect the price of an investment.

### **Convertible Securities Risk**

Convertible securities are bonds, debentures, notes, or other securities that may be converted into or exchanged for (by the holder or by the issuer) shares of stock (or cash or other securities of equivalent value) of the same or a different issuer at a stated exchange ratio. Convertible securities are senior to common stock in a corporation's capital structure, but are usually subordinated to senior debt obligations of the issuer. A convertible security provides holders, through its conversion feature, an opportunity to participate in increases in the market price of their underlying securities. A convertible security may also be called for redemption or conversion by the issuer after a particular date and under certain circumstances (including a specified price) established upon issue.

Convertible securities generally have less potential for gain or loss than common stocks. Convertible securities generally provide yields higher than the underlying common stocks, but generally lower than comparable non-convertible securities. Because of this higher yield, a convertible security generally sells at prices above its "conversion value," which is the current market value of the stock to be received upon conversion. The difference between this conversion value and the price of a convertible security will vary over time generally depending on changes in the value of the underlying common stock and interest rates. When the underlying common stock declines in value, a convertible security will tend not to decline to the same extent because of the interest or dividend payments and the repayment of principal at maturity for certain types of convertible

securities. In general, a convertible security performs more like a stock when the conversion value exceeds the value of the convertible security without the conversion feature and more like a debt instrument when its conversion value is less than the value of the convertible security without the conversion feature. However, a security that is convertible other than at the option of the holder generally does not limit the potential for loss to the same extent as a security convertible at the option of the holder. When the underlying common stock rises in value, the value of the convertible security may also be expected to increase. At the same time, however, the difference between the market value of the convertible security and its conversion value will narrow, which means that the value of the convertible security will generally not increase to the same extent as the value of the underlying common stock. Because a convertible security may also be interest-rate sensitive, its value may increase as interest rates fall and decrease as interest rates rise. A convertible security is also subject to credit risk, and is often a lower-quality security.

A contingent convertible security or contingent capital security (a “CoCo bond”) is a type of hybrid security that is intended to either convert into an equity security or have its principal written down or written off upon the occurrence of certain trigger events. An automatic write down, write off, or conversion event will typically be triggered by a reduction in the issuer’s capital level or an action by the issuer’s regulator, but may also be triggered by other factors. Due to the contingent write down, write off, or conversion feature, a contingent convertible security may have a greater risk of principal loss than other securities in times of financial stress. If the trigger level is breached, the value of the contingent convertible security may decrease to zero with no opportunity for an increase in value even if the issuer continues to operate.

### Counterparty and Third Party Risk

Transactions involving a counterparty other than the issuer of the instrument, including clearing organizations, or a third party responsible for servicing the instrument or effecting the transaction, are subject to the credit risk of the counterparty or third party, and to the counterparty’s or third party’s ability or willingness to perform in accordance with the terms of the transaction. If a counterparty or third party fails to meet its contractual obligations, goes bankrupt, or otherwise experiences a business interruption, the Fund could miss investment opportunities, lose value on its investments, or otherwise hold investments it would prefer to sell, resulting in losses for the Fund. Fund assets held by a custodian or other third party are subject to the credit risk of the custodian or other third party, and to the custodian’s or third party’s ability or willingness to perform in accordance with the terms of the arrangement. If such a counterparty, custodian, or other third party becomes insolvent or declares bankruptcy, the Fund may be limited in its ability to exercise rights to obtain the return of Fund assets or in exercising other rights against the counterparty

or third party. In addition, bankruptcy and liquidation proceedings take time to resolve, which can limit or preclude a Fund's ability to exercise its rights, including terminating an arrangement or transaction or obtaining Fund assets in a timely manner.

*Counterparty Risk to the Depository.* The assets of the Company are held with the Depository. The assets of the Company should be identified in the Depository's books as belonging to the Company. Securities held by the Depository should be segregated from other assets of the Depository which mitigates but does not exclude the risk of non-restitution in case of bankruptcy of the Depository. The investors are therefore exposed to the risk of the Depository not being able to fully meet its obligation to return Company assets in the case of the Depository's bankruptcy.

The Depository does not keep all Company assets itself but uses a network of sub-custodians which are not always part of the same group of companies as the Depository.

A Fund may invest in markets where custodial and/or settlement systems are not fully developed. The assets of the Fund that are traded in such markets and which have been entrusted to such sub-custodians may be exposed to custody risk. The Depository is strictly liable for losses by a Fund at the level of a sub-custodian. The Depository is also strictly liable for losses at the level of a sub-custodian by certain of its other clients, including other pooled vehicles registered under the Law and other pooled vehicles managed by managers regulated under the Luxembourg Law of 12 July 2013. Accordingly, the Depository may incur losses due to this liability which may result in the Depository's bankruptcy and the risk of non-restitution of assets as set forth above.

## Credit Risk

The price of a debt instrument depends, in part, on the issuer's or borrower's or other entity responsible for payment's credit quality or ability to pay principal and interest when due. The price of a debt instrument is likely to fall if an issuer, borrower or other party defaults on its obligation to pay principal or interest or if the instrument's credit rating is downgraded by a credit rating agency. The price of a debt instrument can also decline in response to changes in the financial condition of the issuer or borrower, changes in specific market, economic, industry, political, regulatory, geopolitical, and other conditions that affect a particular type of instrument, issuer, or borrower, and changes in general market, economic, industry, political, regulatory, geopolitical, and other conditions. Certain unanticipated events, such as natural disasters, terrorist attacks, war, and other geopolitical events can have a dramatic adverse effect on the price of a debt instrument. For certain types of instruments, including derivatives, the price of the instrument depends in part on the credit quality of the counterparty to the transaction. For other types of debt instruments, including securitized

instruments, the price of the debt instrument also depends on the credit quality and adequacy of the underlying assets or collateral as well as whether there is a security interest in the underlying assets or collateral. Enforcing rights, if any, against the underlying assets or collateral may be difficult, or the underlying assets or collateral may be insufficient, if the issuer defaults.

*U.S. Government Securities.* U.S. Government securities are securities issued or guaranteed as to the payment of principal and interest by the U.S. Treasury, by an agency or instrumentality of the U.S. Government, or by a U.S. Government-sponsored entity. Certain U.S. Government securities are not supported as to the payment of principal and interest by the full faith and credit of the U.S. Treasury or the ability to borrow from the U.S. Treasury. Some U.S. Government securities are supported as to the payment of principal and interest only by the credit of the entity issuing or guaranteeing the security. U.S. Government securities include mortgage-backed securities and other types of securitized instruments issued or guaranteed by the U.S. Treasury, by an agency or instrumentality of the U.S. Government, or by a U.S. Government-sponsored entity.

*Sovereign Debt Obligations.* Sovereign debt obligations are issued, guaranteed or supported by governments or their agencies, semi-governmental entities or supranational entities, or debt instruments issued by entities organized and operated for the purpose of restructuring outstanding government securities, including debt of developed and emerging market countries. Sovereign debt may be in the form of conventional securities or other types of debt instruments such as loans or loan participations. Sovereign debt of emerging countries may involve a high degree of risk, and may be in default or present the risk of default. Governmental entities responsible for repayment of the debt may be unable or unwilling to repay principal and pay interest when due, and may require renegotiation or rescheduling of debt payments. Any restructuring of sovereign debt obligations will likely have a significant adverse effect on the value of the obligations. There is little legal recourse against sovereign issuers other than what such an issuer may determine to provide. In addition, prospects for repayment of principal and payment of interest may depend on political as well as economic factors including the issuer's cash flow, the size of its reserves, its access to foreign exchange, and the relative size of its debt service burden to its economy as a whole. Although some sovereign debt is collateralized by U.S. Government securities, repayment of principal and payment of interest is not guaranteed by the U.S. Government.

## Currency Risk

Currency risks include exchange rate fluctuations, international and regional political and economic developments and the possible imposition of exchange controls or other local governmental laws or restrictions applicable to such investments. Since a Fund may invest in portfolio securities and instruments denominated in currencies other than its Base Currency or Class denominations,



changes in currency rates may affect the value of such holdings and the value of your investment. Currency rate changes may also affect the financial condition of the issuers in which the Fund invests.

Currency transactions can be made on a spot (i.e., cash) or forward basis (i.e., by entering into forward contracts to purchase or sell currencies). Although foreign exchange dealers generally do not charge a fee for such conversions, they do realize a profit based on the difference between the prices at which they are buying and selling various currencies. Thus, a dealer may offer to sell a currency at one rate, while offering a lesser rate of exchange should the counterparty desire to resell that currency to the dealer.

By entering into forward currency exchange contracts, a Fund may be required to forego the benefits of advantageous changes in exchange rates and, in the case of forward contracts entered into for the purpose of increasing return, a Fund may sustain losses which will reduce its gross income. Forward currency exchange contracts involve the risk that the party with which a Fund enters the contract may fail to perform its obligations to the Fund.

In the case of a net asset flow to or from a Hedged Share Class or fluctuation in the Net Asset Value of such Class, the hedging strategy may not, or not immediately, be adjusted, unless the flow or fluctuation is significant. The hedging strategy for the Hedged Share Classes will not completely eliminate the exposure to currency movements. There can be no guarantee that returns of such Classes will exceed those of Unhedged Classes. Shareholders of Hedged Share Classes should note that the hedging strategy utilized for such Classes may limit their ability to benefit from the currency diversification undertaken within the portfolio (including partially offsetting the currency hedging undertaken at the level of the Fund's portfolio).

The gains/losses from hedging transactions will accrue solely to the relevant Hedged Share Class(es). However, there is a risk that, under certain circumstances, currency hedging transactions in relation to a Hedged Class could negatively affect the net asset value of the other Classes (including Unhedged Classes) of the same Fund. For example, given that there is no segregation of liabilities among Classes of a Fund, if a currency hedging transaction in respect of a Hedged Class were to result in liabilities that the Hedged Class has insufficient assets to cover, assets attributable to the other Classes of the Fund may be used to cover the liabilities. Further, collateral posting requirements, which may become more burdensome in light of recent regulatory developments, may require the Fund to maintain a larger allocation to cash and cash-equivalent instruments than the Investment Manager would otherwise determine to hold. This could negatively affect performance for the Fund as a whole, even where the corresponding derivative transactions are in respect of the Hedged Classes alone. For a current list of Funds that have one or more Hedged Share Classes, and therefore may subject holders of Unhedged Classes to the foregoing risks, please see [meridian.mfs.com](http://meridian.mfs.com).

No intentional leveraging should result from currency hedging transactions for a Hedged Share Class, although hedging may exceed 100% for short periods between a redemption instruction and execution of the hedge trade. The foreign exchange rate used for the hedging strategy for the Hedged Share Classes may differ from the spot rate used for determining the net asset value of the non-base currency Classes thus potentially resulting in gains or losses for the Hedged Share Classes based on currency movements between the respective spot rate times.

### Cybersecurity Risk

The Fund does not directly have any operational or security system or infrastructure that is potentially subject to cybersecurity risks, but the Fund is exposed through its service providers (including, but not limited to, the Management Company, MFS, the Depositary, the Transfer Agent, the Independent Auditor and financial intermediaries) to cybersecurity risks. With the increased use of technologies such as mobile devices and cloud-based computing solutions and the dependence on the Internet and computer systems to perform necessary business functions, the Fund's service providers are susceptible to operational and information security risks that could result in losses to the Fund and its shareholders. Cybersecurity incidents can result from deliberate attacks or unintentional events. Cyber-attacks include, but are not limited to, infection by computer viruses or other malicious software code, unauthorized access to the service providers' digital systems through system-wide "hacking" or other means for the purpose of misappropriating assets or sensitive information, corrupting data, or causing operational disruption. Cyber-attacks may also be carried out in a manner that does not require gaining unauthorized access, such as causing denial-of-service attacks on the service providers' systems or websites, rendering them unavailable to intended users, or via "ransomware" that renders the systems inoperable until specified actions are taken. In addition, authorized persons could inadvertently or intentionally release confidential or proprietary information stored on the service providers' systems.

Cybersecurity failures or breaches resulting from the Fund's service providers or the issuers of securities in which the Fund invests may negatively impact the value of the Fund's investments and cause disruptions and impact the service providers' and the Fund's business operations, potentially resulting in financial losses, the inability of shareholders to transact business and the Fund to process transactions, the inability to calculate the Fund's net asset value, impediments to trading, destruction to equipment and systems, violations of applicable privacy and other laws, regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, and/or additional compliance costs. Similar adverse consequences could result from cyber incidents affecting counterparties with which the Fund engages in transactions, governmental and other regulatory authorities, exchanges and other financial market operators, and other parties. The Fund may incur incremental costs to prevent cybersecurity incidents in the

future which could negatively impact the Fund and shareholders. While MFS and the Management Company have established information security plans, business continuity plans and risk management systems designed to prevent or reduce the impact of such cybersecurity incidents, there are inherent limitations in such plans and systems, including the possibility that certain risks have not been adequately identified. Furthermore, the Fund cannot directly control any cybersecurity plans and systems put in place by service providers, or by issuers in which the Fund invests.

### **Debt Market Risk**

Debt markets can be volatile and can decline significantly in response to changes in, or investor perceptions of changes in, market, economic, industry, political, regulatory, geopolitical and other conditions that affect a particular type of instrument, issuer or borrower, or that affect the debt market generally. Certain changes or events, such as political, social, market or economic developments, including increasing and negative interest rates, regulatory or government actions, including the imposition of tariffs or other protectionist actions and changes in fiscal, monetary or tax policies, natural disasters, outbreaks of pandemic and epidemic diseases, terrorist attacks, war and other geopolitical events can have a dramatic adverse effect on the debt market and may lead to periods of high volatility and reduced liquidity in the debt market or a portion of the debt market. Markets may be susceptible to market manipulation or other fraudulent practices that could disrupt the orderly functioning of these markets or adversely affect the value of instruments that trade in such markets.

### **Depository Receipts Risk**

Depository receipts are securities that evidence ownership interests in a security or a pool of securities that have been deposited with a “depository.” Depository receipts may be sponsored or unsponsored and include American Depositary Receipts (ADRs), European Depositary Receipts (EDRs) and Global Depositary Receipts (GDRs). In sponsored programs, an issuer has made arrangements to have its securities trade in the form of ADRs, EDRs, or GDRs. In unsponsored programs, the issuer may not be directly involved in the creation of the program. For ADRs, the depository is typically a U.S. financial institution and the underlying securities are issued by a foreign issuer. For other depository receipts, the depository may be a foreign or a U.S. entity, and the underlying securities may have a foreign or a U.S. issuer. Depository receipts will not necessarily be denominated in the same currency as their underlying securities. Generally, ADRs are issued in registered form, denominated in U.S. dollars, and designed for use in the U.S. securities markets. Other depository receipts, such as GDRs and EDRs, may be issued in bearer form and denominated in other currencies, and may be offered privately in the United States and are generally designed for use in securities markets outside the U.S. The deposit agreement sets out the rights and responsibilities of the

underlying issuer, the depository, and the depository receipt holders. Depository receipts denominated in a currency other than the currency of the underlying securities subjects the investors to the currency risk of the depository receipt and the underlying security.

With sponsored facilities, the underlying issuer typically bears some of the costs of the depository receipts (such as dividend payment fees of the depository), although most sponsored depository receipt holders may bear costs such as deposit and withdrawal fees. Depositories of most sponsored depository receipts agree to distribute notices of shareholder meetings, voting instructions, and other shareholder communications and financial information to the depository receipt holders at the underlying issuer's request.

Holders of unsponsored depository receipts generally bear all the costs of the facility. The depository usually charges fees upon the deposit and withdrawal of the underlying securities, the conversion of dividends into U.S. dollars or other currency, the disposition of non-cash distributions, and the performance of other services. The depository of an unsponsored facility frequently is under no obligation to distribute shareholder communications received from the underlying issuer or to pass through voting rights to depository receipt holders with respect to the underlying securities.

Investments in local securities markets through ADRs, EDRs and GDRs and other types of depository receipts generally involve risks applicable to other types of investments in such markets. Investments in depository receipts may be less liquid and more volatile than the underlying securities in their primary trading market.

## Derivatives Risk

Derivatives are financial contracts whose value is based on the value of one or more underlying indicators. Underlying indicators may include a security or other financial instrument, currency, interest rate, credit rating, commodity, volatility measure or index. Derivatives often involve a counterparty to the transaction and therefore are subject to the credit risk of the counterparty and to the counterparty's ability or willingness to perform in accordance with the terms of the derivative. Derivatives include futures, forward contracts, options, inverse floating rate instruments, swaps and certain complex structured securities. Derivatives can be highly volatile and involve risks in addition to, and potentially greater than, the risks of the underlying indicator(s). Gains or losses from derivatives can be substantially greater than the derivatives' original cost and can sometimes be unlimited due to leverage. Derivatives can be complex instruments and can involve analysis and processing that differs from that required for other investment types used by the relevant Fund. If the value of a derivative does not correlate well with the particular market or other asset class the derivative is intended to provide exposure to, the derivative may not have the

effect intended. Derivatives can also reduce the opportunity for gain or result in losses by offsetting positive returns in other investments. Derivatives can be less liquid than other types of investments. Legislation and regulation of derivatives in the U.S. and other countries, including asset segregation, margin, clearing, trading and reporting requirements, and leveraging and position limits, may make derivatives more costly and/or less liquid, limit the availability of certain types of derivatives, cause the Fund to change its use of derivatives, or otherwise adversely affect a Fund's use of derivatives. The following is a general discussion of important risk factors and issues concerning the use of derivatives.

*Hedging Risk:* When a derivative is used as a hedge against an opposite position that a Fund also holds or against portfolio exposure, any loss generated by the derivative should be substantially offset by gains on the hedged investment or portfolio exposure, and vice versa. While hedging can reduce or eliminate losses, it can also reduce or eliminate gains and could result in losses.

*Correlation Risk:* When a Fund uses derivatives to hedge or gain exposure to an asset, it takes the risk that changes in the value of the derivative will not match those of the asset. Incomplete correlation or lack of correlation can result in unanticipated losses.

*Investment/Leverage Risk:* When a Fund uses derivatives to gain market exposure, rather than for hedging purposes, any loss on the derivative investment will not be offset by gains on another hedged investment. A Fund is therefore directly exposed to the risks of that derivative. Gains or losses from derivative investments may be substantially greater than the derivative's original cost. Certain derivatives have the potential for unlimited loss, regardless of the size of the initial investment.

*Availability Risk:* Derivatives may not be available to a Fund upon acceptable terms. As a result, a Fund may be unable to use derivatives for hedging or other purposes.

*Counterparty Risk:* This is the risk that a loss may be sustained by a Fund as a result of the failure of another party to a derivative instrument (e.g., "counterparty") to comply with the terms of the derivative instrument contract. The counterparty risk for derivative instruments that are cleared through a clearing house is generally less than for uncleared derivative instruments, because the clearing house is the issuer or counterparty to each cleared derivative instrument. This is supported by a daily payment system (i.e. margin requirements) operated by the clearing house in order to reduce overall credit risk. For uncleared derivative instruments, there is no similar clearing agency guarantee. Therefore, the creditworthiness of each counterparty to an uncleared derivative instrument is considered in evaluating potential counterparty risk for such instruments. Counterparty risk may be mitigated by collateral; however, certain types of uncleared derivative instruments (e.g., currency forward contracts) may not call for the posting of collateral by the counterparty.

*Equity Risk* is the sensitivity of security or portfolio value to movement in the equity markets. See “Equity Market Risk.”

*Spread risk* is the sensitivity of security value due to changes in option-adjusted spread (OAS). OAS is a spread measure that adjusts for options embedded in a bond issue (e.g., calls, puts, and sinking funds) and allows for valid comparison among issues, both with and without embedded options. The components of spread risk include industry, credit quality and issuer specific factors.

*Valuation Risk* contemplates the difficulty of valuing an investment given its liquidity, complexity, etc. The value of an investment for purposes of calculating the Fund’s net asset value can differ depending on the source and method used to determine value. When fair valuation is used, the value of an investment used to determine the Fund’s net asset value may differ from quoted or published prices for the same investment. There can be no assurance that a Fund could obtain the fair value assigned to an investment if it were to sell the investment at the same time at which the Fund determines its net asset value per share.

*Volatility risk* is the sensitivity of an option to changes in the overall level of market volatility.

*Liquidity Risk:* Derivatives can be less liquid than other types of investments, and a Fund may not be able to initiate a transaction or sell derivatives that are in a loss position or otherwise at an acceptable price. Privately negotiated or over-the-counter derivatives may be subject to greater liquidity risk than exchange-traded derivatives.

*Additional Information Regarding Derivatives:* Below is additional information about some of the types of derivatives a Fund may invest:

*Futures Contracts.* A futures contract is an agreement between two parties to buy or sell in the future a specific quantity of an asset, currency, interest rate, index, instrument or other indicator at a specific price and time. Futures contracts are standardized, exchange-traded contracts and the price at which the purchase and sale will take place is fixed when the buyer and seller enter into the contract. The value of a futures contract typically fluctuates in correlation with the increase or decrease in the value of the underlying indicator. The buyer of a futures contract enters into an agreement to purchase the underlying indicator on the settlement date and is said to be “long” the contract. The seller of a futures contract enters into an agreement to sell the underlying indicator on the settlement date and is said to be “short” the contract. Futures on indices and futures not calling for physical delivery of the underlying indicator will be settled through cash payments. In the case of cash settled futures contracts, the cash settlement amount is equal to the difference between the final settlement price on the last trading day of the contract and the price at which the contract was entered into.

If a Fund is the purchaser or seller of a futures contract, the Fund is required to deposit “initial margin” with a clearing member when the futures contract is entered into. The clearing member acts as the agent of the Fund to the clearinghouse. Initial margin is typically calculated as a percentage of the contract’s notional amount. The minimum margin required for a futures contract is set by the exchange on which the contract is traded and may be increased by the clearing member during the term of the contract. A futures contract held by a Fund is valued daily at the official settlement price of the exchange on which it is traded. Each day a Fund pays or receives cash (called “variation margin”) equal to the daily change in value of the futures contract.

The risk of loss in trading futures contracts can be substantial, because of the low margin required, the extremely high degree of leverage involved in futures pricing, and the potential high volatility of the futures markets. As a result, a relatively small price movement in a futures position may result in immediate and substantial loss (or gain) to the investor (i.e., the Fund), and with respect to certain futures contracts, short futures positions may theoretically result in unlimited losses. In the event of adverse price movements, an investor would continue to be required to make daily cash payments equal to the daily change in value of the futures contract. In addition, on the settlement date, an investor in physically settled futures may be required to make delivery of the indicators underlying the futures positions it holds.

Futures can be sold until their last trading date, or can be closed out by offsetting purchases or sales of futures contracts before then if a liquid market is available. It may not be possible to liquidate or close out a futures contract at any particular time or at an acceptable price and an investor would remain obligated to meet margin requirements until the position is closed. Moreover, most futures exchanges limit the amount of fluctuation permitted in futures contract prices during a single trading day. The daily limit establishes the maximum amount that the price of a futures contract may vary either up or down from the previous day’s settlement price at the end of a trading session. Once the daily limit has been reached in a particular type of contract, no trades may be made on that day at a price beyond that limit. The daily limit governs only price movement during a particular trading day and therefore does not limit potential losses, because the limit may prevent the liquidation of unfavorable positions. Futures contract prices have occasionally moved to the daily limit for several consecutive trading days with little or no trading, thereby preventing prompt liquidation of future positions and subjecting some futures traders to substantial losses. The inability to close futures positions also could have an adverse impact on the ability to hedge a portfolio investment or to establish a substitute for a portfolio investment.

Futures are subject to the creditworthiness of the clearing member and clearing organizations involved in the transaction. Futures contracts in different national markets may be subject to differing levels of regulation, and futures clearing houses may follow different trading, settlement and margin procedures. Such

contracts may not involve a clearing mechanism or related guarantees and may involve greater risk of loss, including due to insolvency of a local clearing member, clearing house or other party that may owe margin to a Fund.

If a Fund attempts to use a futures contract as a hedge against, or as a substitute for, a portfolio investment, the futures position may not correlate as expected with the portfolio investment, resulting in losses to the Fund. While hedging strategies involving futures products can reduce the risk of loss, they can also reduce the opportunity for gain or even result in losses by offsetting favorable price movements in other Fund investments.

*Options:* An option is a contract which conveys to the holder of the option the right, but not the obligation, to purchase (in the case of a call option) or sell (in the case of a put option) a specific amount or value of a particular underlying interest at a specific price (called the “exercise” or “strike” price) at one or more specific times before the option expires. The underlying interest of an option contract can be a security, currency, index, future, swap, commodity, or other type of financial instrument. The seller of an option is called an option writer. The purchase price of an option is called the premium. The potential loss to an option purchaser is limited to the amount of the premium plus transaction costs. This will be the case, for example, if the option is held and not exercised prior to its expiration date.

Options can be traded either through established exchanges (“exchange traded options”) or privately negotiated transactions (over-the-counter or “OTC options”). Exchange traded options are standardized with respect to, among other things, the underlying interest, expiration date, contract size and strike price. The terms of OTC options are generally negotiated by the parties to the option contract which allows the parties greater flexibility in customizing the agreement, but OTC options are generally less liquid than exchange traded options.

All option contracts involve credit risk if the counterparty to the option contract (e.g., the clearing house for cleared options or counterparty for uncleared options) or the third party effecting the transaction in the case of cleared options (i.e., the clearing member) fails to perform. The credit risk in OTC options that are not cleared is dependent on the credit worthiness of the individual counterparty to the contract and may be greater than the credit risk associated with cleared options.

The purchaser of a put option obtains the right (but not the obligation) to sell a specific amount or value of a particular interest to the option writer at a fixed strike price. In return for this right, the purchaser pays the option premium. The purchaser of a typical put option can expect to realize a gain if the price of the underlying interest falls. However, if the underlying interest’s price does not fall enough to offset the cost of purchasing the option, the purchaser of a put option can expect to suffer a loss (limited to the amount of the premium, plus related transaction costs).



The purchaser of a call option obtains the right (but not the obligation) to purchase a specified amount or value of a particular interest from the option writer at a fixed strike price. In return for this right, the purchaser pays the option premium. The purchaser of a typical call option can expect to realize a gain if the price of the underlying interest rises. However, if the underlying interest's price does not rise enough to offset the cost of purchasing the option, the buyer of a call option can expect to suffer a loss (limited to the amount of the premium, plus related transaction costs).

The purchaser of a call or put option may terminate its position by allowing the option to expire, exercising the option or closing out its position by entering into an offsetting option transaction if a liquid market is available. If the option is allowed to expire, the purchaser will lose the entire premium. If the option is exercised, the option purchaser would complete the purchase from or sale to the option writer (as applicable) of the underlying interest at the strike price.

The writer of a put or call option takes the opposite side of the transaction from the option's purchaser. In return for receipt of the premium, the writer assumes the obligation to buy or sell (depending on whether the option is a put or a call) a specified amount or value of a particular interest at the strike price if the purchaser of the option chooses to exercise it.

Generally, an option writer sells options with the goal of obtaining the premium paid by the option purchaser. If an option sold by an option writer expires without being exercised, the writer retains the full amount of the premium. The option writer's loss, if any, will equal the amount the option is "in-the-money" when the option is exercised offset by the premium received when the option was written. A call option is in-the-money if the value of the underlying interest exceeds the strike price of the option, and so the call option writer's loss is theoretically unlimited. A put option is in-the-money if the strike price of the option exceeds the value of the underlying interest, and so the put option writer's loss is limited to the strike price. Generally, any profit realized by an option purchaser represents a loss for the option writer. The writer of an option may seek to terminate a position in the option before exercise by entering into an offsetting option transaction if a liquid market is available. If the market is not liquid for an offsetting option, however, the writer must continue to be prepared to sell or purchase the underlying asset at the strike price while the option is outstanding, regardless of price changes.

The writer of a cleared option is required to deposit initial margin. Additional margin may also be required. The writer of an uncleared option may be required to deposit initial margin and additional margin.

A physical delivery option gives its owner the right to receive physical delivery (if it is a call), or to make physical delivery (if it is a put) of the underlying interest when the option is exercised. A cash-settled option gives its owner the

right to receive a cash payment based on the difference between a determined value of the underlying interest at the time the option is exercised and the fixed exercise price of the option. In the case of physically settled options, it may not be possible to terminate the position at any particular time or at an acceptable price. A cash-settled call conveys the right to receive a cash payment if the determined value of the underlying interest at exercise exceeds the exercise price of the option, and a cash-settled put conveys the right to receive a cash payment if the determined value of the underlying interest at exercise is less than the exercise price of the option.

The principal factors affecting the market value of a put or call option include supply and demand, interest rates, the current market price of the underlying interest in relation to the exercise price of the option, the volatility of the underlying interest and the remaining period to the expiration date.

If a trading market in particular options were illiquid, investors in those options would be unable to close out their positions until trading resumes, and option writers may be faced with substantial losses if the value of the underlying interest moves adversely during that time. There can be no assurance that a liquid market will exist for any particular options product at any specific time. Lack of investor interest, changes in volatility, or other factors or conditions might adversely affect the liquidity, efficiency, continuity, or even the orderliness of the market for particular options. Exchanges or other facilities on which options are traded may establish limitations on options trading, may order the liquidation of positions in excess of these limitations, or may impose other sanctions that could adversely affect parties to an options transaction.

