

MERIDIAN FUND, INC.

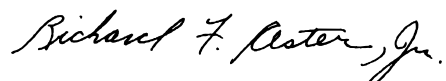
May 3, 2006

To Our Shareholders:

Stocks posted impressive gains during the first quarter of 2006. Companies continue to generate strong profits and there is the perception on the part of investors that the Federal Reserve is close to finished raising short-term interest rates. The S&P 500 advanced 3.73% and the NASDAQ 6.10%. Small cap stocks did even better with the Russell 2000 gaining a strong 13.65%. Precious metals, steel and heavy construction companies were among the best performing sectors. The worst performing groups included auto parts, recreational services and home builders. Interest rates moved higher during the quarter. The rate on the ten-year government bond advanced from 4.39% to 4.85%.

Economic growth slowed to a modest 1.7% annual rate during the fourth quarter of 2005, while corporate profits accelerated, increasing an above average 14%. We expect 2006 GDP to grow approximately 3% and that interest rates and the rate of inflation will move modestly higher throughout the year. It should be another good year for corporate profits. In our opinion, this will drive gains in employment, capital outlays and non-durable consumer spending. We believe auto sales and residential construction will have a more difficult time in 2006. The price of crude oil has increased 10% during the first quarter, following a big gain in 2005. This is a problem. Further increases could slow economic growth and lower the level of corporate profits.

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



Richard F. Aster, Jr.

Meridian Equity Income FundSM

The Meridian Equity Income Fund's net asset value per share at March 31, 2006 was \$11.22. This represents an increase of 7.2% for the calendar year to date. The Fund's total return and average annual compound rate of return since inception, January 31, 2005, were 13.6% and 11.6%, respectively. The Fund's assets at the close of the quarter were invested 4.1% in cash and 95.9% in stocks. Total net assets were \$25,055,331 and there were 430 shareholders.

The Equity Income Fund ended the quarter holding 36 positions with an average market capitalization of \$16.4 billion with 26 different industry groups represented. The portfolio's average yield and return on equity stood at 2.80% and 18.85%, respectively, well above that of

the S&P 500. The average holding is expected to grow earnings at a 9.10% rate during the next five years. We expect solid dividend growth, which, in our opinion, will lead to good long-term performance for shareholders.

During the quarter we purchased shares of ABM Industries, Briggs & Stratton, BellSouth, E.I. du Pont De Nemours, Mellon Financial and Willis Group Holdings. We sold our shares in Arthur J. Gallagher, Cato, Fresh Del Monte Produce, Coca-Cola and RPM International.

American Building Maintenance (ABM), a current holding, is an established and leading provider of janitorial, parking, security and engineering services to commercial office buildings, industrial plants, shopping centers, airport terminals and other such facilities. This is a stable business, which we believe is beginning to show cyclical improvement. ABM is well managed and the shares yield in excess of 2.50%. The company has no debt and is expected to grow earnings at 10% during the next five years. These characteristics, in our opinion, will lead to positive returns for investors.

Meridian Growth Fund®

The Meridian Growth Fund's net asset value per share at March 31, 2006 was \$40.34. This represents an increase of 10.3% for the calendar year to date. The Fund's total return and average annual compound rate of return since inception, August 1, 1984, were 1,688.7% and 14.2%, respectively. The Fund's assets at the close of the quarter were invested 5.1% in cash and cash equivalents and 94.9% in stocks. Total net assets were \$1,730,449,486 and there were 72,029 shareholders.

We remain positive on stocks, but caution that higher energy prices bring additional risk. Our portfolio, for the most part, consists of well-managed medium-sized growth companies with solid long-term prospects, good balance sheets and that sell, we believe, at reasonable valuations. The heaviest areas of concentration, as usual, are technology, health care, consumer and finance.

During the quarter we purchased shares of Diebold and Mercury Interactive and sold our shares in Applebee's, Liz Claiborne and LifePoint Hospitals.

