

ISSUER

MATTHEWS INTERNATIONAL CAPITAL MANAGEMENT, LLC

February 2024

***This statement provides you with key information about this product.
This statement is a part of the offering document.
You should not invest in this product based on this statement alone.***

QUICK FACTS

Management Company:	Carne Global Fund Managers (Luxembourg) S.A.		
Investment Manager:	Matthews International Capital Management, LLC (located in United States, external delegation)		
Sub-Investment Manager:	Matthews Global Investors (Hong Kong) Limited (located in Hong Kong, internal delegation)		
Depository:	Brown Brothers Harriman (Luxembourg) S.C.A.		
Ongoing Charges Over a Year[^]:	Class A Acc USD*	1.60%	Class I Acc GBP* 0.80%
	Class I Acc USD*	0.80%	Class I Acc EUR Hedged* 0.80%
	Class I Acc USD Hedged*	0.80%	
Dealing Frequency:	Every Valuation Day which is also a Hong Kong Business Day		
Base Currency:	USD		
Dividend Policy:	No dividends will be declared or distributed for accumulation (“Acc”) shares.		
Financial Year End of the Sub-Fund:	31 March		
Minimum Investment:		Initial Investment	Subsequent Investment
	Class A and I USD (including Class I USD Hedged):	USD 1,000	USD 100
	Class I GBP:	GBP 500	GBP 50
	Class I EUR Hedged:	EUR 1,000	EUR 100

WHAT IS THIS PRODUCT?

Matthews Asia Funds - Japan Fund (the “**Sub-Fund**”) is a sub-fund of the Matthews Asia Funds (the “**Fund**”) which is constituted in the form of an umbrella mutual fund. It is domiciled in Luxembourg and its home regulator is the *Commission de Surveillance du Secteur Financier*.

OBJECTIVE AND INVESTMENT STRATEGY

Objective

The Sub-Fund seeks to achieve long-term capital appreciation.

Strategy

Under normal market conditions, the Sub-Fund seeks to achieve its investment objective by investing primarily (i.e. at least 65% of its total net assets) directly, or indirectly through collective investment schemes or other similar instruments, in publicly traded common stocks, preferred stocks and convertible securities of companies located in or

[^] The ongoing charges figures for Class A Shares and Class I Shares are capped at 2.00% and 1.50% respectively, per annum of the average net asset value (“NAV”) of the relevant share class and shall not exceed such maximum level. Should the actual ongoing charges figure exceed such maximum level, the Investment Manager shall waive fees and/or reimburse expenses to the extent necessary to limit the ongoing charges to the stated maximum.

* The ongoing charges figure is an annualised figure based on expenses for the period ended 30 September 2023 and is the total expense ratio as stated in the Fund’s semi-annual report dated 30 September 2023. This figure may vary from year to year.

with substantial ties to Japan.

On an ancillary basis, the Sub-Fund may invest in other permitted assets on a worldwide basis including equities, and other securities which are transferrable, collective investment schemes, and/or other similar instruments admitted to or dealt in on a Regulated Market[†], and other assets which are considered by the Sub-Fund to be of good potential growth in its value and which may, thus, increase the overall value of the Sub-Fund's investment portfolio.

The Sub-Fund may hold ancillary liquid assets which may not typically represent more than 20% of its net assets. The Sub-Fund may also hold cash equivalents to achieve its investment objective, for treasury purposes and in case of unfavorable market conditions. Under exceptional circumstances (e.g. market crash or major crisis), the Sub-Fund may invest temporarily up to 100% in liquid assets such as cash, bank deposits, certificates of deposit, commercial paper or treasury bills for cash flow management purposes.

