

MERIDIAN VALUE FUND®

February 10, 2003

To our shareholders:

The Meridian Value Fund's net asset value per share at December 31, 2002 was \$28.10. For calendar year 2002, the Fund's value declined 13.3%. The Fund's total return and average compounded annual rate of return since June 30, 1995, were 306.8% and 20.6%, respectively. The comparable period returns for the S&P 500 with dividends were 81.9% and 8.3%, respectively. The Fund's assets at the close of the quarter were invested 9.4% in cash and cash equivalents and 90.6% in stocks. Total net assets were \$1,186,175,227 and there were 81,633 shareholders.

Stocks declined in 2002 amid fear of war and terrorism, weak profits and corporate scandals. It was the third consecutive yearly decline, the first time this has happened in sixty years. The drop was steep and broad based with the S&P 500 dropping 23 percent, the NASDAQ 32 percent and the Russell 2000 22 percent. From the peak reached in March 2000, the S&P 500 is off 43 percent, the NASDAQ 74 percent and the Russell 2000 38 percent. The technology and biotech sectors again fared poorly while precious metals, energy and financial stocks performed best during the year.

Bonds continued to do well. The yield on the ten-year treasury dropped from 5.17 percent to 3.75 percent during the year, resulting in a total return of 14.62 percent.

GDP grew approximately three percent in 2002 and corporate profits turned positive during the second half of the year. Many companies lowered head count, cut back inventories and reduced obsolete capacity. Budgets for plant and equipment were reduced. We can't predict what will happen with Iraq, North Korea or terrorism but our economic outlook remains unchanged. The Federal Reserve will continue an accommodative money policy and tax cuts are likely. We expect moderate growth during 2003, with higher corporate profits and moderate increases in interest rates and the rate of inflation. Companies, after a two-year drought, may begin to increase capital spending selectively to increase productivity and remain competitive. This would be positive for the manufacturing sector, including technology.

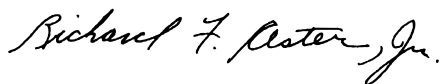
Much of the speculation, in our opinion, has been removed from the market during the past three years. There are few initial public offerings these days, venture capital and merger activity is down, the number of Wall Street analysts has declined and there have been net withdrawals from mutual funds. These are all good signs. Valuations for many companies in our universe have become attractive, but business conditions still remain difficult. We continue to research well-managed companies with strong balance sheets that are positioned to sustain earnings growth even in a difficult economic environment.

New positions during the fourth quarter included American Power Conversion, Engelhard, Kerr-McGee, Pall, Potash, RadioShack, Sappi, Serono and Synopsys. We sold our shares in Air Products and Chemical, Albertson's, Andrx, Concurrent Computer, Gadzooks, Hughes Electronics, McKesson, Novartis and Red Hat.

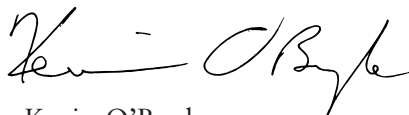
One of the Fund's largest holdings is Mylan Labs. With over 14% unit market share, Mylan is a leading U.S. manufacturer of generic pharmaceuticals. One of its core strengths is drug-delivery technology, which provides barriers to entry and higher margins. The generic drug industry continues to grow due to cost advantages and the large number of branded drugs whose patents are expiring. Mylan's earnings declined in FY'01 due to dramatic price erosion in two "commodity" generic drugs, that was only partially offset by ongoing business growth. The stock dropped from \$23 to \$11. Earnings growth resumed in FY'02 due to success with new product launches. Mylan is well managed, has a strong balance sheet and is positioned to continue generating 15%+ annual growth going forward. We believe the shares remain attractive at 14.5 times estimated calendar year 2003 operating earnings and 12 times projected calendar year 2004 operating earnings.

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

We wish you a happy, healthy and prosperous New Year.



Richard F. Aster, Jr.



