

AIFMD Investor Disclosure Document for AVI Japan Opportunity Trust plc

Dated: 3 March 2020

Article 23(1) and (2) of the Directive 2011/61/EU of the European Parliament and of the Council of 8 June 2011 on Alternative Investment Fund Managers (the "**AIFMD**") requires that AIFMs shall for each of the AIFs that they market in the EEA make available to AIF investors, in accordance with the AIF rules or instruments of incorporation, certain information before they invest in the AIF, as well as any material changes thereof. Article 23 of the AIFMD has been implemented in the United Kingdom through Chapter 3.2 of the Investment Funds sourcebook of the Financial Conduct Authority Handbook ("**FUND 3.2**").

This document contains either the information required by Article 23(1) and (2) of the AIFMD/FUND 3.2 to be made available to investors in AVI Japan Opportunity Trust PLC (the "**Company**") before they invest in the Company or cross-refers to the relevant document available to investors that contains such information.

This document refers to, and should be read in conjunction with, the prospectus of the Company dated 3 March 2020 (the "**Prospectus**"). Except as set out below, capitalised terms used in this document have the same meaning as in the Prospectus.

This document does not update or amend any part of the Prospectus.

REGULATORY REFERENCE		INFORMATION OR DOCUMENT AND REFERENCE
AIFMD Article 23(1)	FUND 3.2.2	
	(1)	
	(a) a description of the investment strategy and objectives of the AIF;	Prospectus, Part 1, paragraphs 2 and 3. Also Part 2, paragraph 3.
	(b) if the AIF is a feeder AIF, information on where the master AIF is established;	Not applicable.
	(c) if the AIF is a fund of funds, information on where the underlying funds are established;	Not applicable.
	(d) a description of the types of assets in which the AIF may invest;	Prospectus, Part 1, paragraph 3.
	(e) the investment techniques that the AIF, or the AIFM on behalf of the AIF, may employ and all associated risks;	Prospectus, Part 1, paragraph 3. Prospectus, "Risk Factors" section, in particular, sub-section 2.

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(f) any applicable investment restrictions;	Prospectus, Part 1, paragraph 3.
(g) the circumstances in which the AIF may use leverage;	Prospectus, Part 1, paragraph 3.
(h) the types and sources of leverage permitted and the associated risks;	Prospectus, Part 1, paragraph 3. Prospectus, "Risk Factors" section, sub-section 1.
(i) any restrictions on the use of leverage and any collateral and asset reuse arrangements; and	Prospectus, Part 1, paragraph 3. There are no collateral and asset reuse arrangements.
(j) the maximum level of leverage which the AIFM is entitled to employ on behalf of the AIF;	Prospectus, Part 1, paragraph 3. The maximum potential exposure created through leverage shall not exceed 200 per cent. under the gross method and 200 per cent. under the commitment method of calculation under the AIFMD.
(2) a description of the procedures by which the AIF may change its investment strategy or investment policy, or both;	Prospectus, Part 1, paragraph 3. No material change will be made to the Company's investment policy without the approval of Shareholders by ordinary resolution and, for so long as the Company's shares are listed on the Official List, in accordance with the Listing Rules.
(3) a description of the main legal implications of the contractual relationship entered into for the purpose of investment, including information on jurisdiction, the applicable law and the existence or absence of any legal instruments providing for the recognition and enforcement of judgments in the territory where the AIF is established;	Prospectus, Part 6. Prospectus, Part 7.
(4) the identity of the AIFM, the AIF's depositary, the auditor and any other	Prospectus, Part 2, paragraph 1. Prospectus, Part 3. Also Part 10,

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<p>service providers and a description of their duties and the investors' rights;</p>	<p>paragraphs 6 and 8.</p> <p>Absent a direct contractual relationship between a Shareholder and a service provider to the Company, Shareholders generally have no direct rights against the relevant service provider and there are only limited circumstances in which a Shareholder may potentially bring a claim against the relevant service provider. Instead, the proper claimant in an action in respect of which a wrongdoing is alleged to have been committed against the Company by the relevant service provider is, <i>prima facie</i>, the Company itself.</p>
<p>(5) a description of how the AIFM complies with the requirements referred to in IPRU-INV 11.3.11G (Professional negligence) or GENPRU 2.1.67G (Requirements relevant to collective portfolio management investment firms) relating to professional liability risk;</p>	<p>To cover potential professional liability risks resulting from its activities the AIFM may carry out pursuant to the AIFMD, the AIFM holds additional capital on its balance sheet as required by Article 14 of the AIFMD level 2 regulations (additional own funds). The AIFM also complies with the qualitative requirements addressing professional liability risks in Article 13 of the AIFMD level 2 regulation (qualitative requirements addressing professional liability risks).</p>
<p>(6) a description of:</p>	
<p>(a) any AIFM management function delegated by the AIFM;</p>	<p>Not applicable. No AIFM management function has been delegated by the AIFM.</p>
<p>(b) any safe-keeping function delegated by the depositary;</p>	<p>Prospectus, Part 10, paragraph 6.3.</p>
<p>(c) the identity of each delegate appointed in accordance with FUND 3.10 (Delegation); and</p>	<p>Not applicable. No AIFM management function has been delegated by the AIFM.</p>
<p>(d) any conflicts of interest that may arise from such delegations;</p>	<p>Not applicable. No AIFM management function has been delegated by the</p>