The Management Company or the Investment Manager has latitude in determining whether a company is "located in or with substantial ties to" Japan, taking into account factors including (i) the region, country or jurisdiction in which it is organized; (ii) the primary trading markets in which its equity securities are listed, quoted or traded; (iii) the region, country or jurisdiction from which it derives at least 50% of its revenues or profits from goods produced or sold, investments made, or services performed; (iv) the region, country or jurisdiction in which at least 50% of its assets are located; (v) the region, country or jurisdiction where it has its principal place of business in or is otherwise headquartered in that country or any country in the region; and (vi) where the issuer is a governmental entity, the region, country or jurisdiction of which it is an agency, instrumentality or political subdivision. In determining whether an instrument or issue is "located in or with substantial ties to" Japan, the Management Company or the Investment Manager may take into account factors including (i) its issuer is headquartered or organized in that country or region; (ii) it is issued to finance a project that has at least 50% of its assets or operations in that country or region; (iii) it is at least 50% secured or backed by assets located in that country or region; (iv) it is a component of or its issuer is included in the applicable benchmark index of the Sub-Fund; or (v) it is denominated in the currency of the respective country and addresses at least one of the other above criteria.

The choice of stocks held by the Sub-Fund would not be restricted by industry/sector of the issuers. There is also no focus or limits on any particular market capitalisation of the companies that the Sub-Fund may invest in. The Sub-Fund may invest significantly in smaller companies with growth potential and good investment value.

The primary benchmark index for the Sub-Fund is the MSCI Japan Index and is indicated for performance comparison only. The Sub-Fund is actively managed and does not aim to replicate or track the primary benchmark. Consequently, the Investment Manager may freely select the securities in which it invests, and the Sub-Fund's portfolio composition and performance may deviate materially from the primary benchmark.

The Sub-Fund is permitted to use financial derivative instruments ("FDIs") for investment, hedging or efficient portfolio management purposes. In particular, although it does not currently intend to engage in hedging at the Sub-Fund level, the Board of Directors of the Fund in its entire discretion may, in the future, seek to reduce currency risk from the Sub-Fund's portfolio holdings denominated in local currency by hedging such risk to the Sub-Fund's base currency at the Sub-Fund level.

With respect to hedged share classes of the Sub-Fund, the Sub-Fund seeks to reduce currency risk of each hedged share class by hedging exposure to fluctuations of the Japanese yen (i.e. the currency in which all or most of the assets of the Sub-Fund are denominated), against the class currency of the relevant hedged share class, through foreign exchange transactions. To achieve this hedging objective, the Investment Manager may, at its absolute discretion, engage, for the exclusive account of and at the cost of each hedged share class, in foreign exchange transactions. The costs and effects of any such hedging will be reflected in the NAV and in the performance of the relevant Classes.

USE OF DERIVATIVES

The Sub-Fund's net derivative exposure may be up to 50% of the Sub-Fund's NAV.

[†]"Regulated Market" generally includes a regulated market in any Member States of the EU or any other state in Eastern and Western Europe, Asia, Africa, Australia, North and South America and Oceania, which operates regularly and is recognized and open to the public.

WHAT ARE THE KEY RISKS?

Investment involves risks. Please refer to the offering document for details including the risk factors.

- **General Investment Risk**

The Sub-Fund's investment portfolio may fall in value due to any of the key risk factors below and therefore your investment in the Sub-Fund may suffer losses. There is no guarantee of the repayment of principal.

- **Risks of Investing in Japan**

The Sub-Fund's investments are concentrated in companies located in or with substantial ties to Japan. The value of the Sub-Fund may be more volatile than that of a fund having a more diverse portfolio of investments. The value of the Sub-Fund may be more susceptible to adverse economic, political, policy, foreign exchange, liquidity, tax, legal or regulatory event affecting the Japan market.

Japan's economy could be negatively impacted by many factors, including rising interest rates, tax increases, budget deficits, the adverse effects of its aging population and dependence on export capabilities which concentrate on certain products. Further, strong correlation with the economy in other countries and/or regions including the U.S., China and other Southeast Asian countries may also cause the Japan's economy to be adversely affected by the economic, political or social instability in such countries/regions.

- **Equity Market Risk**

The Sub-Fund's investment in equity securities is subject to general market risks, whose value may fluctuate due to various factors, such as changes in investment sentiment, political and economic conditions and issuer-specific factors.

- **Risk Associated with High Volatility of the Equity Market in Japan**

High market volatility and potential settlement difficulties in the markets may also result in significant fluctuations in the prices of the securities traded on such markets and thereby may adversely affect the value of the Sub-Fund.

