

ASIATRavel.COM HOLDINGS LTD
(Company Registration No.: 199907534E)
(Incorporated in Singapore)

NOTICE OF EXPIRY OF W160715 WARRANTS ON 15 JULY 2016

TO: ALL HOLDERS OF W160715 WARRANTS ("WARRANTS") TO SUBSCRIBE FOR NEW ORDINARY SHARES IN THE CAPITAL OF ASIATRavel.COM HOLDINGS LTD (THE "COMPANY")

THIS IS AN IMPORTANT NOTICE THAT REQUIRES YOUR IMMEDIATE ATTENTION.

Holders of Warrants ("**Warranholders**") who are in doubt as to the action they should take, they should consult their stockbrokers, bank managers, accountants, solicitors or other professional advisers immediately.

Warranholders who have sold their Warrants should immediately upon receipt of a copy of this Notice, send it to the purchaser or the bank, stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.

In this Notice, the term "Warrants" refer to all W160715 Warrants issued by the Company, the terms of which are constituted in the deed poll executed by the Company on 27 December 2012.

EXPIRY OF WARRANTS ON FRIDAY, 15 JULY 2016 AT 5.00 P.M.

Warranholders are reminded that in accordance with the terms and conditions of the Warrants, the subscription rights to subscribe for new ordinary shares (the "**New Shares**") in the capital of the Company **will expire at 5.00 p.m. on Friday, 15 July 2016**, after which time, any rights comprised in the Warrants which have not been exercised will lapse and the Warrants will cease to be valid for any purpose whatsoever.

EXERCISE PRICE

The exercise price of the Warrants is currently S\$0.273 for each New Share (the "**Exercise Price**").

PROCEDURE FOR EXERCISE OF WARRANTS

Warranholders who wish to exercise their subscription rights must do so in accordance with the terms and conditions of the Warrants. In order to exercise the Warrants, a Warranholders must complete and sign the exercise notice relating to the Warrants in the prescribed form (the "**Exercise Notice**"). Copies of the Exercise Notice are available from the Company's Warrant Agent, Boardroom Corporate & Advisory Services Pte. Ltd. (the "**Warrant Agent**"). The address, telephone and business hours of the Warrant Agent are as follows:

Boardroom Corporate & Advisory Services Pte. Ltd.
50 Raffles Place
#32-01 Singapore Land Tower
Singapore 048623
Tel: 6536-5355

Business hours: 8.30 a.m. to 5.30 p.m. from Mondays to Fridays
(closed on Saturdays, Sundays and Public Holidays)

Completed Exercise Notices must be delivered to the Warrant Agent, **not later than 5.00 p.m. on Friday, 15 July 2016**, together with, *inter alia*:

(A) Lodgement Conditions

In order to exercise one or more Warrants, a Warrantholder must, **before 3.00 p.m. on any Business Day and before 5.00 p.m. on 15 July 2016 during the Exercise Period**, fulfill the following conditions:

(i) Lodgement of Warrant Certificates and Exercise Notice

Lodgement of the relevant Warrant Certificate registered in the name of the exercising Warrantholder for exercise at the specified office of the Warrant Agent together with the Exercise Notice in respect of the Warrants represented thereby in the form (for the time being current) obtainable from the Warrant Agent, duly completed and signed by or on behalf of the exercising Warrantholder and duly stamped in accordance with any law for the time being in force relating to stamp duty, provided always that the Warrant Agent may dispense or defer with the production of the relevant Warrant Certificate where such Warrant Certificate is registered in the name of The Central Depository (Pte) Limited (“**CDP**”);

(ii) Further Evidence

The furnishing of such evidence (if any, including evidence of nationality) as the Warrant Agent may require to determine the due execution of the Exercise Notice by or on behalf of the exercising Warrantholder (including every joint Warrantholder, if any) or otherwise ensure the due exercise of the Warrants and such other evidence as the Company may require to verify due compliance for the purposes of administering and implementing the provisions set out in these Conditions;

(iii) Payment of Exercise Price

The payment or satisfaction of the Exercise Price in accordance with the provisions of Condition (B) below;

(iv) Fees and Expenses

The payment of expenses or other fees payable to, CDP (if any) or any stamp, issue, registration or other similar taxes or duties arising on the exercise of the relevant Warrants as the Warrant Agent may require; and

(v) Other Requirements

If applicable, the payment of any fees for certificates for the New Shares to be issued and the expenses of, and the submission of any necessary documents required in order to effect the delivery of certificates for the New Shares, upon exercise of the relevant Warrants to the place specified by the exercising Warrantholder in the Exercise Notice or to CDP (as the case may be).