Many options, in particular OTC or uncleared options, are complex and often valued based on subjective factors. Improper valuations can result in increased cash payment requirements to counterparties or a loss of value to a Fund.

*Forward Contracts:* Forward contracts are customized transactions that require a specific amount of a security, currency or other asset to be delivered at a specific price or exchange rate on a specific date or range of dates in the future. Transactions that require delivery of a specified currency are referred to as deliverable forwards. Depending on time to settlement and certain other characteristics, certain deliverable forwards can be referred to as “spot” foreign currency transactions. Foreign currency transactions that do not provide for physical settlement of the two currencies but instead are settled by a single cash payment calculated as the difference between the agreed upon exchange rate and current rate at settlement based upon an agreed upon notional amount are referred to as non-deliverable forwards. Depending on whether a foreign currency transaction is deemed to be a spot, a deliverable forward or a non-deliverable forward in a particular jurisdiction, the transaction may be subject to no or different regulatory requirements, including but not limited

to reporting, margin, clearing and exchange trading or trading on other public facilities. Numerous regulatory changes related to foreign currency transactions are expected to occur over time and could materially and adversely affect the ability of the Fund to enter into foreign currency transactions or could increase the cost of foreign currency transactions. In the future, certain foreign currency transactions may be required to be subject to initial as well as variation margin requirements. Foreign currency transactions that are not centrally cleared are subject to the creditworthiness of the counterparty to the foreign currency transaction (usually large commercial banks), and their values may decline substantially if the counterparty's creditworthiness deteriorates. In a cleared foreign currency transaction, performance of the transaction will be effected by a central clearinghouse rather than by the original counterparty to the transaction. Foreign currency transactions that are centrally cleared will be subject to the creditworthiness of the clearing member and the clearing organization involved in the transaction.

Forward contracts can be used to hedge against a decline in the value of existing investments denominated in foreign currency due to currency movement. Such a hedge, sometimes referred to as a "position hedge," would tend to offset both positive and negative currency fluctuations, but would not offset changes in security values caused by other factors. Forward contracts can also be used to shift investment exposure from one currency into another. This type of strategy, sometimes known as a "cross-hedge," will tend to reduce or eliminate exposure to the currency that is sold, and increase exposure to the currency that is purchased, much as if a Fund had sold a security denominated in one currency and purchased an equivalent security denominated in another. Cross-hedges protect against losses resulting from a decline in the hedged currency, but will cause a Fund to assume the risk of fluctuations in the value of the currency it purchases.

A "settlement hedge" or "transaction hedge" attempts to protect against an adverse change in currency values between the date a security is purchased or sold and the date on which payment is made or received. Entering into a forward contract for the purchase or sale of the amount of currency involved in an underlying security transaction for a fixed amount of U.S. dollars "locks in" the U.S. dollar price of the security. Forward contracts to purchase or sell a currency may also be used in anticipation of future purchases or sales of securities denominated in another currency, even if the specific investments have not yet been selected.

An investor could also hedge the position by selling another currency expected to perform similarly to the currency to be hedged. This type of hedge, sometimes referred to as a "proxy hedge," could offer advantages in terms of cost, yield, or efficiency, but generally would not hedge currency exposure as effectively as a direct hedge into the relevant home currency. Proxy hedges may result in losses if the currency used to hedge does not perform similarly to the currency in which the hedged securities are denominated.

Swap agreements, indexed securities, hybrid securities and options and futures contracts relating to currencies can be used for the same purposes.

Successful use of tactical currency management strategies will depend on the Investment Manager's skill in analysing currency values. Currency management strategies may increase the volatility of a Fund's returns and could result in significant losses to a Fund if currencies do not perform as the Investment Manager anticipates. For example, if a currency's value rose at a time when the Investment Manager had hedged a Fund by selling that currency in exchange for another, a Fund would not participate in that currency's appreciation. If the Investment Manager hedges currency exposure through proxy hedges, a Fund could realize currency losses from both the hedge and the security position if the two currencies do not move in tandem. Similarly, if the Investment Manager increases a Fund's exposure to a foreign currency and that currency's value declines, a Fund will realize a loss. There is no assurance that the Investment Manager's use of currency management strategies will be advantageous to a Fund or that it will hedge at appropriate times.

*Swaps (including Credit Default Swaps).* A swap is an agreement between two parties pursuant to which each party agrees to make one or more payments to the other, based on the value of one or more underlying indicators or the difference between underlying indicators. A swap enables the parties to obtain either long or short exposure to an asset or other underlying indicator without owning or transacting directly in that asset or indicator. Underlying indicators may include a security or other financial instrument, asset, currency, interest rate, credit rating, commodity, volatility measure or index. Swaps include "caps," "floors," "collars" and options on swaps, or "swaptions," may be entered into for the same types of hedging or non-hedging purposes as swaps. A "cap" transaction is one in which one party pays a single or periodic fixed amount and the other party pays a floating amount equal to the amount by which a specified fixed or floating rate or other indicator exceeds another rate or indicator (multiplied by a notional amount). A "floor" transaction is one in which one party pays a single or periodic fixed amount and the other party pays a floating amount equal to the excess, if any, of a specified rate or other indicator over a different rate or indicator (multiplied by a notional amount). A "collar" transaction is a combination of a cap and a floor in which one party pays the floating amount on the cap and the other party pays the floating amount on the floor. A swaption is an option to enter into a swap agreement. Like other types of options, the buyer of a swaption pays a non-refundable premium for the option and obtains the right, but not the obligation, to enter into the underlying swap on the agreed-upon terms. Swaps can take many different forms and are known by a variety of names and other types of swap agreements may be available.

Swaps can be closed out by physical delivery of the underlying indicator(s) or payment of the cash settlement on settlement date, depending on the terms of the particular agreement. For example, in certain credit default swaps on a

specific security, in the event of a credit event one party agrees to pay par on the security while the other party agrees to deliver the security. Other swap agreements provide for cash settlement. For example, in a typical interest rate swap, one party agrees to pay a fixed rate of interest determined by reference to a specified interest rate or index multiplied by a specified amount (the “notional amount”), while the other party agrees to pay an amount equal to a floating rate of interest determined by reference to an interest rate or index which is reset periodically and multiplied by the same notional amount. In a total return swap, one party agrees to make a series of payments to another party based on the income and price return of the underlying indicator during a specified period, while the other party agrees to make a series of payments calculated by reference to an interest rate or other agreed-upon amount. On each payment date, the obligations of parties are netted against each other, with only the net amount paid by one party to the other. A party may enter into a total return swap for hedging purposes or to gain long or short exposure to the underlying instrument without physically owning the underlying instrument. All income generated from a total return swap accrues to the respective Fund. A Fund may incur transaction-based costs and commissions as a result of entering into a total return swap. Any such costs or commissions will be allocated to the relevant Fund.

Certain Funds may be permitted to use total return swaps in their investment policies, however under normal circumstances, it is not expected that such Funds will use these instruments and, as such, the expected proportion of assets under management for each of these Funds that could be subject to total return swaps is 0%, subject to a maximum of 125% (as measured by the commitment approach) for the Emerging Markets Debt Local Currency Fund and Global Opportunistic Bond Fund, a maximum of 150% (as measured by the commitment approach) for the Managed Wealth Fund and a maximum of 100% (as measured by the commitment approach) for all other Funds.

It may not be possible to close out the swap at any particular time or at an acceptable price. The inability to close swap positions also could have an adverse impact on the ability to hedge a portfolio investment or to establish a substitute for a portfolio investment. Swaps can provide exposure to a variety of different types of investments or market factors. The most significant factor in the performance of swaps, caps, floors, and collars is the change in the underlying price, rate, index level or other indicator that determines the amount of payments to be made under the arrangement. The risk of loss in trading swaps can be substantial, because of the low margin deposits required, the extremely high degree of leverage involved in swaps, and the potential high volatility of the swaps markets. As a result, a relatively small price movement in a swap may result in immediate and substantial loss (or gain) to the investor (i.e., the Fund). Thus, a purchase or sale of a swap may result in unlimited losses. In the event of adverse price movements, an investor would continue to be required to make daily cash payments to maintain its required margin. In addition for physically

settled swaps, on the settlement date, an investor may be required to make delivery of the indicators underlying the swaps it holds. Swaps may be entered into for hedging or non-hedging purposes. If a Fund attempts to use a swap or related investment as a hedge against, or as a substitute for, a portfolio investment, the swap or related derivative may not correlate as expected with the portfolio investment, resulting in losses to the Fund. While hedging strategies involving swaps and related derivatives can reduce the risk of loss, they can also reduce the opportunity for gain or even result in losses by offsetting favourable price movements in other Fund investments.

Legislation has been enacted that has, and will continue to, result in numerous regulatory changes related to swaps and other derivative transactions, including margin, clearing, trading and reporting requirements. These regulatory changes are expected to occur over time and could materially and adversely affect the ability of the Fund to buy or sell swaps and increase the cost of swaps. In the future, swaps will be required to be subject to initial as well as variation margin requirements. Initial margin is typically calculated as a percentage of the swap's notional amount. Additional variation margin will be required based on changes in the daily market value of the swap.

Swaps may also be subject to liquidity risk because it may not be possible to close out the swap prior to settlement date and an investor would remain obligated to meet margin requirements until the swap is closed.

In addition, because the purchase and sale of certain swaps currently are not centrally cleared, these are subject to the creditworthiness of the counterparty to the swap, and their values may decline substantially if the counterparty's creditworthiness deteriorates. The credit risk in uncleared swaps is dependent on the creditworthiness of the individual counterparty to the swap and may be greater than the credit risk associated with cleared swaps.

In a cleared transaction, performance of the transaction will be effected by a central clearing house rather than by the bank or broker that is the Fund's original counterparty to the transaction. Swaps that are centrally cleared will be subject to the creditworthiness of the clearing member and clearing organizations involved in the transaction.

The use of credit default swaps normally carries a higher risk than investing in bonds directly. A credit default swap allows the transfer of default risk. This allows investors to effectively buy insurance on a bond they hold (hedging the investment) or buy protection on a bond they do not physically own in the expectation that the credit will decline in quality. One party, the protection buyer, makes a stream of payments to the seller of protection, and a payment is due to the buyer in the event that there is a "credit event" (a decline in credit quality, which will be pre-defined in the agreement). If the credit event does not occur the buyer pays all the required premiums and the swap terminates on

maturity with no further payments. The risk of the buyer is therefore limited to the value of the premiums paid. The market for credit default swaps may sometimes be more illiquid than bond markets.

*Structured Notes.* Structured notes are debt instruments with an embedded derivative (such as a credit-linked note), the value or payout of which is determined by the occurrence or non-occurrence of an event or by an underlying indicator. Structured notes may be subject to liquidity risk since the derivatives are often “customized” to meet the portfolio needs of a particular investor, and therefore, the number of investors that are willing and able to buy such derivatives in the secondary market may be smaller than that for more traditional debt instruments. In addition, because the purchase and sale of structured notes takes place in an over-the-counter market, structured notes are subject to the creditworthiness of the counterparty to the structured note or related derivative, and their values may decline substantially if the counterparty’s creditworthiness deteriorates. If the counterparty defaults, the Fund’s risk of loss consists of the full notional amount paid for the structured note plus any additional amount of payments that the Fund is contractually entitled to receive.

*Synthetic Local Access Instruments:* Participation notes, market access warrants, and other similar structured products (collectively, “synthetic local access instruments”) are derivative instruments typically used by foreign investors to obtain exposure to investments in certain markets where direct ownership by foreign investors is restricted or limited by local law. Synthetic local access instruments are generally structured by a local branch of a bank, broker-dealer, or other financial institution to replicate exposure to one or more underlying securities. The holder of a synthetic local access instrument may be entitled to receive any dividends paid in connection with the underlying securities, but usually does not receive voting rights as it would if such holder directly owned the underlying securities.

Synthetic local access instruments also involve risks that are in addition to the risks normally associated with a direct investment in the underlying securities. Synthetic local access instruments represent unsecured, contractual obligations of the banks, broker-dealers, or other financial institutions that issue them and are therefore subject to the credit risk of the issuer and the issuer’s ability or willingness to perform in accordance with the terms of the instrument. Synthetic local access instruments are subject to the liquidity risk of the underlying security as well as the liquidity risk that a limited or no secondary market exists for trading synthetic local access instruments. In addition, the trading price of a synthetic local access instrument, if any, may not equal the value of the underlying securities.

*Hybrid Instruments:*

Hybrid instruments are generally considered derivatives and combine the elements of swaps, futures contracts, or options with those of debt, preferred

equity or a depository instrument. A hybrid instrument may be a debt instrument, preferred stock, warrant, convertible security, certificate of deposit or other evidence of indebtedness on which a portion of or all interest payments, and/or the principal or stated amount payable at maturity, redemption or retirement, is determined by reference to prices, changes in prices or differences between prices of the applicable underlying indicator. The risks of investing in hybrid instruments reflect a combination of the risks of investing in securities, swaps, options, futures and currencies. An investment in a hybrid instrument may entail significant risks that are not associated with a similar investment in a traditional debt instrument. The risks of a particular hybrid instrument will depend upon the terms of the instrument, but may include the possibility of significant changes in the benchmark(s) or the prices of the underlying indicators to which the instrument is linked. Such risks generally depend upon factors unrelated to the operations or credit quality of the issuer of the hybrid instrument, which may not be foreseen by the purchaser, such as economic and political events, the supply and demand profiles of the underlying indicators and interest rate movements. Hybrid instruments may be highly volatile. Hybrid instruments are potentially more volatile and carry greater market risks than traditional debt instruments. Depending on the structure of the particular hybrid instrument, changes in a benchmark, underlying asset or indicator may be magnified by the terms of the hybrid instrument and have an even more dramatic and substantial effect upon the value of the hybrid instrument. Also, the prices of the hybrid instrument and the underlying indicator may not move in the same direction or at the same time.

Hybrid instruments may bear interest or pay preferred dividends at below-market (or even relatively nominal) rates. Alternatively, hybrid instruments may bear interest at above-market rates but bear an increased risk of principal loss (or gain). Leverage risk occurs when the hybrid instrument is structured so that a given change in a benchmark or underlying indicator is multiplied to produce a greater value change in the hybrid instrument, thereby magnifying the risk of loss as well as the potential for gain.

If the Investment Manager attempts to use a hybrid instrument as a hedge against, or a substitute for, a portfolio investment, the hybrid instrument may not correlate as expected with the portfolio investment, resulting in losses to the Fund. While hedging strategies involving hybrid instruments can reduce the risk of loss, they can also reduce the opportunity for gain or even result in losses by offsetting favourable price movements in other Fund investments. Hybrid instruments may also carry liquidity risk since the instruments are often "customized" to meet the portfolio needs of a particular investor, and therefore, the number of investors that are willing and able to buy such instruments in the secondary market may be smaller than that for more traditional debt instruments. Under certain conditions, the redemption value of such an investment could be zero. In addition, hybrid instruments are subject



to the creditworthiness of the issuer of the hybrid instrument, and their values may decline substantially if the issuer's creditworthiness deteriorates. Hybrid instruments also may not be subject to regulation.

### Distribution Policy Risk

In relation to Gross Income shares, the Funds' policy of distributing income before the deduction of relevant expenses by charging fees to the capital of the Funds amounts to a return or withdrawal of part of a shareholder's original investment or from any capital gains attributable to that original investment. Any such distributions involving payment of dividends out of the Fund's capital may result in an immediate reduction of the Funds' Net Asset Value per Share. As a result, capital may be eroded and income may be achieved by foregoing the potential for future capital growth.

### Emerging Market Securities Risk

Investments in emerging market countries may be more volatile than investments in countries with more developed markets. The risk of expropriation, confiscatory taxation, nationalization and social, political, and economic instability, greater government involvement in the economy, inflation or deflation, currency devaluations, greater currency exchange rate fluctuations, war, and terrorism may be greater in emerging market countries than countries in developed markets. The economies of emerging market countries may be based on only a few industries, may be subject to a lower degree of environmental regulation, may be vulnerable to changes in trade conditions, and may have large debt burdens and higher inflation rates.

A number of emerging market countries restrict, to varying degrees, foreign investment in securities. Further, some securities may not be available to the Fund because foreign shareholders hold the maximum amount permissible under current law. Repatriation of investment income, capital, and the proceeds of sales by foreign investors may require governmental registration and/or approval in some emerging market countries and may be subject to currency exchange control restrictions. In addition to withholding taxes on investment income, some emerging market countries may impose different capital gains taxes on foreign investors.

Generally accepted accounting, auditing, and financial reporting practices in emerging market countries may be significantly different from those countries in developed markets, there may be less publicly available information about certain financial instruments, and currency hedging may be unavailable. Many emerging market countries have less government supervision, regulation, and enforcement of the securities markets and participants in those markets.

The securities markets of emerging market countries may have substantially less trading volume, resulting in a lack of liquidity and high price volatility.

There may be a high concentration of market capitalization and trading volume in a small number of issuers representing a limited number of industries as well as a high concentration of investors and financial intermediaries.

Practices in relation to settlement of securities transactions in emerging market countries involve higher risks than those in developed countries because brokers and counterparties in such countries may be less well-capitalized and custody and registration of assets in some countries may be unreliable. In certain jurisdictions (e.g., Peru), settlement of securities transactions is generally conducted on a free-of-payment basis (i.e., not delivery versus payment or “DvP”), which can expose a Fund to the risk of loss if it delivers cash for purchases or securities for sale but the counterparty to the transaction fails to perform.

Emerging market country debt is subject to high risk and may not be rated for creditworthiness by any internationally recognized credit rating organization. The issuer or governmental authority that controls the repayment of an emerging market country’s debt may not be able or willing to repay the principal and/or interest when due in accordance with the terms of such debt. If a government obligor defaults on its obligation, an investor may have limited resources and may not be able to enforce a judgment against a foreign government.

A sub-set of emerging market countries are considered to be “frontier markets.” Frontier market countries generally have smaller, less diverse economies and less mature capital markets than larger emerging markets and, as a result, the risks of investing in emerging market countries are magnified in frontier market countries.

### **Equity Market Risk**

The price of an equity security fluctuates in response to issuer, market, economic, industry, political, regulatory, geopolitical, and other conditions, as well as to investor perceptions of these conditions. Prices can decrease significantly in response to these conditions, and these conditions can affect a single issuer, issuers within a broad market sector, industry or geographic region, or the market in general. Different parts of the market and different types of securities can react differently to these conditions. For example, the equity securities of growth companies can react differently from the equity securities of value companies, and the equity securities of large cap companies can react differently from the equity securities of small cap companies. Certain changes or events, such as political, social or economic developments, including increasing or negative interest rates, government or regulatory actions, including the imposition of tariffs or other protectionist actions, and changes in fiscal, monetary or tax policies, natural disasters, outbreaks of pandemic and epidemic diseases, terrorist attacks, war, and other geopolitical changes or events, can have a dramatic adverse effect on equity markets or a segment of equity markets

which may lead to periods of high volatility. Economies and financial markets are becoming more connected, which increase the likelihood that conditions in one country or region can adversely impact issuers in different countries and regions. Equity markets may be susceptible to market manipulation or other fraudulent practices which could disrupt the orderly functioning of these markets or adversely affect the value of instruments that trade in such markets.

A widespread health crisis such as a global pandemic could cause substantial market volatility and have long-term effects on world economies and markets generally. For example, the novel coronavirus disease (COVID-19) has resulted in significant disruptions to global business activity. The impact of this outbreak and other epidemics and pandemics that may arise in the future could negatively affect the global economy, as well as the economies of individual countries, the financial performance of individual companies and sectors, and the securities and commodities markets in general in significant and unforeseen ways. A health crisis may also exacerbate other pre-existing political, social and economic risks. Any such impacts could adversely affect the prices and liquidity of the Fund's investments and the Fund's performance.

### Geographic Concentration Risk

Because a Fund may invest a relatively large percentage of the Fund's assets in issuers located in a small number of countries, or a particular geographic region, the Fund's performance could be closely tied to the market, currency, economic, political, regulatory, geopolitical or other conditions in those countries or that region. These conditions include anticipated or actual government budget deficits or other financial difficulties, levels of inflation and unemployment, fiscal and monetary controls, tax policy, sanctions imposed on the country or issuer located within the country, and political and social instability in such countries and regions. A Fund's performance will be affected by the conditions in the countries or regions to which a Fund is exposed, and could be more volatile than the performance of more geographically-diversified funds.

#### *Regional or Country-Specific Risks*

*Asia:* Investing in countries in Asia involves risks not typically associated with investments in developed markets. Because many of the economies in Asia are considered emerging market economies, investing in Asia imposes risks greater than, or in addition to, the risks of investing in more developed markets. Securities markets of countries with emerging market economies typically are less efficient and have lower trading volume, lower liquidity, and higher volatility than more developed markets.

Emerging market economies in Asia are often characterized by high levels of inflation, frequent currency fluctuations, undeveloped financial service sectors, and devaluations. Economic events in one country or group of countries within

Asia can have significant economic effects on the entire Asia region because the economies of the region are intertwined. In addition, the economies of many countries in Asia rely on few industries or commodities.

Political and social instabilities in Asia may result in significant economic downturns and increased volatility in the economies of countries in Asia. Escalating political tension between countries in Asia could adversely affect economic ties and trade within Asia. Many of Asia's governments exercise considerable influence on their respective economies and, as a result, companies in Asia may be subject to government interference and nationalization. Some countries in Asia restrict direct foreign investment in their securities markets, and investments in securities traded on those markets may be made, if at all, only indirectly. In addition, some countries in Asia require foreign investors to be registered with local authorities prior to investing in the securities markets and impose limitations on the amount of investments that may be made by foreign investors and the repatriation of the proceeds from investments.

The economies of many countries in Asia are heavily dependent on international trade and can be adversely affected by trade barriers, exchange controls and other measures imposed or negotiated by the countries with which they trade. As most countries in Asia are net importers of oil, a significant increase in the price of oil may threaten economic growth across Asia. In addition, Asia historically has been dependent on external demand and vulnerable to external market disruptions. Following the global recession that began in 2008, markets in Asia with domestic-oriented economies rebounded more quickly than markets with continued dependency on exports. In addition, economic activity across Asia slowed markedly in 2011 as a result of weakening external demand, particularly in Europe, although domestic demand generally has remained strong. Because the global economy remains fragile, a second wave of the global recession could again negatively impact markets and economic performance in Asia.

The economies of Asia are also vulnerable to effects of natural disasters occurring within the region, including droughts, floods, tsunamis, and earthquakes. Disaster recovery in Asia can be poorly coordinated, and the economic impact of natural disasters is significant at both the country and company levels.

*China:* For Funds investing in China, such investments are currently subject to certain additional risks, particularly regarding the ability to deal in equity securities in China. Dealing in certain Chinese securities is restricted to licensed investors and the ability of the investor to repatriate its capital invested in those securities may be limited at times. Due to issues relating to liquidity and repatriation of capital, the Company may determine from time to time that making direct investments in certain securities may not be appropriate for a Fund. As a result, the Company may choose to gain exposure to Chinese equity securities indirectly and may be unable to gain full exposure to the Chinese equity markets.

*Stock Connect Securities.* Certain Funds may invest in “A shares” of companies located in Mainland China via securities trading and clearing programmes for the establishment of mutual market access between the Stock Exchange of Hong Kong (“SEHK”) and a Mainland Chinese stock exchange (a “Stock Connect Programme,” and such securities, “Stock Connect Securities”). Such Mainland Chinese exchanges include the Shanghai Stock Exchange and the Shenzhen Stock Exchange, and additional schemes may be established in the future. Unless otherwise disclosed in its Fund Profile, a Fund may only invest in Stock Connect Securities to a limited extent. In addition to risks associated with investing in emerging markets and in China as discussed in this section, Stock Connect Securities are subject to certain additional risks.

A Stock Connect Programme is subject to regulations promulgated by regulatory authorities for both the relevant Mainland Chinese exchange and SEHK and further regulations or restrictions, such as trading suspensions, may adversely affect a Stock Connect Programme and Stock Connect Securities. There is no guarantee that the systems required to operate a Stock Connect Programme will function properly or that both exchanges will continue to support the Stock Connect Programme in the future.

Daily and aggregate purchase quotas apply to the aggregate volume of in the programme, which may restrict or preclude investment in Stock Connect Securities. In addition, Stock Connect Securities generally may not be sold, purchased or otherwise transferred other than through a Stock Connect Programme in accordance with the program’s rules, and therefore are subject to liquidity risk. For example, when the SEHK is closed, investors will not be able to trade Stock Connect Securities at a time when Stock Connect Securities are trading on the Mainland Chinese exchange and will be unable to react to events in that market.

The Hong Kong Securities Clearing Company Limited (“HKSCC”) acts as nominee for Stock Connect Securities. As a result, investors will depend upon the cooperation of HKSCC to exercise certain shareholder rights, such as participation in corporate actions or shareholder meetings. It will not be possible for investors to pursue legal recourse against issuers of Stock Connect Securities without the participation of HKSCC, which is under no obligation to do so.

It is currently unclear whether Mainland Chinese courts would recognize investors’ beneficial ownership of the Stock Connect Securities in the event HKSCC as nominee holder, or another entity within the ownership structure, were to become insolvent. This could prevent or delay recovery of investor assets.

Investments in Stock Connect Securities are not covered by the Hong Kong’s Investor Compensation Fund, which has been established to pay compensation to investors of any nationality who suffer pecuniary losses as a result of default of a licensed intermediary or authorised financial institution in relation to

exchange-traded products in Hong Kong. Therefore the Fund is exposed to the risks of default by the broker(s) it engages to trade in Stock Connect Securities.

*China Interbank Bond Market Securities.* Certain Funds may invest in fixed income securities traded on the China Interbank Bond Market ("CIBM Securities"). The CIBM is an over-the-counter market established in 1997 and regulated by the People's Bank of China. Approximately 90% of all trading in Mainland Chinese local currency bonds takes place on the CIBM. Instruments traded on this market include government and corporate bonds. While this market was previously limited to domestic investors and holders of the qualified foreign institutional investor ("QFII") license, in 2016 access was expanded to include certain non-QFII foreign institutional investors including the Funds. Any Fund that invests in CIBM Securities will hold the securities in an individual account opened in the Fund's name with a local bond settlement agent, and therefore the Fund is the nominal and beneficial owner of its CIBM Securities.

The CIBM is still in a stage of development and the market capitalisation and trading volume may be lower than those of more developed markets. Market volatility and potential lack of liquidity due to low trading volume of certain debt securities may result in prices of debt securities traded on such market fluctuating significantly. Funds investing in this market are therefore subject to liquidity and volatility risks and may suffer losses in trading bonds of Mainland Chinese issuers. The bid and offer spreads of the prices of the Mainland Chinese bonds may be large, and a Fund may therefore incur significant trading and realisation costs and may even suffer losses when selling such investments. To the extent that a Fund transacts in CIBM Securities, it may also be exposed to risks associated with settlement procedures and default of counterparties. The counterparty which has entered into a transaction with the Fund may default in its obligation to settle the transaction by delivery of the relevant security or by payment for value. Investment in CIBM Securities is also subject to regulatory risk, repatriation risk and other risks as generally described above under "Investment Policies and Risks – Emerging Market Securities Risk."

There are uncertainties regarding Mainland Chinese tax rules governing taxation of income and gains from investments in CIBM securities, which could result in unexpected tax liabilities for a Fund. In contrast to the Stock Connect programme, the Mainland Chinese authorities have not publicly issued any temporary exemption from capital gains taxes applicable to the Funds' participation in the CIBM. There is no indication as to when these uncertainties will be resolved. Based on the Investment Manager's judgment, as informed by professional and independent tax advice sought as needed, the Funds may or may not determine to maintain a special reserve related to potential Mainland Chinese tax liabilities. Any tax liabilities that arise unexpectedly and are greater than the reserve (if any) may be debited from the Fund's assets, which would adversely affect the Fund's net asset value and disadvantage those Fund investors who were not shareholders at the time such liabilities were deemed to have

arisen. Conversely, if the Fund over-estimates and therefore establishes too large a reserve for such liabilities, it would also adversely affect the Fund's net asset value and disadvantage those shareholders who redeem from the Fund before the uncertainties are resolved.

*Bond Connect Securities.* Certain Funds may invest in CIBM Securities through the Bond Connect Programme ("Bond Connect"). Bond Connect is a mutual bond market access between Hong Kong and mainland China established by China Foreign Exchange Trade System & National Interbank Funding Centre, China Central Depository & Clearing Co., Ltd, Shanghai Clearing House, and SEHK and Central Moneymarkets Unit. Eligible foreign investors can invest in the CIBM under the current policy framework for overseas participation in the CIBM. There will be no investment quota for foreign investors in Bond Connect.

Under the prevailing regulations in Mainland China, eligible foreign investors who wish to invest in the CIBM via Bond Connect may do so via an offshore custody agent approved by the Hong Kong Monetary Authority, who will be responsible for the account opening with the relevant onshore custody agent approved by PBOC.

