

MATTHEWS ASIA FUNDS
Société d'Investissement à Capital Variable
Registered office: 80, route d'Esch
L-1470 Luxembourg
Grand Duchy of Luxembourg
R.C.S. Luxembourg B 151.275
(the "Fund")

This document is important and requires your immediate attention. If in doubt, you should seek independent professional financial advice.

The Board of Directors of the Fund accepts full responsibility for the accuracy of the information contained in this document and confirms, having made all reasonable enquiries, that to the best of its knowledge and belief there are no other facts the omission of which would make any statement misleading.

Capitalized terms not otherwise defined herein shall bear the same meaning as in the Fund's prospectus (the "Prospectus"), the Supplement for Hong Kong Investors (the "Hong Kong Supplement") and the Product Key Facts Statements ("KFS") of the HK Sub-Funds (collectively referred to as the "Hong Kong Offering Document").

NOTICE TO THE HONG KONG SHAREHOLDERS
OF
MATTHEWS ASIA FUNDS

Luxembourg, August 19, 2024

To the Shareholders of the Fund,

Please be informed that the board of directors of the Fund (the "**Board**") has decided to seek the withdrawal of the Hong Kong Securities and Futures Commission's (the "**SFC**") authorisation of the following sub-funds of the Fund:

- (i) Matthews Asia Funds – China Fund;
- (ii) Matthews Asia Funds – Pacific Tiger Fund;
- (iii) Matthews Asia Funds – India Fund; and
- (iv) Matthews Asia Funds – China Dividend Fund.

(each a "**relevant HK Sub-Fund**" and collectively the "**relevant HK Sub-Funds**")

The withdrawal of authorisation will take effect from November 19, 2024 (the "**Effective Date**").

1. Reasons for the withdrawal of authorisation

It is the view of the Board that there are limited prospects of gathering sufficient investment from Hong Kong retail investors in the relevant HK Sub-Funds to justify the costs of maintaining their SFC authorisation.

As at July 31, 2024, the Net Asset Value of each of the relevant HK Sub-Funds is as follows:

Relevant HK Sub-Fund	Net Asset Value
Matthews Asia Funds – China Fund	USD 27.34 million
Matthews Asia Funds – Pacific Tiger Fund	USD 170.16 million
Matthews Asia Funds – India Fund	USD 47.81 million
Matthews Asia Funds – China Dividend Fund	USD 4.26 million

2. Consequence of the withdrawal of authorisation

With effect from the Effective Date, the relevant HK Sub-Funds will (i) cease to be authorised and regulated by the SFC in Hong Kong, (ii) no longer be required to comply with regulatory requirements in relation to SFC-authorized funds in Hong Kong including those stipulated under the SFC's Code on Unit Trusts and Mutual Funds and (iii) will not be available for public distribution in Hong Kong. From the date of this notice, the relevant HK Sub-Funds are no longer allowed to be marketed to the public in Hong Kong, and further subscription or conversion into the relevant HK Sub-Funds will not be accepted. As a result, Shareholders should note that any documents in respect of the relevant HK Sub-Funds including the relevant HK Sub-Funds' offering documents, product documentation and other marketing materials that are in the possession of shareholders in Hong Kong should be retained for personal use only and should not be circulated to the public in Hong Kong from the date of this notice.

3. Impact on Shareholders

The withdrawal of authorisation will not affect the way the Fund and the relevant HK Sub-Funds are currently being managed. The Management Company shall continue to manage the relevant HK Sub-Funds in accordance with the applicable provisions of the Fund's offering documents and constitutive documents and with all applicable laws and regulations after the Effective Date. The relevant HK Sub-Funds will continue to remain in existence and be subject to the supervision by the Commission de Surveillance du Secteur Financier in Luxembourg after the Effective Date. There will be no change in the operation (e.g. investment objective, investment policy or dealing and administrative procedures) of the Fund and the relevant HK Sub-Funds as a result of the withdrawal of authorisation.

The level of fees payable by the Fund, the relevant HK Sub-Funds and the Shareholders as detailed in the Hong Kong Offering Document will remain unchanged.

The costs and expenses associated with the withdrawal of authorisation of the relevant HK Sub-Funds (including legal, regulatory, administrative, etc.) will be borne by the Investment Manager.

4. Options available for Hong Kong Shareholders

(i) Take no action

You will be able to remain invested in the relevant HK Sub-Funds if you wish so although the relevant HK Sub-Funds will no longer be authorised and regulated by the SFC from the Effective Date onwards as described under the section "2. Consequence of the withdrawal of authorisation" above.

(ii) Redemption or conversion of existing holdings in the relevant HK Sub-Funds

Alternately, you may request the redemption of your shares in the relevant HK Sub-Funds or convert them into shares of any SFC-authorized sub-fund(s)¹ of the Fund², free of redemption or conversion charges³, as applicable, from the date of this notice up to the Hong Kong Dealing Deadline (i.e. 6:00pm Hong Kong time) on November 18, 2024, in accordance with the dealing procedures and subject to the terms set out in the Hong Kong Offering Document, including, in the case of a conversion request, all eligibility requirements. Please note that different distributors may impose different dealing cut-off times which may be earlier than the time specified above.

5. Hong Kong tax implications

Shareholders resident in Hong Kong generally will not be subject to tax in Hong Kong in respect of their acquisition, holding, redemption or disposal of shares or on the income from such shares. Where transactions in shares form part of a trade, profession or business carried on in Hong Kong, relevant gains received may attract Hong Kong profits tax. No Hong Kong stamp duty or estate duty will be payable by Shareholders in respect of their shares.

¹ SFC authorisation is not a recommendation or endorsement of a sub-fund nor does it guarantee the commercial merits of a sub-fund or its performance. It does not mean the sub-fund is suitable for all investors nor is it an endorsement of its suitability for any particular investor or class of investors.

² Please note that further subscriptions or conversions into Matthews Asia Funds – Asia Dividend Fund will no longer be accepted, as this sub-fund will also no longer be authorised by the SFC with effect from November 19, 2024.

³ Please note that we will not impose any charges in respect of your redemption/conversion instructions. However, your distributor may charge you a redemption, conversion or transaction fees in respect of such instructions. You are advised to contact your distributor should you have any questions.

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Corresponding changes will be made to the Hong Kong Offering Document in due course to reflect the withdrawal of the authorisation of the relevant HK Sub-Funds.

The current version of the Hong Kong Offering Document is available free of charge during normal office hours at the registered office of the Fund in Luxembourg or at the office of the Hong Kong Representative, Brown Brothers Harriman (Hong Kong) Limited at the address below, and also available on the Fund's website <https://hk.matthewsasia.com/>⁴.

Should you have any questions or concerns about the foregoing, please contact the Fund at its registered office in Luxembourg or the Hong Kong Representative of the Fund, Brown Brothers Harriman (Hong Kong) Limited, whose office is at 13/F Man Yee Building, 68 Des Voeux Road Central, Hong Kong (Tel: +852 3756 1755).

Yours faithfully,
Board of Directors
Matthews Asia Funds

⁴ This website has not been reviewed or authorised by the SFC.