Kevin O'Boyle

Meridian Value Fund

Schedule of Investments

December 31, 2002

	Shares	Value
COMMON STOCK - 90.6%		
AEROSPACE/ DEFENSE - 2.4%		
Mercury Computer Systems, Inc.	194,500	\$ 5,936,140
Raytheon Co.*	718,400	22,090,800
		<u>28,026,940</u>
AGRICULTURE - 1.5%		
Agrium, Inc.*	1,324,600	14,981,226
Potash Corp of Saskatchewan, Inc.*	52,000	3,306,680
		<u>18,287,906</u>
APPAREL - 1.9%		
Oakley, Inc.	268,400	2,756,468
V.F. Corp.*	544,100	19,614,805
		<u>22,371,273</u>
BASIC MATERIALS - 4.3%		
AngloGold Ltd ADR*	314,000	10,757,640
Gold Fields Ltd ADR*	814,000	11,363,440
Newmont Mining Corp.*	999,900	29,027,097
		<u>51,148,177</u>
CONSUMER DURABLES - 0.5%		
Briggs & Stratton Corp.*	144,900	6,153,903
CONSUMER PRODUCTS - 3.9%		
Concord Camera Corp.	839,600	4,559,028
Dial Corp.*	1,482,600	30,200,562
Kimberly-Clark Corp.*	252,600	11,990,922
		<u>46,750,512</u>

*The accompanying notes are an integral part of the financial statements
(unaudited)*

Meridian Value Fund

Schedule of Investments (continued)

December 31, 2002

	Shares	Value
COMMON STOCK (continued)		
CONSUMER SERVICES - 6.0%		
EchoStar Communications Corp. Class A	730,000	\$ 16,249,800
ServiceMaster Co.*	1,107,700	12,295,470
Waste Management, Inc.*	1,863,600	42,713,712
		<u>71,258,982</u>
ENERGY - 6.1%		
Burlington Resources, Inc.*	346,800	14,791,020
FMC Technologies, Inc.	960,300	19,618,929
Kerr-McGee Corp.*	337,500	14,951,250
Newfield Exploration Co.	230,800	8,320,340
Tom Brown, Inc.	582,400	14,618,240
		<u>72,299,779</u>
HEALTHCARE PRODUCTS - 6.1%		
AnthroCare Corp.	551,500	5,432,275
Becton, Dickinson & Co.*	729,100	22,376,079
Boston Scientific Corp.	471,900	20,065,188
Haemonetics Corp.	906,000	19,442,760
Viasys Healthcare, Inc.	311,293	4,635,138
		<u>71,951,440</u>
HEALTHCARE SERVICES - 8.0%		
DaVita, Inc.	1,347,900	33,252,693
Lincare Holdings, Inc.	748,100	23,654,922
Omnicare, Inc.*	1,181,000	28,143,230
PAREXEL International Corp.	927,400	10,192,126
		<u>95,242,971</u>

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Meridian Value Fund

Schedule of Investments (continued)

December 31, 2002

	Shares	Value
COMMON STOCK (continued)		
INDUSTRIAL PRODUCTS - 5.6%		
Engelhard Corp.*	278,400	\$ 6,222,240
InFocus Corp.	1,287,000	7,927,920
International Flavors & Fragrances, Inc.*	428,000	15,022,800
Pall Corp.*	674,200	11,245,656
Sensient Technologies Corp.*	573,300	12,882,051
Thermo Electron Corp.	644,100	12,959,292
		<u>66,259,959</u>
INDUSTRIAL SERVICES - 4.0%		
Genuine Parts Co.*	692,800	21,338,240
Valassis Communications, Inc.	889,400	26,175,042
		<u>47,513,282</u>
INSURANCE - 3.6%		
Aetna, Inc.*	456,000	18,750,720
SAFECO Corp.*	680,200	23,582,534
		<u>42,333,254</u>
LEISURE & AMUSEMENT - 1.4%		
Park Place Entertainment Corp.	2,033,900	17,084,760
PAPER/FOREST PRODUCTS - 0.4%		
Sappi Ltd ADR*	318,700	4,213,214
PHARMACEUTICALS - 3.0%		
Mylan Laboratories, Inc.*	887,000	30,956,300
Serono S.A. ADR*	307,350	4,167,666
		<u>35,123,966</u>