Funds investing in the CIBM through Bond Connect Market are subject to the risks of investing directly in the CIBM as discussed above. In addition, since the account opening for investment in the CIBM via Bond Connect must be carried out via an offshore custody agent, the Fund is subject to the risks of default or errors on the part of the offshore custody agent.

Bond Connect is subject to regulatory risks. The relevant rules and regulations on investment via Bond Connect are subject to change which may have retroactive effect. In the event that the relevant Mainland Chinese authorities suspend account opening or trading via Bond Connect, the Fund's ability to invest in CIBM will be limited and this may have an adverse effect on the Fund's performance. The Fund may be required to dispose of its CIBM holdings, and may suffer substantial losses as a result.

There is no specific written guidance by the mainland China tax authorities on the treatment of income tax and other tax categories payable in respect of trading in CIBM by eligible foreign institutional investors via Bond Connect. Hence it is uncertain as to the Fund's tax liabilities for trading in CIBM via Bond Connect. Also it is possible that any new tax laws and regulations and any new interpretations may be applied retroactively.

*Latin America:* Because all of the economies in Latin America are considered emerging market economies, investing in Latin America imposes risks greater than, or in addition to, the risks of investing in more developed markets. Securities markets of countries with emerging market economies typically are less efficient and have lower trading volume, lower liquidity, and higher volatility than more developed markets.

Most economies in Latin America have historically been characterized by high levels of inflation, including, in some cases, hyperinflation and currency devaluations. In the past, these conditions have led to high interest rates, extreme measures by governments to limit inflation, and limited economic growth. Although inflation in many countries has lessened, the economies of the Latin American region continue to be volatile and characterized by high interest rates, inflation and unemployment. In addition, the economies of many Latin American countries are sensitive to fluctuations in commodities prices because exports of agricultural products, minerals, and metals represent a significant percentage of Latin American exports.

The economies of many Latin American countries are heavily dependent on international trade and can be adversely affected by trade barriers, exchange controls, and other measures imposed or negotiated by the countries with which they trade. Since the early 1990s most governments in the Latin American region have transitioned from protectionist policies to policies that promote regional and global exposure. Many countries in the Latin American region have reduced trade barriers and are parties to trade agreements, although there is no guarantee that this trend will continue. Many countries in the Latin American region are dependent on the United States economy, and any declines in the United States economy are likely to affect the economies throughout the Latin American region. Mexico is particularly vulnerable to fluctuations in the United States economy because the majority of its exports are directed to the United States. In addition, China is a major buyer of Latin America's commodities and a key investor in South America, and as such conditions in China may significantly impact the economy of the Latin American region. The Latin American region experienced a significant decline in economic activity at the end of 2008 and in 2009 as a result of the global recession. While the Latin American region's economy had subsequently experienced solid economic growth as a result of favorable commodity prices, the Latin American region has experienced an economic slowdown since the end of 2011 as a result of uncertainties in the global economy, and a renewed global recession could have a significant adverse effect on the Latin American region's economies.

Many Latin American countries are dependent on foreign loans from developed countries and several Latin American countries are among the largest debtors among emerging market economies. To the extent that there are rising interest rates, some countries may be forced to restructure loans or risk default on their obligations, which may adversely affect securities markets. Some central banks have recently eased their monetary policies in response to liquidity shortages, but Latin American countries continue to face significant economic difficulties as a result of their high level of indebtedness and dependence on foreign credit.

Political and social instabilities in the Latin American region, including military intervention in civilian and economic spheres and political corruption, may result in significant economic downturns, increased volatility in the economies of



countries in the Latin American region, and disruption in the securities markets in the Latin American region. Social inequality and poverty also contribute to political and economic instability in the Latin American region. Many of the Latin American region's governments continue to exercise considerable influence on their respective economies and, as a result, companies in the Latin American region may be subject to government interference and nationalization.

Economic performance among countries in the Latin American region is diverse and countries across the Latin American region may have varying growth rates.

*Europe:* Investing in Europe involves risks not typically associated with investments in other developed markets.

While most countries in Western Europe are considered to have developed markets, investing in Western Europe imposes different risks than those associated with investing in other developed markets. Most countries in Western Europe are members of the European Union, which faces major issues involving its membership, structure, procedure, and policies. Efforts of the Member States to continue to unify their economic and monetary policies may increase the potential for similarities in the movements of European markets. European countries that are members of the Economic and Monetary Union of the European Union ("EMU") (which is comprised of the European Union members that have adopted the Euro currency) are subject to restrictions on inflation rates, interest rates, deficits, and debt levels, as well as fiscal and monetary controls. By adopting the Euro as its currency, a Member State relinquishes control of its own monetary policies. As a result, European countries are significantly affected by fiscal and monetary controls implemented by the EMU, and it is possible that the timing and substance of these controls may not address the needs of all EMU member countries. In addition, the fiscal policies of a single Member State can impact and pose economic risks to the European Union as a whole. Investing in Euro-denominated securities also risks exposure to a currency that may not fully reflect the strengths and weaknesses of the disparate economies that comprise Europe. There is continued concern over national-level support for the Euro, which could lead to certain countries leaving the EMU, the implementation of currency controls, or potentially the dissolution of the Euro. The dissolution of the Euro would have significant negative effects on European economies.

Because many Eastern European countries are considered to have emerging market economies, investing in Eastern Europe imposes risks greater than, or in addition to, the risks of investing in more developed markets. Securities markets of countries with emerging market economies typically are less efficient and have lower trading volume, lower liquidity, and higher volatility than more developed markets. In addition, some of the region's governments exercise considerable influence on their respective economies and, as a result, companies in the region may be subject to government interference and nationalization. Many Eastern European countries are in the early stages of industrial, economic, or capital market development, and their markets can be particularly sensitive

to social, political, and economic conditions. Some Eastern European countries continue to be sensitive to political and economic events in Russia and to be adversely affected by events affecting the Russian economy and currency. Eastern Europe's export exposure is not diversified and the region is highly dependent on exports to Western Europe, making it vulnerable to demand in Western Europe and fluctuations in the Euro.

Mounting sovereign debt burdens among European governments may inhibit economic growth and lead to credit downgrades for a sovereign issuer, which may have a negative effect on European banks that have significant exposure to sovereign debt. The European Union as a body may be unable to react quickly and cohesively to rising borrowing costs or a potential default by Greece or another country of their sovereign debt, or to deal with fiscal problems. Many European countries routinely experience higher unemployment rates than other developed countries. Several countries have accepted multi-year bailout loans from the European Central Bank, International Monetary Fund, and other institutions. To address budget deficits and public debt concerns, a number of European countries have imposed strict austerity measures and comprehensive financial and labor market reforms. In addition, social unrest, including protests against austerity measures, as well as domestic terrorism, could decrease tourism, lower consumer confidence, and otherwise negatively affect European asset markets.

The United Kingdom formally exited the European Union (an event commonly referred to as "Brexit") on 31 January 2020, however, considerable uncertainty regarding the United Kingdom's economic relationship with the remaining members of the European Union is likely to continue. There is still considerable uncertainty relating to the potential consequences of Brexit, how the negotiations for the withdrawal and new trade agreements will be conducted, and whether Brexit will increase the likelihood of other countries also departing the European Union. During this period of uncertainty, the negative impact on not only the United Kingdom and European economies, but the broader global economy, could be significant, potentially resulting in increased market volatility and illiquidity, political, economic and legal uncertainty, and lower economic growth for companies that rely significantly on Europe for their business activities and revenues. Any further exits from the European Union, or the possibility of such exits, or the abandonment of the Euro, may cause additional market disruption globally and introduce new legal and regulatory uncertainties.

*Russia and Eastern Europe:* Securities of issuers in the countries of Eastern Europe, Russia and the other former republics of the Soviet Union involve significant risks and special considerations, which are not typically associated with investing in securities of issuers in developed countries. They are additional to the normal risks inherent in any such investments and include political, economic, legal, currency, inflation and taxation risks. For example there is a risk of loss due to lack of adequate systems for transferring, pricing, accounting for and safekeeping or record keeping of securities.

*Investments in securities issued by companies located in the former Soviet Union shall only be made when the proper custodial facilities are in place and direct investment in Russian securities traded in the securities markets in Russia shall in any event be limited, together with any other unlisted securities, to a maximum of 10% of the net assets of a Fund. Investments in securities of issuers located in Russia but listed or traded on an official stock exchange or on a regulated market operating regularly, recognised and open to the public in the meaning of article 41(1) of the Law shall not be deemed to be subject to this limitation.*

In particular, the Russian market presents a variety of risks in relation to the settlement and safekeeping of securities. These risks result from the fact that physical securities do not exist; as a consequence, the ownership of securities is evidenced only on the issuer's register of shareholders. Each issuer is responsible for the appointment of its own registrar. The result is a broad geographic distribution of several hundred registrars across Russia. Russia's Federal Commission for Securities and Capital Markets (the "Commission") has defined the responsibilities for registrar activities, including what constitutes evidence of ownership and transfer procedures. However, difficulties enforcing the Commission's regulations mean that the potential for loss or error still remains and there is no guarantee that the registrars will act according to the applicable laws and regulations. Widely accepted industry practices are actually still in the process of being established. When registration occurs, the registrar produces an extract of the register of shareholders as at that particular point in time. Ownership of shares is vested in the records of the registrar but is not evidenced by the possession of an extract of the register of shareholders. The extract is only evidence that registration has taken place. However, the extract is not negotiable and has no intrinsic value. In addition, a registrar will typically not accept an extract as evidence of ownership of shares and is not obliged to notify the Depository or its local agents in Russia, if or when it amends the register of shareholders. Russian securities are not on physical deposit with the Depository or its local agents in Russia. Similar risks apply in respect of the Ukrainian market. Therefore, neither the Depository nor its local agents in Russia or in Ukraine can be considered as performing a physical safekeeping or custody function in the traditional sense. The registrars are neither agents of, nor responsible to, the Depository or its local agents in Russia or in Ukraine. The Depository's liability only extends to its own negligence and wilful default and to that caused by negligence or wilful misconduct of its local agents in Russia or in Ukraine, and does not extend to losses due to the liquidation, bankruptcy, negligence or wilful default of any registrar. In the event of such losses the Company will have to pursue its rights directly against the issuer and/or its appointed registrar. However, securities traded on the Russian Trading Stock Exchange ("RTS") or on the Moscow Interbank Currency Exchange ("MICEX") can be treated as investment in securities dealt in on a regulated market.

## Industry Concentration Risk

The performance of a Fund which concentrates its investments in a limited number of industries will be closely tied to the performance of companies in those industries. Companies in a single industry often are faced with the same obstacles, issues and regulatory burdens, and their securities may react similarly and more in unison to these or other market conditions. These price movements may have a larger impact on a Fund than on a Fund with a more broadly diversified portfolio.

## Inflation-Indexed Bonds Risk

Inflation-indexed bonds are debt instruments whose principal and/or interest value are adjusted periodically according to a rate of inflation (usually a consumer price index). Two structures are most common. The U.S. Treasury and some other issuers use a structure that accrues inflation into the principal value of the bond. Most other issuers pay out the inflation accruals as part of a semiannual coupon.

U.S. Treasury Inflation Protected Securities (TIPS) currently are issued with maturities of five, ten, or thirty years, although it is possible that securities with other maturities will be issued in the future. The principal amount of TIPS adjusts for inflation, although the inflation-adjusted principal is not paid until maturity. Semiannual coupon payments are determined as a fixed percentage of the inflation-adjusted principal at the time the payment is made.

If the rate measuring inflation falls, the principal value of inflation-indexed bonds will be adjusted downward, and consequently the interest payable on these securities (calculated with respect to a smaller principal amount) will be reduced. At maturity, TIPS are redeemed at the greater of their inflation-adjusted principal or at the par amount at original issue. If an inflation-indexed bond does not provide a guarantee of principal at maturity, the adjusted principal value of the bond repaid at maturity may be less than the original principal.

The value of inflation-indexed bonds is expected to change in response to changes in real interest rates. Real interest rates in turn are tied to the relationship between nominal interest rates and the rate of inflation. For example, if inflation were to rise at a faster rate than nominal interest rates, real interest rates would likely decline, leading to an increase in value of inflation-indexed bonds. In contrast, if nominal interest rates increase at a faster rate than inflation, real interest rates would likely rise, leading to a decrease in value of inflation-indexed bonds.

While these securities, if held to maturity, are expected to be protected from long-term inflationary trends, short-term increases in inflation may lead to a decline in value. If nominal interest rates rise due to reasons other than inflation (for example, due to an expansion of non-inflationary economic activity), investors in these securities may not be protected to the extent that the increase in rates is not reflected in the bond's inflation measure.

The inflation adjustment of TIPS is tied to the Consumer Price Index for Urban Consumers ("CPI-U"), which is calculated monthly by the U.S. Bureau of Labor Statistics. The CPI-U is a measurement of price changes in the cost of living, made up of components such as housing, food, transportation, and energy. There can be no assurance that the CPI-U will accurately measure the real rate of inflation in the prices of goods and services.

### Interest Rate Risk

The price of a debt instrument changes in response to interest rate changes. Interest rates change in response to the supply and demand for credit, government monetary policy and action, inflation rates and other factors. In general, the price of a debt instrument falls when interest rates rise and rises when interest rates fall. Interest rate risk is generally greater for instruments with longer maturities, or that do not pay current interest. In addition, short-term and long-term interest rates, and interest rates in different counties, do not necessarily move in the same direction or by the same amount. An instrument's reaction to interest rate changes depends on the timing of its interest and principal payments and the current interest rate for each of those time periods. Instruments with floating interest rates can be less sensitive to interest rate changes. The price of an instrument trading at a negative interest rate responds to interest rate changes like other debt instruments; however, an instrument purchased at a negative interest rate is expected to produce a negative return if held to maturity.

Certain of the fund's investments may be based on reference interest rates, such as the London Interbank Offered Rate ("LIBOR"). The regulatory authority that oversees financial services firms in the United Kingdom has announced plans to transition away from LIBOR by the end of 2021. There remains uncertainty regarding the future utilization of LIBOR as a reference rate and the nature of any replacement rate. The potential effects of the transition from LIBOR on the fund, or on certain instruments in which the fund invests, are not known. The transition from LIBOR may result in, among other things, an increase in volatility or illiquidity of markets for instruments that currently rely on LIBOR to determine interest rates. Any such effects could have an adverse impact on the fund's performance.

### Investment Manager Business Continuity Risk

The Investment Manager has developed a Business Continuity Program (the "Program") that is designed to minimize the disruption of normal business operations in the event of an adverse incident impacting the Investment Manager, its affiliates, or the Fund. While the Investment Manager believes that the Program is comprehensive and should enable it to reestablish normal business operations in a timely manner in the event of an adverse incident,

there are inherent limitations in such programs (including the possibility that contingencies have not been anticipated and procedures do not work as intended) and under some circumstances, The Investment Manager, its affiliates, and any vendors used by the Investment Manager, its affiliates, or the Fund could be prevented or hindered from providing services to the Fund for extended periods of time. These circumstances may include, without limitation, natural disasters, acts of governments, outbreaks of pandemic and epidemic diseases, any act of declared or undeclared war (including acts of terrorism), power shortages or failures, utility or communication failure or delays, labor disputes, strikes, shortages, supply shortages, system failures or malfunctions. These circumstances, including systems failures and malfunctions, could cause disruptions and negatively impact the Fund's service providers and the Fund's business operations, potentially including an inability to process Fund Unitholders transactions, an inability to calculate the Fund's net asset value and price the Fund's investments, and impediments to trading portfolio securities. The Fund's ability to recover any losses or expenses it incurs as a result of a disruption of business operations may be limited by the liability, standard of care, and related provisions in its contractual arrangements with the Investment Manager and other service providers.

### **Investment Selection Risk**

The Investment Manager's investment analysis and its selection of investments may not produce the intended results and/or can lead to an investment focus that results in the Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which the Fund invests.

### **Issuer Focus Risk**

Because certain Funds may invest a relatively large percentage of the Fund's assets in a small number of issuers, the Fund's performance could be affected by economic, industry, political, regulatory, geopolitical, and other conditions that impact those issuers, and could be more volatile than the performance of more diversified funds.

### **Large Shareholder Risk**

From time to time, shareholders of a fund (which may include institutional investors, financial intermediaries, or other MFS funds) may make relatively large redemptions or purchases of fund shares. These transactions may cause a fund to sell securities or invest additional cash, as the case may be, at disadvantageous prices. Redemptions of a large number of shares also may increase transaction costs or have adverse tax consequences for shareholders of the fund by requiring a sale of portfolio securities.

## Lending of Portfolio Securities

Portfolio securities may be lent to approved entities, including banks, broker/dealers and their affiliates, and would be required to be secured by collateral in cash, an irrevocable letter of credit, or U.S. Government securities maintained on a current basis at an amount generally at least equal to the market value of the securities loaned. When one party lends portfolio securities to another party, the lender has the right to call the loan and obtain the securities loaned at any time on customary industry settlement notice (which will not usually exceed five business days). For the duration of a loan, the borrower pays the lender an amount equal to any interest or dividends received on the securities loaned. The lender also receives a fee from the borrower or compensation from the investment of the collateral, less a fee paid to the borrower (if the collateral is in the form of cash). The lender does not, however, have the right to vote any securities having voting rights during the existence of the loan, but it can call the loan in anticipation of an important vote to be taken among holders of the securities or of the giving or withholding of their consent on a material matter affecting the investment; however, it is sometimes not feasible, particularly in the case of foreign securities, to recall the securities in time to vote the shares. The Fund's performance will continue to reflect changes in the value of the securities loaned and will also reflect the receipt of interest, through investment of cash collateral by the Fund or a fee. If the borrower defaults on its obligation to return the securities loaned because of insolvency or other reasons, the lender may not be able to recover the securities loaned or gain access to the collateral. These delays and costs could be greater for foreign securities. If the lender is not able to recover the securities loaned, the lender may sell the collateral and purchase a replacement investment in the market. The value of the collateral could decrease below the value of the replacement investment and related transaction costs by the time the replacement investment is purchased. The Fund bears the risk of any investment loss from cash received as collateral that is invested in other eligible securities, including shares of a money market fund. The Fund engages securities lending agents to arrange loans of the portfolio securities. The Fund pays a portion of securities lending revenues to such agents.

Services provided by the securities lending agents including locating borrowers, evaluating the initial and ongoing creditworthiness of borrowers, determining and monitoring the value of loaned securities and collateral, monitoring collateral requirements and collecting additional collateral as necessary, collateral transfer, cash collateral management, negotiation of loan terms, selection of securities to be loaned, recordkeeping and reporting, monitoring lending restrictions, monitoring for loan position modifications due to corporate actions, monitoring distribution activity and delivering any distributions from securities on loan, monitoring proxy votes related to U.S. loaned securities, and arranging for the return of loaned securities at loan termination or as otherwise required.

New regulations require certain bank-regulated counterparties and certain of their affiliates to include in certain financial contracts, including many securities lending agreements, terms that delay or restrict the rights of counterparties, such as the Funds, to terminate such agreements, foreclose upon collateral, exercise other default rights or restrict transfers of credit support in the event that the counterparty and/or its affiliates are subject to certain types of resolution or insolvency proceedings. It is possible that these new requirements, as well as potential additional government regulation and other developments in the market, could adversely affect a Fund's ability to terminate existing securities lending agreements or to realize amounts to be received under such agreements in the event the counterparty or its affiliate becomes subject to a resolution or insolvency proceeding.

### **Leveraging Risk**

Certain transactions and investment strategies, including when-issued, delayed delivery and forward commitment purchases, mortgage dollar rolls and some derivatives can result in leverage. Leverage involves investment exposure in an amount exceeding the initial investment. In transactions involving leverage, a relatively small change in an underlying indicator can lead to significantly larger losses to the Fund. Leverage can cause increased volatility by magnifying gains or losses.

### **Liquidity Risk**

Certain investments and types of investments are subject to restrictions on resale, may trade in the over-the-counter market or in limited volume, or may not have an active trading market due to adverse market, economic, industry, political, regulatory, geopolitical and other conditions, including investors trying to sell large quantities of a particular investment or type of investment, or lack of market makers or other buyers for a particular investment or type of investment. At times, all or a significant portion of a market may not have an active trading market. Without an active trading market where frequent and large purchase and sale transactions of a security occur without significantly affecting the price of that security, it may be difficult to value and impossible to sell these investments, and a Fund may have to sell certain of these investments at a price or time that is not advantageous in order to meet redemptions or other cash needs. The price of illiquid securities may be more volatile than more liquid investments.

### **Lower Quality (Below-Investment-Grade) Debt Instruments Risk**

Below-investment-grade debt instruments, commonly referred to as "high yield securities" or "junk bonds," are considered speculative with respect to the issuer's continuing ability to meet principal and interest payments and will involve greater risk of principal and income, including the possibility of default or



bankruptcy of the issuers of such instruments, and may involve greater volatility of prices, especially during periods of economic uncertainty or change, than higher quality debt instruments. These below-investment-grade debt instruments generally tend to reflect economic changes and the outlook for economic growth, short-term corporate and industry developments and the market's perception of their credit quality to a greater extent than higher quality debt instruments, which react primarily to fluctuations in the general level of interest rates although these below-investment-grade debt instruments are also affected by changes in interest rates. In the past, economic downturns or an increase in interest rates have, under certain circumstances, resulted in a higher incidence of default by the issuers of these instruments and may do so in the future, especially in the case of highly leveraged issuers. The prices for these instruments may be affected by legislative and regulatory developments. The market for these below-investment-grade debt instruments may be less liquid than the market for investment grade debt instruments. Furthermore, the liquidity of these below-investment-grade debt instruments may be affected by the market's perception of their credit quality.

These risks are especially acute for distressed instruments, which are securities of issuers in extremely weak financial condition or perceived to have a deteriorating financial condition that will materially affect their ability to meet their financial obligations. Issuers of such instruments are generally experiencing financial or operating difficulties, have substantial capital needs or negative net worth, face special competitive or product obsolescence problems, or may be involved in various stages of bankruptcy, restructuring, or liquidation. The difficulties of such issuers may have resulted from poor financial or operating results, catastrophic events or excessive leverage. Distressed securities may consist of bonds or other fixed-income securities or common or preferred stocks.

Investments of this type involve substantial financial and business risks that can result in significant or total loss. A Fund may lose its entire investment, may be required to accept cash or securities with a value less than its original investment and/or may be required to accept payment over an extended period of time. Under such circumstances, the returns generated from the investments may not compensate a Fund adequately for the risks assumed. While potentially lucrative, investing in distressed securities requires resources and expertise to analyze each instrument and assess its position in an issuer's capital structure along with the likelihood of ultimate recovery. Information as to the conditions of distressed issuers may be limited, thereby reducing the Investment Manager's ability to monitor performance and to evaluate the advisability of continued investment in specific situations. There is no assurance that the value of any assets collateralizing such investments will be sufficient or that a successful reorganization or similar action will occur. Such investments may also be adversely affected by laws and judicial decisions relating to, among other things, fraudulent transfers and other voidable transfers or payments, lender liability and a court's power to disallow, reduce, subordinate, recharacterize debt as equity

or disenfranchise particular claims. The market prices of such securities also may be subject to abrupt and erratic market movements and above-average price volatility, and the spread between the bid and ask prices of such securities may be greater than normally expected.

Instruments in the lowest tier of investment-grade debt instruments have speculative characteristics and changes in economic conditions or other circumstances are more likely to lead to a weakened capacity to make principal and interest payments and involve the risks described above to a greater degree than in the case of higher grade securities.

### **Mortgage-backed Securities Risk**

Mortgage-backed securities are securities that represent direct or indirect participation in, or are collateralized by and payable from, mortgage loans secured by real property or instruments derived from such loans. The payment of principal and interest and the price of a mortgage-backed security generally depend on the cash flows generated by the underlying mortgages and the terms of the mortgage-backed security. In addition, tax or other regulatory changes may adversely affect the mortgage-backed securities market as a whole. Mortgage-backed securities are backed by different types of mortgages, including commercial and residential properties and reverse mortgages. Investment in mortgage-backed securities are impacted by the industry, sector and geographic region of the underlying mortgages. Mortgage-backed securities include various types of securities such as pass-throughs, stripped mortgage-backed securities, and collateralized mortgage obligations. There are a wide variety of mortgage types underlying these securities, including mortgage instruments whose principal or interest payments may vary or whose terms to maturity may be shorter than customary.

Mortgage-backed securities represent interests in pools of mortgage loans assembled for sale to investors by various governmental agencies, such as the Government National Mortgage Association (GNMA), by government-related organizations, such as the Federal National Mortgage Association (FNMA) and the Federal Home Loan Mortgage Corporation (FHLMC), and by private issuers, such as commercial banks, savings and loan institutions and mortgage companies. Government mortgage-backed securities are backed by the full faith and credit of the United States as to payment of principal and interest. GNMA, the principal U.S. guarantor of these securities, is a wholly-owned U.S. government corporation within the Department of Housing and Urban Development. Government-related mortgage-backed securities are not backed by the full faith and credit of the United States. Issuers of government-related mortgage-backed securities include FNMA and FHLMC. FNMA is a congressionally chartered corporation subject to general regulation by the Secretary of Housing and Urban Development.

Pass-through securities issued by FNMA are guaranteed as to timely payment of principal and interest by FNMA. FHLMC is a stockholder-owned government-sponsored enterprise established by Congress. Participation certificates representing interests in mortgages from FHLMC's national portfolio are guaranteed as to the timely payment of interest and principal by FHLMC.

Under the U.S. Federal Housing Finance Agency's "Single Security Initiative," FNMA and FHLMC have entered into a joint initiative to develop a common securitization platform for the issuance of Uniform Mortgage-Backed Securities ("UMBS"), which would generally align the characteristics of FNMA and FHLMC mortgage-backed securities. In June 2019, FNMA and FHLMC started to issue UMBS in place of their current offerings of TBA-eligible mortgage-backed securities. The effect of the issuance of UMBS on the market for mortgage-backed securities is uncertain.

Private mortgage-backed securities represent interest in pools consisting of residential or commercial mortgage loans created by non-government issuers, such as commercial banks and savings and loan associations and private mortgage companies. Private mortgage-backed securities may be subject to greater credit risk and be more volatile than government or government-related mortgage-backed securities. In addition, private mortgage-backed securities may be less liquid than government or government-related mortgage-backed securities.

Private, government, or government-related entities may create mortgage loan pools offering pass-through investments in addition to those described above. Interests in pools of mortgage-related securities differ from other forms of debt instruments, which normally provide for periodic payment of interest in fixed amounts with principal payments at maturity or specified call dates. Instead, these securities typically provide a monthly payment which consists of both interest and principal payments. In effect, these payments generally are a "pass-through" of the monthly payments made by the individual borrowers on their residential or commercial loans, net of any fees paid to the issuer or guarantor of such securities. Additional payments are caused by repayments of principal resulting from the sale of the underlying property, refinancing or foreclosure, net of fees or costs incurred.

Mortgage-backed securities are often subject to more rapid repayment than their stated maturity date would indicate as a result of the pass-through of prepayments of principal on the underlying loans. Prepayments of principal by mortgagors or mortgage foreclosures shorten the term of the mortgage pool underlying the mortgage-backed security. The occurrence of prepayments is a function of several factors, including interest rates, general economic conditions, the location of the mortgaged property, the age of the mortgage or the location and age of other underlying obligations, regulatory requirements, and other social and demographic conditions. Because prepayment rates of

individual mortgage pools vary widely, the average life of a particular pool is difficult to predict. The rate of principal payments for a reverse mortgage-backed security depends on a variety of economic, geographic, social, and other factors, including interest rates and borrower mortality. Reverse mortgage-backed securities may respond differently to economic, geographic, social, and other factors than other mortgage-backed securities. A Fund's ability to maintain positions in mortgage-backed securities is affected by the reductions in the principal amount of such securities resulting from prepayments. The values of mortgage-backed securities vary with changes in market interest rates generally and the differentials in yields among various kinds of U.S. government securities, mortgage-backed securities, and other securitized instruments. In periods of rising interest rates, the rate of prepayment tends to decrease, thereby lengthening the average life of a pool of mortgages supporting a mortgage-backed security. Conversely, in periods of falling interest rates, the rate of prepayment tends to increase thereby shortening the average life of such a pool. Because prepayments of principal generally occur when interest rates are declining, an investor generally has to reinvest the proceeds of such prepayments at lower interest rates than those at which its assets were previously invested. Therefore, mortgage-backed securities typically have less potential for capital appreciation in periods of falling interest rates than other income-bearing securities of comparable maturity.