B/E Aerospace, a recent purchase, is the largest manufacturer of cabin interior products for commercial aircraft and business jets. The company has more than 45% market share in virtually all its product segments. Airline traffic is forecasted to double from 2004-2023 with the rapid expansion of the middle class in emerging economies. Asia, The Middle East, and Europe now account for over 80% of the backlog. Both Boeing and Airbus posted record airline orders in 2005. Roughly 1,100 wide-body aircraft are scheduled to be delivered between 2007 and 2010, along with significant retrofits. These orders should enable B/E Aerospace to post double-digit revenue and profit growth during the next several years. The company has positive investment characteristics. B/E Aerospace is a well-managed company with strong growth prospects and an improved balance sheet that sells at a reasonable valuation.

Meridian Value Fund®

The Meridian Value Fund was rated Number One Mid-Cap Core Fund by Lipper for the ten-year period ending December 31, 2005. Also, according to Lipper, the Meridian Value Fund is the fifteenth best performing stock fund for the ten-year period ending March 31, 2006. This is out of a universe of over 8,000 funds.

The Meridian Value Fund's net asset value per share at March 31, 2006 was \$37.94. This represents an increase of 9.6% for the calendar year to date. The Fund's total return and average compounded annual rate of return since June 30, 1995, were 610.9% and 20.0%, respectively. The comparable period returns for the S&P 500 with dividends were 200.6% and 10.8%, respectively. The Fund's assets at the close of the quarter were invested 5.0% in cash and cash equivalents and 95.0% in stocks. Total net assets were \$1,842,237,814 and there were 84,908 shareholders.

Our investment strategy is unchanged, and there have been no major changes in our portfolio. We continue to seek out-of-favor companies that have defensible positions in their industries, strong or improving balance sheets, reasonable valuations and good prospects for earnings growth. We believe that over the long term this strategy will continue to outperform. In our opinion the portfolio is well positioned, reasonably valued and diversified. We continue to invest in companies of all market capitalizations and our largest areas of concentration are technology, energy and industrial products.

During the quarter we purchased shares of Entegris, Electronic Arts, Hawaiian Electric Industries, Healthcare Realty, Jean Coutu, Kinder Morgan, Pactiv, Ruby Tuesday, Sealed Air, Tektronix and Willis Group Holdings. We sold our shares in AVX, Boyd Gaming, Coca-Cola, Credence, Coherent, Del Monte Foods, Endo Pharmaceuticals, Fresh Del Monte Produce, Invacare, Regis, Universal Health Services, UnumProvident and Washington Mutual.

We recently invested in Spartech, a leader in thermoplastic processing. The company converts commodity polymers and resins into plastic sheet, compounds and molded products for use in a wide variety of end market applications such as food packaging, car and boat interiors, roofing, signs and plastic wheels. Spartech's earnings declined by over 22% in 2005 due to an overly ambitious restructuring program that disrupted operations, highly volatile resin prices that hurt profits and the loss of a large customer due to a product discontinuation. Under a new CEO, the company has improved its restructuring process and should see gradual benefits over the next several years. New sources of resin supply should stabilize that market and Spartech has improved its ability to pass these costs on to its customers. Lower working capital and interest expense should also improve profits. We believe that over the next several years, earnings could grow from \$1.01 per share in 2005 to a normalized level of \$2.00 or more. The stock is currently priced at an attractive level of less than 12 times this normalized earnings estimate.

