

Asiatravel.com



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

RESULTS OF ANNUAL GENERAL MEETING

The Board of Directors (“**Board**”) of Asiatravel.com Holdings Ltd (“**Company**”, and together with its subsidiaries, “**Group**”) wishes to announce that at the Annual General Meeting (“**AGM**”) of the Company held on 25 July 2018, all resolutions relating to the matters as set out in the Notice of AGM dated 9 July 2018 were duly passed.

The results of the poll on each resolution are set out below as confirmed by and BDO Corporate Services Pte Ltd, who acted as scrutineer for the poll at the AGM:

Ordinary Resolutions	Total number of Shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
AS ORDINARY BUSINESS					
<u>Resolution 1</u> Audited Financial Statements for the financial period ended 31 December 2017	26,911,488	26,141,788	97.14	769,700	2.86
<u>Resolution 2</u> Approval of Directors’ fees amounting to S\$87,720 for the financial period ended 31 December 2017	26,734,488	25,964,788	97.12	769,700	2.88
<u>Resolution 3</u> Re-election of Mr Liu Zuming as a Director ⁽¹⁾	26,911,488	23,506,688	87.35	3,404,800	12.65

Ordinary Resolutions	Total number of Shares represented by votes for and against the relevant resolution	For		Against	
		Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
<u>Resolution 4</u> Re-election of Mr Wang Yongli as a Director ⁽²⁾	-	-	-	-	-
<u>Resolution 5</u> Re-election of Mr Guok Chin Huat Samuel as a Director ⁽³⁾	26,911,488	26,191,788	97.33	719,700	2.67
<u>Resolution 6</u> Re-election of Mr Tay Kah Chye as a Director ⁽⁴⁾	26,911,488	26,191,788	97.33	719,700	2.67
<u>Resolution 7</u> Re-appointment of Messrs Ernst & Young LLP as Auditors and to authorise the Directors of the Company to fix their remuneration	26,911,488	26,214,288	97.41	697,200	2.59
AS SPECIAL BUSINESS					
<u>Resolution 8</u> Authority to allot and issue shares	26,911,488	25,977,788	96.53	933,700	3.47
<u>Resolution 9</u> Authority to allot and issue shares under Asiatravel.com Share Option Scheme 2011 and Asiatravel.com Performance Share Plan ⁽⁵⁾	10,047,362	9,277,662	92.34	769,700	7.66

Notes:

- (1) *Mr. Liu Zuming will, upon re-election as a Director of the Company, remain as a member of the Audit Committee and Nominating Committee and will be considered non-independent for the purposes of Rule 704(7) of the Listing Manual – Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“Catalist Rules”).*
- (2) *Mr. Wang Yongli has resigned as the Non-Executive Director of the Company with effect from 16 July 2018 and ceased to be a member of the Nominating Committee and Remuneration Committee.*
- (3) *Mr. Guok Chin Huat Samuel will, upon re-election as a Director of the Company, remain as the Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee and will be considered independent for the purposes of Rule 704(7) of the Catalist Rules.*
- (4) *Mr. Tay Kah Chye will, upon re-election as a Director of the Company, remain as the Chairman of the Audit Committee and a member of the Nominating Committee and Remuneration Committee and will be considered independent for the purposes of Rule 704(7) of the Catalist Rules.*
- (5) *The following Directors had abstained from voting on the resolution in respect of the authority to allot and issue Shares under the Asiatravel.com Share Option Scheme 2011 and the Asiatravel.com Performance Share Plan as they hold the following number of Shares.*

Name of Directors	Number of shares in the Company (“Shares”) held
<i>Boh Tuang Poh</i>	<i>15,595,426 Shares</i>
<i>Tan Kheng Lee Arnold</i>	<i>840,000 Shares</i>
<i>Tay Kah Chye</i>	<i>177,000 Shares</i>

Mr. Tan Kheng Lee Arnold (“**Mr. Tan**”), who had retired at the AGM pursuant to Regulation 104 of the Company’s Constitution, has not sought re-election at the AGM held on 25 July 2018. Accordingly, Mr. Tan had ceased to be the Chairman of the Nominating Committee and a member of the Audit Committee and Remuneration Committee with effect from 25 July 2018.

The Board would like to express its gratitude and appreciation to Mr. Tan for his services and invaluable contributions to the Board during his tenure of office with the Company.

The detailed template announcement pursuant to Rule 704(6) of the Listing Manual of the SGX-ST containing the particulars of Mr. Tan is being released separately via the SGXNet.

Consequent to the retirement of Mr. Tan, the composition of the Board and Board Committees are as follows:

BOARD OF DIRECTORS

- Mr. Boh Tuang Poh (Executive Chairman and Chief Executive Officer)
Mr. Liu Zuming (Non-Executive Director)
Mr. Tay Kay Chye (Lead Independent Director)
Mr. Guok Chin Huat Samuel (Independent Director)

AUDIT COMMITTEE

Mr. Tay Kay Chye (Chairman)
Mr. Guok Chin Huat Samuel
Mr. Liu Zuming

NOMINATING COMMITTEE

Mr. Tay Kay Chye (Chairman)
Mr. Guok Chin Huat Samuel
Mr. Boh Tuang Poh
Mr. Liu Zuming

REMUNERATION COMMITTEE

Mr. Guok Chin Huat Samuel (Chairman)
Mr. Tay Kah Chye
Mr. Liu Zuming

By Order of the Board

Boh Tuang Poh
Executive Chairman and Chief Executive Officer
25 July 2018

*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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