

Asiatravel.com



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

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- (1) COMMENCEMENT OF COURT SUPERVISED REORGANISATION PROCESS;
 - (2) RECEIPT OF STATUTORY DEMANDS;
 - (3) RECEIPT OF WRIT OF SUMMONS; AND
 - (4) UPDATE ON NOTICE OF INTENT TO SUSPEND TRAVEL AGENT LICENCE
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The Board of Directors (“**Board**”) of Asiatravel.com Holdings Ltd (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce the following.

1. Commencement of Court Supervised Reorganisation Process

- 1.1. The Company wishes to announce that the Company and its subsidiary, AT Reservation Network Pte. Ltd. (“**AT Reservation**”, and together with the Company, the “**Applicants**”) had, on 7 August 2018, filed applications with the High Court of the Republic of Singapore (“**Court**”) to seek a moratorium against enforcement actions and legal proceedings by its creditors (“**S211B Applications**”), with the intention of subsequently proposing a scheme of arrangement to organise the liabilities of the Company and AT Reservation.
- 1.2. The Board is of the view that the issues facing the Applicants can be resolved and a successful scheme of arrangement will enable creditors to achieve a better recovery of their debts than in a liquidation and preserve the value of the businesses of the Group for the benefit of all stakeholders. In this regard, the Applicants have engaged Baker Tilly TFW LLP (“**Scheme Manager**”) to advise on the intended scheme of arrangement and to act as scheme manager in due course. The Applicants are working closely with the Scheme Manager and its advisors, creditors and stakeholders to achieve the best possible outcome for all interested parties.
- 1.3. Pursuant to the S211B Applications, the Applicants are seeking orders that for a period of six (6) months from the date of the order:
 - (a) no resolution shall be passed for the winding up of the Applicants;
 - (b) no receiver or manager shall be appointed over any property or undertaking of the Applicants;
 - (c) no proceedings shall be commenced or continued against the Applicants, except with the leave of the Court and subject to such terms as the Court imposes;
 - (d) no execution, distress, or other legal process against any property of the Applicants shall be commenced, continued, or levied except with the leave of the Court and subject to such terms as the Court imposes;
 - (e) no step to enforce any security over any property of the Applicants, or to repossess any goods held by the Applicants under any chattels leasing agreement, hire-purchase agreement, or retention of title agreement shall be taken or continued, except with the leave of the Court and subject to such terms as the Court imposes; and
 - (f) no right of re-entry or forfeiture under any lease in respect of any premises occupied by the Section 211B Applicants shall be enforced (including any enforcement pursuant to section

18 or section 18A of the Conveyancing and Law of Property Act (Cap. 61)), except with the leave of the Court and subject to such terms as the Court imposes,

(collectively, the “**Moratorium Orders**”).

- 1.4. Pursuant to Section 211B(8) of the Companies Act, upon the filing of the Section 211B Applications, a moratorium automatically comes into effect for thirty (30) days commencing from the date of the applications, or until the date the court decides the applications, whichever is earlier.
- 1.5. As at the date of this announcement, the pre-trial conferences for the Section 211B Applications (“**PTC**”) have been set on 14 August 2018 by the Court. Please take note that the PTC is not a substantive hearing of the applications but is administrative in nature, where the Court will give directions on the conduct of the proceedings for the Section 211B Applications. The Company will update shareholders after the PTC.

2. RECEIPT OF STATUTORY DEMANDS

2.1. American Express International Inc.

The Company had received a statutory demand dated 5 July 2018 from the solicitors of American Express International Inc. (“**AMEX**”) pursuant to which, AMEX is claiming a sum of S\$296,353.10. The statutory demand states that if the Company fails to pay the same within 21 days thereof, the Company shall be deemed to be unable to pay its debts and AMEX may proceed to file a winding-up application against the Company. The Company has obtained legal advice and has, through its lawyers, requested for time to manage its affairs and make payment. An extension of time of three (3) weeks from the deadline specified in the statutory demand has been requested by the Company. As at the date of this announcement, the Company has yet to receive any updates from AMEX in respect of the extension of time requested by the Company.