- **Risk Associated with Regulatory Requirements of the Equity Market in Japan**

Securities exchanges in Japan typically have the right to suspend or limit trading in any security traded on the relevant exchange. The government or the regulators may also implement policies that may affect the financial markets. All these may have a negative impact on the Sub-Fund.

- **Risk Associated with Smaller Companies**

Larger portions of smaller companies may be held by a small number of investors (including founders and management) in such companies than is typical of larger companies. As a result, the rights of minority owners may be restricted or not fully respected in corporate governance or corporate actions. Securities of smaller companies may trade less frequently, in lower volumes and with less liquidity and be subject to greater price movements than more widely held securities or the securities of larger, more established companies, or the market indices in general.

- **Currency Risk**

Underlying investments of the Sub-Fund may be denominated in currencies other than the base currency of the Sub-Fund. Also, a class of shares may be designated in a currency other than the base currency of the Sub-Fund. The NAV of the Sub-Fund may be affected unfavorably by fluctuations in the exchange rates between these currencies and the base currency and by changes in exchange rate controls.

- **Risk Associated with Investment in FDIs**

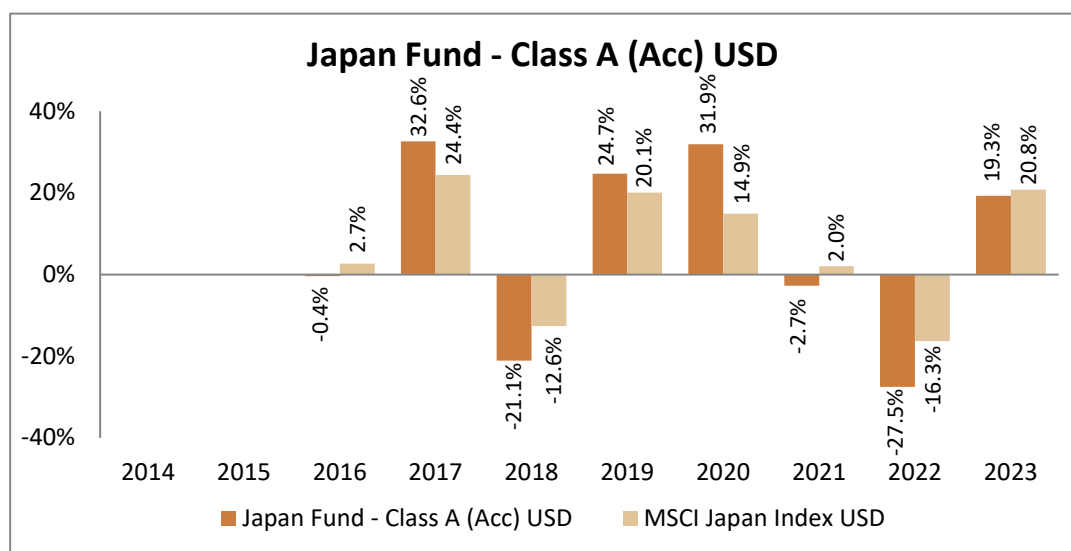
Risks associated with FDIs include counterparty/credit risk, liquidity risk, valuation risk, volatility risk and over-the-counter transaction risk. The leverage element/component of an FDI can result in a loss significantly greater than the amount invested in the FDIs by the Sub-Fund. Exposure to FDIs may lead to a high risk of significant loss by the Sub-Fund.

- **Hedging Risk**

The Sub-Fund may use hedging techniques to attempt to offset certain market risks. For example, although the Sub-Fund does not currently intend to engage in hedging at the Sub-Fund level, the Sub-Fund may, in the future, enter into hedging transactions which seek to reduce the currency risk arising from the difference and/or fluctuations between

the currencies of the underlying investments of the Sub-Fund and the base currency of the Sub-Fund. At the share class level the Investment Manager of the Sub-Fund will seek to reduce currency risk for the hedged share classes by hedging exposure to fluctuations of the Japanese yen against the class currency of the relevant hedged share class. However, there is no guarantee that hedging techniques will fully and effectively achieve their desired result. The success of hedging much depends on the Investment Manager's expertise and hedging may become inefficient or ineffective. This may have adverse impact on the Sub-Fund and its investors.