Meridian Equity Income FundSM

Summary of Portfolio Holdings

March 31, 2006 (Unaudited)

Portfolio Holdings by Category (% of total net assets)

Telecommunications Services	5.8%	\$ 1,447,941
Electrical Equipment	5.4	1,343,987
Banking	5.3	1,330,750
Industrial Products	5.3	1,323,715
Paper/Forest Products	5.3	1,320,988
Industrial Services	5.3	1,316,825
Business Services	5.2	1,310,039
Consumer Products	5.2	1,294,829
Brokerage & Money Management	5.2	1,292,505
Insurance	4.8	1,207,000
Agriculture	3.2	802,256
Transportation	3.0	754,091
Automotive	2.8	708,665
Healthcare Products	2.8	692,874
Construction	2.7	684,727
Insurance Brokers	2.7	670,639
Energy	2.7	666,008
Retail	2.6	662,866
Oil & Gas	2.6	662,307
Office Supplies	2.6	662,286
Basic Materials	2.6	660,424
Pharmaceuticals	2.6	659,453
Diversified Operations	2.6	650,034
Business Products	2.6	646,298
Chemicals	2.5	635,251
Furniture & Fixtures	2.5	631,183
Cash & Other Assets, Less Liabilities	4.1	1,017,390
	<u>100.0%</u>	<u>\$25,055,331</u>

Meridian Growth Fund®

Summary of Portfolio Holdings

March 31, 2006 (Unaudited)

Portfolio Holdings by Category (% of total net assets)

Industrial Services	11.9%	\$ 206,445,561
Retail	11.1	192,614,493
Healthcare Products	8.8	152,774,658
Tech-Software	6.8	118,480,486
Brokerage & Money Management	5.9	102,367,435
Healthcare Services	5.3	90,945,230
Industrial Products	4.8	82,361,050
Tech-Hardware	4.6	79,304,010
Banking	4.2	73,060,945
Restaurants	4.1	70,317,821
Construction	3.2	55,314,354
Consumer Services	3.2	55,254,001
Business Services	3.1	53,544,690
Cellular Communications	2.9	50,555,568
Real Estate	2.5	43,659,210
Insurance Brokers	2.5	42,480,002
Insurance	2.4	41,356,170
Leisure & Amusement	2.2	37,703,075
Hotels & Lodging	2.1	37,112,300
Aerospace/Defense	2.1	36,682,736
U.S. Government Obligations	1.6	26,812,339
Business Products	1.2	20,580,209
Cash & Other Assets, Less Liabilities	3.5	60,723,143
	<u>100.0%</u>	<u>\$1,730,449,486</u>

Meridian Value Fund[®]

Summary of Portfolio Holdings

March 31, 2006 (Unaudited)

Portfolio Holdings by Category (% of total net assets)

Technology	10.3%	\$ 189,394,963
Energy	8.0	147,788,191
Real Estate	7.3	135,512,258
Banking	6.9	126,631,197
Industrial Products	6.8	125,021,631
Telecommunications Equipment	6.3	116,396,741
Retail	5.7	105,436,853
Industrial Services	5.7	104,297,270
Consumer Products	5.3	98,162,705
Aerospace/Defense	4.7	86,377,861
Media	3.1	56,872,217
Healthcare Services	2.8	52,083,330
Insurance	2.7	50,342,406
Healthcare Products	2.6	47,213,643
U.S. Government Obligations	2.5	45,678,020
Pharmaceuticals	2.4	44,201,124
Telecommunications Services	2.0	37,890,560
Basic Materials	1.8	32,524,560
Utilities	1.7	31,251,760
Publishing	1.7	31,148,650
Information Technology Services	1.5	28,067,091
Insurance Brokers	1.4	26,404,182
Restaurants	1.3	23,277,248
Automotive	0.8	14,303,226
Consumer Products/Food & Beverage	0.8	14,199,159
Consumer Services	0.7	12,303,936
Paper/Forest Products	0.5	10,058,600
Oil & Gas	0.2	3,477,716
Cash & Other Assets, Less Liabilities	2.5	45,920,716
	<u>100.0%</u>	<u>\$1,842,237,814</u>

Meridian Equity Income FundSM

Schedule of Investments

March 31, 2006 (Unaudited)

