



ASIATRavel.COM HOLDINGS LTD
(INCORPORATED IN THE REPUBLIC OF SINGAPORE)
(COMPANY REGISTRATION NO.: 199907534E)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (“**AGM**”) of Asiatravel.com Holdings Limited (the “**Company**”) will be held by way of electronic means on **28 January 2022** at **2.00 p.m.** for the purposes set out below.

The Notice has been made available on SGXNet and the AGM registration website at URL <https://globalmeeting.bigbangdesign.co/asiatravel/>. A printed copy of this Notice, the proxy form and other documents related to the AGM will not be despatched to members

AS ORDINARY BUSINESS

1.To receive and adopt the Audited Financial Statements and Directors’ Statement for the financial year ended 31 December 2020 together with the Auditors’ Report thereon. **(Resolution 1)**

2.To approve the Directors’ fees of S\$63,000.00 for the financial year ended 31 December 2020. (2019: S\$63,000.00). **(Resolution 2)**

3.To re-elect Mr. Lee Kien Fatt who is retiring pursuant to Regulation 104 of the Constitution of the Company. **(Resolution 3)**

[See Explanatory Note (i)]

4.To note the retirement of Messrs Ernst & Young LLP as the Auditors of the Company.

[See Explanatory Note (ii)]

5.To transact any other ordinary business that may be properly transacted at an annual general meeting.

By Order of the Board

Shirley Tan Sey Lij (FCS, FCG)
Company Secretary
12 January 2022

Explanatory Notes:

- (i) Pursuant to Regulation 104 of the Constitution, Mr Lee Kien Fatt will, upon re-election as a Director of the Company, remain as the chairman of the Remuneration Committee and member of Audit Committee and Nominating Committee. He shall be considered independent for the purposes of Rule 704(7) of the Catalist Rules.

- (ii) Messrs Ernst & Young LLP has expressed their retirement at the AGM and did not seek for re-appointment as the auditors of the Company. In light of the retirement of Messrs Ernst & Young LLP, the Audit Committee had requested for proposals from various audit firms for evaluation. Once the evaluation process is completed, the Company would arrange the resolution for the proposed appointment of new auditors to be tabled for approval of the Company's shareholders. Any further development of the appointment of new auditors would be announced by the Company via SGXNET.

Important notice on AGM arrangements in light of COVID-19

The Notice of AGM has been published on SGXNET. A printed copy of this Notice, the proxy form and other documents related to the AGM will **NOT** be despatched to members of the Company.

This notice sets out the Company's arrangements relating to, among others, attendance at the AGM via electronic means (including arrangements by which the AGM can be electronically accessed via live audio-visual webcast or live audio-only stream), submission of questions to the Chairman of the AGM in advance of the AGM, addressing of substantial and relevant questions prior to the AGM and/or voting by appointing the Chairman of the AGM as proxy for the AGM.

Notes:

1. The AGM is being convened, and will be held, by electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.
2. In light of the current COVID-19 measures in Singapore, members will not be able to attend the AGM in person. Members will be able to watch the proceedings of the AGM through a "live" webcast via their mobile phones, tablets or computers or listen to these proceedings through a "live" audio feed via telephone. In order to do so, members who wish to watch the "live" webcast or listen to the "live" audio feed must pre-register by **2.00 p.m. on 25 January 2022**, at URL <https://globalmeeting.bigbangdesign.co/asiatravel/>. Following authentication of their status as members, authenticated members will receive email instructions on how to access the webcast and audio feed of the proceedings of the AGM by **2.00 p.m. on 26 January 2022**. Members who do not receive an email by **2.00 p.m. on 26 January 2022** should contact the Company's Share Registrar, by email at shareregistry@incorp.asia.

Persons holding Shares through relevant intermediaries who wish to participate in the AGM via webcast should contact their relevant intermediaries through which they hold such Shares as soon as possible in order for the necessary arrangements to be made for their participation in the AGM.

3. Members who pre-register to watch the "live" webcast or listen to the "live" audio feed may also submit questions relating to the resolutions to be tabled for approval at the AGM. Please note that members will not be able to ask questions at the AGM "live" during the webcast and the audio feed.

