

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

Notice of Annual General Meeting of Shareholders of Matthews Asia Funds

Notice is hereby given that the annual general meeting of shareholders (the "Meeting") of Matthews Asia Funds (the "Company") will be held on Tuesday, August 20, 2024 at 2.00 p.m. CET at the registered office of the Company with the following agenda:

Agenda

1. Approval of the audited annual accounts including the report on activities and the report of the statutory auditor of the Company (the "Statutory Auditor") for the financial year ended March 31, 2024 (the "Audited Annual Accounts").
2. Discharge of the directors of the Company for the performance of their duties carried out for the financial year ended March 31, 2024.
3. Re-appointment of Mr John P. McGowan, Mr Richard B. Goddard, Ms Hanna E. Duer and Mr James Cooper Abbott as directors of the Company (together the "Board of Directors") until the next annual general meeting of shareholders of the Company for the financial year ending on March 31, 2025.
4. Approval of the fees paid by the Company for independent director services for the financial year ending on March 31, 2024.
5. Approval of the fees to be paid by the Company for independent director services for the next financial year ending on March 31, 2025, the amount which is unchanged from the prior fiscal year.
6. Re-appointment of the Statutory Auditor of the Company, Deloitte S.A., until the next annual general meeting of shareholders of the Company approving the Audited Annual Accounts for the financial year ending March 31, 2025.
7. Allocation of the results in compliance with the proposal(s) of the Board of Directors in the form of dividend payments and ratification of the dividends distributed during the financial year ended March 31, 2024, if applicable.

Resolutions on the agenda of the Annual General Meeting will require no quorum and the resolutions will be passed by a simple majority vote of the shareholders present or represented and voting at the Meeting.

VOTING ARRANGEMENTS

Shareholders who cannot personally attend the Meeting are requested to use the enclosed form of proxy, returning it as soon as possible by email at lux.cla@bbh.com and subsequently by airmail to the registered office of the Company together with any supporting documents for the proxy verification (e.g. an authorized signatory list).

To be valid for this meeting, proxy forms should be received no later than 6.00 p.m. CET August 16, 2024.



Only shareholders on record at close of business on August 16, 2024 are entitled to vote at the Annual General Meeting of Shareholders and at any adjournments thereof.

The enclosed proxy will remain in force if this Meeting, for whatever reason, is postponed.

According to article 461-6 the Luxembourg Commercial Company Law of 10 August 1915, as amended on 10 August 2016, each Shareholder is entitled to obtain free of charge, upon request and against evidence of his title, 8 (eight) days before the Annual General Meeting a copy of the Financial Statements, together with the Audited Annual Report.

Please note that the Audited Annual Report for the year ended on March 31, 2024 is available for consulting on the following website: global.matthewsasiasia.com

By order of the Board of Directors

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Form of Proxy for use at the Annual General Meeting of Shareholders of Matthews Asia Funds to be held on August 20, 2024 or at any adjournment thereof

PLEASE COMPLETE IN BLOCK CAPITAL LETTERS

I/We the undersigned, _____,

shareholder of Matthews Asia Funds (the "Company"), hereby appoint the chairman of the annual general meeting of shareholders (the "Meeting") of the Company as my/our representative to vote for me/us on my/our behalf and for all my/our shares in the Company on the items of the agenda, as indicated below, of the Meeting to be held via video conference on Tuesday, August 20, 2024 at 2.00 p.m. CET and at any adjournment thereof.

Please indicate with an "X" in the spaces below how you wish your votes to be cast on the resolutions on the agenda of the Meeting. In the absence of any voting instructions so given, the representative will vote on any of the resolutions on the agenda of the Meeting and such other business as may properly come before the Meeting as he/she may think fit.

	Agenda	For	Against	Abstain
1.	Approval of the Audited Annual Accounts including the report on activities and the report of the Statutory Auditor of the Company for the financial year ended March 31, 2024.			
2.	Discharge of the directors of the Company for the performance of their duties carried out for the financial year ended March 31, 2024.			
3.	Re-appointment of Mr John P. McGowan, Mr Richard B. Goddard, Ms Hanna E. Duer and Mr James Cooper Abbott as directors of the Company until the next annual general meeting of shareholders of the Company for the financial year ending on March 31, 2025.			
4.	Approval of the fees paid by the Company for independent director services, for the financial year ending on March 31, 2024.			
5.	Approval of the fees to be paid by the Company for independent director services for the next financial year ending on March 31, 2025, the amount which is unchanged from the prior fiscal year.			
6.	Re-appointment of the Statutory Auditor of the Company, Deloitte S.A., until the next annual general meeting of shareholders of the Company approving the Audited Annual Accounts for the financial year ending March 31, 2025.			
7.	Allocation of the results in compliance with the proposal(s) of the Board of Directors in the form of dividend payments and ratification of the dividends distributed during the financial year ended March 31, 2024, if applicable.			



The proxy holder is furthermore authorized to make any statement cast all votes, sign all minutes of meetings and other documents, do everything which he/she deems lawful, necessary or simply useful in view of the accomplishment and fulfillment of the present proxy and to proceed in accordance with the requirements of Luxembourg law.

The present proxy will remain in force if this Meeting, for whatever reason, is postponed.

Made in _____ dated this _____, 2024

Authorised Signature (s)

Note: To be valid, this Form of Proxy must be received no later than 6.00 pm CET August 16, 2024, in Luxembourg by email to lux.cla@bbh.com and send the original by mail marked for the attention of CLA, 80, route d'Esch, L-1470 Luxembourg, Grand-Duchy of Luxembourg.