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Meridian Value Fund

Schedule of Investments (continued)

December 31, 2002

	Shares	Value
COMMON STOCK (continued)		
REAL ESTATE - 2.6%		
Health Care REIT, Inc.*	285,600	\$ 7,725,480
Healthcare Realty Trust*	780,900	22,841,325
		<u>30,566,805</u>
RESTAURANTS - 1.6%		
Yum! Brands, Inc.	774,800	18,765,656
RETAIL - 9.6%		
Borders Group, Inc.	492,700	7,932,470
Burlington Coat Factory Warehouse Corp.*	676,600	12,144,970
CVS Corp.*	713,200	17,808,604
Limited Brands, Inc.*	376,160	5,239,909
Men's Wearhouse, Inc.	409,600	7,024,640
Office Depot, Inc.	1,135,700	16,762,932
Payless ShoeSource, Inc.	511,400	26,321,758
RadioShack Corp.*	519,000	9,726,060
Ultimate Electronics, Inc.	118,877	1,206,601
Zale Corp.	307,800	9,818,820
		<u>113,986,764</u>

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Meridian Value Fund

Schedule of Investments (continued)

December 31, 2002

	Shares	Value
COMMON STOCK (continued)		
TECHNOLOGY - 8.6%		
American Power Conversion Corp.	204,400	\$ 3,096,660
Electronics for Imaging, Inc.	740,900	12,047,775
Entegris, Inc.	120,000	1,236,000
FileNET Corp.	208,600	2,544,920
Hyperion Solutions Corp.	365,100	9,372,117
Power Integrations, Inc.	1,151,000	19,567,000
SERENA Software, Inc.	510,700	8,063,953
Storage Technology Corp.	1,145,900	24,545,178
Symbol Technologies, Inc.*	892,200	7,333,884
Synopsys, Inc.	275,400	12,709,710
Ultratech Stepper, Inc.	165,783	1,631,139
		<u>102,148,336</u>
TELECOMMUNICATIONS EQUIPMENT - 1.6%		
Adtran, Inc.	568,055	18,689,010
TELECOMMUNICATIONS SERVICES - 5.6%		
CenturyTel, Inc.*	967,200	28,416,335
Citizens Communications Co.	3,590,800	37,882,940
		<u>66,299,275</u>
TRANSPORTATION - 2.3%		
Burlington Northern Santa Fe Corp.*	398,900	10,375,389
Forward Air Corp.	79,600	1,545,036
J.B. Hunt Transport Services, Inc.	545,000	15,968,500
		<u>27,888,925</u>

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Meridian Value Fund

Schedule of Investments (continued)

December 31, 2002

	Value
TOTAL COMMON STOCK - 90.6%	
(Identified cost \$1,001,149,935)	\$1,074,365,089
 U.S. GOVERNMENT OBLIGATIONS — 5.0%	
U.S. Treasury Bill @ 1.402% due 01/02/03	9,999,617
U.S. Treasury Bill @ 1.168% due 01/16/03	9,995,205
U.S. Treasury Bill @ 1.394% due 01/30/03	9,990,805
U.S. Treasury Bill @ 1.999% due 02/13/03	9,986,480
U.S. Treasury Bill @ 1.220% due 02/27/03	9,983,152
U.S. Treasury Bill @ 1.200% due 03/13/03	9,977,440
 TOTAL U.S. GOVERNMENT OBLIGATIONS	
(Identified cost \$59,927,422)	59,932,699
 TOTAL INVESTMENTS - 95.6%	
(Identified Cost \$1,061,077,357)	1,134,297,788
 CASH AND OTHER ASSETS LESS LIABILITIES - 4.4%	51,877,439
 NET ASSETS - 100%	\$1,186,175,227