	Shares	Value**		Shares	Value**
COMMON STOCK - 95.9%			ELECTRICAL EQUIPMENT - 5.4%		
AGRICULTURE - 3.2%			Emerson Electric Co.	7,750	\$ 648,133
Delta & Pine Land Co.	26,600	\$ 802,256	Hubbell, Inc. Class B	13,575	695,854
					1,343,987
AUTOMOTIVE - 2.8%			ENERGY - 2.7%		
Autoliv, Inc.	12,525	708,665	Kinder Morgan, Inc.	7,240	666,008
BANKING - 5.3%			FURNITURE & FIXTURES - 2.5%		
Comerica, Inc.	11,550	669,554	Leggett & Platt, Inc.	25,900	631,183
Regions Financial Corp.	18,800	661,196			
		1,330,750	HEALTHCARE PRODUCTS - 2.8%		
BASIC MATERIALS - 2.6%			Hillenbrand Industries, Inc.	12,600	692,874
PPG Industries, Inc.	10,425	660,424	INDUSTRIAL PRODUCTS - 5.3%		
BROKERAGE & MONEY MANAGEMENT - 5.2%			Bemis Co., Inc.	21,000	663,180
Mellon Financial Corp.	18,300	651,480	Briggs & Stratton Corp.	18,675	660,535
Waddell & Reed Financial, Inc.					1,323,715
Class A	27,750	641,025	INDUSTRIAL SERVICES - 5.3%		
		1,292,505	Genuine Parts Co.	14,500	635,535
BUSINESS PRODUCTS - 2.6%			Waste Management, Inc.	19,300	681,290
Diebold, Inc.	15,725	646,298			1,316,825
BUSINESS SERVICES - 5.2%			INSURANCE - 4.8%		
ABM Industries, Inc.	34,500	661,365	Jefferson-Pilot Corp.	10,525	588,768
R. R. Donnelley & Sons Co.	19,825	648,674	Lincoln National Corp.	11,325	618,232
		1,310,039			1,207,000
CHEMICALS - 2.5%			INSURANCE BROKERS - 2.7%		
Lubrizol Corp.	14,825	635,251	Willis Group Holdings, Ltd.	19,575	670,639
CONSTRUCTION - 2.7%			OFFICE SUPPLIES - 2.6%		
Masco Corp.	21,075	684,727	Avery Dennison Corp.	11,325	662,286
CONSUMER PRODUCTS - 5.2%			OIL & GAS - 2.6%		
Newell Rubbermaid, Inc.	25,750	648,642	Chevron Corp.	11,425	662,307
Reynolds American, Inc.	6,125	646,187			
		1,294,829			
DIVERSIFIED OPERATIONS - 2.6%					
E.I. du Pont de Nemours & Co.	15,400	650,034			

Meridian Equity Income FundSM

Schedule of Investments (continued)

March 31, 2006 (Unaudited)

	<u>Shares</u>	<u>Value**</u>		<u>Value**</u>
COMMON STOCK (continued)			CASH AND OTHER ASSETS, LESS	
PAPER/FOREST PRODUCTS - 5.3%			LIABILITIES - 4.1%	<u>\$ 1,017,390</u>
Kimberly-Clark Corp.	10,915	\$ 630,887		
Sonoco Products Co.	20,375	<u>690,101</u>	NET ASSETS - 100.0%	<u>\$25,055,331</u>
		1,320,988		
PHARMACEUTICALS - 2.6%			The aggregate cost for federal income tax purposes is	
Eli Lilly & Co.	11,925	659,453	\$22,064,886.	
RETAIL - 2.6%			The aggregate gross unrealized appreciation is \$2,054,680.	
Limited Brands, Inc.	27,100	662,866	The aggregate gross unrealized depreciation is \$(81,625).	
			The net unrealized appreciation is \$1,973,055.	
TELECOMMUNICATIONS SERVICES - 5.8%			** Investment Valuation: Marketable securities are valued	
Alltel Corp.	10,375	671,781	at the closing price or last sales price on the principal	
BellSouth Corp.	22,400	<u>776,160</u>	exchange or market on which they are traded; or, if there	
		1,447,941	were no sales that day, at the last reported bid price.	
TRANSPORTATION - 3.0%			Securities and other assets for which reliable market quo-	
Pacer International, Inc.	23,075	<u>754,091</u>	tations are not readily available or for which a significant	
			event has occurred since the time of the most recent	
TOTAL INVESTMENTS - 95.9%			market quotation, will be valued at their fair value as	
(Identified cost \$22,064,886)		24,037,941	determined by the Adviser under the guidelines estab-	

