

MERIDIAN GROWTH FUNDSM

October 4, 2002

To Our Shareholders:

The Meridian Growth Fund's net asset value per share at September 30, 2002 was \$22.25. This represents a decrease of 20.4% for the calendar year to date. The Fund's total return and average annual compound rate of return since inception, August 1, 1984, were 824.4% and 13.0%, respectively. On September 25, 2002, the Fund made a distribution of \$0.66 per share, consisting of \$0.60 long-term capital gain and \$0.06 short-term capital gain. The Fund's assets at the close of quarter were invested 9.7% in cash and cash equivalents and 90.3% in stocks. Total net assets were \$281,726,724 and there were 19,005 shareholders. The Meridian Funds' now have a web site, www.meridianfund.com. Shareholders can obtain a prospectus, account applications, shareholder reports and the daily price. We plan to expand the site over time.

Stocks suffered their worst quarterly decline since the fourth quarter of 1987. The possibility of war with Iraq and weak earnings guidance from corporate officers are the primary problems. The S&P 500 lost 17.6 percent, the NASDAQ dropped 19.9 percent and the Russell 2000 21.7 percent. The decline was broad-based with only 40 of the stocks in the S&P 500 advancing. Year to date, the S&P 500, the NASDAQ and the Russell 2000 are off 29.0 percent, 39.9 percent and 25.8 percent respectively. Casino, entertainment and water utility stocks were among the best performing sectors. The worst performing groups included tires, aluminum, steel and airlines. The yield on the ten-year Treasury bond declined from 5.39 percent to 3.68 percent during the quarter.

Gross Domestic Product grew approximately 3 percent during the third quarter and is expected to post a somewhat smaller gain during the fourth quarter. Personal consumption, residential investment and government spending are positive while business investment remains weak. Inflation remains in check, even with thirty-dollar per barrel oil prices, and interest rates are at attractive levels. However, equity investors are clearly concerned. We believe the economy will experience moderate growth during the next two quarters. Profit growth, in our opinion, will be positive during the fourth quarter and then gradually accelerate as we move through next year.

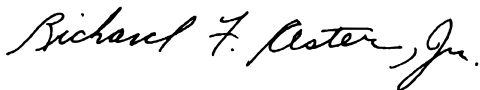
The market is in the process of concluding its third consecutive down year, a rare experience in U.S. financial history. Valuations in our universe are very attractive but business conditions are difficult. This is the problem. Many companies are closing and consolidating facilities, reducing their work force, deferring maintenance and cutting back expenditures for expansion. This has been going on for a while now and at some point we will reach equilibrium where manufacturing capacity and demand are in balance. At this point, increases in demand will result in substantial earnings gains. No one knows for sure when this will happen, but it will. Well-positioned and well-managed growth companies with strong balance sheets should prove to be excellent investments once the environment improves.

Purchases during the quarter included Borders Group, DeVry and Symbol Technologies. We sold our positions in Atlantic Coast Airlines Holdings, Casey's General Stores and Tweeter Home Entertainment Group.

Ethan Allen Interiors, founded in 1932, is a unique furniture retailer with a strong national brand. The company operates 84 stores and serves 228 dealer-owned stores. Ethan Allen is unique in that it manufactures selected merchandise for both company and dealer stores. Another distinctive feature is the well-trained design consultant staff available to assist customers with their projects. Ethan Allen has gained market share and remained highly profitable during this tough environment. This established company is well-managed, has a strong balance sheet, excellent financial returns and consistent growth prospects. The stock sells at approximately eleven times estimated earnings; an attractive valuation. We believe Ethan Allen will prove to be a good long-term investment.

We welcome those new shareholders who joined the Meridian Growth Fund during the quarter and appreciate the continued confidence of our existing shareholders.

Sincerely,



Richard F. Aster, Jr.