Warrants Registered in CDP's Name

Any exercise of Warrants registered in the name of CDP shall be conditional on that number of Warrants so exercised being available in the “**Free Balance**” of the Securities Account of the exercising Warrantholder with CDP until the relevant Exercise Date and on the exercising Warrantholder electing in the Exercise Notice to have the delivery of the New Shares arising from the exercise of the relevant Warrants to be effected by crediting such Shares to the Securities Account of the exercising Warrantholder, or, in the case where funds standing to the credit of a CPF Investment Account are to be used for the payment of the Exercise Price arising from the exercise of each Warrant, by crediting such Shares to the Securities Account of the nominee company of the CPF Approved Bank as specified in the Exercise Notice, failing which the Exercise Notice shall be void and all rights of the exercising Warrantholder and of any other person thereunder shall cease.

(B) Payment of Exercise Price

Payment of the Exercise Price shall be made to the specified office of the Warrant Agent by way of a remittance in Singapore currency by banker's draft or cashier's order drawn on a bank operating in Singapore, and/or by debiting the CPF Investment Account with the CPF Approved Bank as specified in the Exercise Notice, for the credit of the Special Account for the full amount of the Exercise Price payable in respect of the Warrants exercised, provided that any such remittance shall be accompanied by the delivery to the Warrant Agent of the payment advice referred to below.

Each such payment shall always be made free of any foreign exchange commissions, remittance charges or other deductions and shall be accompanied by a payment advice containing (i) the name of the exercising Warranholder, (ii) the number of Warrants exercised and (iii) the certificate numbers of the relevant Warrant Certificates or, if the relevant Warrant Certificates are registered in the name of CDP, the Securities Account(s) of the exercising Warranholder which is to be debited with the Warrants being exercised. In each case, compliance must also be made with any exchange control or other statutory requirements for the time being applicable.

If the payment advice fails to comply with the foregoing provisions, the Warrant Agent may, at its absolute discretion and without liability to itself or the Company, refuse to recognise the relevant payment as relating to the exercise of any particular Warrant, and the exercise of the relevant Warrants may accordingly be delayed or treated as invalid and neither the Warrant Agent nor the Company shall be liable to the Warranholder in any manner whatsoever. If the relevant payment received by the Warrant Agent in respect of an exercising Warranholder's purported payment of the Exercise Price relating to all the relevant Warrants lodged with the Warrant Agent is less than the full amount of such Exercise Price, the Warrant Agent shall not treat the relevant payment so received or any part thereof as payment of the Exercise Price or any part thereof and, accordingly, the whole of such relevant payment shall remain in the Special Account (subject to Condition (D) below) unless and until a further payment is made in accordance with the requirements set out above in this Condition (B) in an amount sufficient to cover the deficiency. The Company shall not be held responsible for any loss arising from the retention of any such payment by the Warrant Agent.

ADJUSTMENTS TO THE EXERCISE PRICE OF THE WARRANTS

As stated in paragraph 9 of the Company's circular to shareholders dated 3 March 2016 (the "**Circular**"), the allotment and issue of the Placement Shares (as defined in the Circular) at the Placement Price (as defined in the Circular) of S\$0.20 will constitute an event which will require an adjustment to be made to the Exercise Price of the outstanding Warrants pursuant to the terms and conditions (the "**Conditions**") of the Warrants.

As of the date of this Notice, the Company has not completed the Proposed Placement (as defined in the Circular). Subject to Completion (as defined in the Circular) of the Proposed Placement (as defined in the Circular), the adjustment to the Exercise Price of the Warrants from S\$0.273 to S\$0.25 is expected to be effective, retroactively, from the close of business on the SGX-ST on 26 November 2015. The Company will make an announcement in connection with the adjustment to the exercise price of the Warrants and will notify the Warranholders in due course of the Completion (as defined in the Circular) of the Proposed Placement (as defined in the Circular), in accordance with the Conditions.

LAST DAY FOR TRADING IN WARRANTS

The last day for trading in the Warrants on the Singapore Exchange Securities Trading Limited ("**SGX-ST**") will be 8 July 2016, and trading will cease with effect from 9.00 a.m. on 11 July 2016. The Warrants will then be de-listed from the Official List of the SGX-ST with effect from 9.00 a.m. on 18 July 2016.

BY ORDER OF THE BOARD

Boh Tuang Poh
Executive Director
13 June 2016

This announcement has been reviewed by the Company's Sponsor, RHT Capital Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Company's Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The details of the contact person for the Sponsor are:

*Name: Ms Amanda Chen, Registered Professional, RHT Capital Pte. Ltd.
Address: Six Battery Road #10-01 Singapore 049909
Tel: (65) 6381 6757*