Meridian Growth Fund®

Schedule of Investments

March 31, 2006 (Unaudited)

	Shares	Value**		Shares	Value**
COMMON STOCK - 94.9%			HEALTHCARE SERVICES - 5.3%		
AEROSPACE/DEFENSE - 2.1%			DaVita, Inc.*	745,400	\$ 44,880,534
BE Aerospace, Inc.*	1,460,300	\$ 36,682,736	Laboratory Corp. of America Holdings*	787,700	46,064,696
					90,945,230
BANKING - 4.2%			HOTELS & LODGING - 2.1%		
SVB Financial Group*	827,400	43,893,570	Las Vegas Sands Corp.*	655,000	37,112,300
UCBH Holdings, Inc.	1,541,616	29,167,375			
		73,060,945	INDUSTRIAL PRODUCTS - 4.8%		
BROKERAGE & MONEY MANAGEMENT - 5.9%			Airgas, Inc.	1,133,575	44,311,447
Affiliated Managers Group, Inc.*	498,545	53,149,882	Dionex Corp.*	618,894	38,049,603
T. Rowe Price Group, Inc.	629,300	49,217,553			82,361,050
		102,367,435	INDUSTRIAL SERVICES - 11.9%		
BUSINESS PRODUCTS - 1.2%			Allied Waste Industries, Inc.*	4,661,325	57,054,618
Diebold, Inc.	500,735	20,580,209	EGL, Inc.*	1,106,978	49,814,010
BUSINESS SERVICES - 3.1%			Republic Services, Inc.	1,048,300	44,563,233
CSG Systems International, Inc.*	1,107,130	25,751,844	United Rentals, Inc.*	1,594,600	55,013,700
Mercury Interactive Corp.*	798,645	27,792,846			206,445,561
		53,544,690	INSURANCE - 2.4%		
CELLULAR COMMUNICATIONS - 2.9%			Mercury General Corp.	753,300	41,356,170
American Tower Corp. Class A*	1,667,400	50,555,568	INSURANCE BROKERS - 2.5%		
CONSTRUCTION - 3.2%			Willis Group Holdings Ltd.	1,239,930	42,480,002
Granite Construction, Inc.	1,136,285	55,314,354	LEISURE & AMUSEMENT - 2.2%		
CONSUMER SERVICES - 3.2%			Royal Caribbean Cruises Ltd.	897,265	37,703,075
Regis Corp.	847,200	29,211,456	REAL ESTATE - 2.5%		
Rollins, Inc.	1,286,687	26,042,545	Host Marriott Corp.	2,040,150	43,659,210
		55,254,001	RESTAURANTS - 4.1%		
HEALTHCARE PRODUCTS - 8.8%			CBRL Group, Inc.	702,788	30,859,421
C. R. Bard, Inc.	520,975	35,327,315	Ruby Tuesday, Inc.	1,230,000	39,458,400
DENTSPLY International, Inc.	605,050	35,183,658			70,317,821
Edwards Lifesciences Corp.*	794,485	34,560,097			
STERIS Corp.	1,262,810	31,166,151			
Symmetry Medical, Inc.*	779,700	16,537,437			
		152,774,658			

Meridian Value Fund® Schedule of Investments

March 31, 2006 (Unaudited)

