

ASIATRAVEL.COM HOLDINGS LTD
(Company Registration No.: 199907534E)

**SECOND SUPPLEMENTAL AGREEMENT IN RELATION TO THE PROPOSED PLACEMENT
- COMPLETION OF THE BALANCE PLACEMENT**

The Board of Directors (the “**Board**”) of Asiatravel.com Holdings Ltd (the “**Company**”) refers to:

- (a) its circular to shareholders of the Company dated 3 March 2016 (the “**Circular**”) in relation to, *inter alia*, the proposed placement (the “**Proposed Placement**”) of 500,000,000 Placement Shares in the Company to Zhong Hong New World International Limited (the “**Placee**”) at S\$0.20 per Placement Share (the “**Placement Price**”) for an aggregate placement consideration of S\$100,000,000; and
- (b) its announcement dated 24 November 2016 (the “**Balance Placement Announcement**”) in relation to, *inter alia*, the issuance and allotment of 47,000,000 Placement Shares (the “**Balance Placement Shares**”) by the Company and the payment for the Balance Placement Shares at the Placement Price of S\$0.20 per Balance Placement Share, for an aggregate of S\$9,400,000 (the “**Balance Placement Consideration**”) (the “**Balance Placement**”).

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board wishes to announce that the Company has today completed the Balance Placement, and the 47,000,000 Balance Placement Shares have been issued to the Placee at the Placement Price of S\$0.20 per Balance Placement Share.

Following the completion of the Partial Placement, the Company’s issued share capital has increased from 385,765,286 Shares to 432,765,286 Shares. The Balance Placement Shares rank in all respects *pari passu* with the existing issued Shares. The Balance Placement Shares are expected to be listed and quoted on the Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on 28 November 2016.

With the completion of the Balance Placement, the Company’s Substantial Shareholder, ZhongHong Holding Co., Ltd., holds a deemed interest in 128,500,000 Shares, representing approximately 29.69% of the enlarged issued share capital of the Company. Accordingly, Shareholders are to note that ZhongHong Holding Co., Ltd. will continue to be a controlling shareholder of the Company as defined in Section B: Rules of Catalist of the Listing Manual of the SGX-ST.

As mentioned in the Balance Placement Announcement, the Company is exploring further acquisition opportunities as part of its plans to expand operations in the PRC. Further information on such acquisition(s) will be announced when the Company enters into binding agreement(s).

BY ORDER OF THE BOARD

Boh Tuang Poh
Executive Chairman & CEO

25 November 2016

*This announcement has been reviewed by the Company’s sponsor, RHT Capital Pte. Ltd. (“**Sponsor**”), for compliance with the relevant rules of the SGX-ST. The 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 as follows:*

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