Collateralized mortgage obligations (CMOs) are mortgage-backed securities that are collateralized by residential or commercial loan mortgages or mortgage pass-through securities. The bonds issued in a CMO transaction are divided into groups, and each group of bonds is referred to as a "tranche." The CMO structure enables the issuer to direct the principal and interest cash flow generated by the collateral of the different tranches in a prescribed manner in order to meet different investment objectives. Under the traditional CMO structure, the cash flows generated by the mortgages or mortgage pass-through securities in the collateral pool are used to first pay interest and then pay principal to the CMO bondholders. The bonds issued under a traditional CMO structure are retired sequentially as opposed to the pro-rata return of principal found in traditional pass-through obligations. Subject to the various provisions of individual CMO issues, the cash flow generated by the underlying collateral (to the extent it exceeds the amount required to pay the stated interest) is used to retire the bonds. Under a CMO structure, the repayment of principal among the different tranches is prioritized in accordance with the terms of the particular CMO issuance. The "fastest-pay" tranches of bonds, as specified in the prospectus for the issuance, would initially receive all principal payments. When those tranches of bonds are retired, the next tranche, or tranches, in the sequence, as specified in the prospectus, receive all of the principal payments until they are retired. The sequential retirement of bond groups continues until the last tranche is retired. Accordingly, the CMO structure allows the issuer to use cash flows of long

maturity, monthly-pay collateral to formulate securities with short, intermediate, and long final maturities, as well as varied expected average lives and risk characteristics. Other structures include floating rate CMOs, parallel pay CMOs planned amortization classes, accrual bonds and CMO residuals. These structures affect the amount and timing of principal and interest received by each tranche from the underlying collateral. Under certain of these structures, given classes of CMOs have priority over others with respect to the receipt of prepayments on the mortgages. Therefore, depending on the type of CMOs in which a Fund invests, the investment may be subject to a greater or lesser risk of prepayment than other types of mortgage-backed securities.

A primary risk of CMOs is the uncertainty of the timing of cash flows that results from the rate of prepayments on the underlying mortgages serving as collateral and from the structure of the particular CMO transaction (that is, the priority of the individual tranches). An increase or decrease in prepayment rates (resulting from a decrease or increase in mortgage interest rates) will affect the yield, average life, and price of CMOs. The prices of certain CMOs, depending on their structure and the rate of prepayments, can be volatile. Some CMOs may also not be as liquid as other securities.

The value of CMOs collateralized by commercial mortgages or commercial mortgage pass-through securities depends on the cash flow and volatility of the commercial loans, the volatility and reliability of cash flows associated with the commercial properties; the type, quality, and competitiveness of the commercial properties; the experience, reputation and capital resources of the borrower and the manager; the location of the commercial properties; the quality of the tenants; and the terms of the loan agreements.

Stripped mortgage-backed securities (SMBSs) are derivative multi-class mortgage-backed securities. SMBSs may be issued by agencies or instrumentalities of the U.S. government, or by private originators of, or investors in, mortgage loans, including savings and loan associations, mortgage banks, commercial banks, investment banks, and special purpose entities formed or sponsored by any of the foregoing. SMBSs may be less liquid than other types of mortgage-backed securities.

SMBSs are usually structured with two classes that receive different proportions of the interest and principal distributions on a pool of mortgage assets. A common type of SMBS will have one class receiving some of the interest and most of the principal from the mortgage assets, while the other class will receive most of the interest and the remainder of the principal. In the most extreme case, one class will receive all of the interest (the interest-only or "IO" class), while the other class will receive all of the principal (the principal-only or "PO" class). The price and yield-to-maturity on an IO class is extremely sensitive to the rate of principal payments (including prepayments) on the related underlying mortgage assets, and a rapid rate of principal payments may have a material adverse effect

on a Fund's yield to maturity from these securities. If the underlying mortgage assets experience greater than anticipated prepayments of principal, a Fund may fail to recoup some or all of its initial investment in these securities, even if the security is in one of the highest rating categories. The mortgages underlying these securities may be alternative mortgage instruments, that is, mortgage instruments whose principal or interest payments may vary or whose terms to maturity may be shorter than customary.

### Preferred Stock Risk

Preferred stock represents an equity or ownership interest in an issuer and is therefore subject to the same risks as other equity securities. Preferred stock has precedence over common stock in the event the issuer is liquidated or declares bankruptcy, but is junior to the interests of the debt instruments of the issuer. Preferred stock, unlike common stock, often has a stated dividend rate payable from the corporation's earnings. Preferred stock dividends may be cumulative or non-cumulative, participating, or auction rate. "Cumulative" dividend provisions require all or a portion of prior unpaid dividends to be paid before dividends can be paid to the issuer's common stock. "Participating" preferred stock may be entitled to a dividend exceeding the stated dividend in certain cases. The level of "auction rate" dividends are reset periodically through an auction process. If interest rates rise, the fixed dividend on preferred stocks may be less attractive, causing the price of such stocks to decline. Preferred stock may have mandatory sinking fund provisions, as well as provisions allowing the stock to be called or redeemed, which can limit the benefit of a decline in interest rates. The value of preferred stock is sensitive to changes in interest rates and to changes in the issuer's credit quality.

### Real Estate-Related Investments Risk

Investment in real estate-related investments or derivatives whose value is based on real estate related indicators are subject to similar risks to those associated with the direct ownership of real estate and with the real estate industry in general. Real estate-related investments are affected by general, regional, and local economic conditions; difficulties valuing and disposing of real estate; fluctuations in interest rates; property tax rates, zoning laws, environmental regulations, and other governmental action; cash flow dependency; increased operating expenses; lack of availability of mortgage funds; losses due to natural disasters; overbuilding; losses due to casualty or condemnation; changes in property values and rental rates; the management skill and creditworthiness of a real estate investment trust manager; and other factors.

Real estate investment trusts ("REITs") are pooled investment vehicles that invest primarily in income producing real estate or real estate related loans or interests. The affairs of REITs are managed by the REIT's sponsor and, as

such, the performance of the REIT is dependent on the management skills of the REIT's sponsor. REITs are not diversified, and are subject to the risks of financing projects.

REITs are generally classified as equity REITs, mortgage REITs, or a combination of equity and mortgage REITs. Equity REITs invest most of their assets directly in real property and derive income primarily from the collection of rents. Equity REITs can also realize capital gains by selling properties that have appreciated in value. Mortgage REITs invest most of their assets in real estate mortgages and derive income from interest payments. An investor will indirectly bear its proportionate share of any expenses (such as operating expenses and advisory fees) paid by REITs in which it invests in addition to the expenses paid by the investor.

Equity REITs and similar entities formed under the laws of non-U.S. countries may be affected by changes in the value of the underlying property owned by the trusts. Mortgage REITs and similar entities formed under the laws of non-U.S. countries may be affected by default or payment problems relating to underlying mortgages, the quality of credit extended, interest rates and prepayments of the underlying mortgages. Equity and mortgage REITs are also subject to heavy cash flow dependency, borrower default, and self-liquidation.

Mortgage REITs are also subject to different combinations of prepayment, extension, interest rate and other market risks. The real estate mortgages underlying mortgage REITs are generally subject to a faster rate of principal repayments in a declining interest rate environment and to a slower rate of principal repayments in an increasing interest rate environment.

### **Hybrid REITs share the characteristics and risks of equity REITs and mortgage REITs.**

REITs could be adversely affected by failure to qualify for the favourable tax treatment available to REITs under the U.S. Internal Revenue Code of 1986, as amended, or to maintain their exemption from registration under the U.S. Investment Company Act of 1940, as amended, and similar risks may also apply to securities of entities similar to REITs formed under the laws of non-U.S. countries. In addition, REITs may be adversely affected by changes in federal tax law, for example, by limiting their permissible businesses or investments.

A Fund will invest in REITs and real estate-related investments that qualify as transferable securities or otherwise eligible investments under the Law and related Luxembourg regulations.

## Regulatory Risk

Financial entities, such as investment companies and investment advisers, are generally subject to extensive government regulation. In addition, investments in certain industries, sectors or countries may be subject to extensive regulation. Government regulation may change frequently and may have significant adverse consequences. Economic downturns and political changes can trigger economic, legal, budgetary, tax, and regulatory changes. Regulatory changes may change the way a Fund is regulated or the way the Fund's investments are regulated, affect the expenses incurred directly by the Fund and the value of its investments, and limit and/or preclude a Fund's ability to pursue its investment strategy or achieve its investment objective.

## Restricted Securities Risk

Certain Funds may invest up to 10% of their net assets in securities that are not registered for public sale ("Restricted Securities"). Restricted Securities may include, but are not limited to, U.S. Rule 144A securities and securities in other global private offerings. Restricted Securities involve varying degrees of liquidity risk as there may or may not be an active market for the purchase and sale of such securities. To the extent that Restricted Securities contain rights requiring their registration within one year of purchase, such securities are not subject to the 10% limitation described above.

## Securities of Other Investment Companies

Securities of other investment companies, including shares of closed-end investment companies, unit investment trusts, exchange-traded funds, business development companies, and open-end investment companies, represent interests in professionally managed portfolios that may invest in any type of instrument. Investing in other investment companies involves substantially the same risks as investing directly in the underlying instruments, but involves additional expenses at the investment company-level, such as a proportionate share of portfolio management fees and operating expenses. Certain types of investment companies, such as closed-end investment companies and exchange-traded funds, trade on a stock exchange or over-the-counter at a premium or a discount to their net asset value (NAV) per share.

## Securitized Instruments Risk

Securitized instruments are debt instruments that generally provide payments of principal and interest based on the terms of the instrument and cash flows generated by the underlying assets. Underlying assets include residential and commercial mortgages, debt instruments, bank loans, motor vehicle installment sales contracts, installment loan contracts, leases of various types of real and personal property,



receivables from revolving credit (i.e., credit card) agreements and other receivables. The assets can be a pool of assets or a single asset (e.g., a loan to a specific corporation). Securitized instruments that represent an interest in a pool of assets provide greater credit diversification than securitized instruments that represent an interest in a single asset. Securitized instruments are issued by trusts or other special purpose entities that holds the underlying assets. Payment of interest and repayment of principal on securitized instruments may be largely dependent upon the cash flows generated by the underlying assets and, in certain cases, may be supported by letters of credit, surety bonds, or other credit enhancements.

The credit quality of securitized instruments depends primarily on the quality of the underlying assets, the rights of recourse available against the underlying assets and/or the issuer, the level of credit enhancement, if any, provided for the securities, and the credit quality of the credit-enhancement provider, if any. The value of securitized instruments may be affected by the various factors described above and other factors, such as changes in interest rates, the availability of information concerning the pool of assets and its structure, the creditworthiness of the servicing agent for the pool of assets, the originator of the underlying assets, or the entities providing the credit enhancement. Securitized instruments that do not have the benefit of a security interest in the underlying assets present certain additional risks that are not present with securitized instruments that do have a security interest in the underlying assets.

Some types of securitized instruments are often subject to more rapid repayment than their stated maturity date would indicate, as a result of the pass-through of prepayments of principal on the underlying assets. The rate of principal payments on these securitized instruments is related to the rate of principal payments on the underlying pool of assets and related to the priority of payment of the security with respect to the pool of assets. The occurrence of prepayments is a function of several factors, including interest rates, general economic conditions, the location and age of the underlying obligations, asset default and recovery rates, regulatory requirements, and other social and demographic conditions. Because prepayments of principal generally occur when interest rates are declining, an investor generally has to reinvest the proceeds of such prepayments at lower interest rates than those at which its assets were previously invested. Therefore, these securitized instruments may have less potential for capital appreciation in periods of falling interest rates than other income-bearing securities of comparable maturity. In periods of rising interest rates, the rate of prepayment tends to decrease, thereby lengthening the maturity of the asset-backed security, increasing the potential for loss.

Collateralized debt obligations ("CDOs") are types of securitized instruments and include collateralized bond obligations ("CBOs"), collateralized loan obligations ("CLOs") and other similarly structured securities. Although certain CDOs may benefit from credit enhancement in the form of a senior-subordinate structure, overcollateralization or bond insurance, such enhancement may not always be present, and may fail to protect a Fund against the risk of loss on default of the collateral. CDOs may charge management fees and administrative expenses, which

are in addition to those of a Fund. A CBO is ordinarily issued by a trust or other special purpose entity and is typically collateralized by a diversified pool of debt instruments, including below investment grade quality debt instruments, held by such issuer. A CLO is ordinarily issued by a trust or other special purpose entity and is typically collateralized by a pool of loans, including domestic and non-senior secured loans, senior unsecured loans, and subordinate corporate loans, including loans that may be below investment grade quality, held by such issuer. CDOs may be less liquid than other types of securities.

For CDOs, the cash flows are generally split into two or more portions, called tranches, varying in risk and yield. The riskiest tranche bears the first loss from defaults from the bonds, loans or other underlying collateral and serves to protect the other, more senior tranches from default (though such protection is not complete). The risks of an investment in a CDO depend largely on the type of the underlying collateral and the tranche of the CDO in which a Fund invests. Since it is partially protected from defaults, a senior tranche from a CDO may have a higher rating and lower yields than its underlying collateral.

In addition to the risks associated with debt instruments and securitized instruments, CDOs carry additional risks including, (i) the possibility that distributions from underlying collateral will not be adequate to make interest or other payments; (ii) the quality of the underlying collateral may decline in value or default; (iii) the risk that Funds may invest in CDOs that are subordinate to other tranches; and (iv) the complex structure of the instrument may produce disputes with the issuer or unexpected investment results.

### **Small Cap Companies Risk**

The equity securities of small cap companies can be more volatile than the equity securities of larger companies due to limited product lines, financial and management resources, market and distribution channels. Small cap companies may have shorter operating histories and more limited publicly available information than larger, well-established companies. Their shares can be less liquid than those of larger companies, especially during market declines.

### **Sukuk Risk**

Sukuk are certificates structured to comply with Shariah law and its investment principles. These certificates usually represent the beneficial ownership interest in a portfolio of eligible existing or future tangible or intangible assets ("underlying assets"). In a typical sukuk, a special purpose vehicle ("SPV") issues certificates to investors in exchange for their capital. The SPV transfers the capital to or for the benefit of the entity that is raising the capital (the "obligor") in exchange for the underlying assets of the obligor that are held in trust by the SPV. The obligor is obligated, usually through a series of contracts, to make periodic payments to investors through the SPV over a specified period of time

and a final payment to investors through the SPV on a date certain. Obligors of sukuk include financial institutions and corporations, foreign governments and agencies of foreign governments, including issuers in emerging markets.

Although under Shariah law, sukuk involve the sharing of profits and losses in the underlying asset financed by the investment in the certificates, most sukuk do not provide investors with bona fide legal ownership of the underlying assets, and the periodic and final payments to sukuk investors are not generally linked to the value of the underlying assets. As a result, most sukuk are considered unsecured obligations whose risks and returns are similar to those of conventional debt instruments. Investors typically have no direct recourse to the underlying assets and do not have a secured claim against the obligor. Sukuk investors are subject to the creditworthiness of the obligor, and the obligor may be unwilling or unable to meet its periodic or final payment obligations. In addition, investors' ability to pursue and enforce actions with respect to these payment obligations or to otherwise enforce the terms of the sukuk, restructure the sukuk, obtain a judgment in a court of competent jurisdiction, and/or attach assets of the obligor may be limited. As with conventional debt instruments, sukuk prices change in response to interest rate changes.

The structural complexity of sukuk and the immaturity of the sukuk market increases the potential risks of investing in sukuk, including operational, legal, and investment risks. While the sukuk market has grown in recent years, sukuk can be less liquid than other types of investments and it may be difficult at times to invest in or dispose of sukuk. In addition, evolving interpretations of Shariah law by courts or Islamic scholars on sukuk structures and sukuk transferability or a determination subsequent to the issuance of the sukuk by some Islamic scholars that certain sukuk do not comply with Shariah law and its investment principles could have a dramatic adverse effect on the price and liquidity of a particular sukuk or the sukuk market in general.

### **Taxation Risk**

Under the terms of the FATCA Law and CRS Law (as defined below), the Company (or each Fund) is likely to be treated as a Luxembourg Reporting Financial Institution. As such, the Company (or each Fund) may require all investors to provide documentary evidence of their tax residence and all other information deemed necessary to comply with the above mentioned regulations. Although the Company (or each Fund) will attempt to satisfy any obligations as necessary to avoid any withholding tax and/or penalties under the FATCA Law or penalties or fines under the CRS Law, there can be no assurance that the Company (or each Fund) will be able to satisfy these obligations. If the Company (or a Fund) becomes subject to withholding tax and/or penalties as a result of the FATCA regime or to penalties or fines under the CRS regime, the value of the Shares held by its shareholders may suffer material losses. Furthermore,

the Company (or each Fund) may also be required to withhold tax on certain payments to its shareholders who would not be compliant with FATCA (*i.e.* the so-called “foreign passthrough payments” withholding tax obligation). Please refer to “Taxation” under “Other Practical Information” for additional detail.

### Variable and Floating Rate Securities Risk

Variable and floating rate securities are debt instruments that provide for periodic adjustments in the interest rate paid on the security. Variable rate securities provide for a specified periodic adjustment in the interest rate, while floating rate securities have interest rates that may change with changes to the level of prevailing interest rates or the issuer’s credit quality. There is a risk that the current interest rate on variable and floating rate securities may not accurately reflect current market interest rates or adequately compensate the holder for the current creditworthiness of the issuer. Some variable or floating rate securities are structured with liquidity features such as (1) put options or tender options that permit holders (sometimes subject to conditions) to demand payment of the unpaid principal balance plus accrued interest from the issuers or certain financial intermediaries or (2) auction rate features, remarketing provisions, or other maturity-shortening devices designed to enable the issuer to refinance or redeem outstanding debt securities (market-dependent liquidity features). The market-dependent liquidity features may not operate as intended as a result of the issuer’s declining creditworthiness, adverse market conditions, or other factors or the inability or unwillingness of a participating broker-dealer to make a secondary market for such securities. As a result, variable or floating rate securities that include market-dependent liquidity features may lose value and the holders of such securities may be required to retain them for an extended period of time or until maturity.

### Warrants Risk

Warrants are instruments which entitle the holder to buy an equity security at a specific price for a specific period of time. Warrants can be physically or cash settled depending on the terms of the warrant and can be issued by the issuer of the underlying equity security or a third party. Warrants often involve a counterparty to the transaction. Changes in the value of a warrant do not necessarily correspond to changes in the value of its underlying security. The price of a warrant may be more volatile than the price of its underlying security, and a warrant may offer greater potential for capital appreciation as well as capital loss. Warrants do not entitle a holder to dividends or voting rights with respect to the underlying security and do not represent any rights in the assets of the issuing company. A warrant ceases to have value if it is not exercised prior to its expiration date. Warrants involve credit risk if the counterparty to the warrant defaults and fails to perform. The credit risk is dependent on the

creditworthiness of the individual counterparty issuing the equity security upon exercise. The value of a warrant depends, in part, on the issuer's credit quality or ability to deliver the relevant equity security upon maturity. The holder of a warrant may not be able to obtain the underlying equity security of the warrant and/or the warrant may be deemed worthless upon issuer default. The potential loss for a warrant purchaser is typically limited to the amount of the purchase price, or premium, of the warrant plus any transaction costs. These factors can make warrants more speculative than other types of investments.

### **When-Issued, Delayed-Delivery, and Forward-Commitment Transactions Risk**

When-issued, delayed-delivery, and forward-commitment transactions, including securities purchased or sold in the to be announced (TBA) market, involve a commitment to purchase or sell specific securities at a predetermined price or yield in which payment and delivery take place after the customary settlement period for that type of security. Typically, no interest accrues to the purchaser until the security is delivered. When purchasing securities pursuant to one of these transactions, payment for the securities is not required until the delivery date. However, the purchaser assumes the rights and risks of ownership, including the risks of price and yield fluctuations and the risk that the security will not be issued or delivered as anticipated. If a Fund makes additional investments while a delayed delivery purchase is outstanding, this may result in a form of leverage.

When a Fund has sold a security pursuant to one of these transactions, the Fund does not participate in further gains or losses with respect to the security. If the other party to a delayed-delivery transaction fails to deliver or pay for the securities, a Fund could miss a favorable price or yield opportunity or suffer a loss. A Fund may renegotiate a when-issued, delayed delivery, or forward commitment transaction and may sell the underlying securities before delivery, which may result in capital gains or losses for the Fund.

*TBA Transactions.* A Fund may engage in purchases or sales of TBA securities, which usually are transactions in which a Fund buys or sells mortgage-backed securities on a forward commitment basis. A TBA transaction typically does not designate the actual security to be delivered and only includes an approximate principal amount. TBA trades can be used by a Fund for investment purposes in order to gain or reduce exposure to certain securities, or for hedging purposes to adjust the risk exposure of a Fund's portfolio without having to restructure the portfolio. Purchases and sales of TBA securities involve risks similar to those discussed above for other delayed delivery and forward commitment purchase and sale transactions. A Fund will not sell TBA securities unless it holds an offsetting long position in TBA securities or the underlying mortgage-backed securities.

**Zero Coupon Bonds, Deferred Interest Bonds, and Payment-In-Kind Bonds Risk**

Zero coupon and deferred interest bonds are debt instruments which are issued at a discount from face value. The discount approximates the total amount of interest the instruments will accrue and compound over the period until maturity or the first interest payment date at a rate of interest reflecting the market rate of the instrument at the time of issuance. While zero coupon bonds do not require the periodic payment of interest, deferred interest bonds provide for a period of delay before the regular payment of interest begins. Payment-in-kind bonds are debt instruments which provide that the issuer may, at its option, pay interest on such instruments in cash or in the form of additional debt instruments. Such instruments may involve greater credit risks and may experience greater volatility than debt instruments which pay interest in cash currently.

## General Information about Share Classes

Each Fund offers Shares in multiple Classes with differing levels of sales charges, distribution fees, service fees, expenses and distribution policies. The Board of Directors is authorised, without limitation and at any time, to issue Shares in any Classes at the respective net asset value per Share determined in accordance with the provisions of the Company's Articles of Incorporation, without granting existing shareholders a preferential right to subscribe for the Shares to be issued. You can obtain information regarding the availability of Classes for each Fund at [meridian.mfs.com](http://meridian.mfs.com), the Company's registered office or at the local agent in your country. A KIID may be obtained for each available Class at [meridian.mfs.com](http://meridian.mfs.com).

All Shares are issued as fully paid up and have no par value. Each Share shall carry one vote, irrespective of its net asset value of the Fund and Class to which it relates. Fractions of Shares will have no voting rights but will participate in the distribution of dividends (Income Shares and Gross Income Shares only) and in any liquidation distribution. The Board of Directors has resolved that the Company may not issue warrants, options or other rights to subscribe for Shares in the Company to its shareholders or other persons.

Shares are available only in registered form. Registered Share ownership will be evidenced by a confirmation generally sent within two days of the date upon which the order was accepted. Fractional Shares may be issued. Official mailings and notices will generally be mailed to the mailing address of record (if unavailable, the registered address) of each account on the Share Register of the Company (or relevant Fund or Class thereof). To the extent permitted under applicable Luxembourg laws and regulations, Fund-related notices may be delivered via electronic means in certain circumstances or for certain accounts.

## Share Classes

The Board of Directors of the Company and the Management Company are authorised, without limitation and at any time to discontinue offering one or more Classes subject to applicable notice. As of the date of this Prospectus, the Funds offer **Class A, C, N, P, W, I, Z and S** shares. Certain Classes may not be available for each Fund. Certain Funds and/or Classes may not be available in an investor's country of residence or domicile.

The multiple Class structure permits an investor (or his or her Financial Intermediary) to choose the method of purchasing Shares that is most beneficial to the investor, given the amount of the purchase, the length of time the investor expects to hold the Shares, and other circumstances. Where there are Shares of a different Class or type in issue, the Net Asset Value per Share amongst Classes may differ to reflect the fact that income has been accumulated, distributed, or

that there are differing charges, fees and expenses. Below is a brief summary of the various types of Share Classes currently offered by the Funds. Investors should consult their Financial Intermediary for additional information.

- Each Fund is denominated in a Base Currency, which may be U.S. Dollars, Euros or Sterling, but may have Classes denominated in currencies other than the Base Currency as the Board of Directors may establish from time to time.
- Each Fund offers Shares in non-distributing (“Roll-Up”) Classes (A1, C1, N1, P1, W1, I1, S1 and Z1).
- Certain Funds also offer Shares that distribute net income after the deduction of relevant expenses (“Income Classes”) periodically during the year as specified in the Fund Profile (e.g., A2, C2, N2, P2, W2 and I2) or annually (e.g., A4, AH4).
- Certain Funds also offer Shares that distribute income before the deduction of relevant expenses, such that expenses are deducted from capital gains and/or capital (“Gross Income Shares”) (e.g., A3, C3, N3, P3, W3 and I3). Any distributions involving the charging of expenses to the capital of the Fund amounts to a return or withdrawal of part of a Shareholder’s original investment or from any capital gains attributable to that original investment. While the payment of all distributions would result in an immediate reduction of the Net Asset Value per Share, Gross Income Shares may pay larger distributions (by charging fees to the capital of the Fund), which may therefore result in a larger reduction in the Net Asset Value per Share of the relevant Fund. As a result, capital may be eroded and income may be achieved by foregoing the potential for future capital growth.
- Certain Class I and Class W shares designated “IS” or “WS,” respectively (e.g., IS1EUR) are only available to investors who are otherwise eligible for Class I or Class W, as applicable, and who maintain a minimum holding of \$200 million (or its equivalent) in the relevant Fund and have entered into a formal written agreement with the Management Company or an affiliate. Such Classes are generally subject to a Class-specific partial waiver of the investment management fee and/or arrangements to bear “Other Expenses” by the Management Company. For investors whose assets invested with MFS or its affiliates worldwide exceed \$1 billion (or its equivalent), the Management Company reserves the right to create additional Class IS or WS share classes within a Fund with a corresponding partial waiver of the investment management fee and/or arrangement to bear “Other Expenses.” The Management Company may also consider the likelihood of future investments by the investor in the Fund or any of the Funds. The foregoing conditions may be waived by the Management Company in its sole discretion.



<b>OTHER PRACTICAL INFORMATION</b>	
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- Certain Classes (the “Hedged Share Classes,” with the exception of the BRL-Hedged Share Classes as discussed below) are or will be offered with the aim to reduce exchange rate and return fluctuations between the applicable non-base currency hedged share Class and the unhedged base currency Class of the relevant Fund (“Hedged Share Classes”). The Management Company has retained a service provider to perform hedging transactions for such Hedged Share Classes. The terms and conditions applicable to the Hedged Share Classes are the same as those which apply for the same Classes of Shares offered in the base currency, the difference being the hedging of the Hedged Share Class to the base currency of the Fund. These hedging transactions may employ various techniques and instruments, including currency forward contracts, foreign exchange swap contracts, currency futures, written call options and purchase put options on currencies (“Currency Derivatives”). The gains/losses and expenses of the hedging process will be borne by the Hedged Share Classes. However, there is a risk that under certain circumstances, currency hedging transactions in relation to a Hedged Class could negatively affect the net asset value of the other Classes (including Unhedged Classes) of the same Fund. See “Risk Factors – Currency Risk.”
- BRL-Hedged Share Classes are available to certain feeder funds located in the Federative Republic of Brazil. BRL-Hedged Share Classes seek to systematically convert the value of net assets to the Brazilian Real (“BRL”) through the use of derivatives. BRL-Hedged Share Classes are similar in terms of characteristics and risks to the other Hedged Share Classes as described above, except that they are not denominated in BRL (due to currency trading restrictions on BRL) but in the base currency of the respective Fund. BRL-Hedged Share Classes are designated with an “R” (e.g., IH1RUS). References to “Hedged Share Classes” throughout this prospectus otherwise include the BRL-Hedged Share Classes.

References to a Class shall include all Classes with the same fee structure and all currencies in which such Classes are offered. For example, unless otherwise noted, a reference to Class A Shares shall include Class A Roll-Up (A1), Class A Income both monthly- or quarterly-distributing (A2) and annually-distributing (A4) and Class A Gross Income (A3) shares, together with each currency in which they are denominated (U.S. Dollar, Euro, Sterling, Swiss Franc, Japanese Yen, Swedish Krona, Norwegian Krone, Australian Dollar, Canadian Dollar, Singapore Dollar, or such other currency-denominated classes as may be established from time to time at the discretion of the Board of Directors of MFS Meridian Funds), Class A Hedged shares or Class A1X shares.

## Additional Information on Sales Charges and Transaction Fees

All Classes of each Fund have the same investment objective and strategies, but each Class has its own sales charge and operating expense structure. The maximum sales charges (also known as “sales loads” or “entry/exit charges”) payable upon purchase, exchange or redemption orders by investors for each Class are detailed in the respective Class’ KIID. Sales charges are not payable in respect of Class I, Class W, Class Z and Class S shares. The Distributor is entitled to receive any applicable sales charge payable by investors. The Distributor may pay all or a portion of such Front-End Load to Financial Intermediaries (or the Financial Intermediary may deduct the applicable Front-End Load from your investment, the balance of which would then be applied to the purchase of Shares in the relevant Fund). The timing and amount of commission payable may vary among Financial Intermediaries or investors. Your financial intermediary may also charge you additional fees, commissions or other charges. You should consult with your intermediary to help you determine which Class is most appropriate for you.

The table below outlines the sales charges and transaction fees charged to investors when buying or selling shares of a Fund. For information regarding the ongoing charges for each Class of each Fund, please see “Fund Profiles.”

