

# Asiatravel.com



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

## **MINUTES OF ANNUAL GENERAL MEETING OF THE COMPANY HELD VIA ELECTRONIC MEANS**

<b>PLACE</b>	: Live webcast via <a href="https://globalmeeting.bigbangdesign.co/asiatravel/">https://globalmeeting.bigbangdesign.co/asiatravel/</a>
<b>DATE</b>	: Friday, 28 January 2022
<b>TIME</b>	: 2.00 p.m.
<b>PRESENT</b>	: Please see attendance list.
<b>IN ATTENDANCE</b>	: Please see attendance list.
<b>CHAIRMAN</b>	: Mr. Boh Tuang Poh

*Unless otherwise defined herein or the context otherwise requires, all capitalised terms used herein shall bear the same meanings ascribed to them in the Company's announcements dated 12 January 2022 and 28 January 2022 and the Company's Annual Report for the financial year ended 31 December 2019.*

### **INTRODUCTION**

The Chairman of the Board introduced the Directors present at the AGM.

### **QUORUM**

The chairman ("**Chairman**") of the annual general meeting of the Company ("**AGM**") sought the confirmation of the Company Secretary that a quorum was present and the Company Secretary confirmed that the quorum necessary for a general meeting as set out in the constitution of the Company ("**Constitution**") was present. Therefore, the Chairman declared the AGM open at 2.00 p.m.

### **NOTICE**

With the consent of the Chairman, the Notice of AGM was taken as read. Proxy forms lodged have been checked and found to be in order.

### **VOTING BY POLL**

The Chairman briefed the shareholders of the Company ("**Shareholders**") that in view of the Alternative Arrangements Order, Shareholders will not be able to vote online at the live webcast AGM. Instead, Shareholders who wish to exercise their votes must submit a proxy form to appoint the Chairman of the AGM to vote on their behalf. Proxy forms lodged have been checked and found to be in order.

The Chairman informed that all resolutions to be tabled at the AGM would be voted upon by way of poll as required under the Listing Manual – Section B: Rules of Catalist (“**Catalist Rules**”) of the Singapore Exchange Securities Trading Limited (“**SGX-ST**”). All the motions have been duly voted by the Shareholders through the submissions of the proxy forms to the Share Registrar and the Scrutineer has verified the counting of all votes casted through the proxy forms.

The Chairman informed that In.Corp Corporate Services Pte. Ltd. was appointed as the polling agent and Janusys Consultants Pte Ltd (“**Scrutineer**”) was appointed as the scrutineer for the poll of the AGM.

## QUESTIONS FROM SHAREHOLDERS FOR THE AGM

The Chairman informed that based on information provided in the Notice of AGM dated 12 January 2022, Shareholders will not be able to ask questions at the live webcast AGM. As at the Registration Deadline at 2.00 p.m. on 20 January 2022 for the submission of questions by Shareholders relating to resolutions to be tabled for approval at the AGM or to the Company’s businesses and operations, there is no question received by the Company prior to the AGM.

## ORDINARY BUSINESSES:

### 1. AUDITED FINANCIAL STATEMENTS, DIRECTORS’ STATEMENT OF THE COMPANY AND AUDITORS’ REPORT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019 – RESOLUTION 1

The AGM proceeded to receive and adopt the Audited Financial Statements, Directors’ Statement of the Company and Auditors’ Report for the financial year ended 31 December 2019.

The voting results of the poll for Resolution 1 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	7,835,900	100%
Against the Resolution	0	0%
Abstained from the Resolution	0	0%

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

“That the Directors’ Statement and Audited Financial Statements of the Company and the Group for the financial year ended 31 December 2019 together with the Auditors’ Report be and are hereby received and adopted.”

## **2. DIRECTORS' FEES FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2019 – RESOLUTION 2**

The Board had recommended the payment of Directors' fees of S\$63,000 for the financial period ended 31 December 2019.

The voting results of the poll for Resolution 2 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	7,835,900	100%
Against the Resolution	0	0%
Abstained from the Resolution	107,000	N/A

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

"That the payment of the Directors' fees of S\$63,000 for the financial period ended 31 December 2019 be approved."

## **3. RE-ELECTION OF MR. TAY KAH CHYE AS A DIRECTOR – RESOLUTION 3**

Mr. Tay Kah Chye who was retiring as a Director of the Company in accordance with Regulation 104 of the Constitution of the Company, had signified his consent to continue in office.

The voting results of the poll for Resolution 3 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	7,835,900	100%
Against the Resolution	0	0%
Abstained from the Resolution	107,000	0%

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

"That Mr. Tay Kah Chye, who retired from office in accordance with Regulation 104 of the Constitution of the Company and being eligible, offered himself for re-election, be and is hereby re-elected as a Director of the Company."

Mr. Tay Kah Chye will, upon re-election as a Director of the Company, remain as the Chairman of the Audit Committee and Nominating Committee and a member of the Remuneration Committee and will be considered independent for the purpose of Rule 704(7) of the Catalist Rules."

**4. RE-APPOINTMENT OF MESSRS ERNST & YOUNG LLP AS THE AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION – RESOLUTION 4**

Subject to Shareholders' approval at the AGM, the Board had proposed to re-appoint Messrs Ernst & Young LLP as the Auditors of the Company for the ensuing year and sought Shareholders' authority for the Directors to fix their remuneration.

The voting results of the poll for Resolution 4 were as follows:

	Total Votes	Percentage of Total Votes
For the Resolution	7,835,900	100%
Against the Resolution	0	0%
Abstained from the Resolution	0	0%

Based on the above result, the Chairman declared the motion carried and it was **RESOLVED**:

"That Ernst & Young LLP, who have expressed their willingness to continue in office, be and are hereby re-appointed as Auditors until the conclusion of the next AGM at a fee to be agreed between the Directors and Ernst & Young LLP."

**ANY OTHER BUSINESS**

As no notice of any other ordinary business to be transacted at the AGM had been received by the Company Secretary, the AGM proceeded to deal with the special business outlined in the Notice of AGM.

**CONCLUSION**

There being no other business to transact, the Chairman declared the AGM of the Company closed at 2.06 p.m. and thanked everyone for their attendance.

**CONFIRMED AS A TRUE RECORD OF PROCEEDINGS HELD**

**BOH TUANG POH**  
**CHAIRMAN OF THE MEETING**