	Shares	Value**		Shares	Value**
COMMON STOCK - 95.0%			HEALTHCARE PRODUCTS - 2.6%		
AEROSPACE/DEFENSE - 4.7%			Baxter International, Inc.	964,300	\$ 37,424,483
BE Aerospace, Inc.*	1,626,800	\$ 40,865,216	Thoratec Corp.*	508,000	9,789,160
Empresa Brasileira de					47,213,643
Aeronautica S.A. ADR	448,400	16,523,540	HEALTHCARE SERVICES - 2.8%		
Northrop Grumman Corp.	424,500	28,989,105	AmerisourceBergen Corp.	1,079,000	52,083,330
		86,377,861			
AUTOMOTIVE - 0.8%			INDUSTRIAL PRODUCTS - 6.8%		
ADESA, Inc.	534,900	14,303,226	General Electric Co.	1,341,400	46,653,892
			Manitowoc Co., Inc. (The)	556,900	50,761,435
BANKING - 6.9%			Mettler-Toledo		
Federated Investors, Inc.			International, Inc.*	153,630	9,270,034
Class B	704,500	27,510,725	Sealed Air Corp.	161,000	9,317,070
Greater Bay Bancorp	715,000	19,834,100	Spartech Corp.	375,800	9,019,200
JPMorgan Chase & Co.	1,124,000	46,803,360			125,021,631
Regions Financial Corp.	923,600	32,483,012	INDUSTRIAL SERVICES - 5.7%		
		126,631,197	Allied Waste Industries,		
BASIC MATERIALS - 1.8%			Inc.*	4,636,000	56,744,640
Barrick Gold Corp.	1,194,000	32,524,560	Waste Management, Inc.	1,347,100	47,552,630
					104,297,270
CONSUMER PRODUCTS - 5.3%			INFORMATION TECHNOLOGY SERVICES - 1.5%		
Electronic Arts, Inc. (EA)*	386,400	21,143,808	BearingPoint, Inc.*	3,305,900	28,067,091
Newell Rubbermaid, Inc.	2,295,900	57,833,721			
Pactiv Corp.*	781,792	19,185,176	INSURANCE - 2.7%		
		98,162,705	Conseco, Inc.*	2,028,300	50,342,406
CONSUMER PRODUCTS/FOOD & BEVERAGE - 0.8%					
Chiquita Brands			INSURANCE BROKERS - 1.4%		
International, Inc.	846,700	14,199,159	Willis Group Holdings,		
			Ltd.	770,700	26,404,182
CONSUMER SERVICES - 0.7%					
ServiceMaster Co. (The)	937,800	12,303,936	MEDIA - 3.1%		
			Time Warner, Inc.	2,135,500	35,855,045
ENERGY - 8.0%			Valassis Communications,		
Arch Coal, Inc.	251,300	19,083,722	Inc.*	715,600	21,017,172
El Paso Corp.	2,040,900	24,592,845			56,872,217
GlobalSanteFe Corp.	622,200	37,798,650	OIL & GAS - 0.2%		
Hanover Compressor Co.*	1,629,100	30,333,842	Kinder Morgan		
National Oilwell Varco,			Management, LLC.*	79,039	3,477,716
Inc.*	168,000	10,772,160			
Tidewater, Inc.	456,400	25,206,972	PAPER/FOREST PRODUCTS - 0.5%		
		147,788,191	Aracruz Celulose S.A. ADR	190,000	10,058,600

Meridian Value Fund®

Schedule of Investments

March 31, 2006 (Unaudited)