Maximum Front-End Load on purchases (as a percentage of the offering price) .....	Class A shares	up to 6% <sup>1</sup>
	Class C shares	n/a
	Class N shares	up to 3%
	Class P shares	up to 3%
	Class W shares	n/a
	Class I shares	n/a
	Class S shares	n/a
	Class Z shares	n/a
Maximum Back-End Load (as a percentage of the offering price) .....	Class A shares	n/a
	Class C shares	1% <sup>2</sup>
	Class N shares	n/a
	Class P shares	n/a
	Class W shares	n/a
	Class I shares	n/a
	Class S shares	n/a
	Class Z shares	n/a
Exchange Fee .....	All Classes	n/a
Redemption Fee .....	All Classes	n/a

<sup>1</sup> With respect to each Fund, certain large purchases of Class A shares (generally in excess of \$1 million, or its currency equivalent) may be purchased without a Front-End Load.

<sup>2</sup> Only payable if the shares are redeemed within 12 months of the purchase date.

Non-base currency, Hedged Share Classes, Roll-Up, Income and Gross Income shares of each Class are subject to the same sales charges described above.

For purposes of calculating the Back-End Load, Class C Share holdings will be deemed to have aged one year on the one year anniversary of purchase and each subsequent yearly anniversary of purchase. In addition, upon a partial redemption, shares not subject to a Back-End Load (e.g., shares acquired through automatic reinvestment of dividends or capital gains, fully-aged shares) are redeemed first. With respect to shares subject to a Back-End Load, the oldest shares held are deemed to be those redeemed for purposes of determining the applicability of the Back-End Load (e.g., first-in, first-out method). If applicable, the Back-End Load will be applied to the lesser of the purchase price or the redemption price. Front-End Loads and Back-End Loads may be varied or waived at the discretion of the Distributor in conjunction with the relevant Financial Intermediaries, provided the amounts do not exceed the maximum percentages amounts set out in the respective KIID of each Class. A Back-End Load on Class C shares may be waived for certain redemptions made pursuant to automatic redemption plans through your Financial Intermediary, if one is established. Please contact your Financial Intermediary to determine if such plans are available to you. The Distributor pays commissions to Financial Intermediaries through which purchases of Class A, C, N or P Shares are made. The timing and amount of such commission payments may, but it is not required to, correspond to the applicable Back-End Load, and may vary among Financial Intermediaries and or/investors.

Separate from and in addition to any Front-End Load and or Back-End Load payable by investors, each Fund may pay the Distributor a distribution and/ or service fee with respect to Class A, C, N and P Shares, which is used by the Distributor to support the distribution of these Classes and the maintenance of shareholder accounts and services provided to shareholders of these Classes. The Distributor, at its discretion, may pay all or a portion of these fees to Financial Intermediaries. See “Company and Service Provider Information” below for further information concerning payments to the Distributor and Financial Intermediaries.

### **Eligible Investors**

*Class A, C, and N Shares* are generally available to any investor that is not a Prohibited Person (as defined below). Other share classes are subject to certain restrictions or additional eligibility requirements:

*Class P Shares* are available to Financial Intermediaries who have an agreement with the Management Company regarding the sale of such shares.

*Class W Shares* are available to (i) Financial Intermediaries who provide discretionary portfolio management services or independent advisory services to investors, (ii) Financial Intermediaries that are otherwise prohibited from receiving compensation from the Management Company or its affiliates either by regulatory requirements or by a contractual arrangement with the underlying investor, (iii) at the discretion of the Management Company, certain Financial Intermediaries not subject to Directive 2014/65/EU or its implementing law or

regulation, and (iv) employees (and immediate family members thereof) of MFS and its affiliates.

**Class I and Z Shares** are available only to qualifying institutional investors as defined from time to time by the Luxembourg supervisory authority within the context of Luxembourg law on undertakings for collective investment (e.g., banks, insurance companies and certain other credit institutions and investment professionals, pension funds, foundations, collective investment undertakings, certain holding companies and other investors the accounts of which are professionally managed) (“Institutional Investors”).

**Class S Shares** are available only to Institutional Investors of other funds within the MFS fund complex who have invested through insurance company separate accounts sponsored by Sun Life Financial, Inc.’s affiliates.

**Restrictions on Ownership.** The Articles of Incorporation allow the Company to exclude or restrict the holding of Shares (or voting powers thereof) by any physical person or legal entity that holds Shares (as either a registered or beneficial owner) where such holding is likely to (i) result in a failure to meet the eligibility requirements of a Class, including being an Institutional Investor for Class I, S or Z Shares; (ii) result in a breach of any applicable law or regulation, whether Luxembourg or foreign, (iii) cause the Company to become exposed to tax disadvantages or other financial disadvantages that it would not have otherwise incurred had such person or entity not been a holder of Shares, or (iv) subject the Company to additional registration requirements under any securities or investment or similar laws or requirements of any country or authority (“Prohibited Persons”).

Such Prohibited Persons include any “U.S. Person” (defined below). Where it appears that any Prohibited Person either alone or in conjunction with any other person is a beneficial owner of Shares, the Board of Directors may direct such Shareholder to redeem his Shares and to provide to the Company evidence of the sale within a minimum period required by applicable law, but not less than thirty (30) days of the notice. If such Shareholder fails to comply with the direction, the Company may compulsorily redeem or cause to be redeemed from any such Shareholder all Shares held by such Shareholder in accordance with procedures established by the Board of Directors and the Company’s Articles of Incorporation. For Shareholders not meeting eligibility requirements of a particular Class, the Board of Directors may direct a conversion of the ineligible holding to the nearest equivalent available Class.

The Company defines “U.S. Person” as

- (i) any natural person resident in the United States;
- (ii) any partnership, corporation or other entity organized or incorporated under the laws of the United States or which has its principal place of business in

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the United States;

- (iii) any estate of which any executor or administrator or any trust of which any trustee is a U.S. person, or the income of which is subject to United States income tax regardless of source;
- (iv) any agency or branch of a foreign entity located in the United States;
- (v) any non-discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a U.S. person;
- (vi) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organized, incorporated, or (if an individual) resident in the United States;
- (vii) any partnership or corporation if: a) organized or incorporated under the laws of any foreign jurisdiction and b) formed by a U.S. person principally for the purpose of investing in securities not registered under the Act, unless it is organized or incorporated, and owned, by accredited investors (as defined under U.S. regulations) who are not natural persons, estates or trusts;
- (viii) An entity organized principally for passive investment such as a pool, investment company or other similar entity where (a) units of participation in the entity held by U.S. persons represent in the aggregate 10% or more of the beneficial interest in the entity, or (b) such entity was formed principally for the purpose of facilitating investment by U.S. persons; and
- (ix) A pension plan for the employees, officers or principals of an entity organized and with its principal place of business within the United States; and
- (x) Any person or entity that would be required upon request to certify their status as a "U.S. Person" under Form W-9 (Request for Taxpayer Identification Number and Certification) issued by the U.S. Internal Revenue Service.

The beneficial ownership of Shares in the Company by U.S. Persons is generally prohibited and the Company is entitled to require any person applying for, or claiming ownership rights in, any Shares to provide satisfactory information to establish that person's nationality and country of residence. The Company or Management Company may compulsorily redeem Shares held by any Prohibited Person or U.S. Persons on the terms provided in the Articles of Incorporation and restrict the exercise of rights attached to such Shares. Any applicable Back-End Load will be levied on such redemption proceeds.

In addition, any Financial Intermediary is required not to introduce to the Funds any customers that are subject to U.S. or E.U. economic or trade sanctions, including but not limited to, sanctions administered by the Office of Foreign Assets Control, U.S. Department of the Treasury, and customers listed on the

consolidated list of persons, groups and entities subject to E.U. financial sanctions administered by the European Commission and E.U. credit sector federations.

## Order Processing

You may buy, exchange or sell shares of a Fund in the manner described below. Only orders received in “proper form” will be accepted and processed. The specific requirements for the order or “proper form” may vary among account types and transactions.

The Company, Management Company, or its delegated agents (including the Transfer Agent) may in its discretion carry out any authentication procedures that it considers appropriate to verify, confirm or clarify shareholder order or payment instructions and/or the identity of shareholders, and may delay order or payment processing until such authentication procedures are satisfied. All instructions or orders must be signed by the registered shareholder(s), except where the sole signatory authority has been chosen in the case of a joint account or where a representative has been appointed pursuant to a duly completed power of attorney, acceptable to the Company, Management Company or its agents.

Purchase, redemption and exchange orders received in proper form by the Transfer Agent on a relevant day during which the banks in Luxembourg are open for normal banking business (other than days during a suspension of normal dealing) (“Luxembourg Business Day”) at or before the Trade Order Cut-Off Time will receive the next calculated net asset value, subject to any applicable sales charge. The “Trade Order Cut-Off Time” is normally as of 1:00 p.m. New York City time (7:00 p.m. Luxembourg time) on a day that is a Luxembourg Business Day and when the New York Stock Exchange is open for trading (a “Valuation Date”). Please note that the time difference between Luxembourg and New York City may vary due to daylight savings adjustments, and 1:00 p.m. New York City time is the definitive Trade Order Cut-Off Time. The Management Company may observe an earlier Trade Order Cut-Off Time on a given day when determined necessary to protect Fund investors. Purchase, redemption and exchange orders received after the Trade Order Cut-Off Time on a Valuation Date, or received on a day that is not a Valuation Date will be held over until the next Valuation Date.

To the extent the Fund’s assets are traded in other than NYSE markets on days when the Fund does not price its shares, the value of the Fund’s assets will likely change when you will not be able to purchase or redeem Shares.

Where Shares of a Fund are available in a Class which is denominated in a different currency from the Fund’s Base Currency, the net asset value of the Fund will be calculated in the Fund’s Base Currency and will be calculated in the non-base currency by using prevailing exchange rates between the Base Currency and such other currency. Any currency gain or loss resulting from the conversion of non-Base Currency purchases, exchanges or redemptions to or from the Base

Currency of a Fund will be allocated to the applicable non-Base Currency Class. This could negatively impact the net asset value and the performance of such Class.

The Company, Management Company or its agents may accept duly completed orders after the Trade Order Cut-Off Time and effect those transactions as if those orders were received by the Trade Order Cut-Off Time on that Luxembourg Business Day if the Company, Management Company or the Transfer Agent receives all necessary assurances from the person placing the orders that the orders represent transactions placed with or through that person by investors prior to the Trade Order Cut-Off Time on the relevant Luxembourg Business Day.

Further, the Board of Directors of the Company or the Management Company may permit earlier cut-off times than the Trade Order Cut-Off Time as agreed with local Financial Intermediaries, provided, however, that such different dealing cut-off time shall always precede the Trade Order Cut-Off Time and will be disclosed in the local addendum to the Prospectus, the relevant Financial Intermediary Agreements with the Distributor and/or in other marketing material used in said jurisdiction.

Shareholders (or their Financial Intermediary) should promptly check the confirmation or similar statement that is delivered after each transaction in order to ensure that it is accurate in every detail. Financial Intermediaries may apply different procedures, including earlier dealing cut-off times or different settlement periods, from those provided in this Prospectus. You should contact your Financial Intermediary for more details.

## How to Buy Shares

*Account Opening and Purchase Procedures.* You or your Financial Intermediary can establish your account with the Funds by submitting an application form together with applicable identification documents to the Transfer Agent. The Transfer Agent may request the original signed application form and identification documentation to be mailed, in which case it may delay the processing of the application form until their receipt.

Once all required documentation is accepted and your account is opened, purchase order instructions must be provided to the Transfer Agent in proper form. Purchase orders can be sent to the Transfer Agent by facsimile, by mail, or by any other means approved by the Company or Management Company. Purchase orders must normally include the full registration details (name(s) of the Fund(s), Class(es) of shares, the Class currency, the value of shares to be purchased), and any other information that the Company, the Management Company or their agents require. The Transfer Agent may request a written and duly signed confirmation of the additional purchase instructions which may result in delay in the processing of the investment until receipt of the requested written confirmation.

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You should review the relevant KIID prior to purchasing Shares. Your Financial Intermediary will provide the KIID for the relevant Share Class and you may also obtain the KIID at *meridian.mfs.com*. The Company, the Management Company or its agents reserve the right to reject any purchase order that is not in proper form. If any purchase instruction is not accepted in whole or in part, the purchase monies will be returned to you at your risk and cost.

Shareholders should note that certain platforms will accept orders for fractional Shares, while others will only accept orders for whole numbers of Shares. Please contact your Financial Intermediary for additional information.

There are no minimum initial or subsequent purchase amounts for Class A, C, N, P, W, I and S Shares. For Class Z shares, please refer to the Class Z application form.

*Purchase Payments.* As soon as the price at which the Shares are to be issued has been determined, the Transfer Agent will inform you or your Financial Intermediary of the total amount to be paid, including the Front-End Load, if applicable, in respect of the number of Shares applied for, or, in the case where an investor has indicated the amount to be invested, the number of Shares to be allotted. If the resulting price does not come out to an even unit of measurement in the applicable currency, the price shall be adjusted to the nearest unit of measurement in the relevant currency.

Payment needs to be remitted directly by the shareholder (wired from a bank account in the name of the shareholder, or the shareholder's properly authorised agent/intermediary) to the bank account detailed in the application form or as otherwise instructed by the Transfer Agent. Other forms of payment, including but not limited to third party payments, cash, cheques, traveller's cheques or non-bank money orders, will not be accepted.

Payment of the total amount due should be made not later than three business days (excluding local bank holidays) after the relevant Valuation Date. Payment should be made in the currency in which the relevant Class is denominated.

Where an applicant for Shares fails to pay the proper purchase amount in a timely manner, the Company, Management Company or its agents may cancel the order or, if applicable, redeem the Shares. In this case the applicant may be required to indemnify the Company and Management Company against any and all losses, costs or expenses incurred directly or indirectly as a result of the applicant's failure to make timely payment, including, without limitation, applicable transaction costs, interest or taxes. In computing such loss, account shall be taken, where appropriate, of any movement in the price of the Shares concerned between allotment and cancellation or redemption and the costs incurred by the Company or Management Company in taking proceedings against the applicant.



*Purchases in kind.* The Company or Management Company may also accept in its discretion securities or other assets rather than cash as payment “in kind” for a purchase order, provided however, that the securities or other assets to be accepted are in accordance with the investment objectives, policies and restrictions of the relevant Fund. In such event, the securities or other assets transferred to the relevant Fund shall be valued in accordance with the Funds’ valuation policies, and under Luxembourg regulations the Funds’ independent auditor is required to review the valuation of the securities or other assets provided in kind. The purchaser shall be responsible for any and all applicable taxes and costs arising from the purchase in kind (including the cost for the independent auditor review) unless the Company or Management Company otherwise agrees.

## **How to Sell Shares**

You may request, at any time, that the Company redeem your Shares in the currency in which the purchase was made at their net asset value, subject to any applicable Back-End Load in the case of Class C Shares (and certain Class A Shares).

*Redemption Procedures.* Redemption orders can be sent to the Transfer Agent by telephone, facsimile, by mail, or by any other means approved by the Company or Management Company. Written redemption requests must be signed and submitted to the Transfer Agent. Not all accounts or transactions may be eligible for telephone redemptions.

Redemption orders must include in particular the full details of registration (name(s) and account number), the name of the Fund(s), Class(es) of shares, the number or value of shares to be redeemed and, if not provided in the initial application, bank details for redemption proceeds to be sent directly to your designated bank account.

A redemption order in an amount less than or equal to the value of your account (other than an exchange) is considered to be in proper form only with respect to shares in your account for which payment has been received and collected. A new redemption order must be submitted if you wish to redeem your shares for which payment had not been received and collected at the time the prior redemption order was received by the Fund. Receiving and collecting payment can take up to seven business days after a purchase. In certain circumstances, you will need to submit additional documentation to redeem your shares.

*Redemption Proceeds.* Redemption proceeds will normally be paid within three (3) business days (excluding local bank holidays) of receipt of redemption order in proper form on a Valuation Date. The Company, Management Company, or its agents may delay such payment for up to ten (10) days after the Valuation Date without interest.

Redemption proceeds will be remitted by transfer of funds to a bank account in the name of the shareholder. Transfers will be at the expense of the shareholder. All payments are made at the shareholder's risk without responsibility as regards to the Investment Manager, the Company, Management Company, or other service providers.

Such payments for redemption shall only be made by the Registrar and Transfer Agent where and when legal provisions, particular exchange control regulations or other cases of force majeure do not prohibit it from transferring or paying the redemption proceeds in the country where the payment is requested.

Redemption orders or remittance of redemption proceeds may be delayed indefinitely if the shareholder has not provided all relevant documentation when the account was opened or subsequently upon request from the Company, Management Company or the Transfer Agent. See "Anti-Money Laundering and Counter-Terrorist Financing" below.

*Redemptions in Kind.* The Company may, in its discretion and to the extent permitted by local law (and only with the prior approval of the redeeming shareholder), satisfy redemption requests for any Class of any Fund by payment in securities or other assets (or "in kind"). To effect such payment in kind, the Fund will allocate to the shareholder securities and/or other assets out of the Fund, equal in value, calculated in accordance with the provisions of the Articles of Incorporation as at the Valuation Date by reference to which the redemption price of the Shares is calculated, to the aggregate net asset value of the Shares being redeemed. The nature and type of assets to be transferred in any such case shall be determined by the Board of Directors of the Company, on a fair and equitable basis taking into account the composition of the portfolio of the relevant Fund, and without material prejudice to the interests of the remaining shareholders. For in-kind redemptions, under applicable Luxembourg laws and regulations the Funds' independent auditor is required to review the valuation of the securities and other assets redeemed. The costs (including taxes and the cost for the independent auditor review) of any such transfers shall be borne by the shareholder redeeming in kind unless the Company or Management Company otherwise agrees.

## **How to Exchange Shares**

*Exchanges or Transfers* Shareholders may exchange or transfer Class C shares for other Class C shares of the same or another Fund. When transferring within the same Fund, shareholders may only transfer into another class that is denominated in the same currency. For example, a shareholder owning U.S. Dollar Class C Roll-Up Shares of a Fund (C1s) may transfer them into U.S. Dollar Class C Income Shares (C2s) or Class C Gross Income Shares (C3s) of the same Fund, but not into (C1£).

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For other share classes, shareholders may exchange or transfer into Shares of another class of the same or another Fund where the shareholder meets the minimum eligibility requirements of that class (including qualification as an Institutional Investor, where applicable). When transferring within the same Fund, shareholders may only transfer into another class that is denominated in the same currency. For example, a Shareholder owning U.S. Dollar Class A Roll-Up Shares of a Fund (A1s) may transfer them into U.S. Dollar Class I Income Shares (I2s) or Class W Gross Income Shares (W3s) of the same Fund.

*Exchange Procedures.* Exchange orders can be sent to the Transfer Agent by telephone, facsimile, by mail, or by any other means approved by the Company or Management Company. Written exchange requests must be signed and submitted to the Transfer Agent. Not all accounts or transactions may be eligible for telephone exchanges.

Written exchange orders must be signed and include in particular the full details of registration (name(s) and account number(s)), the name of the Fund(s), the Class(es), the number or value of shares to be exchanged and the Fund(s) to be exchanged into.

Exchanges or conversions from one Class to another Class of the same or another Fund will be based on the respective net asset value of each Class as of the trade date for the transaction. Consequently, the shareholder may receive fewer or more shares than originally owned, depending on that day's net asset values.

In the case of Class C Shares, Shares otherwise subject to a Back-End Load will not be charged a Back-End Load in an exchange. Shares will retain the Back-End Load schedule in effect based upon a pro rata share of the CDSC from the exchanged Fund and the original purchase date of the shares subject to the Back-End Load. The currency exchange rate to be applied where the Shares to be exchanged are denominated in different currencies will be the same used for other Share transactions on the relevant day.

Requests for exchange of Shares on any Valuation Date from a Fund or a Class of Shares denominated in one currency into a Fund or a Class of Shares denominated in another currency may require one (1) additional business day in order to effect the currency conversions for such exchange. However, in exceptional circumstances, the Company, Management Company or the Transfer Agent may, at its own discretion, decide to process such a request for exchange and the necessary currency conversions on the same Valuation Date.

You should read the KIID of the Fund or Class into which you are exchanging and consider the differences in objectives, policies, and risks before making an exchange. The exchange privilege may be changed or discontinued at any time, and all exchanges are subject to certain limitations and the Company's policies concerning disruptive trading practices, which are designed to protect the Funds and their shareholders from the harmful effects of frequent trading.

## Purchase, Exchange and Redemption Considerations

*Policy Regarding Massive Redemptions or Exchanges.* The Company may suspend the redemption or exchange of Shares of any Class of any Fund in case of massive redemption or exchange requests (i.e., orders exceeding 10% of the Fund's assets) under certain circumstances or when the calculation of the net asset value of the Class of the Fund is suspended. See "Suspension of Calculation of Net Asset Value/Share Orders."

*Small Accounts.* Because it is costly to maintain small accounts, the Management Company has reserved the right to redeem your shares in a Fund without your permission when your account contains less than a certain number of shares or certain monetary amount as determined in the discretion of the Board of Directors of the Company or the Management Company (currently \$2,500 (or its equivalent in the Class denomination currency) for Class A, C, N, P and W shares and \$500,000 (or its equivalent in the Class denomination currency) for Class I, S and Z shares.

*Orphan Accounts.* An "orphan account" is a shareholder account that previously designated a broker-dealer or other financial intermediary (i.e., it was previously an "intermediated account") and has ceased to do so. An orphan account may redeem Shares in accordance with the Company's usual redemption procedures or transfer into another intermediated account, but is prohibited from purchasing or exchanging Shares until such account designates a broker-dealer or other financial intermediary that has a current intermediary agreement with the Management Company. The Management Company has voluntarily agreed that it will not retain (i.e., it will rebate to the relevant Class of the Fund) the Distribution Fee charged to orphan accounts owning Class A, Class N and Class P Shares and the Service Fee charged to orphan accounts owning Class C Shares.

## Anti-Money Laundering and Counter-Terrorist Financing

Pursuant to the Luxembourg law of 12 November 2004 relating to money laundering and counter terrorist financing (as amended), the law of 27 October 2010 enhancing the anti-money laundering and counter-terrorist financing legal framework and the CSSF Regulation No. 12-02 of 14 December 2012 implementing a legally binding reinforcement of the regulatory framework, as well as to the circulars of the Luxembourg supervisory authority (notably CSSF circulars 13/556, 11/529, 11/528, 10/486 and 10/484), obligations have been imposed on the Company to take measures to prevent the use of investment funds for money laundering and terrorist financing purposes.

Accordingly, the Management Company has established a procedure to identify all its Investors. To meet the Management Company's requirements, Investors should submit any necessary identification documents together with the application form. The Management Company is also obliged to identify

any beneficial owners of the investment and reserves the right to request this information from Financial Intermediaries where applicable. The requirements apply to both purchases made directly to the Company and indirect purchases received from an intermediary.

The Management Company reserves the right to ask at any time for updated or additional information and documentation, such as source of funds and origin of wealth, as may be required to comply with any applicable laws and regulations. In case of delay or failure to provide such information and/or documentation, the Management Company may delay or reject the processing of purchase or sale instructions, or any other transaction. The Management Company may also delay or suspend the payment of dividends until relevant and satisfactory information and/or documentation is received.

Neither the Company nor the Management Company have any liability for delays or failure to process deals as a result of the Investor providing no or only incomplete information and/or documentation. Such information provided to the Management Company is collected and processed for anti-money laundering and counterterrorist financing compliance purposes.

### **Personal Shareholder Information**

In accordance with the provisions of the Luxembourg data protection law of 2 August 2002 as amended and, as of 25 May 2018, of the Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and of any other data protection legislation applicable to the Grand Duchy of Luxembourg (the “Data Protection Law”), the Management Company, acting as data controller (the “Data Controller”), stores and processes by electronic or other means the data supplied by shareholders at the time of their subscription for the purpose of fulfilling the services required by the shareholder and complying with its legal obligations.

The data processed may include the name, gender, date and place of birth, nationality, the copy of the ID or passport, the address, the telephone number, the tax number, the account number, the invested amount and transactions flows, and payment details of each shareholder (or, when the shareholder is a legal person, of the contact person(s) and/or beneficial owner(s) of such legal person) (the “Personal Data”).

The shareholder may, at his/her/its discretion, refuse to communicate the Personal Data to the Management Company. In this case, however, the Management Company may reject his/her/its request for subscription of shares in the Fund.

Shareholders should be aware that any personal information provided, together with information obtained from other sources, may be used for the purposes of (i) administering the shareholder’s holdings in the Company, (ii) maintaining

the register of shareholders, (iii) processing subscriptions, redemptions and exchanges of shares and payments of dividends to shareholders, (iv) the prevention of money laundering, fraud and terrorism (including the screening of the shareholder's information against politically exposed persons or sanctions lists), and (v) to comply with other legal and regulatory obligations. Personal Data may also be processed for marketing purposes.

In compliance and within the limits of the Data Protection Law, the Personal Data may be disclosed to another entity, including the Company, the Investment Manager, the Depositary, Central Administration Agent, Registrar and Transfer Agent, the Independent Auditor, Legal Advisors, or any of their affiliates or agents, acting as data processors (the "Processors"), who may use the information for these purposes on behalf of the Management Company. The information may also be disclosed to law enforcement agencies, regulators and anti-fraud agencies and other third parties to achieve these purposes, but only to the extent required under and in accordance with applicable law.

Processors may or not be based in countries outside the European Economic Area (EEA), which data protection laws may not offer an adequate level of protection. In such cases, said transfers shall be made on the basis of adequate contractual arrangements, which may take the form of the European Commission "Model Clauses". Personal Data may also be disclosed to the Luxembourg tax authorities, which in turn may, acting as data controller, disclose it to foreign tax authorities.

Under certain conditions set out by the Data Protection Law, each shareholder has a right to access his/her/its Personal Data, to ask for a rectification thereof in cases where such data is inaccurate and incomplete, to object to the processing of his/her/its Personal Data, to ask for erasure of his/her/its Personal Data, and to ask for data portability. The shareholder also has a right of opposition regarding the use of his/her/its Personal Data for marketing purposes. In relation thereto, the shareholder may exercise the above rights by letter addressed to the Management Company at its registered office. The shareholder also has a right to lodge a complaint with the Luxembourg data protection Authority (CNPD). Personal Data shall not be held for longer than necessary with regard to the purpose of data processing, subject to statutory periods of limitation.

### **Right to Reject or Restrict Purchase and Exchange Orders**

The Company and Management Company each reserves the right to restrict, reject or cancel, without any prior notice, any purchase or exchange order. Purchases, redemptions and exchanges of Shares are executed at an unknown net asset value. The Company or Management Company does not authorise any practices associated with late trading and market timing and the Company or Management Company reserves the right to reject purchase and/or exchange

orders coming from an investor whom the Company or Management Company suspects to be engaging in such practices and to take, if need be, necessary measures for protecting the Company's other shareholders.

Any Fund may, upon the determination of the Board of Directors, the Management Company or the Investment Manager, be closed to new purchases or exchanges for any reason, which may be subject to certain exceptions (e.g. automated investments, certain retirement/pension accounts). The Fund will not be reopened by the Board of Directors until, in the opinion of the Board of Directors, the Management Company or the Investment Manager, the circumstances which required closure no longer exist.

### **Disruptive Trading Risks and Policies**

Disruptive trading includes transactions by shareholders which seem to follow a timing pattern or are characterized by excessively frequent or large trades, which can disrupt portfolio investment strategies and increase the Funds' operating expenses. Investors should, however, be aware that the Funds may be utilized by certain investors for asset allocation purposes or by structured product providers, which may require the periodic re-allocation of assets between Funds. This activity will not normally be classed as disruptive trading unless the activity becomes, in the opinion of the Board of Directors or the Management Company, too frequent or appears to follow a timing pattern. The Fund is not intended to serve as a vehicle for frequent trading. The Company and Management Company seek to prevent patterns of disruptive purchases, redemptions or exchanges of shares. The Company, Management Company or its agents may adopt procedures that seek to prevent such disruptive trading practices, including those described below. The Company or Management Company may alter their policies at any time without notice to shareholders. There is no assurance that the Company, Management Company or its agents will be able to detect or prevent disruptive or frequent trading.

As well as the right of the Board of Directors or Management Company to restrict, reject or cancel any purchase or exchange order at their discretion, the Directors or Management Company may also employ other tools to ensure that shareholder interests are protected against disruptive trading, including fair value pricing (see "Valuation"), swing pricing (see "Calculation of Net Asset Value") and in-kind purchases and redemptions (please note that in-kind redemptions require the shareholder's consent)(see "How to Sell Shares").

*Specific Exchange and Purchase Limitation Policies.* The Company, Management Company or its agents will generally restrict, reject or cancel purchase and exchange orders if it determines that exchange activity exceeds certain monetary thresholds or numerical limits within a specified period of time. For example, the Company or Management Company may generally restrict, reject or cancel additional purchase or exchange transactions into a Fund once a shareholder has made two exchanges from such Fund each in an amount of U.S. \$5,000 (or

currency equivalent) or more per calendar quarter. These exchange and purchase limitation policies may not apply to exchange orders initiated by certain types of accounts or automated or other non-discretionary exchanges.

Certain Financial Intermediaries may use procedures to restrict frequent trading by their customers who invest in the Fund while others may not employ any procedures to restrict frequent trading. Such procedures, if any, may be less restrictive than the Fund's purchase and exchange limitation policies, may permit transactions not permitted by the Fund's purchase and exchange limitation policies, and/or may prohibit transactions not subject to the Fund's purchase and exchange limitation policies.