HOW HAS THE SUB-FUND PERFORMED?



- * Past performance information is not indicative of future performance. Investors may not get back the full amount invested.
- * The performance shown is for the representative Class A (Acc) USD. Class A (Acc) USD is selected as the representative share class as it is open for investment by Hong Kong retail investors and broadly indicative of the Sub-Fund's performance characteristics.
- * The bar chart shows the representative share class' yearly returns. The returns are provided for all the years for which performance data is available for the complete calendar year since the launch of the representative share class. Where no past performance is shown, there is insufficient data available in that year to provide a useful indication of past performance to investors.
- * The computation basis of the performance is based on the calendar year end, NAV-to-NAV, with dividends reinvested.
- * These performance figures show by how much the representative share class increased or decreased in value during the calendar year being shown. Performance figures have been calculated in USD, including ongoing charges and excluding any subscription fee and redemption fee you might have to pay.
- * The primary benchmark index for the Sub-Fund is the MSCI Japan Index.
- * Sub-Fund launch date: 30 April 2015.
- * Class A (Acc) USD launch date: 30 April 2015.

IS THERE ANY GUARANTEE? This Sub-Fund does not have any guarantees. You may not get back the full amount of money you invest.	
WHAT ARE THE FEES AND CHARGES? Charges which may be payable by you You may have to pay the following fees when dealing in the shares of the Sub-Fund.	
Fee	What you pay
Subscription fee (Initial Sales Charge)	For Class A Shares, up to 5% of the amount you buy. For Class I Shares, there is no initial sales charge. * Actual amounts can be obtained from your financial advisor or distributor.
Switching fee (Conversion Charge)	Up to 1% of the NAV of the share to be converted
Redemption fee	N/A
Ongoing fees payable by the Sub-Fund The following expenses will be paid out of the Sub-Fund. They affect you because they reduce the return you get on your investments.	
	Annual rate (as a % <i>per annum</i> of the Sub-Fund's value)
Management Company Fee	Up to 0.02%
Management Fee The Sub-Fund pays a management fee to the Investment Manager for the investment management services that the Investment Manager provides to the Sub-Fund. The Sub-Investment Manager is paid out of the assets of the Investment Manager for the advice and management services it provides to the Investment Manager in relation to the Sub-Fund.	1.25% for Class A Shares 0.75% for Class I Shares and Class I Hedged Shares
Depositary and Administrative Agent Fee To the extent that fees paid to the Depositary and the Administrative Agent exceed the referenced maximum amount, the Sub-Fund will remain subject to the maximum Total Expense Ratio as disclosed in the offering document.	Up to 0.5% (excluding transaction costs)
Performance Fee	N/A

Administration Fee The Sub-Fund pays an administration fee to the Investment Manager for the shareholder servicing and administration services that the Investment Manager provides to the Sub-Fund.	Up to 0.25%
Other fees You may have to pay other fees when dealing in the shares of the Sub-Fund.	
ADDITIONAL INFORMATION <ul style="list-style-type: none"> You generally buy and redeem shares at the Sub-Fund's next-determined NAV after the Hong Kong Representative receives your request in good order on or before 6:00PM (Hong Kong Time) on a Valuation Day which is also a Hong Kong Business Day, being the dealing cut-off time. Third party distributors may impose different dealing deadlines for receiving requests from investors. The NAV of this Sub-Fund is calculated, and the price of shares published in the South China Morning Post and the Hong Kong Economic Journal in Hong Kong, and on the Fund's website https://hk.matthewsasiasia.com/#, on each Valuation Day which is also a Hong Kong Business Day. You may obtain the past performance information of other share classes offered to Hong Kong investors from the Hong Kong Representative upon request (available in English only) or on the Fund's website https://hk.matthewsasiasia.com/#. <p># The Fund's website has not been reviewed by the SFC.</p>	
IMPORTANT If you are in doubt, you should seek professional advice. The SFC takes no responsibility for the contents of this statement and makes no representation as to its accuracy or completeness.	