	<u>Shares</u>	<u>Value**</u>		<u>Shares</u>	<u>Value**</u>
COMMON STOCK (continued)			TELECOMMUNICATIONS EQUIPMENT - 6.3%		
PHARMACEUTICALS - 2.4%			Nokia Oyj ADR	2,324,200	\$ 48,157,424
Schering-Plough Corp.	2,327,600	\$ 44,201,124	Powerwave Technologies, Inc.*	2,877,300	38,814,777
PUBLISHING - 1.7%			Tellabs, Inc. *	1,850,600	29,424,540
Pearson PLC ADR	2,249,000	31,148,650			<u>116,396,741</u>
REAL ESTATE - 7.3%			TELECOMMUNICATIONS SERVICES - 2.0%		
Apartment Investment & Management Co. Class A	774,800	36,338,120	DIRECTV Group, Inc. (The)*	2,310,400	37,890,560
Equity Residential	751,400	35,158,006	UTILITIES - 1.7%		
Healthcare Realty Trust, Inc.	471,400	17,620,932	Hawaiian Electric Industries, Inc.	495,421	13,440,772
Host Marriott Corp.	2,168,000	46,395,200	TECO Energy, Inc.	1,104,900	17,810,988
		<u>135,512,258</u>			<u>31,251,760</u>
RESTAURANTS - 1.3%			TOTAL COMMON STOCK - 95.0%		
Ruby Tuesday, Inc.	725,600	23,277,248	(Identified cost \$1,419,786,337)		<u>1,750,639,078</u>
RETAIL - 5.7%			U.S. GOVERNMENT OBLIGATIONS - 2.5%		
BJ's Wholesale Club, Inc.*	505,000	15,912,550	U.S. Treasury Bill @ 4.354% due 04/20/06 (Face Value \$13,000,000)		12,970,840
The Jean Coutu Group, Inc. Class A	1,079,000	10,717,472	U.S. Treasury Bill @ 4.599% due 06/01/06 (Face Value \$13,000,000)		12,905,100
Ross Stores, Inc.	1,112,900	32,485,551	U.S. Treasury Bill @ 4.677% due 06/22/06 (Face Value \$20,000,000)		19,802,080
Safeway, Inc.	1,844,000	46,321,280			<u>45,678,020</u>
		<u>105,436,853</u>	TOTAL U.S. GOVERNMENT OBLIGATIONS (Identified cost \$45,664,312)		<u>45,678,020</u>
TECHNOLOGY - 10.3%			TOTAL INVESTMENTS - 97.5%		
Analog Devices, Inc.	825,000	31,589,250	(Identified cost \$1,465,450,649)		1,796,317,098
Entegris, Inc.*	1,919,200	20,420,288			
Intersil Corp. Class A	1,178,800	34,090,896			
Symbol Technologies, Inc.	2,054,700	21,738,726			
Tektronix, Inc.	637,100	22,750,841			
Western Digital Corp.*	1,417,400	27,540,082			
Xilinx, Inc.	1,228,000	31,264,880			
		<u>189,394,963</u>			

Meridian Value Fund® Schedule of Investments

March 31, 2006 (Unaudited)

	Value**
CASH AND OTHER ASSETS, LESS	
LIABILITIES - 2.5%	\$ 45,920,716
NET ASSETS - 100.0%	<u>\$1,842,237,814</u>

The aggregate cost for federal income tax purposes is \$1,465,450,649.

The aggregate gross unrealized appreciation is \$344,861,419.
The aggregate gross unrealized depreciation is \$(13,994,970).
The net unrealized appreciation is \$330,866,449.

ADR - American Depository Receipt.

* Non-income producing securities.

** **Investment Valuation:** Marketable securities are valued at the closing price or last sales price on the principal exchange or market on which they are traded; or, if there were no sales that day, at the last reported bid price. Securities and other assets for which reliable market quotations are not readily available or for which a significant event has occurred since the time of the most recent market quotation, will be valued at their fair value as determined by the Adviser under the guidelines established by, and under the general supervision and responsibility of, the Funds' Board of Directors. Short-term securities with original or remaining maturities more than 60 days are valued at the mean of their quoted bid and asked prices. Short-term securities with 60 days or less to maturity are amortized to maturity based on their cost to the Fund if acquired within 60 days of maturity or, if already held by the Fund on the 60th day, based on the value determined on the 61st day.

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MERIDIAN FUND, INC.

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

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MERIDIAN GROWTH FUND[®]

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THIRD QUARTER REPORT



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