In applying its frequent trading policies, the Company, Management Company or its agents consider the information available to it at the time and reserves the right to consider treating multiple accounts under common ownership, control, or influence to be trading out of a single account. Exchanges made on the same day in the same account are aggregated for purposes of counting the number and monetary amount of exchanges made by the accountholder (e.g., an accountholder who on the same day exchanges \$6,000 from the Fund into two other Funds, by exchanging \$3,000 into each of the two Funds, will be viewed as having made one exchange transaction exceeding \$5,000 in value). The Company, Management Company or its agents are generally not able to identify trading by a particular underlying shareholder within a nominee/omnibus account, which makes it difficult or impossible to determine if a particular underlying shareholder has violated specific purchase or exchange limits or is otherwise engaged in frequent trading. However, the Company, Management Company or its agents may review trading activity at the nominee/omnibus level to detect frequent or suspicious trading activity, in which case the Company or Management Company may confirm with the Financial Intermediary that one or more underlying individual shareholder is not frequent trading or may request the Financial Intermediary for investor trading data. Some Financial Intermediaries may be unwilling or unable to provide the Company, Management Company or its agents with information about underlying shareholder level activity.

### **Risks of Disruptive Trading Practices**

Shareholders seeking to engage in frequent trading practices may deploy a variety of strategies to avoid detection, and there is no guarantee that the Company, Management Company or its agents will be able to recognise such shareholders or curtail their trading practices. The ability of the Company, Management Company and its agents to detect and curtail frequent trading practices may also be limited by operational systems and technological limitations.

To the extent that the Company, Management Company or its agents are unable to curtail disruptive trading practices in a Fund or to the extent there are large or frequent redemptions or exchanges in a Fund, these purchases and/or redemptions



can interfere with the efficient management of the Fund's portfolio, and may result in the Fund engaging in certain activities to a greater extent than it otherwise would, such as maintaining higher cash balances, using its line of credit and engaging in portfolio transactions. Increased portfolio transactions and use of the line of credit would correspondingly increase the Fund's operating costs and decrease the Fund's investment performance, and maintenance of a higher level of cash balances would likewise result in lower Fund investment performance during periods of rising markets.

## Charges and Expenses

The ongoing charges for each Fund include the following expenses:

- all fees due to various service providers engaged by the Company, including the Depositary and its correspondents, the Independent Auditor and the Legal Advisers to the Company;
- all fees due to the Management Company (which pays the fees of the Investment Manager out of its own fees) and the various other service providers engaged by the Management Company on behalf of the Company, including the Distributor, and Registrar and Transfer Agent;
- costs for certain networking or other shareholder servicing payments made to Financial Intermediaries (or to the Investment Manager or Distributor as a reimbursement for its payment of such costs);
- all other operational and administration costs, including, but not limited to, certain costs of buying and selling portfolio securities (including standard brokerage fees, bank charges and interest expenses, but excluding portfolio transaction costs) and other expenses associated with the Fund's investment activities including interest; expenses relating to share class hedging; the portion of income under securities lending arrangements paid to the lending agent; the costs of legal publications, prospectuses, KIIDs, financial reports and other documents made available to Shareholders; governmental charges; registration, publication, translation, local advice, coordination, representation and other similar costs relating to the registration of Shares in foreign jurisdictions; taxes; reporting expenses (including in particular tax filings in various jurisdictions); communication costs; compensation of directors (unless they have declined such compensation, which all those employed by MFS or its affiliates have done) and their reasonable out-of-pocket expenses; reasonable investor servicing expenses; the cost of registering the Funds on dealing or clearing platforms, exchanges or markets; and generally any other expenses arising from its administration and operations.

For Class A, C, N, P, W, I and Z shares, the Investment Manager or its affiliate has voluntarily agreed to bear certain Fund expenses excluding investment management, distribution and service fees and taxes (other than the Luxembourg

taxe d'abonnement), brokerage and transaction costs, currency conversion costs, extraordinary expenses and expenses associated with the Fund's investment activities, including interest. For more information, please see the ongoing charges table in "Fund Profiles." For Class S shares, the Investment Manager has voluntarily agreed to bear direct expenses, excluding taxes (other than the Luxembourg taxe d'abonnement) and expenses associated with the Fund's investment activities including interest, such that the "Total Expense Ratio" does not exceed 1.00% of the average daily net assets of Class S shares annually.

For all Share Classes except Gross Income Classes, all recurring expenses will be charged first against current income, then, should this not suffice, against realised capital gains, and, if necessary, against assets. For Gross Income Classes, all recurring expenses will be charged against realised capital gains and, if necessary, against assets after the distribution of income. Expenses readily attributable to a particular Fund or Funds will be paid by such Fund or Funds, and expenses common to two or more Funds will be allocated pro-rata, based on respective net assets, number of shareholder accounts or some other method believed to be equitable to the Funds. The gains/losses and expenses of the hedging process will be borne by the Hedged Share Classes.

The Funds pay transaction costs, such as commissions, when they buy and sell securities. A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when shares are held in a taxable account. These transaction costs, which are not reflected in the Funds' "Ongoing Charges" or "Total Expense Ratios", affect the Funds' performance. The Company has adopted procedures such that a Fund's net asset value may be adjusted upward or downward in order to reduce the impact of such costs to existing Shareholders of that Fund.

### **Calculation of Net Asset Value**

The net asset value of Shares of each Class of the Funds is determined once each Valuation Date as of the close of the New York Stock Exchange, normally 4:00 p.m. New York City time (the "Valuation Time"). Net asset value for any Class of Shares is determined by deducting the amount of a Fund's liabilities attributable to that Class from the value of the assets attributable to that Class and dividing the difference by the number of Shares of that Class outstanding. Assets in a Fund's portfolio are valued on the basis of their market values or otherwise at their fair values, as described below. Changes in portfolio holdings and number of shares outstanding are generally reflected in a Fund's net asset value the next business day after such change. Any assets held in a particular Fund not expressed in the Fund's Base Currency will be translated into the Base Currency on the basis of an exchange rate for such currency on the Valuation Date as determined in good faith by or in accordance with procedures established by the Board of Directors. The costs associated with the currency conversion

in connection with the purchase, redemption or exchange of Fund shares will normally be borne by the relevant non-base currency Class and could negatively impact the net asset value and performance of such Class.

Foreign exchange hedging may be utilised for the benefit of Hedged Share Classes. As such, gains/losses of such hedging activities shall be for the account of that Class only. Accordingly, such gains or losses will be reflected in the net asset value per Share for shares of any such Hedged Share Class. However, there is a risk that under certain circumstances, currency hedging transactions in relation to a Hedged Class could negatively affect the net asset value of the other Classes (including Unhedged Classes) of the same Fund. See “Risk Factors – Currency Risk.” The foreign exchange rate used for the hedging strategy for the Hedged Share Classes may differ from the spot rate used for determining the net asset value of the non-base currency Classes thus potentially resulting in gains or losses for the Hedged Share Classes based on currency movements between the respective spot rate times.

The net asset value of the Company is at any time equal to the total of the net asset values of the Shares of each Class of each of the various Funds converted, as the case may be, into Euros at the rate of exchange prevailing in a recognised market on any Valuation Date.

*Net Asset Value Adjustment Procedures or “Swing Pricing”.* Large transactions into or out of a Fund can create “dilution” of the Fund’s assets because the price at which an investor buys or sells Shares may not entirely reflect the trading and other related costs that arise when the Investment Manager trades securities to accommodate the large inflows and outflows. Therefore, the Company has adopted procedures such that the net asset value per Share may be adjusted upward or downward (otherwise known as “swing pricing”) in order to reduce the impact of such costs (i.e., brokerage commissions, bid-ask spreads and transfer taxes) to existing Shareholders for each of the Funds. Under these procedures, in the usual course of business, the adjustment will be triggered whenever the net purchases, exchanges and redemptions in Shares of all Classes on a particular business day exceed a certain percentage of the Fund’s assets as set by the Board of Directors of the Company or Management Company from time to time. In case of a large amount of net purchases, the net asset value per Share will be adjusted upward and purchasers of Fund Shares on that Valuation Date will effectively contribute an additional amount to offset the related transaction costs. Conversely, net asset value per Share will be adjusted downward with a large amount of net redemptions. The adjusted net asset value will be applicable to all purchases, exchanges or redemptions in Shares of all Classes on that Valuation Date. As a Fund’s net purchases, redemptions and exchanges vary from business day to business day, it is not possible to predict how frequently a Fund’s net asset value will be adjusted. Based on these adjustments, the volatility of a Fund’s net asset value may not fully reflect the true performance of the Fund’s underlying assets.

Any adjustment to a Fund's net asset value (the "swing factor") will generally not exceed 2% of the net asset value of the relevant Fund on the relevant Valuation Date. However, under extraordinary conditions and when necessary in light of the best interests of Fund investors, the Board of Directors may determine to use a swing factor in excess of 2% for a Fund. Such a decision must be notified to the CSSF, and investors will be informed via notice published in a Luxembourg newspaper and in another newspaper of more general circulation, as well as on [meridian.mfs.com](http://meridian.mfs.com).

### **Suspension of Calculation of Net Asset Value/Share Orders**

The calculation of the net asset value of the Shares of each Class of the Funds may be suspended in the following circumstances, in addition to any circumstances provided for by law:

- during any period (other than ordinary holidays or customary weekend closings) when any market or stock exchange is closed which is the principal market or stock exchange for a significant part of a Fund's investments, or in which trading is restricted or suspended;
- during any period when an emergency exists as a result of which it is impossible to dispose of investments which constitute a substantial portion of a Fund's assets; or to transfer money involved in the acquisition or disposition of investments at normal rates of exchange; or to fairly determine the value of any assets in a Fund;
- during any breakdown in the means of communication normally employed in determining the price of a Fund's investments or the current prices on any market or stock exchange; and
- when, for any reason, the prices of any investment held by a Fund cannot be reasonably, promptly or accurately ascertained.

In addition, the issue, redemption and exchange of the Shares of each Class of the Funds may be suspended in any of the above instances, as well as the following:

- during any period when remittance of money which will or may be involved in the purchase or sale of any of a Fund's investments cannot, in the opinion of the Board of Directors, be effected at normal rates of exchange.

In case of massive redemption and/or exchange requests in a Fund on a Valuation Date, the Company may decide to delay the settlement of the redemption and/or exchange until it has sold the corresponding assets in the relevant Fund without unnecessary delays. These redemption and/or exchange requests shall be met in priority to later requests.

The suspension of the calculation of the net asset value and of the issue, redemption, and exchange of Shares shall be published in a Luxembourg newspaper and in another newspaper of more general circulation.

Suspension of determination of the net asset value of Shares of Classes of one Fund will not imply suspension in respect of other Funds unaffected by the relevant events.

Shareholders who have requested an exchange or redemption of their Shares will be notified in writing of any such suspension of the right to exchange or to require redemption of Shares and will be promptly notified upon termination of such suspension. Any such suspension will be published in the newspapers in which the Company's Share prices are generally published if, in the opinion of the Company, the suspension is likely to exceed one week. Redemption orders received during the period a Fund's net asset value is suspended will be processed on the first Valuation Date following the end of the suspension period, unless such redemption order is cancelled by the shareholder in writing prior to any relevant deadline notified to the shareholder during the suspension period.

In the event of any contemplated liquidation of the Company, no further issues, exchanges or redemptions of Shares will be permitted after publication of the first notice convening the extraordinary meeting of shareholders for the purpose of winding up the Company. All Shares outstanding at the time of such publication will participate in the Company's liquidation distribution.

The Distributor reserves the right to suspend or terminate sales of Shares in one or more Funds and to refuse to accept, in its sole discretion, any application form. Sales will be suspended when the Company suspends the determination of net asset value.

## Valuation

The value of the assets of each Class of Shares for each Fund is determined as follows:

Equity securities and other equity instruments held by a Fund are valued at their current market prices when current market prices are readily available. Debt securities held by a Fund are valued based on information furnished by an independent pricing service or readily available market quotations. When pricing service information or current market prices are not readily available, equity and debt securities and instruments are priced at fair value as determined under the direction of the Board of Directors.

Money market instruments and certain short-term debt securities are generally valued using the amortised cost method of valuation whereby such debt securities are valued at their cost of acquisition adjusted for amortisation of premium or accretion of discount rather than a current market value. In the case of a discount instrument, the value of the instrument, based on the net acquisition cost is gradually adjusted to the redemption price thereof while the investment return calculated on the net acquisition cost is kept constant. Certificates of deposit are valued at their market value.

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Securities, financial instruments and other assets of the Funds for which market quotations are not readily available, including those for which available market quotations are deemed unreliable under the Valuation Policies, are valued at fair value as determined in good faith in accordance with the procedures established by the Board of Directors. Market quotations for most types of debt instruments and certain types of derivative instruments may be deemed to be not readily available. These investments are generally valued at fair value based on information from third-party pricing services. These valuations can be based on both transaction data and market information such as yield, quality, coupon rate, maturity, type of issue, trading characteristics, and other market data.

In this case, the Fund may utilize information from an external vendor or other sources to adjust closing market prices of such securities and instruments to reflect what it believes to be the fair value of the securities and instruments as of the Fund's Valuation Time. Fair valuation of securities and instruments may occur frequently based on an assessment that events which occur on a fairly regular basis are significant.

Further, investments may be valued at fair value if it is determined that an investment's value has been materially affected by events occurring after the close of the exchange or market on which the investment is principally traded (such as a foreign exchange or market) and prior to the determination of the Fund's net asset value, or after the halting of trading of a specific security where trading does not resume prior to the close of the exchange or market on which the security is principally traded. The Investment Manager generally relies on third-party pricing services or other information (such as the correlation with price movements of similar securities in the same or other markets; the type, cost and investment characteristics of the security; the business and financial condition of the issuer; and trading and other market data) to assist in determining whether to fair value and at what value to fair value an investment. The value of an investment for purposes of calculating the Fund's net asset value can differ depending on the source and method used to determine value. When fair valuation is used, the value of an investment used to determine the Fund's net asset value may differ from quoted or published prices for the same investment. There can be no assurance that the Fund could obtain the fair value assigned to an investment if it were to sell the investment at the same time at which the Fund determines its net asset value per share. For the assets which are not denominated in the currency in which the relevant Class is denominated, the conversion shall be done on the basis of the current exchange rate for such currency in a jurisdiction determined from time to time in good faith by, or in accordance with procedures established by, the Board of Directors, obtained from an independent third party on the Valuation Date.

If a valuation in accordance with the above rules owing to particular circumstances would not be deemed to accurately value portfolio securities, the Board of Directors or its designee is entitled to use other generally recognised

valuation principles, which can be examined by an auditor, in order to reach a proper valuation of each Fund's total assets.

The percentage of the net asset value attributable to each Class of Shares of each Fund shall be determined on the establishment of the Company by the ratio of the Shares issued in each Class to the total number of Shares issued, and shall be adjusted subsequently in connection with the distributions effected and the issue and redemption of Shares as follows:

- 1) on each occasion when a distribution is effected in respect of Income Shares the net asset value of the Shares in this Class shall be reduced by the amount of the distribution (causing a reduction in the percentage of the net asset value attributable to the Shares of this Class); where a distribution is effected in respect of a Gross Income Shares, the net asset value of the Shares in this Class shall be reduced by the amount of allocable expenses attributable to such Class (causing a reduction in the percentage of the net asset value attributable to the Shares of this Class); whereas the net asset value of a Roll-Up Class of Shares shall remain unchanged (causing an increase in the percentage of the net asset value attributable to this Class); and
- 2) on each occasion when Shares are issued or redeemed, the net asset value attributable to each Class of Shares shall be increased or reduced by the amount received or paid out.

### **Distribution Policy**

Net investment income attributable to Roll-Up Shares will not be distributed to shareholders. Instead, it will be included in the portfolio of the relevant Fund and Class and be reflected in the net asset value of such Fund and Class. It is the current intention of the Directors to distribute to shareholders of Income Shares substantially all of the net investment income attributable to such Shares.

Distributions of net investment income on Income Shares or gross investment income on Gross Income Shares are generally declared and paid as per the frequency as indicated in each "Fund Profile." "Interim dividends" may be paid upon a decision of the Board of Directors in relation to any of the Funds. Distributions will generally be payable to shareholders within 14 Business Days following the relevant declaration date.

For Gross Income Shares, the dividend is calculated at the discretion of the Board of Directors on the basis of the expected gross income over a given period, with relevant expenses of the Class deducted after such distribution. Distributions for Gross Income Shares may amount to a return or withdrawal of part of a Shareholder's original investment or from any capital gains attributable to that original investment. While the payment of all distributions would result in an immediate reduction of the Net Asset Value per Share, Gross Income Shares may pay larger distributions (by charging fees to the net capital gains and assets

of the Fund), which may therefore result in a larger reduction in the Net Asset Value per Share of the relevant Fund. As a result, capital may be eroded and income may be achieved by foregoing the potential for future capital growth. Shareholders should note that dividends distributed in this manner may be taxable as income, depending on the local tax legislation, and should seek their own professional tax advice in this regard.

In respect of Income and Gross Income Shares, unless otherwise requested by the shareholder, dividends will be reinvested automatically in further Income Shares or Gross Income Shares of the Fund, as applicable, to which such dividends relate. Such Shares will be issued in registered form on the ex-dividend date at that day's net asset value. No sales charge will be payable. Investors not wishing to use this reinvestment facility should notify the Company (via the Transfer Agent) in writing (including, if applicable, in the initial application form when purchasing Fund shares). In the event that cash dividends are payable, they will be paid to registered holders of Income Shares or Gross Income Shares who have elected to receive dividends in cash by transfer of funds (any charges in such case being at the expense of the shareholder).

If any distribution payment is lower than U.S. \$50, or the equivalent of U.S. \$50 in another Class denomination currency, the distribution will normally be automatically reinvested in further shares of the same distributing Class and not paid directly to registered shareholders unless the shareholder elects otherwise in writing to the company or its agents or payment of such dividend can otherwise be made to investors through automated or other electronic systems maintained by Financial Intermediaries or platforms holding accounts with the Company. These minimums may change in the future without notice.

Unclaimed dividend payments (e.g., where an attempted wire transfer has been rejected) will be forfeited five years following the initial payment attempt and will accrue for the benefit of the relevant Fund or Class. No interest shall be payable by the Company on a dividend which has not been claimed by a Shareholder. When an unclaimed dividend payment occurs for an account and the account holder is unresponsive to the remediation efforts, the Management Company may determine to convert the account's distribution option to reinvestment in additional shares.

The Annual Meeting of shareholders shall approve, on the recommendation of the Board of Directors, the distribution of dividends in respect of each Fund. Provided that the Company maintains its required minimum capital, the income allocated to Income Shares and Gross Income Shares of the Funds shall be available for distribution to shareholders of these respective Classes whereas the income allocated to Roll-Up Shares of the Funds shall be included in the portion of the net assets corresponding to such Shares.



**Taxation**

*Taxation of the Funds.* The description of Luxembourg tax consequences of an investment in and the operations of the Funds is based on laws and regulations that are subject to change through legislative, judicial or administrative action.

*Income and Net Worth Taxes.* Under Luxembourg law, there are currently no Luxembourg income, capital gains or net worth taxes payable by the Funds. Under current law and practice, no capital gains tax is payable in Luxembourg on the realised or unrealised capital appreciation of the assets of the Funds.

*Subscription Tax.* Class A, C, N, P and W Shares of each Fund are subject to an annual tax d'abonnement of 0.05%, calculated and payable quarterly by each Fund on the aggregate Net Asset Value of the outstanding shares of each Fund at the end of each calendar quarter. It is anticipated that the annual tax should be reduced to 0.01% for Class I, Class Z and S Shares of the Funds. There can be no guarantee that the benefit of such reduced rate will continue in the future.

*Withholding Taxes.* Under current Luxembourg tax law, there is no withholding tax on payments made by the Company (or the Funds) to the shareholders.

*Other Taxes.* Investment income received by a Fund, with respect to securities whose country of origin is other than Luxembourg may be subject to foreign withholding taxes. Certain countries may also assess foreign taxes, withheld at the source, on capital gains that are distributed to the Fund. Dividends paid on U.S. portfolio securities held by a Fund will generally be subject to U.S. withholding taxes. Distributions with respect to securities held by a Fund may be subject to withholding or capital gains taxes imposed by the countries of origin. Because the Company itself is exempt from income tax, withholding tax levied at the source, if any, is not refundable in Luxembourg.

*Value Added Tax.* In Luxembourg, regulated investment funds such as SICAVs have the status of taxable persons for value added tax ("VAT") purposes. Accordingly, the Company is considered in Luxembourg as a taxable person for VAT purposes without any input VAT deduction right. A VAT exemption applies in Luxembourg for services qualifying as fund management services. Other services supplied to the Company could potentially trigger VAT and require the VAT registration of the Company in Luxembourg. As a result of such VAT registration, the Company will be in a position to fulfil its duty to self-assess the VAT regarded as due in Luxembourg on taxable services (or goods to some extent) purchased from abroad. No VAT liability arises in principle in Luxembourg in respect of any payments by the Company to its shareholders, to the extent such payments are linked to their purchase of the Shares and do, therefore, not constitute the consideration received for taxable services supplied.

*Taxation of Shareholders.*

**The tax implications to each shareholder of an investment in the Company will depend on the tax laws of their country of citizenship, residence, and domicile. Shareholders should consult with their professional tax adviser to understand the likely tax ramifications to them prior to making an investment in the Company.**

Non-resident shareholders, as of the date of this Prospectus, are not subject to any Luxembourg capital gains, income, withholding, gift, estate, inheritance or other taxes, with respect to Shares owned by them (except shareholders who are tax resident, or have a permanent establishment or a permanent representative to which or whom the Shares are attributable, in Luxembourg).

*Exchange of information - CRS.* Capitalized terms used in this section should have the meaning as set forth in the CRS Law (as defined below), unless provided otherwise herein.

The Company and each Fund may be subject to the Common Reporting Standard (the “CRS”) as set out in the amended Luxembourg law of 18 December 2015 (the “CRS Law”) implementing Directive 2014/107/EU which provides for an automatic exchange of financial account information between Member States of the European Union as well as the OECD’s multilateral competent authority agreement on automatic exchange of financial account information signed on 29 October 2014 in Berlin, with effect as of 1 January 2016.

Under the terms of the CRS Law, each Fund is likely to be treated as a Luxembourg Reporting Financial Institution.

As such, the Company will be required to annually report to the Luxembourg tax authorities (*Administration des contributions directes*) personal and financial information related, *inter alia*, to the identification of, holdings by and payments made to (i) certain shareholders qualifying as Reportable Persons and (ii) Controlling Persons of passive non-financial entities (“NFEs”) which are themselves Reportable Persons. This information, as set out in Annex I of the CRS Law (the “Information”), will include personal data related to the Reportable Persons.

The Fund’s ability to satisfy its reporting obligations under the CRS Law will depend on each shareholder providing the Information, along with the required supporting documentary evidence. In this context, the shareholders are hereby informed that, as data controller, the Company will process the Information for the purposes as set out in the CRS Law.

Shareholders qualifying as passive NFEs undertake to inform their Controlling Persons, if applicable, of the processing of their Information by the Company.

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Additionally, the Company is responsible for the processing of personal data and each shareholder has a right to access the data communicated to the Luxembourg tax authorities and to correct such data (if necessary). Any data obtained by the Company are to be processed in accordance with the applicable data protection legislation.

The shareholders are further informed that the Information related to Reportable Persons will be disclosed to the Luxembourg tax authorities annually for the purposes set out in the CRS Law. The Luxembourg tax authorities will, under their own responsibility, eventually exchange the reported information to the competent authority of the Reportable Jurisdiction(s). In particular, Reportable Persons are informed that certain operations performed by them will be reported to them through the issuance of statements, and that part of this information will serve as a basis for the annual disclosure to the Luxembourg tax authorities.

Similarly, the shareholders undertake to inform the Company within thirty (30) days of receipt of these statements should any included personal data be not accurate. The shareholders further undertake to immediately inform the Company of, and provide the Company with all supporting documentary evidence of any changes related to the Information after occurrence of such changes.

Although the Company will attempt to satisfy any obligation imposed on it to avoid any fines or penalties imposed by the CRS Law, no assurance can be given that the Company will be able to satisfy these obligations. If the Company or a Fund becomes subject to a fine or penalty as a result of the CRS Law, the value of the Shares held by the shareholders may suffer material losses.

Any shareholder that fails to comply with the Company's Information or documentation requests may be held liable for penalties imposed on the Company or the relevant Fund as a result of such shareholder's failure to provide the Information or subject to disclosure of the Information by the Company to the Luxembourg tax authorities and the Management Company may, in its sole discretion, redeem the Shares of such shareholders.

*Exchange of information – FATCA.* Capitalized terms used in this section should have the meaning as set forth in the FATCA Law (as defined below), unless provided otherwise herein.

The Company and each Fund may be subject to the FATCA Law which generally requires reporting to the U.S. Internal Revenue Service of non-U.S. financial institutions that do not comply with FATCA and direct or indirect ownership by U.S. persons of non-U.S. entities. As part of the process of implementing FATCA, the U.S. government has negotiated intergovernmental agreements with certain non-U.S. jurisdictions which are intended to streamline reporting and compliance requirements for entities established in such foreign jurisdictions and subject to FATCA.

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Luxembourg has entered into a Model 1 Intergovernmental Agreement implemented by the amended Luxembourg law of 24 July 2015 (the “FATCA Law”), which requires Financial Institutions located in Luxembourg to report, when required, information on Financial Accounts held by Specified U.S. Persons, if any, to the Luxembourg tax authorities.

Under the terms of the FATCA Law, the Company, or each Fund, is likely to be treated as a Luxembourg Reporting Financial Institution.

This status imposes on the Company the obligation to regularly obtain and verify information on all of its shareholders. On the request of the Company, each shareholder shall agree to provide certain information, including, in the case of a passive Non-Financial Foreign Entity (“NFFE”), information on the Controlling Persons of such NFFE, along with the required supporting documentation. Similarly, each shareholder shall agree to actively provide to the Company within thirty (30) days any information that would affect its status, as for instance a new mailing address or a new residency address.

The FATCA Law may require the Company to disclose the names, addresses and taxpayer identification number (if available) of its shareholders as well as information such as account balances, income and gross proceeds (non-exhaustive list) to the Luxembourg tax authorities for the purposes set out in the FATCA Law. Such information will be relayed by the Luxembourg tax authorities to the U.S. Internal Revenue Service.

Shareholders qualifying as passive NFFEs undertake to inform their Controlling Persons, if applicable, of the processing of their information by the Company.

Additionally, the Company is responsible for the processing of personal data and each shareholder has a right to access the data communicated to the Luxembourg tax authorities and to correct such data (if necessary). Any data obtained by the Company are to be processed in accordance with the applicable data protection legislation.

Although the Company will attempt to satisfy any obligation imposed on it to avoid imposition of FATCA withholding tax, no assurance can be given that the Company will be able to satisfy these obligations. If a Fund becomes subject to a withholding tax or penalties as result of the FATCA regime, the value of the Shares held by the shareholders may suffer material losses. The failure by the Company to obtain such information from each Fund shareholder and to transmit it to the Luxembourg tax authorities may trigger the 30% withholding tax to be imposed on payments of U.S. source income and on proceeds from the sale of property or other assets that could give rise to U.S. source interest and dividends as well as penalties.

Any shareholder that fails to comply with the Company’s documentation requests may be charged with any taxes and/or penalties imposed on the relevant Fund

as a result of such shareholder's failure to provide the information and the Management Company may, in its sole discretion, redeem the Shares of such shareholder.

Shareholders who invest through intermediaries are reminded to check if and how their intermediaries will comply with this U.S. withholding tax and reporting regime.

Shareholders should consult a U.S. tax advisor or otherwise seek professional advice regarding the above requirements.

*Shareholders Reliance on Tax Advice in this Document.* The discussion contained in this document as to U.S. federal tax considerations is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties. Such discussion is written to support the promotion or marketing of the transactions or matters addressed herein. Each taxpayer should seek tax advice based on the taxpayer's particular circumstances from an independent tax advisor.

### **Legal Structure and Applicable Law**

The Company is a SICAV incorporated on 4 February 1992 under the laws of Luxembourg for an unlimited duration.

The District Court of Luxembourg shall have jurisdiction over any disputes between the shareholders, the Management Company and the Depositary, and Luxembourg law shall apply.

### **General Information about the Company (Including Service Providers)**

The Company's Articles of Incorporation were amended effective 20 April 1994, 23 October 1996, 18 December 1998, 25 July 2001, 15 August 2005, 15 February 2013, 1 November 2013 and 1 September 2015, and such amendments were published in the Mémorial on 2 June 1994, 27 November 1996, 18 January 1999, 16 August 2001, 8 June 2005, 15 February 2013, 13 November 2013 and 11 August 2015.

The capital of the Company shall at all times be equal to the value of the net assets of all Funds of the Company. The minimum capital of the Company is EUR 1,250,000.

The initial Articles of Incorporation of the Company are published in the Mémorial, Recueil des Sociétés et Associations, dated 12 March 1992. The coordinated Articles of Incorporation have been deposited with the Register of the Tribunal d'Arrondissement of Luxembourg where they are available for inspection and where copies thereof can be obtained.

