

THE HARDING LOEVNER FRONTIER MARKETS EQUITY FUND

Supplement to the Prospectus dated 16 January 2017 For Harding Loevner Funds plc

This Supplement contains specific information in relation to The Harding Loevner Frontier Markets Equity Fund (the “**Fund**”), a Fund of Harding Loevner Funds plc (the “**Company**”) an umbrella type open-ended investment company with variable capital and segregated liability between sub-funds governed by the laws of Ireland and authorised by the Central Bank of Ireland (the “**Central Bank**”).

This Supplement forms part of, may not be distributed unless accompanied by the Prospectus of the Company dated 16 January 2017 (the “Prospectus”) (other than to prior recipients of the Prospectus), and must be read in conjunction with, the Prospectus.

The Directors of Harding Loevner Funds plc, whose names appear in the **Directors of the Company** section of the Prospectus, accept responsibility for the information contained in the Prospectus and this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) such information is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Words and expressions defined in the Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

The Fund may invest in in financial derivative instruments for investment and efficient portfolio management purposes.

Dated: 16 January 2017

<u>Directory</u>	<u>Page No.</u>
Investment Objective and Policies	3
Investment Restrictions	3
Borrowings	4
Leverage	4
Risk Factors	4
Risk Management Process	5
Dividend Policy	5
Profile of a Typical Investor	5
Key Information for Buying and Selling	5
Fees and Expenses	7
Miscellaneous	7
Notification of Prices	7

Investment Objective and Policies

Investment Objective:

The investment objective of the Fund is to achieve long-term capital appreciation by investing primarily in frontier markets equities. Whilst the Fund will not aim to replicate or track the performance of any frontier market index, the Fund will aim to outperform the MSCI Frontier Markets ex-GCC Index¹.

Investment Policies:

The Fund seeks to achieve its objective by investing in frontier-markets-based companies that the Investment Manager regards as well managed, financially sound, fast growing, strongly competitive, and priced by the market below their estimated value.

The Fund will invest in freely transferable equities and equity-related securities primarily of issuers based in frontier markets. Frontier markets are developing markets too small or immature to be classified generally as developed or emerging markets, and include those markets represented in the MSCI Frontier Markets Index (including markets of the Gulf Cooperation Council (**GCC**)) and other recognized frontier markets indices, as well as other markets with similar size and maturity characteristics. Factors bearing on whether an issuer is considered to be “based” in a frontier market may include: (i) it is legally domiciled in a frontier market; (ii) it conducts at least 50% of its business, as measured by the location of its sales, earnings, assets, or production, in frontier markets; or (iii) it has the principal exchange listing for its securities in a frontier market. The Structured Financial Instruments may embed a derivative.

The securities will primarily be common stocks and other securities with equity characteristics, including but not limited to preferred stocks, warrants (not more than 5% of the Fund's Net Asset Value) including participatory notes structured as warrants, rights (which are issued by a company to allow holders to subscribe for additional securities issued by that company), convertible securities, as well as depository receipts for such securities, and Structured Financial Instruments (such as equity-linked notes or participatory notes) all of which are traded on stock exchanges or regulated markets.

The Fund will invest on a long only basis.

The Fund may also invest (up to 10% of its Net Asset Value) indirectly in such securities through holdings in open-ended collective investment schemes that satisfy Regulation 3(2) of the Regulations which shall be predominantly in the form of exchange traded funds and listed and traded in the US and Europe.

At all times at least 70% of the Fund's net assets will be invested in the foregoing instruments, i.e., freely transferable equities and equity-related securities primarily of issuers based in frontier markets. The Fund will be highly diversified and therefore will not be concentrating on any specific regions or economic sectors. It will pursue a policy of active stock selection in the markets in which it operates.

Investment Restrictions

The general investment restrictions set out under the heading **FUNDS - Investment Restrictions** in the Prospectus shall apply.

In addition, the Fund may not invest in the securities of any company or issuer that is involved in the manufacture of tobacco or tobacco-related products and which the Investment Manager, in its sole discretion has determined is an unsuitable Fund holding. For the avoidance of doubt, investment in other open-ended collective investment schemes and similar broad based funds which may hold a company subject to this restriction shall not be prohibited.