* income producing

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Meridian Value Fund

Statement of Assets and Liabilities

December 31, 2002

ASSETS

Investments (Cost \$1,061,077,357)	\$1,134,297,788
Cash and cash equivalents	51,706,023
Receivables for:	
Capital shares	2,187,484
Dividends	911,295
Interest	9,954
Securities sold	4,395,572
Prepaid expenses	<u>10,425</u>
 TOTAL ASSETS	 <u>1,193,518,541</u>

LIABILITIES

Payables for:	
Capital shares	945,396
Securities purchased	4,997,521
Accrued expenses:	
Investment advisory fees	1,045,403
Other payables and accrued expenses	<u>354,994</u>
 TOTAL LIABILITIES	 <u>7,343,314</u>

NET ASSETS

\$1,186,175,227

Capital shares issued and outstanding, par value \$.01 (50,000,000 shares authorized)	<u>42,218,832</u>
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Net asset value per share (offering and redemption price)	<u>\$28.10</u>
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Net assets consist of:

Paid in capital	\$1,248,632,406
Accumulated net realized loss	(134,952,548)
Net unrealized appreciation on investments and foreign currency translations	73,220,431
Undistributed net investment loss	<u>(725,062)</u>
	<u>\$1,186,175,227</u>

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Meridian Value Fund

Statement of Operations

For the Six-Months Ended December 31, 2002

INVESTMENT INCOME

Dividends (net of \$10,928 foreign withholding tax)	\$5,219,400	
Interest	<u>589,288</u>	
Total investment income		<u>\$5,808,688</u>

EXPENSES

Investment advisory fees	5,797,296	
Reports to shareholders	220,286	
Transfer agent fees	217,513	
Registration and filing fees	100,963	
Custodian fees	85,544	
Pricing fees	80,970	
Professional fees	18,584	
Miscellaneous expenses	10,054	
Directors' fees and expenses	<u>2,392</u>	
Total expenses		<u>6,533,602</u>
Net investment loss		<u>(724,914)</u>

NET REALIZED AND UNREALIZED LOSS ON INVESTMENTS

Net realized loss on investments	(96,294,389)	
Net change in unrealized depreciation on investments	<u>(2,990,623)</u>	
Net realized and unrealized depreciation on investments		<u>(99,285,012)</u>

NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS \$ (100,009,926)

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Meridian Value Fund

Statement of Changes in Net Assets

	Six Months Ended December 31, 2002	Year Ended June 30, 2002
OPERATIONS		
Net investment loss	\$(724,914)	\$(2,323,438)
Net realized loss on investments	(96,294,389)	(37,725,420)
Net increase (decrease) in unrealized appreciation (depreciation) of investments	<u>(2,990,623)</u>	<u>7,171,686</u>
Net decrease in net assets from operations	<u>(100,009,926)</u>	<u>(32,877,172)</u>
DISTRIBUTIONS TO SHAREHOLDERS		
Distributions from ordinary income	0	(1,007,532)
Distributions from net realized capital gain	<u>0</u>	<u>(1,201,570)</u>
Total distributions	<u>0</u>	<u>(2,209,102)</u>
CAPITAL SHARE TRANSACTIONS		
Proceeds from sales of shares	209,989,569	963,374,074
Reinvestment of distributions	0	1,950,486
Less: redemptions	<u>(221,011,264)</u>	<u>(401,590,408)</u>
Increase (decrease) resulting from capital share transactions	<u>(11,021,695)</u>	<u>563,734,152</u>
Total increase (decrease) in net assets	(111,031,621)	528,647,878
NET ASSETS		
Beginning of year	<u>1,297,206,848</u>	<u>768,558,970</u>
End of year (includes undistributed net investment loss of \$(725,062) and \$(148), respectively)	<u>\$1,186,175,227</u>	<u>\$1,297,206,848</u>