## Supervisory Authority

The Company is incorporated in Luxembourg and is regulated by the Luxembourg Commission de Surveillance du Secteur Financier (the “CSSF”), [www.cssf.lu](http://www.cssf.lu). The CSSF is located at 283, route d’Arlon, L-1150 Luxembourg, Grand Duchy of Luxembourg; Telephone: (+352) 26 25 1 - 1; e-mail: [direction@cssf.lu](mailto:direction@cssf.lu).

## Management of the Company

The Board of Directors is responsible for the overall management and administration of the Company. The Board of Directors may delegate its powers to conduct the daily management and affairs of the Company, subject to its supervision. Such delegation may include, but is not limited to, delegation of powers to a Management Company to oversee that daily management and affairs of the Company or to Company officers to enter into contracts, provide certifications and/or instructions to service providers or other third parties, prepare and authorise regulatory filings and to pay Fund-related invoices, each on behalf of the Company, and to further delegate such officers’ authority to certain authorised signatories.

A Director may hold any other office or position of profit with the Company (other than the office of Auditor) in conjunction with his office of Director on such terms as to tenure and otherwise as the Board of Directors may determine. Any Director may also act in a professional capacity for the Company (other than as Auditor) and he or his firm shall be entitled to remuneration for such services as if he were not a Director.

A Director may not normally vote in respect of any contract in which he is personally interested. Any such contract will be disclosed in the financial reports of the Company.

As of the date of this Prospectus, each member of the Company’s Board of Directors, except Messrs, Bogart and Julian, is an officer and employee of MFS and thus is affiliated with the Management Company and Investment Manager. Directors who are not affiliated with the Management Company or the Investment Manager are paid an annual Director’s fee. Directors may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Board of Directors, or otherwise in connection with the business of the Company. Such Directors’ fees are included as part of the “Estimated Other Expenses” (and relevant expense caps on such expenses) reported in each Fund’s ongoing charges table in “Fund Profiles.”

The Directors and officers of the Company shall be indemnified by the Company against liability and related expenses in connection with any claim brought against such person by reason of his having been such Director or officer, provided that no indemnity shall be provided against liability to the Company or its shareholders by reason of gross negligence, fraud or wilful default or with respect

to any matter as to which he shall have been finally adjudicated not to have acted in good faith in the reasonable belief that his action was in the best interest of the Company. The Company maintains an insurance policy in respect of this indemnity obligation.

### *Conflicts of Interest*

The Management Company and its Affiliates. The Management Company, Investment Manager or the Administrative Services Provider or their affiliates (“Affiliated Providers”) may from time to time act in similar roles in relation to, or be otherwise involved with, other funds or UCITS, other UCIs or other clients. It is therefore possible that any of them may, in the due course of their business, have potential conflicts of interest with the Company or any Fund. In such event, each will at all times have regard to its obligations under any agreements to which it is party or by which it is bound in relation to the Company or any Fund. In particular, when undertaking any dealings or investments where conflicts of interest may arise, each will respectively endeavour to ensure that such conflicts are addressed fairly.

The Investment Manager advises multiple clients (including accounts in which the Investment Manager or an affiliate has a beneficial interest). From time to time, the Investment Manager will take an investment action or decision for one or more portfolios that is different from, or inconsistent with, an action or decision taken for one or more other portfolios that have different investment objectives, and such actions could be taken at different, potentially inopportune, times. In certain instances there may be securities that are suitable for a Fund’s portfolio as well as for accounts managed by the Investment Manager (or its affiliate) with similar investment objectives to that Fund, or that the Investment Manager (or affiliate) believes should no longer be held by the Fund or such other accounts. It is possible that a particular security is bought or sold for only one client even though it might be held by, or bought or sold for, other clients. The Investment Manager is permitted, but not required, to aggregate orders for client portfolios with those of other client portfolios. The Investment Manager seeks to ensure that such aggregation is conducted on a fair and reasonable basis over time. Such aggregated trades can be used to facilitate best execution, including negotiating more favorable prices, obtaining more timely or equitable execution or reducing overall commission charges. The Investment Manager will not aggregate orders for client portfolios with those of proprietary portfolios, and orders for proprietary portfolios will always be traded last. The simultaneous management of multiple accounts may create conflicts of interest, particularly in circumstances where the Investment Manager or an affiliate has a beneficial interest in one or more accounts, where one or more accounts pays higher fees or performance-based fees, or where the availability or liquidity of investment opportunities is limited. The Investment Manager has adopted policies that it believes are reasonably designed to ensure that when two or more clients (including accounts in which the Investment Manager or an affiliate have

an interest) are simultaneously engaged in the purchase or sale of the same security, the securities are allocated among accounts in a manner believed by the Investment Manager to be fair and equitable to each over time. Allocations may be based on many factors and may not always be pro rata based on assets managed. The allocation methodology could have a detrimental effect on the price or availability of a security with respect to a particular Fund in a particular instance.

The Affiliated Providers shall not be liable to account to the Fund for any profit, commission or remuneration made or received from or by reason of such transactions or any connected transactions nor will the fees paid by the Company to such Affiliated Providers, unless otherwise provided, be reduced. The Affiliated Providers will ensure that such transactions are effected on terms which are not less favourable to a Fund than if the potential conflict had not existed. Such potential conflicting interests or duties may arise because an Affiliated Provider may have invested directly or indirectly in one or more of the Funds. More specifically, each Affiliated Provider, under the rules of conduct applicable to each, must try to avoid conflicts of interests and, where they cannot be avoided, ensure that its clients (including the Fund) are fairly treated over time.

There is no prohibition on the Company entering into any transactions with the Management Company, Investment Manager, Distributor or Financial Intermediaries, the Depositary or with any of their affiliates, provided that such transactions are carried out as if effected on normal commercial terms negotiated at arm's length. In addition, there is no prohibition on the Management Company, Investment Manager or Distributor to purchase any products on behalf of the Fund where the issuer, dealer and/or distributor of such products are their affiliates provided that such transactions are carried out as if effected on normal commercial terms negotiated at arm's length, in the best interest of the Fund. The Investment Manager also acts on behalf of the Company as counterparty for financial derivative and other investment-related contracts entered into by the Company.

Potential conflicting interests or duties may arise because the Management Company or its affiliate may have invested directly or indirectly in the Company. MFS could hold a relatively large proportion of Shares and voting rights in any Fund or Class. MFS may make substantial investments in a Sub-Fund or a Share Class for various purposes including, but not limited to, facilitating the growth of the Fund or Class, for facilitating the portfolio management or tax reporting of a Fund or Class, or for meeting future remuneration payment obligations to certain employees. MFS is under no obligation to make or maintain its investments and may reduce or dispose of any of these in the Fund or Class at any time. As part of its financial planning, MFS may also hedge the risk of its investments in any Class with the intention of reducing all or part of its exposure to such investments.



Certain portfolios to which the Investment Manager or an affiliate provides investment management services are beneficially owned, in whole or in part, by the Investment Manager or its affiliates and/or their respective officers and employees. The Investment Manager's and its group of affiliates' management of such portfolios present conflicts of interest, depending on the particular circumstances of each case: (i) in cases of investment of proprietary assets, the affiliated group member has an incentive to favor its investments to maximize its return; (ii) where a portfolio manager holds a personal investment in such portfolios, the portfolio manager has an incentive to favor portfolios in which he/she is invested in order to maximize the return of his/her investment; and (iii) in cases of investment by officers and employees of the Investment Manager or its affiliates, the affiliated group member has an incentive to favor the personal investments of its employees and officers.

The Depository. The Depository is part of an international group of companies and businesses that, in the ordinary course of their business, act simultaneously for a large number of clients, as well as for their own account, which may result in actual or potential conflicts. Conflicts of interest arise where the Depository or its affiliates engage in activities under the Depository Agreement or under separate contractual or other arrangements. Such activities may include providing nominee, administration, registrar and transfer agency, research, agent securities lending, investment management, financial advice and/or other advisory services to the Company, and engaging in banking, sales and trading transactions including foreign exchange, derivative, principal lending, broking, market making or other financial transactions with the Company either as principal and in the interests of itself, or for other clients.

In connection with the above activities the Depository or its affiliates:

- (i) will seek to profit from such activities and are entitled to receive and retain any profits or compensation in any form and are not bound to disclose to the Company the nature or amount of any such profits or compensation including any fee, charge, commission, revenue share, spread, mark-up, mark-down, interest, rebate, discount, or other benefit received in connection with any such activities;
- (ii) may buy, sell, issue, deal with or hold, securities or other financial products or instruments as principal acting in its own interests, the interests of its affiliates or for its other clients;
- (iii) may trade in the same or opposite direction to the transactions undertaken, including based upon information in its possession that is not available to the Company;
- (iv) may provide the same or similar services to other clients including competitors of the Company;
- (v) may be granted creditors' rights by the Company which it may exercise.

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The Company may use an affiliate of the Depositary to execute foreign exchange, spot or swap transactions for the account of the Company. In such instances the affiliate shall be acting in a principal capacity and not as a broker, agent or fiduciary of the Company. The affiliate will seek to profit from these transactions and is entitled to retain and not disclose any profit to the Company. The affiliate shall enter into such transactions on the terms and conditions agreed with the Company.

Where cash belonging to the Company is deposited with an affiliate that is a bank, a potential conflict arises in relation to the interest (if any) which the affiliate may pay or charge to such account and the fees or other benefits which it may derive from holding such cash as banker and not as trustee.

The Company or the Management Company may also be a client or counterparty of the Depositary or its affiliates.

Potential conflicts that may arise in the Depositary's use of sub-custodians include four broad categories:

- (i) conflicts from sub-custodian selection and asset allocation among multiple sub-custodians influenced by (a) cost factors, including lowest fees charged, fee rebates or similar incentives and (b) broad two-way commercial relationships in which the Depositary may act based on the economic value of the broader relationship, in addition to objective evaluation criteria;
- (ii) sub-custodians, both affiliated and non-affiliated, act for other clients and in their own proprietary interest, which might conflict with clients' interests;
- (iii) sub-custodians, both affiliated and non-affiliated, have only indirect relationships with clients and each looks to the Depositary as its counterparty, which might create incentive for the Depositary to act in its self-interest, or other clients' interests to the detriment of clients; and
- (iv) sub-custodians may have market-based creditors' rights against client assets that they have an interest in enforcing if not paid for securities transactions.

In carrying out its duties the Depositary shall act honestly, fairly, professionally, independently and solely in the interests of the Company and its shareholders.

The Depositary has functionally and hierarchically separated the performance of its depositary tasks from its other potentially conflicting tasks. The system of internal controls, the different reporting lines, the allocation of tasks and the management reporting allow potential conflicts of interest regarding the depositary tasks to be properly identified, managed and monitored. Additionally,

in the context of the Depositary's use of sub-custodians, the Depositary imposes contractual restrictions to address some of the potential conflicts and maintains due diligence and oversight of sub-custodians to ensure a high level of client service by those agents. The Depositary further provides frequent reporting on clients' activity and holdings, with the underlying functions subject to internal and external control audits. Finally, the Depositary internally separates the performance of its custodial tasks from its proprietary activity and follows a Standard of Conduct that requires employees to act ethically, fairly and transparently with clients.

Up-to-date information on the Depositary, its duties, any conflicts that may arise, the safe-keeping functions delegated by the Depositary, the list of delegates and sub-delegates and any conflicts of interest that may arise from such a delegation will be made available to shareholders on request.

### **Management Company**

The Board of Directors of the Company has appointed MFS Investment Management Company (Lux) S.à r.l. (the "Management Company", or "MFS Lux") pursuant to a Management Company Agreement to carry out the functions of management of the Company as prescribed in Annex II of the Law and related Luxembourg regulations. In particular, the Management Company shall be responsible for the investment management, the administration and the implementation of the Company's distribution and marketing functions, subject to the overall control and supervision of the Company's Board of Directors. The Management Company may also serve as domiciliary for the Company in Luxembourg. The Management Company has been permitted by the Company to delegate, under the Management Company's supervision and control, certain administrative, distribution and management functions to Affiliates or third party service providers under agreements that, unless otherwise required by law, will be governed by Luxembourg law. The Company may be a counterparty to such agreements. The Management Company is responsible for monitoring, on a continuous basis, the activities of the third parties to which it has delegated functions. The agreements entered into between the Management Company and the relevant third parties provide that the Management Company can give instructions to such third parties, and that it can withdraw their mandate with immediate effect if in the best interest of Company shareholders. The delegations shall not prevent the obligations or effectiveness of supervision by the Management Company.

The Management Company may serve as or may appoint one or more of its affiliates to serve as the global distributor of the Shares.

The Management Company has delegated certain administrative support services to each of MFS, MDO Services S.A. ("MDO") and State Street Bank International

GmbH, Luxembourg Branch to assist with a variety of administrative services provided to the Management Company. These services include financial, operational, legal, compliance, risk management, shareholder communications, platform services in support of the Management Company's independent Conducting Persons and other support services necessary or desirable for the operation of the Company and permitted by law. The Management Company has retained Brown Brothers Harriman Investor Services Limited to provide certain calculation and other support services in connection with Hedged Class hedging transactions.

The Funds pay the Management Company an annual fee approved by the Company's Board of Directors, which is intended to cover the expenses of services it provides in connection with the operation and central administration of the Funds in Luxembourg, plus a target profit margin ("Management Company Fee"). These expenses include legal, regulatory and operational costs of the Management Company (including fees for Board members not affiliated with the Company), as well as fees paid by the Management Company to third parties to provide certain infrastructure, administrative, risk management and reporting services to the Management Company, including the services provided by MFS, MDO and State Street. The Company also reimburses the Management Company for out-of-pocket expenses related to its services. In addition, the Company pays the agreed-upon fee for services provided by the Investment Manager, Distributor, Transfer Agent and Depositary, which the Management Company arranges for such fee to be paid to the respective delegate.

The Management Company Fee is allocated such that each Fund pays a fixed fee of \$20,000 (or currency equivalent) plus an asset-based fee based on average daily net assets over \$40 million and up to \$4 billion (or currency equivalent) for each Fund. The fee paid to the Management Company for its services is included as part of the "Estimated Other Expenses" (and relevant expense caps on such expenses) reported in the ongoing charges table in each Fund's "Fund Profile".

The Management Company was incorporated under the name "MFS Investment Management Company (Lux) S.A." as a "*société anonyme*" under the laws of the Grand Duchy of Luxembourg on 20 June 2000, and changed legal form to a S.à r.l. ("*société à responsabilité limitée*") on 27 June 2011. Its articles of incorporation were published in the Mémorial for the first time on 4 August 2000 and deposited with the Luxembourg Trade and Companies Register. They were amended for the last time on 16 December 2013. The Management Company is registered with the Luxembourg Trade and Companies Register under reference B 76467, and is established for an undetermined period of time. The Management Company was authorized on 16 December 2013 as a management company managing UCITS and therefore complies with the conditions set out in Chapter 15 of the Law.

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The Management Company has its registered office at 4, rue Albert Borschette, L-1246 Luxembourg. Its fully paid-in capital amounts to €2,125,000. This comprises a portion of the Management Company's "own funds", which are maintained at a level compliant with the requirements under the Law. The sole shareholder of the Management Company is MFS International Holdings Pty. The Management Company is an indirect subsidiary of Massachusetts Financial Services Company, the Investment Manager of the Fund. The Management Company's independent auditor is Deloitte Audit S.à r.l. The financial year of the Management Company starts on 1 January each year and terminates on 31 December each year.

As of the date of this Prospectus, the Board of Managers of the Management Company are:

Robin A. Stelmach, Vice Chairperson of MFS, c/o MFS, 111 Huntington Avenue, Boston, Massachusetts 02199

Robert Manning, Chairman of MFS, c/o MFS, 111 Huntington Avenue, Boston, Massachusetts 02199

Lina M. Medeiros (Chairperson), Head of Office of MFS Luxembourg, c/o MFS Luxembourg, 4, rue Albert Borschette, L-1246 Luxembourg, Grand Duchy of Luxembourg

Heidi W. Hardin, General Counsel of MFS, c/o MFS, 111 Huntington Avenue, Boston, Massachusetts 02199

Malcolm W. MacNaught, Senior Managing Director of MFS, c/o MFS, 111 Huntington Avenue, Boston, Massachusetts 02199

Paul de Quant, independent Manager, Associate, The Directors Office, 19 rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg

Thomas A. Bogart, independent Manager, c/o MFS Luxembourg, 4, rue Albert Borschette, L-1246 Luxembourg, Grand Duchy of Luxembourg

In compliance with CSSF Circular 18/698, the Board of Managers of the Management Company has granted a mandate, in order to conduct the daily business of the Management Company and the Funds, to Michael Derwael, Mary Scotten, Paul de Quant and Michael Schoene as *dirigeants* ("Conducting Persons"). Managers and Conducting Persons that are independent of MFS or its affiliates will be paid an annual fee and all out-of-pocket expenses properly incurred in carrying out his or her duties.

*Remuneration Policy.* The Management Company has adopted a remuneration policy and implements related procedures and practices which are consistent with and promote sound and effective risk management in a manner appropriate to the Management Company's size, internal organization, and the nature,

scope and complexity of its activities. The remuneration policy is applicable to each fiscal year of the Management Company ending 31 December. Pursuant to the Law and related guidelines, certain aspects of the Management Company's remuneration policy shall apply to remuneration paid for the first full fiscal year after the implementation date of the Law, which for the Management Company will be its fiscal year ended 31 December 2017.

The remuneration policy of the Management Company is administered and overseen by a remuneration committee composed of members of MFS executive management and its human resources team. Further details on the remuneration policy are available by referring to *meridian.mfs.com* (and clicking the link "Information on MFS' Remuneration Policy"), and a paper copy of such details is available on request at the registered office of the Management Company without charge.

### **Investment Manager**

The Management Company has appointed Massachusetts Financial Services Company in Boston, Massachusetts USA ("MFS") as Investment Manager. The Investment Manager is responsible for providing investment management services to the Management Company under the terms of the Investment Management Agreement. Under the terms of the Investment Management Agreement, the Investment Manager is responsible for investment management and supervision of the Funds on a day-to-day basis and statistical and other related services under the supervision and subject to the control of the Board. The Investment Management Agreement was entered into for a period of 30 years unless terminated earlier by either party on not less than 90 days' prior written notice, provided that the Management Company may withdraw the Investment Manager's mandate with immediate effect if in the best interest of Fund shareholders.

MFS is America's oldest mutual fund organisation. MFS and its predecessor organisations have a history of money management dating from 1924, and the founding of the first mutual fund in the United States. MFS and its affiliates serve as investment adviser to United States registered open-end and closed-end investment companies, non-US domiciled funds and separate accounts located or organised in jurisdictions around the world. MFS is a majority-owned subsidiary of Sun Life of Canada (U.S.) Financial Services Holdings, Inc., which in turn is a majority owned subsidiary of Sun Life Financial Inc. ("Sun Life"). Sun Life, a life insurance company with its headquarters office in Toronto, Canada, is one of the largest international life insurance companies.

The registered office and principal place of business of MFS is 111 Huntington Avenue, Boston, Massachusetts USA 02199. MFS is a registered investment adviser regulated by the United States Securities and Exchange Commission ("SEC") (100 F Street, NE, Washington, DC 20549; [www.sec.gov](http://www.sec.gov)).

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The Investment Manager is authorised to act on behalf of the Management Company and to select agents, brokers and dealers through whom to execute transactions and provides the Management Company and the Company's Board of Directors with such reports as they may require.

The rate of the investment management fee (which includes the portion of the Class P Annual Management Charge allocable to investment management services) varies by Fund and Class, the details of which are noted in the ongoing charges table in each Fund's "Fund Profile." The investment management fees are paid by the Funds to the Management Company. The Management Company (and not the Funds) is responsible for compensating the Investment Manager according to the terms of the Investment Management Agreement (available free of charge at the Company's and Depository's registered offices during normal business hours). The investment management fee may be increased in respect of any one or more Funds from time to time, provided the investment management fee does not exceed an annual rate of 2.50% of the average daily net asset value of a Fund. Any increase is subject to prior notice being given to shareholders in the relevant Fund as required by applicable laws and regulations. The termination or amendment provisions of the Investment Management Agreement may not be amended without sanction of a resolution passed by not less than two-thirds majority at a shareholders meeting at which the holders of not less than two-thirds of the Shares of the applicable Fund(s) are present or represented and voting. The Investment Manager bears all expenses incurred by it and its affiliates and advisers related to services performed by it for the Company. Brokerage commissions, transaction charges, expenses associated with the Fund's investment activities including interest, expenses relating to share class hedging, and other operating costs of the Company are payable by the Company.

The Investment Manager and its affiliates also provide investment management and advisory services to other affiliated mutual funds and institutional and high net worth private investors. The Investment Management Agreement provides that if the respective Investment Manager and/or a third party to which the Investment Manager delegated any of the provisions under the Investment Management Agreement no longer serves as an investment manager to the Company, the Company will change its name so as to delete the initials "MFS" or any name connected with the applicable Investment Manager or its affiliates. Specific decisions to purchase or sell securities for a Fund are made by persons affiliated with MFS. Any such person may serve other clients of MFS, or any subsidiary or affiliate of MFS in a similar capacity.

*Investment Approach and Environmental, Social and Governance ("ESG") Factors*

In considering whether to invest in or disinvest from an issuer, the Investment Manager considers ESG factors/sustainability risks to the extent these are deemed likely to materially impact the future investment performance of that issuer. The Investment Manager's purpose in integrating ESG factors into its analysis is to increase returns and/or decrease financial risk of a Fund.

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Accordingly, ESG factors are integrated into the Investment Manager's fundamental economic analysis of issuers as an element of that analysis. The Investment Manager uses an active bottom-up investment approach to buying and selling investments for the Funds. For each Fund, investments are selected primarily based on fundamental analysis or, where specified in the Fund Profile, a blend of fundamental analysis and quantitative research. Fundamental analysis of individual portfolio companies and/or instruments takes into account a company's financial condition and market, economic, political, and regulatory conditions, as well as ESG factors.

The extent to which the Investment Manager considers any particular fundamental factor, including ESG factors, when evaluating an investment opportunity will vary depending on the type of asset class and a Fund's investment strategy. For example, when evaluating equity instruments, MFS investment professionals may consider fundamental factors including, but not limited to, an issuer's earnings, cash flows, competitive position, and management ability. Additionally, when evaluating debt instruments, MFS investment professionals may consider, among other fundamental factors, the instrument's credit quality, collateral characteristics, and indenture provisions, and the issuer's management ability, capital structure, leverage, and ability to meet its current obligations.

The Investment Manager believes that certain ESG factors could materially impact the value of a portfolio company by representing a source of economic opportunity that contributes to a company's growth and outperformance relative to its peer group or a source of risk that may result in a condition or the occurrence of an event that could have a material negative impact on a company's value. Examples of potentially material ESG risks and opportunities may include, but are not limited to, physical and transitional impacts related to climate change, shifting market or consumer preferences or demand, a company's governance structure and practices, data protection and privacy issues, diversity and labor practices, and regulatory and reputational risks. To account for these factors, MFS' investment professionals integrate their evaluation of a company's key ESG risks and opportunities into their overall security analysis and investment selection process to the extent that they believe these factors are material to, and have an economic impact on, investment value. In conducting analysis of ESG factors, MFS' investment professionals may use a variety of tools, including, but not limited to, (i) proprietary issuer and industry research, (ii) internally developed analytical tools designed to evaluate issuer performance and risk-exposure, (iii) scenario analysis evaluating the impact of specific risk events, and (iv) third-party generated issuer and industry research and ratings.

MFS investment and proxy voting professionals may also incorporate ESG factors into their engagement activities when communicating with a company's management team, board of directors, or other representatives in order to better understand (i) the risks and opportunities that a particular ESG issue may present



for a company, (ii) to communicate MFS' desired outcome with respect to an ESG issue, or (iii) to inform proxy voting decisions.

MFS may also participate in organizations, engagements or other collaborative industry efforts to enhance MFS' knowledge of specific ESG issues or to further ESG-related initiatives that MFS deems materially impactful to its investment decisions.

MFS has incorporated the above ESG integration approach within its fundamental analysis because it believes that ESG risks and opportunities could materially impact the performance of the Funds. The extent to which these factors impact a Fund's return will depend on a number of variables, such as a Fund's investment strategy, the types of asset classes held in a Fund, regional and geographic exposures, and an investment professional's views and analysis of a specific ESG issue. The extent that MFS' integration of ESG factors impacts the return of a Fund may be difficult to quantify and can vary significantly over time. Additionally, MFS' overall investment analysis and its selection of investments may not produce the intended results and may lead to an investment focus that results in a Fund underperforming other funds with similar investment strategies and/or underperforming the markets in which a Fund invests.

In addition to its ESG integration as described above, MFS recognizes the Principles of Responsible Investment (PRI), an investor initiative in partnership with UNEP Finance Initiative and the UN Global Compact. Where consistent with its fiduciary responsibilities, MFS aspires to promote acceptance and implementation of the PRI within the investment industry, work together to enhance the effectiveness in implementing the PRI, and report on activities and progress toward implementing the PRI. While MFS may aspire to follow the PRI where consistent with its fiduciary responsibilities, adopting the PRI is not based on a legal commitment to do so and MFS may take actions that may be inconsistent with the PRI or may fail to take such actions that would be consistent with the PRI.

More information about MFS' approach to sustainable investing practices, including its Responsible Investing Policy Statement, can be found at [mfs.com](https://www.mfs.com) under "About MFS – Sustainable Investing."

#### *Portfolio Transactions and Brokerage Commissions.*

The Investment Manager places all orders for the purchase or sale of securities through the Investment Manager trading personnel with the primary objective of seeking to obtain the best execution from responsible executing broker/dealers at competitive rates. The Investment Manager seeks to deal with broker/dealers that can provide high-quality execution services. The Investment Manager may place Fund orders with Luminex Trading & Analytics LLC, an alternative trading system in which the Investment Manager owns approximately 4.9%.

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For Funds managed in whole or in part within the European Union or the United Kingdom, the Investment Manager may take the following factors into account: price, the size of the transaction, the nature of the market of the security, the amount of the commission, the timing and impact of the transaction considering market prices and trends, the reputation, experience and financial stability of the broker/dealer involved, the willingness of the broker/dealer to commit capital, the need for anonymity in the market, and the quality of services rendered by the broker/dealer in other transactions (but not including research or brokerage services). For Funds managed wholly outside of the European Union and the United Kingdom, the Investment Manager may take the above-mentioned factors into account, and may also consider the quality of the broker/dealer's research.

For Funds managed in whole or in part within the European Union or the United Kingdom, the Investment Manager has determined to pay for external equity and fixed income research out of its own resources.

In allocating brokerage for Funds managed wholly outside of the European Union and the United Kingdom, the Investment Manager may take into consideration the receipt of brokerage and research services, consistent with its obligation to seek best execution for client transactions, in determining how and with which broker to trade. The Investment Manager may cause the Funds to pay a broker that provides "brokerage and research services" to the Investment Manager an amount of commission for effecting a securities transaction for the Fund in excess of the amount other brokers would have charged for the transaction if the Investment Manager determines in good faith that the greater commission is reasonable in relation to the value of the brokerage and research services provided by the executing broker viewed in terms of either a particular transaction or the Investment Manager's overall responsibilities to the Fund and its other clients. However, the Investment Manager has voluntarily undertaken to reimburse such Funds from its own resources for Research Commissions (as defined below).

For purposes of this discussion, the United States Securities and Exchange Commission ("SEC") defines brokerage commissions to encompass fees paid to brokers for trades conducted on an agency basis, and certain mark-ups, markdowns, commission equivalents and other fees received by dealers in riskless principal transactions as well as any separately identifiable charge for brokerage and research services collected together with the transaction charge for execution in connection with the purchase and sale of portfolio securities ("Commissions"). "Research Commissions" represents the portion of Commissions that is paid on client transactions in excess of the portion that compensates the broker/dealer for executing, clearing, and/or settling the transaction.

Commissions do not include mark-ups, mark-downs, commission equivalents and other fees received by dealers in principal transactions. The Investment Manager often receives research services from executing dealers in fixed income transactions. However, the Investment Manager believes that executing dealers

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in fixed income transactions do not charge lower mark-ups, mark-downs, commission equivalents or other fees if clients forego research services. Consequently, the Investment Manager does not believe it pays a higher mark-up, mark-down, commission equivalent or other fees to dealers on fixed income transactions than it would if it did not receive any research services from dealers. However, except to the extent that research received on fixed income transactions for portfolios managed in the European Union or the U.K. is offered generally either to any investment firm, is made public or otherwise is believed by the Investment Manager not to constitute an illegal “inducement” under EU law, the Investment Manager will pay for such research out of its own resources.

The term “brokerage and research services” includes: advice as to the value of securities; the advisability of investing in, purchasing, or selling securities; and the availability of securities or purchasers or sellers of securities; furnishing analyses and reports concerning issuers, industries, securities, economic factors and trends, portfolio strategy and the performance of portfolios; and effecting securities transactions and performing functions incidental thereto (such as clearance and settlement) or required in connection therewith by applicable rules.