All questions must be submitted by **2.00 p.m. on 20 January 2022**:

- (a) in hard copy by post to 46 East Coast Road, #06-03, Eastgate, Singapore 428766; or
- (b) by email to 20192020agm@asiatravel.com;
- (c) via the pre-registration website at URL <https://globalmeeting.bigbangdesign.co/asiatravel/>

The Company will address substantial questions relevant to the resolutions to be tabled for approval at the AGM as received from Shareholders either before or during the AGM. The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet and the Company's website.

4. A member will not be able to attend the AGM in person. Members (whether individuals or corporates) who wish to exercise their voting rights at the Annual General Meeting must appoint the Chairman of the Meeting as their proxy to attend, speak and vote on their behalf at the Annual General Meeting. In appointing the Chairman of the Meeting as proxy, members (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid.
5. The Chairman of the Meeting, as proxy, need not be a member of the Company.
6. The instrument appointing the Chairman of the Meeting as proxy must:
 - (a) if sent personally or by post, be received at 46 East Coast Road, #06-03, Eastgate, Singapore 428766; or
 - (b) if submitted by email, be received by Asiatravel.com Holdings Ltd., by email at 20192020agm@asiatravel.com

In either case no later than **2.00 p.m. on 26 January 2022**, and in default the instrument of proxy shall not be treated as valid. A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

7. The Annual Report for the financial year ended 31 December 2020 has been made available on SGXNET.
8. The instrument appointing the Chairman of the Meeting as proxy must be signed by the appointor or his attorney duly authorised in writing. Where the instrument appointing the Chairman of the Meeting as proxy is executed by a corporation, it must be either under its common seal or signed on its behalf by a duly authorised officer or attorney.
9. Where an instrument appointing the Chairman of the Meeting as proxy is signed on behalf of the appointor by an attorney, the power of attorney (or other authority) or a duly certified copy thereof must (failing previous registration with the Company) be attached to the instrument of proxy, failing which the instrument may be treated as invalid.
10. The Company shall be entitled to reject the instrument appointing the Chairman of the Meeting as proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing the Chairman of the Meeting as proxy (such as in the case where the appointor submits more than one instrument of proxy).

11. In the case of shares entered in the Depository Register, the Company may reject an instrument of proxy if the member, being the appointor, is not shown to have shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding the meeting, as certified by The Central Depository (Pte) Limited to the Company.

Important Reminders:

Due to the constantly evolving COVID-19 situation, the Company may be required to change its AGM arrangements at short notice. Members are advised to regularly check the Company's website or announcements released on SGXNET for updates on the AGM. Further, in view of the current COVID-19 measures which may make it difficult for members to submit completed proxy forms by post, members are strongly encouraged to submit completed proxy forms electronically via email.

Personal Data Privacy:

By (a) submitting a proxy form appointing the Chairman of the AGM as proxy to attend, speak and vote at the AGM and/or any adjournment thereof, (b) completing the pre-registration in accordance with this Notice, or (c) submitting any question prior to the AGM in accordance with this Notice, a Member of the Company consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents or service providers) for the following purposes:

- (i) processing, administration and analysis by the Company (or its agents or service providers) of proxy forms appointing the Chairman of the AGM as proxy for the AGM (including any adjournment thereof);
- (ii) processing of the pre-registration for purposes of granting access to Members to the LIVE WEBCAST or AUDIO ONLY MEANS of the AGM proceedings and providing them with any technical assistance where necessary;
- (iii) addressing substantial and relevant questions from members received before the AGM and if necessary, following up with the relevant members in relation to such questions;
- (iv) preparation and compilation of the attendance lists, proxy lists, minutes and other documents relating to the AGM (including any adjournment thereof); and
- (v) enabling the Company (or its agents or service providers) to comply with any applicable laws, listing rules, take-over rules, regulations and/or guidelines.

In addition, the personal data of a Member (such as name, presence at the AGM and any questions raised or motions proposed/seconded) may be recorded by the Company during sounds and/or video recordings of the AGM which may be made by the Company for record keeping and to ensure the accuracy of the minutes of the AGM and a Member of the Company consents to the collection, use and disclosure of the Member's personal data by the Company (or its agents or service providers) for such purpose.

This notice has been prepared by the Company and its contents have been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"), for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The Sponsor has not independently verified the contents of this notice. This notice has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this notice, including the correctness of any of the statements or opinions made or reports contained in this notice. The contact person for the Sponsor is Ms Bao Qing, Registered Professional, 6 Raffles Quay, #24-02, Singapore 048580, sponsor@rhtgoc.com.