2.2. Furama City Centre Singapore

The Company’s subsidiary, AT Reservation, had received a statutory demand dated 9 July 2018 from the solicitors of Furama City Centre Singapore (“**FCC**”) pursuant to which, FCC is claiming a sum of S\$13,020.94. The statutory demand states that if AT Reservation fails to pay the same within 21 days thereof, AT Reservation shall be deemed to be unable to pay its debts and FCC may proceed to file a winding-up application against AT Reservation. The Company has obtained legal advice and has, through its lawyers, requested for time to manage its affairs and make payment. An extension of time of three (3) weeks from the deadline specified in the statutory demand has been requested by AT Reservation. As at the date of this announcement, the Company has yet to receive any updates from FCC in respect of the extension of time requested by the Company.

2.3. Furama Riverfront Singapore

AT Reservation had received a statutory demand dated 9 July 2018 from the solicitors of Furama Riverfront Singapore (“**FR**”) pursuant to which, FR is claiming a sum of S\$5,678.00. The statutory demand states that if AT Reservation fails to pay the same within 21 days thereof, AT Reservation shall be deemed to be unable to pay its debts and FR may proceed to file a winding-up application against AT Reservation. The Company is currently obtaining further legal advice in respect of the foregoing and assessing the impact and validity thereof, given that the sum claimed does not exceed S\$10,000.

2.4. The Singapore Resort & SPA

AT Reservation had received a letter of demand dated 19 July 2018 from the solicitors of The Singapore Resort & SPA (“**SRS**”) pursuant to which, SRS is claiming a sum of S\$57,870.00. The letter of demand states that if AT Reservation fails to pay the same within five (5) days thereof, SRS shall commence legal action against AT Reservation for recovery of the sum, including interests and legal costs. The Company is currently obtaining further legal advice in respect of the foregoing and assessing the impact thereof. In this regard, the Company has issued a letter of demand dated 26 July 2018 in respect of a sum of S\$114,800 owed by SRS to the Company. AT Reservation’s claim against SRS is in respect of SRS’s breach of the terms of a bulk purchase agreement dated 20 February 2017 entered into between the parties.

3. RECEIPT OF WRIT OF SUMMONS

AT Reservation had on 20 July 2018 been served with a writ of summons and statement of claim by Lufthansa Airplus Servicekarten GMBH (“**Lufthansa**”) pursuant to which, Lufthansa is claiming a sum of S\$71,013.58 plus interest and costs and further or other orders. AT Reservation is currently seeking legal advice and will be entering appearance to defend against the claim by Lufthansa.

In view of the automatic moratorium stated in paragraph 1.4 above, the above proceedings in paragraphs 3 and 4 cannot be continued against the Company for the period of thirty (30) days, except with the leave of the Court and subject to such terms as the Court may impose.

4. UPDATE ON NOTICE OF INTENT TO SUSPEND TRAVEL AGENT LICENCE

The Board refers to the Company’s announcement dated 17 July 2018 in relation to the notice of intent from the Singapore Tourism Board (“**STB**”) to suspend the Company’s travel agent licence. The Board wishes to announce that the Company had on 27 July 2018 submitted a response letter to the STB to show cause against its intention to suspend of its travel agent licence.

The Company will update shareholders when there are material developments relating to any of the abovementioned matters.

Shareholders and potential investors of the Company are advised to read this announcement and any further announcements by the Company carefully. Shareholders of the Company are advised to refrain from taking any action in respect of their securities in the Company, which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. In the event of any doubt, shareholders and potential investors of the Company should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

BY ORDER OF THE BOARD

Boh Tuang Poh
Executive Chairman and Chief Executive Officer

Singapore, 10 August 2018

*This announcement has been reviewed by the Company’s sponsor, RHT Capital Pte. Ltd. (“**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 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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