¹ The **MSCI Frontier Markets ex-GCC Index** is a free float-adjusted market capitalisation index that is designed to measure equity market performance of frontier markets excluding the Gulf Cooperation Council (GCC) Countries. The **MSCI Frontier Markets ex-GCC Index** consists of the following 21 frontier market country indices: Argentina, Bangladesh, Bulgaria, Croatia, Estonia, Jordan, Kenya, Lebanon, Lithuania, Kazakhstan, Mauritius, Morocco, Nigeria, Pakistan, Romania, Serbia, Slovenia, Sri Lanka, Tunisia, Ukraine and Vietnam.

Borrowings

In accordance with the general provisions set out in the Prospectus under the heading **FUNDS - Borrowing and Lending Powers** the Fund may borrow up to 10% of its net assets on a temporary basis.

Leverage

It is not intended that the Fund will be leveraged, however, should leverage be generated by the use of financial derivatives instruments it will not exceed 100% of the Net Asset Value of the Fund thus total exposure cannot exceed 200% of Net Asset Value. The market risk of the Fund associated with the use of financial derivative instruments will be measured using the commitment approach in accordance with the requirements of the Central Bank.

Risk Factors

The general risk factors are set out in the Prospectus under the heading **RISK FACTORS**. In addition, the following risk factors apply to the Fund:

Market Risk

Investments in the Fund may lose value due to a general downturn in stock markets.

Currency Risk

The Base Currency of the Fund is US Dollars. As the Euro, Australian Dollar and Sterling Classes are denominated in a currency other than the Base Currency of the Fund, and as currency conversions will take place on subscriptions, redemptions and distributions at prevailing exchange rates, the Euro, Australian Dollar and Sterling Classes will have a currency risk exposure to US Dollars.

Frontier Market Risk

An investment in this Fund should not constitute a substantial proportion of an investment portfolio and may not be appropriate for all investors.

Investors in the Fund should be aware of the following additional risks associated with the investment in frontier markets:

- (a) *Frontier Market Securities Risks:* Investments in the securities market(s) are subject to the risks pertaining to frontier markets generally. These risks could include the imposition of limits on the holdings of listed securities by foreign investors, and the requirement for foreign investors to maintain a trading account with only one licensed securities company in the relevant market. These may contribute to the illiquidity of the relevant securities market, as well as create inflexibility and uncertainty as to the trading environment.
- (b) *Legal and Regulatory Risks:* The laws and regulations affecting an investment in securities in a frontier market are often not as well developed and/or established as the laws and regulations of developed countries, may not have been drafted to cover specifically an investment via a fund vehicle, may be drafted in a less concise or otherwise ambiguous manner which could lead to differences in interpretation and, in some countries, may remain untested. Consequently, there may be a lower level of regulatory monitoring of the relevant securities markets than is the case for securities markets in developed countries. Additionally, in the event of a securities-related dispute involving a foreign party, the laws and regulations of these countries would generally apply (unless an applicable international treaty provides otherwise), the court systems of these countries may not be as transparent and effective as court systems in more developed countries, there can be no assurance of obtaining effective enforcement of rights through legal proceedings and the judgments of foreign courts may not be recognised.

- (c) *Trading Volumes and Volatility*: The securities markets in frontier market countries are often smaller, with lower trading volumes and shorter trading hours than securities markets in developed countries. The market capitalisations of the companies that are listed on frontier markets' securities exchanges are often smaller than those on the primary securities markets of more developed countries. As a consequence, such securities are often materially less liquid, substantially more volatile and subject to significantly greater bid/offer spreads than securities listed on the securities markets in developed countries.
- (d) *Foreign Exchange Risk*: Some frontier market currencies are controlled. Additionally, there is limited liquidity in the foreign exchange markets for certain frontier market currencies.

Risk Management Process

The Fund employs a Risk Management Process which enables it to accurately measure, monitor and manage the various risks associated with financial derivative instruments and which is available to investors.

Dividend Policy

There are no dividend entitlements for the Shares.

Profile of a Typical Investor

The Fund is suitable for investors seeking capital growth who are prepared to accept a medium to high degree of volatility over a five to seven year market cycle.

Key Information for Buying and Selling

Base Currency

US Dollars

Business Day

Any day on which banks are open for business in London, New York and Dublin and/or such other place or places as the Directors may, with the consent of the Depositary, determine.

Dealing Day

Each Business Day and/or such other day or days as the Directors may in their absolute discretion determine and notify in advance to Shareholders provided that there shall be at least two Dealing Days in each month (with at least one Dealing Day per two week period).