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Meridian Value Fund

Financial Highlights

Selected data for each share of capital stock outstanding throughout each period

	For the Six Months Ended December 31, 2002	For the fiscal year ended June 30,							
		2002	2001	2000	1999	1998	1997	1996	1995
Net Asset Value - Beginning of Period ..	\$30.34	\$30.98	\$25.88	\$22.29	\$19.30	\$17.40	\$15.32	\$10.27	\$9.87
Income from Investment Operations									
Net Investment Income (Loss)**	(0.02)	(0.05)	1.12	0.05	(0.10)	(0.19)	(0.26)	(0.10)	(0.04)
Net Gains (Losses) on Securities (both realized and unrealized)	(2.22)	(0.51)	5.75	5.91	3.56	4.32	3.20	5.15	0.44
Total From Investment Operations	(2.24)	(0.56)	6.87	5.96	3.46	4.13	2.94	5.05	0.40
Less Distributions									
Distribution from Net Investment Income	0.00	(0.04)	(1.09)	0.00	0.00	0.00	0.00	0.00	0.00
Distribution from Net Realized Capital Gains	0.00	(0.04)	(0.68)	(2.37)	(0.47)	(2.23)	(0.86)	0.00	0.00
Total Distributions	0.00	(0.08)	(1.77)	(2.37)	(0.47)	(2.23)	(0.86)	0.00	0.00
Net Asset Value - End of Period	\$28.10	\$30.34	\$30.98	\$25.88	\$22.29	\$19.30	\$17.40	\$15.32	\$10.27
Total Return	(7.38%)	(1.78%)	27.95%	29.63%	18.92%	26.05%	20.55%+	49.17%+	4.05%+
Ratios/Supplemental Data									
Net Assets, End of Period (000's)	\$1,186,175	\$1,297,207	\$768,559	\$87,930	\$24,912	\$12,196	\$7,340	\$3,472	\$715
Ratio of Expenses to Average Net Assets	1.13%***	1.12%	1.10%	1.41%	1.63%	2.16%	2.51%*	2.55%*	2.78%*
Ratio of Net Investment Income (Loss) to Average Net Assets	(0.13%)**	(0.22%)	0.60%	0.39%	(0.65%)	(1.35%)	(1.96%)*	(1.36%)*	(0.58%)*
Portfolio Turnover Rate	58%***	54%	76%	86%	124%	133%	144%	125%	77%

+ The total returns would have been lower had certain expenses not been reduced during the periods shown.

* Not representative of expenses incurred by the Fund as the Adviser waived its fee and/or paid certain expenses of the Fund. As indicated in Note 2, the Investment Manager may reduce a portion of its fee and absorb certain expenses of the Fund. Had these fees and expenses not been reduced and absorbed, the ratio of expenses to average net assets would have been 2.80%, 6.47% and 14.64%, and the ratio of net investment income to average net assets would have been a loss of 2.25%, 5.28% and 12.44%, for the periods ended June 30, 1997 through June 30, 1995, respectively.

** Net Investment Income (Loss) per share has been computed before adjustments for book/tax differences.

*** Annualized.

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(unaudited)*

Meridian Value Fund

Notes to Financial Statements

For the Six Months Ended December 31, 2002

1. **Organization and Significant Accounting Policies:** Meridian Value Fund (the “Fund”) a series of Meridian Fund, Inc. (the “Company”), began operations on February 10, 1994. The Fund was registered on February 7, 1994, under the Investment Company Act of 1940, as amended, as a no-load, diversified, open-end management investment company. The primary investment objective of the Fund is to seek long-term growth of capital. In addition to the Meridian Value Fund, the Company also offers the Meridian Growth Fund. The following is a summary of significant accounting policies:
 - a. **Investment Valuations:** Marketable securities are valued at the 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.
 - b. **Federal Income Taxes:** It is the Fund’s policy to comply with the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute all of its taxable income to its shareholders; therefore, no federal income tax provision is required. The aggregate cost of investments for federal income tax purposes is \$1,065,497,730, the aggregate gross unrealized appreciation is \$121,561,053, and the aggregate gross unrealized depreciation is (\$52,760,995), resulting in net unrealized appreciation of \$68,800,058.
 - c. **Security Transactions:** Security transactions are accounted for on the date the securities are purchased or sold (trade date). Realized gains and losses on security transactions are determined on the basis of specific identification for both financial statement and federal income tax purposes. Dividend income is recorded on the ex-dividend date. Interest income is accrued daily.
 - d. **Cash and Cash Equivalents:** All highly liquid investments with an original maturity of three months or less are considered to be cash equivalents. Available funds are automatically swept into a Cash Reserve account which preserves capital with a consistently competitive rate of return. Interest accrues daily and is credited by the third business day of the following month.
 - e. **Expenses:** Expenses arising in connection with the Fund are charged directly to the Fund. Expenses common to both series of Meridian Fund, Inc. are allocated to each series in proportion to their relative net assets.
 - f. **Use of Estimates:** The preparation of financial statements in accordance with accounting principals generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the date of the financial statements. Actual amounts could differ from those estimates.
 - g. **Distributions to Shareholders:** The Fund records distributions to its shareholders on the ex-date. The amount of distributions from net investment income and net realized capital gain are determined in accordance with federal income tax regulations which may differ from generally accepted accounting principles. These “book/tax” differences are either considered temporary or permanent in nature. To the extent these differences are permanent in nature, such amounts are reclassified within the capital accounts based on their federal tax-basis treatment; temporary differences do not require reclassification.