Meridian Growth Fund

Schedule of Investments

September 30, 2002

	<u>Shares</u>	<u>Value</u>
COMMON STOCK - 90.3%		
BANKING & FINANCE - 3.5%		
Bank of Hawaii Corp.*	275,700	\$ 7,692,030
Silicon Valley Bancshares	132,800	<u>2,248,304</u>
		9,940,334
CELLULAR COMMUNICATIONS - 1.0%		
American Tower Corp.	353,000	561,270
United States Cellular Corporation	75,700	<u>2,239,206</u>
		2,800,476
CONSTRUCTION - 1.5%		
Granite Construction Incorporated*	262,300	4,322,704
CONSUMER SERVICES - 3.2%		
Regis Corporation*	322,600	9,126,354
EDUCATION - 1.1%		
De Vry, Inc.	161,100	2,999,682
HEALTH SERVICES - 15.9%		
Cross Country, Inc.	539,400	7,551,600
Davita, Inc.	312,800	7,382,080
Health Management Associates	369,700	7,475,334
Lincare Holdings, Inc.	234,200	7,269,568
Province Healthcare Company	449,300	7,705,495
Renal Care Group, Inc.	228,400	<u>7,512,076</u>
		44,896,153
INDUSTRIAL PRODUCTS - 4.0%		
Dionex Corporation	166,700	4,260,852
Tektronix, Inc.	427,500	<u>7,023,825</u>
		11,284,677
INDUSTRIAL SERVICES - 10.3%		
Expeditors International of Washington, Inc.*	181,800	5,079,492
Paychex, Inc.*	189,600	4,611,072
Republic Services, Inc.	475,700	8,943,160
United Rentals, Inc.	351,050	2,962,862
United Stationers, Inc.	284,500	<u>7,482,350</u>
		29,078,936
INSURANCE - 2.8%		
Mercury General Corporation*	185,100	7,922,280
RESTAURANTS - 12.2%		
Applebee's International, Inc.*	345,950	7,583,224
Jack in the Box	311,600	7,104,480
P.F. Chang's China Bistro	160,000	4,644,800
Ruby Tuesday, Inc.*	394,200	7,403,076
Sonic Corporation	323,600	<u>7,475,160</u>
		34,210,740

Meridian Growth Fund

(Schedule of Investments Continued)

September 30, 2002

COMMON STOCK (continued)	<u>Shares</u>	<u>Value</u>
RETAIL - 15.2%		
Bed, Bath and Beyond, Inc.	179,300	\$ 5,839,801
Borders Group, Inc.	161,700	2,554,860
Claire's Stores, Inc.*	373,300	8,137,940
Cost Plus, Inc.	276,100	7,413,285
Ethan Allen Interiors, Inc.*	222,000	7,183,920
Kohl's Corporation	92,000	5,594,520
RadioShack Corporation*	300,000	6,018,000
		<u>42,742,326</u>
TECHNOLOGY - 16.7%		
American Power Conversion Corp.	534,300	5,107,908
Autodesk, Inc.*	519,700	6,584,599
FileNET Corporation	292,400	3,026,340
JDA Software Group, Inc.	8,100	56,619
KEMET Corporation	591,100	5,053,905
Molex Inc. - Class A*	248,200	5,211,952
Symbol Technologies, Inc.*	566,600	4,345,822
Synopsys, Inc.	156,800	5,981,920
Vishay Intertechnology, Inc.	451,300	3,971,440
Zebra Technologies Corporation	143,400	7,555,760
		<u>46,896,265</u>
TELECOMMUNICATIONS EQUIPMENT - 2.9%		
Andrew Corporation	493,600	3,233,080
Plantronics, Inc.	307,600	5,013,880
		<u>8,246,960</u>
TOTAL COMMON STOCK - 90.3%		
(Identified cost \$262,333,994)		254,467,887
U.S. GOVERNMENT OBLIGATIONS - 5.0%		
U.S. Treasury Bill @1.588% due 11/07/02 (Identified cost \$13,945,400)		13,977,553
TOTAL INVESTMENTS - 95.3%		
(Identified cost \$276,279,394)		268,445,440
CASH AND OTHER ASSETS LESS LIABILITIES - 4.7%		
		<u>13,281,284</u>
NET ASSETS - 100%		
		<u>\$281,726,724</u>
Shares of capital stock outstanding		<u>12,662,494</u>
Net asset value per share		<u>\$22.25</u>

* income producing

MERIDIAN GROWTH FUNDSM

This report is submitted for the information of shareholders of Meridian Growth Fund. It is not authorized for distribution to prospective investors unless preceded or accompanied by an effective prospectus.

Officers and Directors

RICHARD F. ASTER, JR.
President and Director

MICHAEL S. ERICKSON

HERBERT C. KAY

JAMES B. GLAVIN

MICHAEL STOLPER
Directors

GREGG B. KEELING
Treasurer and Secretary

Custodian
BANK OF NEW YORK
New York, New York

Transfer Agent and Disbursing Agent
PFPC, INC
King of Prussia, Pennsylvania
(800) 446-6662

Counsel
MORRISON & FOERSTER
Washington D.C.

Auditors
PRICEWATERHOUSECOOPERS LLP
San Francisco, California

FIRST QUARTER REPORT



60 E. Sir Francis Drake Blvd.
Wood Island, Suite 306
Larkspur, CA 94939
www.meridianfund.com

Telephone (800) 446-6662

September 30, 2002