

MATTHEWS ASIA FUNDS

Registered Office: 6, route de Trèves
L-2633 Senningerberg, Grand Duchy of Luxembourg
R.C.S. Luxembourg B151275

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

NOTICE TO THE SHAREHOLDERS

Of

MATTHEWS ASIA FUNDS (THE "FUND")

Date: **2 March 2016**

Dear Shareholder,

We are pleased to inform you that the board of directors of the Fund (the "**Board of Directors**") has decided to introduce a change of provider for various services to the Fund, as set out below in this notice ("**Notice**").

I. Transfer of the depositary function to Brown Brothers Harriman (Luxembourg) S.C.A. ("BBH")

The Board of Directors has decided to transfer the depositary services from J.P. Morgan Bank Luxembourg S.A. to BBH.

This change shall take effect as of 4 April 2016.

II. Transfer of the administration, domiciliary, registrar and transfer and paying agency functions to BBH

The Board of Directors has also decided to transfer the administration, domiciliary, registrar and transfer and paying agency functions from J.P. Morgan Bank Luxembourg S.A. to BBH.

After due consideration, BBH was identified as a service provider offering an improved service to the Fund. This change of service provider will enable the Board of Directors to look after your interests more effectively.

The Fund has entered into new service agreements with BBH on materially the same terms as those with the previous service provider, J.P. Morgan Bank Luxembourg S.A., and the type of services provided will remain unchanged.

This change shall take effect upon the retirement of J.P. Morgan Bank Luxembourg S.A.

Therefore any request for subscription, redemption, conversion of shares shall as from 4 April 2016 be addressed to:

Brown Brothers Harriman (Luxembourg) S.C.A.
Ref. Matthews Asia Funds

80, route d'Esch
L-1470 Luxembourg,
Grand-Duchy of Luxembourg

III. Change of the registered address

As a consequence of the change of domiciliary agent, with effect as of 4 April 2016, the address of the Fund will change as follows:

80, route d'Esch
L-1470 Luxembourg,
Grand Duchy of Luxembourg



IV. Consequences of the above mentioned transfers

The handover of the depositary, administration, domiciliary, registrar and transfer and paying agency duties between the above mentioned service providers will not cause any disruption to either the functions of the service providers or the operations of the Fund.

The costs and expenses incurred in connection with such transfers will be borne by the Fund. **These modifications will not result in an increase to the fee structure of the Fund.**

The Board of Directors also believes that the change of service providers is expected to enhance the services rendered to the Fund.

Finally, please be informed that, the data you have provided in your subscription form or otherwise provided to or obtained by the Fund, on application or at any other time, including your corporate name, registered address, other contact details including contact details of your authorised signatories, bank account details, transactions and the amount of your investment (the "Data") will be processed and transferred after the change of the service provider in accordance with Luxembourg laws to BBH and to the entities mentioned below for the purpose of (i) maintaining the register of shareholders; (ii) processing subscriptions of shareholders; (iii) facilitating redemption, dividend and commission payments to shareholders; (iv) facilitating reconciliation of shareholder activity in the Fund with payments made or received; (v) facilitating regulatory obligations in terms of tax reporting and payments and (vi) complying with applicable anti-money laundering rules and other legal obligations, such as maintaining controls in respect of late trading and market timing practices.

For the above purposes, the Data will be transferred by BBH acting as administrative agent, depositary, domiciliary, registrar and transfer agent and paying agent to the Fund, under its own responsibility, to certain affiliated companies, to enable the most efficient operation of the services it provides. The affiliates may be located in countries which are not deemed to offer an adequate level of protection such as the United States of America or India. Shareholders who previously consented to the data transfer to J.P. Morgan Bank Luxembourg S.A. affiliated companies will be considered to have consented for the data transfer to BBH affiliated companies. In addition, by continuing to remain invested in the Fund, shareholders consent to their Data being transferred to other BBH entities as indicated above, as necessary to service the shareholders. The consent above is given as for so long as the shareholder remains invested in the Fund.

If you are a corporate shareholder, the Fund will consider that, by continuing to remain invested in the Fund, you have informed the signatories of your subscription form, as well as any other individual within your organisation with respect to whom the Fund has been provided or has obtained Data, of the processing undertaken by the Fund and of the sharing of the Data with the above mentioned entities and that you have received the necessary prior written consent from such individuals in this regard. The Fund will also consider that you have informed such individuals of their right of access and of rectification of the Data when such Data is inaccurate and/or incomplete.

The Fund will not transfer shareholder Data to any third parties other than those mentioned above, except if required by law or with prior consent of the affected shareholder. Wherever Data is processed, it will be kept confidential and secure.

A copy of the prospectus and the key investor information document of the Fund, taking into account all the changes mentioned in this Notice, is available at the registered office of the Fund.

Yours faithfully,

The Board of Directors.