Dealing Deadline

In respect of a Dealing Day, the Dealing Deadline is 3.00 p.m. (Irish time) three Business Days prior to the relevant Dealing Day.

Investors should note that applications for Shares received prior to the Dealing Deadline may not be withdrawn prior to the relevant Dealing Day.

Minimum Amounts

Class	Minimum Shareholding	Minimum Initial Investment Amount	Minimum Additional Investment Amount
Euro Class A	\$1,000,000 or currency equivalent	\$1,000,000 or currency equivalent	€100
US Dollar Class A	\$1,000,000	\$1,000,000	\$100
Australian Dollar Class A	\$1,000,000 or currency equivalent	\$1,000,000 or currency equivalent	AUD100
Sterling Class A	\$1,000,000 or currency equivalent	\$1,000,000 or currency equivalent	£100

(subject to the discretion of the Directors in each case to allow lesser amounts).

Initial Offer Period

The Initial Offer Period for the US Dollar Class A Shares, the Euro Class A Shares and the Australian Dollar Class A Shares are now closed and these Share Classes are continuously open for subscription.

The Initial Offer Period for the Sterling Class A Shares will open at 9.00 a.m. (Irish time) on 3 June 2016 and close at 5.00 p.m. (Irish time) on 2 December 2016.

The end date of the Initial Offer Period may be subject to such earlier or later date as the Directors may determine and notified to the Central Bank.

Initial Issue Price

1.00 of the applicable currency per Share.

Settlement Date

In the case of initial share requests, the Application Form and all supporting documentation must be received before the Dealing Deadline.

Subsequent share purchase requests and repurchase requests should be made by completing the appropriate dealing form and be submitted in accordance with the provisions set out in the Prospectus to be received by the Administrator before the Dealing Deadline.

Payment in respect of the issue of Shares must be received by the Administrator prior to the Dealing Deadline in respect of the relevant Dealing Day by electronic transfer in cleared funds in the currency of the relevant Share Class.

The amount due on the repurchase of Shares of any Share Class in the Fund will be paid within seven Business Days by electronic transfer to an account in the name of the Shareholder. Repurchase proceeds will only be paid on receipt by the Administrator of any relevant repurchase documentation.

Subscription Charge

No subscription charge will be charged in respect of Shares in the Fund. However, the Directors may in their discretion introduce such a fee at a later date in accordance with the terms of the Prospectus and upon prior written notification to Shareholders of the affected Share Class(es).

Repurchase Charge

A repurchase charge of up to 2% of the Net Asset Value in respect of redemptions within 90 days of purchase (subject to the Directors' discretion to waive such fee).

Anti-Dilution Charge

Cost of dealing (subject to the Director's discretion to waive such fees).

The Directors may, where there are large net subscriptions and/or redemptions, charge an Anti-Dilution Levy which will be calculated to cover the costs of acquiring and/or redeeming investments as a result of net subscriptions and/or redemptions on any Dealing Day, which will include any dealing spreads and commissions and will be charged in circumstances where the Directors believe it is necessary to prevent an adverse effect on the value of the assets of the Fund.

Valuation Point

Close of business (New York time) on the relevant Dealing Day.

Fees and Expenses

Fees of the Investment Manager

The Investment Manager will be entitled to receive from the Company out of the assets of the Fund an annual fee of 1.50% of the net assets attributable to the Euro Class A Shares, the US Dollar Class A Shares, the Australian Dollar Class A Shares and the Sterling Class A Shares (plus VAT if any). This fee will accrue and be calculated on each Dealing Day and be payable monthly in arrears. The Investment Manager may, at its absolute discretion, waive any portion of the investment management fee or pay any portion of the such investment management fee to any third party in any manner whatsoever, whether by rebate or otherwise. The Investment Manager shall also be entitled to be reimbursed out of the assets of the Fund for its reasonable out-of-pocket costs and expenses incurred by the Investment Manager in the performance of its duties.

This section should be read in conjunction with the section entitled **Fees and Expenses** in the Prospectus.

Miscellaneous

A complete list of the Fund's holdings as at 30 June and 31 December of each year shall be made available to any Shareholder, upon request, within 70 days of these dates.

There are three other Funds of the Company currently in existence, namely:

The Harding Loevner Emerging Markets Equity Fund
The Harding Loevner Global Equity Fund
The Harding Loevner International Equity Fund

Notification of Prices

The Net Asset Value per Share will be available on each Business Day from the Administrator.