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	AIFM.
(7) a description of the AIF's valuation procedure and of the pricing methodology for valuing assets, including the methods used in valuing any hard-to-value assets, in line with FUND 3.9 (Valuation);	Prospectus, Part 1, paragraph 10.
(8) a description of the AIF's liquidity risk management, including the redemption rights of investors in normal and exceptional circumstances, and the existing redemption arrangements with investors;	Shareholders do not have a right for their Ordinary Shares to be redeemed and the Company does not have a fixed winding-up date. But please also refer to the Prospectus, Part 1, paragraph 4.
(9) a description of all fees, charges and expenses, and the maximum amounts directly or indirectly borne by investors;	Prospectus, Part 3, paragraph 6.
(10) a description of how the AIFM ensures a fair treatment of investors;	The AIFM will treat all of the Company's investors fairly and will not allow any investor to obtain preferential treatment.
(11) whenever an investor obtains preferential treatment or the right to obtain preferential treatment, a description of:	
(a) that preferential treatment;	No investor currently obtains preferential treatment or the right to obtain preferential treatment.
(b) the type of investors who obtain such preferential treatment; and	No investor currently obtains preferential treatment or the right to obtain preferential treatment.
(c) where relevant, their legal or economic links with the AIF or AIFM;	No investor currently obtains preferential treatment or the right to obtain preferential treatment.
(12) the procedure and conditions for the issue and sale of units or shares;	Prospectus, Part 6. Prospectus, Part 7.
(13) the latest net asset value of the	The Net Asset Value per Ordinary

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	AIF or the latest market price of the unit or share of the AIF, in line with FUND 3.9 (Valuation);	Share is calculated on a daily basis and is published daily through a Regulatory Information Service and made available through the Company's website.
	(14) the latest annual report, in line with FUND 3.3 (Annual report of an AIF);	The latest annual report and accounts of the Company (for the period from incorporation to 31 December 2019) is available through the Company's website.
	(15) where available, the historical performance of the AIF;	The Company's historical performance data, including copies of the Company's latest annual report and accounts, is made available on the Company's website.
	(16)	
	(a) the identity of the prime brokerage firm;	Not applicable.
	(b) a description of any material arrangements of the AIF with its prime brokerage firm and the way any conflicts of interest are managed;	Not applicable.
	(c) the provision in the contract with the depositary on the possibility of transfer and reuse of AIF assets; and	Neither the Depositary nor any custodian appointed by it has any right of re-use in respect of the Company's assets.
	(d) information about any transfer of liability to the prime brokerage firm that may exist; and	Not applicable.
	(17) a description of how and when the information required under FUND 3.2.5 R and FUND 3.2.6 R will be disclosed.	Under FUND 3.2.5 R, the AIFM must disclose to investors periodically: (1) the percentage of the Company's assets that are subject to special arrangements arising from their illiquid nature; (2) any new arrangements for managing the liquidity of the

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	<p>Company; and</p> <p>(3) the current risk profile of the Company and the risk management systems employed by the AIFM to manage those risks.</p> <p>The information shall be disclosed as part of the Company's periodic reporting to investors, and — at a minimum — at the same time as the Company's annual report is made available.</p> <p>Under FUND 3.2.6 R, the AIFM must disclose on a regular basis:</p> <p>(1) any changes to:</p> <p>(a) the maximum level of leverage that the AIFM may employ on behalf of the Company; and</p> <p>(b) any right of reuse of collateral or any guarantee granted under the leveraging arrangement; and</p> <p>(2) the total amount of leverage employed by the Company.</p> <p>Information on changes to the maximum level of leverage, any right of re-use of collateral or any guarantee under the leveraging arrangements and the total amount of leverage deployed by the Company will be disclosed on the Company's website at the same time as the Company's annual report is made available to investors or more frequently at the AIFM's discretion.</p> <p>Without limitation to the generality of the foregoing, any information required under FUND 3.2.5 R and FUND 3.2.6 R may be disclosed (a) in the Company's annual report, (b) in</p>

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		factsheets that will be available on the Company's website or (c) by the Company issuing an announcement via a Regulatory Information Service or (d) by the Company publishing the relevant information on the Company's website.
AIFMD Article 23(2)	FUND 3.2.3	
	(1) An AIFM must inform investors before they invest in the AIF of any arrangement made by the depositary to contractually discharge itself of liability, in accordance with regulation 30 of the AIFMD UK Regulation.	The Depositary Agreement provides that the Depositary shall not discharge its liability in accordance with Article 21 (13) or (14) of the AIFMD unless notification shall have been given to the Company as soon as reasonably practicable.
	(2) The AIFM must also inform investors without delay of any changes with respect to depositary liability.	Without limitation, Shareholders may be informed (a) in the Company's annual report, (b) by the Company issuing an announcement via a Regulatory Information Service or (c) by the Company publishing the relevant information on the Company's website.

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