

**Strictly Without Prejudice**

Date: 17th Mar 2021

Our ref: PODLETTER



Dear Sirs,

## **NOTICE TO CREDITORS TO SUBMIT PROOF OF DEBT FOR THE PURPOSES OF PROPOSED COURT CONVENED MEETINGS OF AIRASIA X BERHAD (“AAX”)**

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AAX intends to propose a scheme of arrangement to its creditors including the creditors of its subsidiaries, whose liabilities had been assumed by reason of guarantees by AAX (“**Proposed Debt Restructuring**”). AAX and its subsidiaries shall be referred to as “**AAX Group**”.

Notice is hereby given that, for the purpose of the Proposed Debt Restructuring, you are required to prove your debts based on the aggregate of:

- (i) any amounts which may be claimed by you as at **30 June 2020**; and
- (ii) any amounts which may be claimed by you assuming that all contracts, agreements and/or arrangements between you and AAX Group is/are/have been terminated on 30 June 2020 less any mitigating factors that may mitigate or reduce the amount which may be claimed by you, if any (“**Loss Mitigants**”),

by completing and submitting the enclosed Proof of Debt Form (“**POD Form**”) on or before **7th April 2021** (“**Relevant Date**”).

Please take note of the following:-

1. Your completed POD Form shall be sworn before a Commissioner for Oaths or such other equivalent qualified person in the jurisdiction where you are based.
2. Your duly attested POD Form together with copies of supporting documents to substantiate your claim is to be sent to and received by us on or before the **Relevant Date**. The said duly attested POD Form together with copies of supporting documents must be submitted by hard copy by mail to **AirAsia X Berhad (POD), RedQ, Jalan Pekeliling 5, Lapangan Terbang Antarabangsa Kuala Lumpur (klia2), 64000 KLIA, Selangor Darul Ehsan, Malaysia**. You may, in addition to sending the hard copy by mail, complete the e-form using the following link: <https://forms.gle/TC4vBHYxeifUB4zR9>.
3. All debts denominated in any currency not in Ringgit Malaysia (“**RM**”) will be converted into RM at the exchange rate used by AAX Group as at 30 June 2020 per its accounting system.



4. In the event of any failure on your part to lodge your duly attested POD Form by the Relevant Date to our physical address set out in paragraph 2 above, AAX Group reserves the right to rely on its record to ascertain the amount of debt owed to you for the purpose of the Proposed Debt Restructuring. For the avoidance of doubt, soft copies submitted by electronic mail/through the link will not be relied on by AAX Group and you must return the hard copy by mail to us at our physical address as set out in paragraph 2 above by the Relevant Date.
5. In the event the claim made in your POD Form is inconsistent with AAX Group's records and/or is not agreed to by AAX Group, the amount to be admitted as owing to you for the purpose of the Court convened meetings of creditors to be held will be determined by an independent adjudicator and/or the Chairman of the CCM (or his alternate).
6. In quantifying any amount which may be claimed by you, please include any information in relation to Loss Mitigants. In including any Loss Mitigants, please attach along with the relevant proof of debt any supporting documents or reasons of the same.
7. AAX hereby reserves all its rights in relation to any securities which you may claim are being held by and/or are charged to you to secure the amount owing to you. However and subject to you being legally entitled to the securities as claimed, your rights as to the said securities remain intact and shall be dealt with as part of the Proposed Debt Restructuring.
8. This proof of debt exercise has been sent to you for the purposes of the Proposed Debt Restructuring and is on a without prejudice basis. This proof of debt exercise shall not be construed as an admission of liability and AAX reserves its rights in relation to any amounts claimed and shall be entitled to dispute any amounts submitted/claimed.

We look forward to receiving your POD Form together with copies of supporting documents by the Relevant Date.

**PROOF OF DEBT FORM**  
**AIRASIA X BERHAD AND ITS SUBSIDIARIES**

I, ....., of.....

Passport / I/C No ....., in the State of..... do

solemnly and sincerely declare:

1. That, ....., the above-mentioned company, was at 30 June 2020<sup>§</sup> and still is justly and truly indebted to ..... in the amount of \$ ..... and ..... for<sup>+</sup> ..... as shown by the following account<sup>#</sup>, namely:

2. That neither the above-named creditor, nor any person by the order and for the use of the abovementioned creditor, has to my knowledge and belief received any manner of satisfaction or security for the amount or any part of the amount referred to in paragraph 1, save and except the following:

†3. That I am in the employ of the abovementioned creditor, that I am duly authorized by that creditor to make this statutory declaration, that it is within my own knowledge that the debt declared to in this declaration was incurred for the consideration stated, and that the debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied.

†4. That I am duly authorized, under the seal of the company in this statutory declaration named as creditor, to make the proof of debt on its behalf.

And I make this solemn declaration conscientiously believing the same to be true and this declaration is sworn before a Commissioner for Oaths or such other equivalent qualified person in the jurisdiction where I am based.

Declared at ..... in the State }  
}

of .....this ..... day

of ....., 2021

Before me:-

.....

E-Filing No. (as provided in the e-mail):

PARTICULARS OF ACCOUNT REFERRED TO IN STATUTORY DECLARATION<sup>ϕ</sup>

Date	Consideration	Amount	Remarks

Note: This proof of debt form/claim is for the purposes of the Proposed Debt Restructuring and is without prejudice to the rights of AAX Group. This proof of debt form/claim shall not be construed as an admission of liability and AAX Group reserves its rights in relation to any amounts claimed and shall be entitled to dispute any amounts submitted/claimed.

\* Insert “me” or “me and to ..... and ....., my co- partners in trade” or as the case may be, or, if declared by an employee or agent of the creditor, insert the name, address and description of the creditor.

+ State the consideration.

# To attach to this form copies all relevant supporting documents, including, without limitation, statement of account(s), invoices, delivery orders, contracts, agreements and/or other documents which are applicable to and supports the amount claimed.

§ Insert the gross amount which may be claimed by you, i.e. before setting off the same against any securities which may be claimed to be held by you and/or charged to you (in respect of which AAX Group reserves all rights), including any amounts which may be claimed on the assumption that all contracts, agreements and/or arrangements between you and AAX Group is/are/have been terminated on 30 June 2020.

Please also insert detailed particulars of all securities held or in a schedule to be attached to this form, together with the relevant supporting documents. Where the securities are on the property or asset of the company, assess the value of those securities and provide the basis and supporting documents for the same.

In quantifying any amount of debt, please also include any mitigating factors that may result in a mitigation of or reduction in the amount which may be claimed by you, if any (“**Loss Mitigants**”). If there are loss mitigants included, please provide particulars of the Loss Mitigants and any supporting documents in a schedule to this form.

† If this proof is made by a creditor, strike out paragraphs 3 and 4. If it is made on behalf of a company, strike out paragraph 3. If it is made on behalf of a creditor other than a company, strike out paragraph 4.