Meridian Value Fund

Notes to Financial Statements (continued)

For the Six Months Ended December 31, 2002

Distributions which exceed net investment income and net realized capital gains are reported as distributions in excess of net investment income or distributions in excess of net realized capital gains for financial reporting purposes but not for tax purposes. To the extent they exceed net investment income and net realized capital gains for tax purposes, they are reported as distributions of paid-in-capital.

Permanent book-tax differences, if any, are not included in ending undistributed net investment income (loss) for the purposes of calculating net investment income (loss) per share in the Financial Highlights.

2. **Related Parties:** The Fund has entered into a management agreement with Aster Investment Management Company, Inc. (the "Investment Adviser"). Certain Officers and/or Directors of the Fund are also Officers and/or Directors of the Investment Adviser. Beneficial ownership in the Fund by Richard F. Aster, Jr., President, as of December 31, 2002 was 0.6%.

The Investment Adviser receives from the Fund as compensation for its services an annual fee of 1% of the Fund's net assets. The fee is paid monthly and calculated based on that month's daily average net assets. The investment adviser has agreed to voluntarily limit the expenses of the Fund to 2½%. With respect to this voluntary limit, the Investment Adviser did not reimburse the Fund during 2002.

3. **Capital Shares Transactions:** The Fund has authorized 50,000,000 common shares at a par value of \$.01 per share. Transactions in capital shares for the six month period ended December 31, 2002 and the year ended June 30, 2002 were as follows:

	December 31, 2002	June 30, 2002
Shares sold	7,587,576	30,893,853
Shares issued on reinvestment of distributions	0	72,027
	<u>7,587,576</u>	<u>30,965,880</u>
Shares redeemed	(8,131,406)	(13,007,941)
Net increase/(decrease)	<u>(543,830)</u>	<u>17,957,939</u>

4. **Compensation of Directors and Officers:** Directors and officers of the Fund who are directors and/or officers of the Investment Adviser receive no compensation from the Fund. Directors of the Fund who are not interested persons as defined in the Investment Company Act of 1940 receive compensation in the amount of \$1,000 per annum and a \$1,000 purchase of Meridian Growth Fund or Meridian Value Fund shares, plus expenses for each Board of Directors meeting attended. The aggregate compensation due the unaffiliated Directors of the Fund as of December 31, 2002, was \$1,933.
5. **Cost of Investments:** The cost of investments purchased and the proceeds from sales of investments, excluding short-term obligations, for the six months ended December 31, 2002, were \$311,325,931 and \$319,923,213, respectively. The cost of the U.S. Government securities purchased were \$137,598,598, and \$159,600,000 were redeemed at maturity during the six months ended December 31, 2002. The proceeds of U.S. Government securities sold were \$9,989,856, for the six months ended December 31, 2002.

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MERIDIAN VALUE FUND®

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.

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

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SEMI-ANNUAL REPORT



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December 31, 2002