Such services can include: access to corporate management; industry conferences; research field trips to visit corporate management and/or to tour manufacturing, production or distribution facilities; statistical, research and other factual information or services such as investment research reports; access to analysts; execution systems and trading analytics; reports or databases containing corporate, fundamental, and technical analyses; portfolio modeling strategies; and economic research services, such as publications, chart services, and advice from economists concerning macroeconomics information, and analytical investment information about particular corporations (collectively, “Research”). MFSI investment professionals utilize Research to help develop their own investment ideas as well as to help understand market consensus, sentiment or perception, and identify relative inefficiencies more quickly and effectively.

The MFSI global investment platform is built on the principle of close collaboration among members of its investment team, where research and investment ideas are shared. Research is one of many tools MFSI uses to either corroborate or challenge investment professionals’ individual investment theses in clients’ portfolios. Specifically, Research can be useful in helping investment professionals understand current market consensus and sentiment. Through the use of the Research acquired with Trade Commissions or Pooled Commissions, the Investment Manager initially avoids the additional expenses that it would incur if it developed comparable information through its own staff or if it purchased such Research with its own resources. As a result, the Fund initially pays more for its portfolio transactions than if the Investment Manager caused the Fund to pay execution-only rates; however, because the Investment Manager has voluntarily undertaken to reimburse Funds from its own resources for Research Commissions, the Investment Manager ultimately assumes the

additional expenses that it would incur if it purchased such Research with its own resources. To the extent that the Investment Manager were to discontinue this voluntary undertaking, it may have an incentive to select or recommend a broker/dealer based on its interest in receiving Research rather than the Fund's interest in receiving lower commission rates. The Research received may be useful and of value to the Investment Manager, MFS Institutional Advisors, Inc., MFS Heritage Trust Company or Participating Affiliates (collectively, the "MFS Global Group") in serving both the Funds and other clients of members of the MFS Global Group. Accordingly, not all of the Research provided by brokers/dealers through which the Fund effects securities transactions may be used by the Investment Manager in connection with the Fund. The Investment Manager's broker selection practices are under the supervision of the Management Company and are subject to best execution principles.

### **Financial Intermediaries**

The Management Company or its delegate enter into contractual arrangements with various Financial Intermediaries for the distribution of Shares of the Funds to investors in various jurisdictions or markets. Distribution Fees (including the portion of the Class P Annual Management Charge allocable for distribution services) and Service Fees, if applicable for particular Classes, are paid to the Management Company or its delegate for providing distribution and related support services, each of which may share all or a portion of such fees with Financial Intermediaries. The Distribution Fee and Service Fee may vary by Class, the details of which are noted in the Fund Ongoing Charges section of each Fund's Fund Profile.

Financial Intermediaries that agree with the Distributor to sell Fund shares, by investing on behalf of investors, undertake and represent that they will at all times (as appropriate):

- comply with the terms of this Prospectus;
- assess the suitability and/or the appropriateness of such investment for prospective purchasers of Shares, and provide their clients with appropriate investment advice in relation to any investment in Shares, including the relevant KIID and any specific information regarding the Fund and/or the Class in which the prospective purchaser will invest;
- verify the identity of investors and their beneficial owners investing in the Company by applying client identification procedures deemed by the Company or the Transfer Agent as equivalent to those required under Luxembourg laws and regulations and be properly and professionally organised to assume such duties;
- protect the Company against any breaches of investment in the Fund by Prohibited Persons;

- protect the Company against disruptive trading practices or market timing; and
- to the full extent required by applicable law, disclose to their clients, and where required obtain their clients' consent on, the existence, nature and amount of their compensation, relinquish such compensation to such clients or, as applicable, refrain from accepting any distribution fee or other cash rebate unless expressly permitted under local laws and regulations.

### ***Financial Intermediary Support and Other MFS Payments***

The Financial Intermediary through which you purchase or hold Shares may receive all or a portion of the sales charges and distribution fees. In addition, the Investment Manager and/or Distributor, or one or more of their affiliates (for purposes of this section only, collectively, "MFS"), out of their own resources, may make additional cash payments to Financial Intermediaries as incentives to market the Funds or cooperate with MFS' promotional efforts or in recognition of their marketing, administrative support and/or transaction processing services.

MFS may make cash payments out of its own resources to support a wide range of marketing and administrative activities. In addition to the opportunity to participate in a Financial Intermediary's distribution channel, these marketing and administrative activities may include educating Financial Intermediaries' representatives about the Funds; increasing marketing efficiencies in Financial Intermediaries' distribution systems; encouraging access to intermediaries' distribution platforms; and facilitating the ability of MFS' sales and marketing representatives to visit the branch offices of Financial Intermediaries.

Payments may also include payment or reimbursement to, or on behalf of, Financial Intermediaries for costs associated with sales and marketing, as well as conferences or seminars, sales or training programs for invited registered representatives and other employees, client and investor events and other intermediary-sponsored events. MFS may offer other compensation to the extent not prohibited by applicable laws. MFS makes payments for events it deems appropriate, subject to MFS guidelines and applicable law. These payments may vary depending upon the nature of the event.

MFS may also make payments out of its own resources to Financial Intermediaries to help offset the Financial Intermediary's costs associated with client account maintenance, statement preparation and transaction processing. These payments may include payment of ticket charges; payment of networking fees; or one time payments for ancillary services such as setting up Funds on a Financial Intermediary's trading system. The Company may pay directly or reimburse MFS for certain networking or other shareholder servicing payments made by MFS on behalf of the Company.

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These payments may provide an additional incentive to actively promote the Funds or cooperate with MFS' promotional efforts. Depending on the arrangements in place at any particular time, a Financial Intermediary may have a financial incentive to recommend a particular Fund or a Class. You may ask your Financial Intermediary for information about any payments it receives from MFS and any services provided, as well as about any fees and/or commissions it charges in addition to those disclosed in this Prospectus.

MFS compensates Financial Intermediaries based on criteria established by MFS from time to time that consider, among other factors, the level and/or type of marketing and administrative support provided by the Financial Intermediary, the level of assets attributable to and/or sales by the Financial Intermediary, and the quality of the overall relationship with the Financial Intermediary.

Additionally, MFS, out of its own resources, may make payments to certain institutional or other significant shareholders as an incentive to invest in the Funds. As a result, the cost to shareholders who receive such payment from MFS will generally be lower than the cost of shareholders who do not receive such payments. Because these payments are paid by MFS and not by the Funds themselves, they are not reflected in the fees and expenses listed in each Fund's ongoing charges table in "Fund Profiles."

#### *Use of Nominee*

Certain Financial Intermediaries act as nominee ("Nominee") for investors purchasing Shares through their facilities. In such capacity a Nominee effects purchases, redemptions and exchanges of Shares in the Nominee's name on behalf of individual investors, and requests the registration of such transactions on the Share records of the Company in such Nominee's name. The Nominee maintains its own records and provides the investor with individualised information as to its holdings of Shares in the Company. Except where local law or custom proscribes the practice, investors may invest directly in the Company and may choose not to avail themselves of a nominee service.

The Company draws the investors' attention to the fact that any investor will only be able to fully exercise his investor rights directly against the Company, notably the right to participate in general shareholders' meetings, if the investor is registered himself and in his own name in the shareholders' register of the Company. In cases where an investor invests in the Company through a Financial Intermediary investing into the Company in its own name but on behalf of the investor (as previously defined, a "Nominee"), it may not always be possible for the investor to exercise certain shareholder rights directly against the Company. Investors are advised to take advice on their rights.

## Independent Auditors

Ernst & Young S.A., Luxembourg, have been appointed as the Company's independent auditors. Their appointment is subject to approval at each Annual Meeting.

## Depositary

The Company has appointed State Street Bank International GmbH ("SSBI"), acting through its Luxembourg Branch ("State Street"), as its Depositary within the meaning of the 2010 Law pursuant to a Depositary Agreement dated 18 August 2016. SSBI is a limited liability company organized under the laws of Germany, having its registered office at Brienner Str. 59, 80333 München, Germany and registered with the commercial register court, Munich under number HRB 42872. It is a credit institution supervised by the European Central Bank (ECB) (Sonnemannstrasse 20, 60314 Frankfurt am Main, Germany; +49 69 1344 1300), the German Federal Financial Services Supervisory Authority (BaFin) (Graurheindorfer Strasse 108, 53117 Bonn, Germany; +49 (0) 228 299 70 299) and the German Central Bank (Wilhelm-Epstein-Strasse 14, 60431 Frankfurt am Main, Germany; +49 69 9566-0). SSBI is a member of the State Street group of companies having as their ultimate parent State Street Corporation, a US publicly listed company. State Street is authorized by the CSSF in Luxembourg to act as depositary and is specialized in depositary, fund administration, and related services. State Street is registered in the Luxembourg Commercial and Companies' Register (RCS) under number B 148 186.

The Agreement is entered into for an unlimited duration, unless terminated by either party with 90 days' prior written notice.

Under the Depositary Agreement, State Street has been appointed as custodian of the assets of the Company, which may either be held directly by State Street, or under its responsibility, entrusted, in whole or in part, to other banking institutions or depositary agents. State Street further carries out the instructions of the Board of Directors (unless they conflict with applicable law and the Company's Articles of Incorporation) and, complying with the instructions of the Board, settles any transaction relating to the purchase or disposal of the Company's assets.

In accordance with the Law, the Depositary shall:

- a) ensure that the sale, issue, redemption and cancellation of Shares effected by or on behalf of the Company are carried out in accordance with the Law and with the Company's Articles of Incorporation;
- b) ensure that the value of the Shares is calculated in accordance with applicable law and the Company's Articles of Incorporation;

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- c) ensure that in transactions involving the Company's assets any consideration is remitted to it within the usual time limits;
- d) ensure that the Company's income is applied in accordance with the law and with the Company's Articles of Incorporation;
- e) monitor the Company's cash and cash flows; and
- f) safe-keeping of the Company's assets, including the safekeeping of financial instruments to be held in custody and ownership verification and recordkeeping in relation to other assets.

The Company will pay the Depositary a fee based on the net asset value of the Funds' month-end holdings by foreign markets and securities trades executed. The Depositary and the Company shall determine the level of the fee from time to time in light of market rates applicable in Luxembourg. Reasonable disbursements and out-of-pocket expenses incurred by the Depositary or by other banks and financial institutions to whom safekeeping of assets of the Funds is entrusted are additional to the Depositary's fee. The fee normally includes the custody fees and certain transaction charges of such banks and financial institutions. The Depositary expense incurred in a given financial year will be shown in the Annual Report of the Company for that year and is included as part of the "Other" Expenses reported in each Fund's ongoing charges table in "Fund Profiles."

*Liability of the Depositary.* In the event of a loss of a financial instrument held in custody, determined in accordance with the Law, the Depositary shall return financial instruments of identical type or the corresponding amount to the Company without undue delay.

The Depositary shall not be liable if it can prove that the loss of a financial instrument held in custody has arisen as a result of an external event beyond its reasonable control, the consequences of which would have been unavoidable despite all reasonable efforts to the contrary, pursuant to the Law.

In case of a loss of financial instruments held in custody, the shareholders may invoke the liability of the Depositary directly, or indirectly through the Company provided that this does not lead to a duplication of redress or to unequal treatment of the shareholders.

The Depositary will be liable to the Company for all other losses suffered by the Company as a result of the Depositary's negligent or intentional failure to properly fulfil its obligations pursuant to the Law.

The Depositary shall not be liable for consequential or indirect or special damages or losses, arising out of or in connection with the performance or non-performance by the Depositary of its duties and obligations.



*Delegation by the Depository.* The Depository has full power to delegate the whole or any part of its safe-keeping functions, but its liability will not be affected by the fact that it has entrusted to a third party some or all of the assets in its safekeeping. The Depository's liability shall not be affected by any delegation of its safe-keeping functions under the Depository Agreement.

The Depository has delegated those safekeeping duties set out in under the Law to State Street Bank and Trust Company with registered office at One Lincoln Street, Boston, Massachusetts 02111, USA, whom it has appointed as its global sub-custodian. State Street Bank and Trust Company as global sub-custodian has appointed local sub-custodians within the State Street Global Custody Network.

Information about the safe-keeping functions which have been delegated and the identification of the relevant delegates and sub-delegates are available at the registered office of the Company or at the following internet site:

[www.statestreet.com/about/office-locations/luxembourg/subcustodians.html](http://www.statestreet.com/about/office-locations/luxembourg/subcustodians.html).

*Conflicts of Interest of the Depository.* Please see the paragraph captioned "Depository" in the section titled "Other Practical Information – Management of the Company – Conflicts of Interest" for a description of conflicts of interest as applicable to the Depository.

### **Paying, Central Administration and Fund Accounting Agent**

The Company also appoints State Street as the Luxembourg Paying Agent, Central Administration Agent and Fund Accounting Agent. Under these functions, State Street provides certain administrative and corporate secretarial services to the Company, including organizing the Annual General Meeting (or any extraordinary general meeting of shareholders), and serves as the Company's paying agent in Luxembourg. Under the above mentioned agreement, State Street has also agreed to perform certain fund accounting services for the Funds, including services relating to each Funds' net asset value determination and assisting with the preparation and filing of the Company's financial statements. Subject to Luxembourg law and regulation, some of these functions may be delegated subject to the approval of the Board and regulatory authority. State Street has delegated certain fund accounting functions to its U.S.-based affiliate, State Street Bank and Trust Company.

The appointment of State Street as Paying Agent and Central Administration Agent is for an unlimited duration, unless terminated by either party with 60 days' prior written notice provided that the Company may withdraw the State Street's mandate with immediate effect if in the best interest of Company shareholders. The Company pays fees for such services at commercial rates agreed between the parties, together with reasonable out-of-pocket expenses. The amount paid to the Paying Agent/Central Administration Agent is included as part of the "Other" Expenses reported in each Fund's ongoing charges table in "Fund Profiles."

### **Registrar and Transfer Agent**

The Management Company has also appointed State Street as the Registrar and Transfer Agent, under a registrar and transfer agency agreement. State Street processes purchases, redemptions, exchanges and transfers of Shares and enters such transactions in the Company's Register of Shareholders. The agreement may be terminated by either party on 90 days' written notice, provided that the Management Company may withdraw the Transfer Agent's mandate with immediate effect if in the best interest of Company shareholders. Under the Registrar and Transfer Agent Agreement, State Street may delegate certain of its Transfer Agency services, and has delegated certain transfer agency functions to its affiliates, including International Financial Data Services Limited Partnership, International Financial Data Services (Luxembourg), S.A., and International Financial Data Services (Canada) Limited.

Fees for such transfer agency are set at commercial rates agreed between the parties, together with reasonable out-of-pocket expenses, including certain networking, sub-accounting or other shareholder servicing payments. The Management Company arranges for the payment of the transfer agency fees by the Company to the Transfer Agent. The fees paid to the Transfer Agent are included as part of the "Other" Expenses reported in each Fund's ongoing charges table in "Fund Profiles."

### **Currency Administration Agent (Hedged Classes)**

The Management Company has retained Brown Brothers Harriman Investor Services Limited, a private limited company organized under the laws of England and Wales, to provide certain calculation and other support services in connection with Hedged Class hedging transactions. These services are administrative in nature and do not constitute portfolio management services.

The Hedged Classes of the Company pay fees for such services at commercial rates agreed between the parties, together with reasonable out-of-pocket expenses. The amount paid is included as part of the "Other" Expenses reported in each Fund's ongoing charges table in "Fund Profiles."

### **Portfolio Holdings and Fund Information**

The Company, the Management Company or the Investment Manager may periodically publish a schedule of portfolio holdings for one or more Funds at *mfs.com*. Full portfolio holdings and top ten holdings are published at set intervals following month-end that may vary by Fund. A Fund's Portfolio holdings may be available to certain parties prior to publication at the discretion of the Board, Management Company and/or Investment Manager and subject to certain conditions (e.g. confidentiality agreements, etc.). Further, certain other Fund information may be available upon request and at the discretion of the Board, Management Company and/or the Investment Manager.

The Investment Manager has established a policy governing the disclosure of Fund portfolio holdings that it believes is reasonably designed to protect the confidentiality of the Fund's non-public portfolio holdings and prevent inappropriate selective disclosure of such holdings. Exceptions to this policy may be authorized by a senior member of the Investment Manager's legal department. Certain other accounts that are advised by the Investment Manager or its affiliates, and may have substantially similar or identical portfolio holdings to that of a Fund, are subject to different portfolio holdings disclosure policies that may permit public disclosure of portfolio holdings information in different forms and at different times, including disclosure of certain portfolio holdings each business day.

### **Publication of Prices**

The net asset value of each Fund's Share Class and the issue and redemption prices will be available at all times at the Management Company's registered office and at the Depositary's offices (49, Avenue J.F. Kennedy, c/o State Street Bank International GmbH, Luxembourg Branch, L-1855 Luxembourg (Tel: + 352 464010-1)). The Company may in its discretion and as required by local law publish information about the net asset value of any of its Classes of Shares or Funds at *mfs.com* and *meridian.mfs.com* in newspapers of general circulation and/or other electronic media.

### **Notices**

Notices of meetings of shareholders will be given in accordance with Luxembourg law and the Articles of Incorporation or as otherwise required under applicable laws where the Funds are registered. Written notice for meetings of shareholders will be given to registered shareholders at least 21 days prior to each meeting. All notices of meetings will specify the time, place and agenda of the meeting, and the quorum and voting requirements. To the extent permitted under applicable Luxembourg laws and regulations, notices regarding the Funds may be delivered via electronic means in certain circumstances or for certain accounts.

Other notices to shareholders will be available at the Company's registered office and at the Depositary's registered office and may be published on *meridian.mfs.com*, in newspapers of general circulation and/or other electronic media.

### **Financial Reporting**

The Company's financial year begins on 1 February and ends on 31 January of each year. The Company's Annual Report incorporating audited financial statements is available within four months after the end of the financial year and at least two weeks before the Annual Meeting of shareholders. The Accounts of the Company are maintained in Euros and comprise the accounts of each of the Funds. The Company makes available a semiannual unaudited financial report,

containing a list of each Fund's holdings and their values, within two months of the date to which it applies. Such reports will be sent to registered shareholders upon request and are available on *meridian.mfs.com*.

Separate financial statements shall be issued for each Fund. To establish the balance sheet of the Company, these financial statements shall be added, after conversion into the currency of the Company.

### **Shareholder Meetings**

Shareholders' meetings shall be held annually or such other date and time as determined by the Board of Directors, in Luxembourg at the Company's registered office or at such other place as is specified in the notice of meeting and in a manner provided for by Luxembourg law and in accordance with the Company's Articles of Incorporation. The Annual Meeting shall be held on the third Monday of June each year, at 10:00 a.m. local time. If such a day is a bank holiday in Luxembourg, the Annual Meeting shall be held on the next business day thereafter. Other meetings of shareholders may be held at such place and time as may be specified in the respective notices of meetings.

Resolutions concerning the interests of the shareholders of the Company shall be passed at a general meeting and resolutions concerning the particular rights of the shareholders of one specific Fund shall be passed by that Fund's Annual Meeting.

### **Liquidation and Termination of a Fund or the Company**

A Fund may be terminated by resolution of the Board of Directors of the Company if (i) the net asset value of a Fund is below EUR1,250,000 or its equivalent in any other currency, (ii) in the event of special circumstances beyond its control, such as political, economic, or military emergencies, or (iii) if the Board of Directors should conclude, in light of prevailing market or other conditions (including conditions that may adversely affect the ability of a Fund to operate in an economically efficient manner) and with due regard to the best interests of shareholders, that a Fund should be terminated. In such event, the assets of the Fund shall be realised, the liabilities discharged and the net proceeds of realisation distributed to shareholders in proportion to their holding of Shares in that Fund. In such event, notice will be given in writing to registered shareholders and will be published in such newspapers as determined from time to time by the Board of Directors. The Board of Directors shall have the possibility to decide whether the Shares shall continue to be redeemed after the date of the decision to liquidate the Fund.

Notwithstanding the powers conferred to the Board of Directors, the general meeting of Shareholders of any Fund or Class within any Fund may, upon a proposal from the Board of Directors, redeem all the Shares of the relevant Fund or Class within the relevant Fund and refund to the Shareholders the

Net Asset Value of their Shares determined as of the Valuation Date at which such decision shall take effect. There shall be no quorum requirements for such general meeting of Shareholders which shall decide by resolution taken by simple majority of those present or represented and voting.

The Company may be liquidated at any time by resolution of shareholders in accordance with Luxembourg law. If the capital of the Company falls below two-thirds of the required minimum capital, the Board of Directors must submit the question of dissolution of the Company to an extraordinary meeting of shareholders. The meeting does not require a quorum, and decisions are taken by simple majority of the Shares present at the meeting. If the capital falls below one-quarter of the required minimum capital, a decision regarding the dissolution of the Company may be passed by shareholders present representing one-quarter of the Shares. The meeting must be convened not later than 40 days from the day on which it appears that the capital has fallen below two-thirds or one-quarter of the minimum capital, as the case may be. The liquidation of the last remaining Fund of the Company will result in the liquidation of the Company under the conditions of the Law.

The Board may also decide to consolidate or split Shares in any Class or consolidate or split different Share Classes within a Fund. Such decision will be published in the same manner in accordance with applicable laws and regulations.

If the Company should be voluntarily liquidated, its liquidation will be carried out in accordance with Luxembourg law. In the event of the dissolution of the Company by decision of a shareholders' meeting, the liquidation shall be effected by one or several liquidators appointed by the meeting of the shareholders who shall distribute the net liquidation proceeds (after deduction of the liquidation charges and expenses) to the shareholders in proportion to their Shares held in the Company.

Within nine months after a decision of the Board to liquidate, (i) the net proceeds of liquidation corresponding to each Fund shall be distributed by the liquidators to the holders of Shares in that Fund in proportion to their holdings of Shares in that Fund, and (ii) amounts which are not claimed by shareholders of a Fund will be deposited in escrow accounts with the Caisse de Consignation of Luxembourg.

Amounts not claimed in each Fund from escrow within the period fixed by law may be liable to be forfeited in accordance with the provisions of Luxembourg law.

### **Merger of Funds and Contribution of Funds to Other Undertakings for Collective Investment**

A Fund may be merged with one or more other Funds by resolution of the Directors of the Company. In such event, notice of the merger will be given in writing to registered shareholders and will be published in the Luxemburger

Wort in Luxembourg and in other newspapers circulating in jurisdictions in which the applicable Fund is registered as the Board of Directors may determine and each shareholder of the relevant Fund shall be given the possibility, within a period to be determined by the Board of Directors and published in the above-mentioned newspapers, to request either the repurchase of its Shares or the exchange of his Shares for Shares of the Fund issued from the merger.

The same procedures relating to Fund mergers described above will also apply to mergers of Classes of the same or separate Funds.

A Fund may be merged (within the meaning of the Law) with another Luxembourg investment fund organised under Part I of the Law by resolution of the Board of Directors of the Company in the event of special circumstances beyond its control, such as political, economic, or military emergencies, or if the Board of Directors should conclude, in light of prevailing market or other conditions, including conditions that may adversely affect the ability of a Fund to operate in an economically efficient manner, and with due regard to the best interests of shareholders, that a Fund should be contributed to another fund. In such event, such mergers will need to comply with the Company's Articles of Incorporation and relevant provision of the Law.

Notwithstanding the powers conferred to the Board of Directors, a merger (within the meaning of the Law) of the Company or a Fund may be decided by a general meeting of the Shareholders for which there shall be no quorum requirement and which will decide on such a merger and its effective date by a resolution adopted at a simple majority of the votes validly cast at such meeting. Such a merger shall be subject to the conditions and procedures imposed by the Law, in particular concerning the merger project and the information to be provided to the Shareholders.

A Fund may be contributed to an investment fund outside Luxembourg only when in compliance with the Law and any applicable local laws of the jurisdiction in which the non-Luxembourg fund is based.

## Documents

The following documents may be obtained free of charge at the Company and Depositary's registered offices during normal business hours. The Prospectus, annual and semiannual reports may be translated into other languages. In the case of any ambiguity, the English language version shall prevail to the extent permitted by applicable law.

- a) the Prospectus of the Company;
- b) the KIID for each available Class of each Fund;
- c) the periodic financial reports of the Company;

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- d) the Company's coordinated Articles of Incorporation;
- e) the Management Company Agreement with MFS Lux;
- f) the Investment Management Agreement with MFS;
- g) the Depositary Agreement with State Street Bank International GmbH;  
and
- h) the Registrar and Transfer Agency and Paying Agency Agreement with  
State Street Bank International GmbH

The Agreements listed above may be amended from time to time by agreement between the parties thereto. Any such agreement on behalf of the Company will be made by its Board of Directors and/or Management Company, except as noted above.

### **Further Information**

For further information, please contact: State Street Bank International GmbH, Luxembourg Branch 49, Avenue J.F. Kennedy, L-1855 Luxembourg Tel + 352 46-40-10-1 or Fax + 352 46-36-31 or your local agent.

### **Primary Local Agents**

The following are details of the Company's representatives and local paying agents in certain countries as of the date of this Prospectus. Investors may obtain additional information from the Company's registered office upon request or may refer to any specific country addendum to this Prospectus if applicable.

Austria . . . . . Raiffeisen Bank International AG, Am Stadtpark 9, A-1030 Vienna, Austria.  
Tel: +43-1-71-707-1730

Belgium . . . . . CACEIS Belgium SA/NV, Avenue du Port/Havenlaan, 86C b 320, B-1000 Brussels.  
Tel: +32 2 209 2600

Denmark . . . . . Nordea Danmark, Filial af Nordea Bank Abp, Finland, Issuer Services, Securities Services,  
Hermes Hus, Helgeshøj Allé 33, Høje Taastrup, DK-2630 Taastrup, Denmark.  
Tel: +45 33 33 33 33

France . . . . . BNP Paribas Securities Services, 66, rue de la Victoire, 75009 Paris, France.  
Tel: +33-1-42-98-05-77

Germany . . . . . Marcard Stein & Co. AG, Ballindamm 36, 20095 Hamburg, Germany.  
Tel: +49-40-32-099-224

Hong Kong . . . . . State Street Trust (HK) Limited, 68th Floor, Two International Finance Centre,  
8 Finance Street, Central, Hong Kong. Tel: +852 2840 5388

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- Ireland . . . . . Bridge Consulting Limited, Ferry House, 48-53 Mount Street Lower, Dublin 2, Ireland D02 PT98.  
Tel: +353 (0)1-566-9800
- Italy . . . . . AllFunds Bank S.A., via Bocchetto, 6 – 20123 Milano.  
+39 02 3211 7001  
BNP Paribas Securities Services, Milan Branch, via Ansperto no. 5, 20123 Milano, Italy  
Societe Generale Securities Services, S.p.A., Via Benigno Crespi, 19/A-MAC 2, 20159, Milano, Italy. Tel: +39 029178.4588  
State Street Bank International GmbH – Succursale Italia, Via Ferrante Aporti, 10, 20125 Milano, Italy. Tel.: +39 02 3211 7001/7002, Fax: +39 02 3211 7935
- Luxembourg . . . . State Street Bank International GmbH, Luxembourg Branch, 49, Avenue J.F. Kennedy, L-1855 Luxembourg, Grand Duchy of Luxembourg. Tel: +352-46-40-10-600
- Netherlands . . . . CACEIS Bank, Netherlands Branch, Gustav Mahlerlaan 310-B, 1082 ME Amsterdam, The Netherlands, Tel: +31-20-530-8300
- Sweden . . . . . Securities Services, Skandinaviska Enskilda Banken AB, Global Funds, RA 6, Rissneleden 110, SE-106 40 Stockholm, Sweden. Tel: +46-8763-6906/5960
- Switzerland . . . . Representative: Carnegie Fund Services S.A., 11, rue du Général-Dufour, 1204 Geneva, Switzerland. Tel: +41-22-705-1178  
Paying Agent: Banque Cantonale de Genève, 17, quai de l'Île, 1204 Geneva, Tel: +41-22-317-2727
- UK . . . . . Facilities Agent: MFS International (U.K.) Ltd., One Carter Lane, London, United Kingdom EC4V 5ER. Tel: 44 (0) 20 7429 7200
- Taiwan . . . . . Master Agent: PineBridge Investments Management Taiwan Limited, 10th Floor, 144 Min Chuan East Road. Section 2 Taipei, Taiwan 10436. Tel +886-2-2516-7883

## **Index Provider Information**

An affiliate of the Management Company has entered into agreements with various index providers authorizing the use of certain trademarks, trade names and information in connection with the offering and/or promotion of certain of the Funds. Information regarding certain of these agreements is included below:

### *Bloomberg Barclays*

BLOOMBERG® is a trademark and service mark of Bloomberg Finance L.P. and its affiliates (collectively “Bloomberg”). BARCLAYS® is a trademark and service mark of Barclays Bank Plc (collectively, with its affiliates, “Barclays”), used under license. Bloomberg or Bloomberg’s licensors, including Barclays, own all proprietary rights in the Bloomberg Barclays Indices. Neither Bloomberg nor Barclays approves or endorses this material, or guarantees the accuracy or completeness of any information herein, or makes any warranty, express or implied, as to the results to be obtained therefrom, and, to the maximum extent



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#### *FTSE ESPRA Nareit*

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