

**SUPERIOR COURT OF THE STATE OF CALIFORNIA
FOR THE COUNTY OF SANTA CLARA**

If you booked travel on Vayama.com between December 3, 2009 and May 18, 2010, and were charged a cancellation or ticket exchange fee by Airtrade or Vayama.com, your rights may be affected by a class action lawsuit pending in this Court.

PLEASE READ THIS NOTICE CAREFULLY

The purpose of this Notice is to inform you that a settlement has been reached in a lawsuit involving Airtrade International, Inc. ("Airtrade") and Vayama.com. If you fit within the class definition below, you may be a Settlement Class Member. This Notice informs you of the nature of the action and of your rights in connection with it.

A state court in California authorized this Notice. This is not a solicitation from a lawyer.

This Notice is not an expression by the Court of any opinion as to the merits of any of the claims or defenses asserted by either side in this case. This Notice is intended merely to advise you of the proposed Settlement of the action, and of your rights with respect to it, including the right to remain a member of the Class, file a claim or to exclude yourself from the Class.

1. Why Should I Read This Notice?

You may be a Settlement Class Member and you may be entitled to participate in the benefits described in Question 5. This Notice provides a summary of the lawsuit, describes who is eligible to be included in the Class and the effect of participating in this class action, and explains how to request exclusion from the Class.

The Court in charge of the case is the Superior Court for the State of California, County of Santa Clara. The case is known as *Hayes v. Airtrade International, Inc.*, Case No. 10-CV-177539. The person who sued is called the "Plaintiff," and the company he sued is called the "Defendant."

2. Why Is This A Class Action?

Class actions are lawsuits that generally affect a large number of individuals. In effect, the class action operates to consolidate into a single action all of the claims of individuals harmed by the same conduct or course of conduct, thus alleviating the need for individual members of the class to file their own lawsuits to recover for the harm alleged. Once the class is certified, the court is empowered to resolve all issues on behalf of members of the class, except for those members of the class, if any, who specifically choose to exclude themselves from the Class.

3. What Is This Lawsuit About?

On August 12, 2010, Plaintiff filed a Complaint alleging that Defendant violated California's Unfair Competition Law and False Advertising Law in the operation of its online air-travel agency website, Vayama.com. A First Amended Complaint adding a cause of action under the Consumer Legal Remedies Act was filed on February 18, 2011. Plaintiff claims that Defendant's \$100 cancellation or ticket exchange fee violated these laws. Plaintiff seeks injunctive relief and monetary damages for himself and for members of the Class. Plaintiff alleges that Defendants conduct is governed by California law, and thus California law should apply to all claims, regardless of where the injury occurred or where any particular class member lives.

QUESTIONS? CALL 1 (877)-498-0808

In his complaint, the representative Plaintiff alleges that Defendant engaged and continues to engage in wrongful conduct in its procedures regarding disclosing cancellation and exchange fees. Specifically, Plaintiff asserts Defendant misrepresented to consumers that it charged a “variable refund and exchange fee” depending on several factors, when, in reality, it charged consumers a flat \$100 exchange fee. Plaintiff also contends that the amount of Vayama’s exchange and cancellation fee is unreasonable.

Defendant denies that it misrepresented the nature of its fees, and contends that its termination and refund fees are accurately disclosed and reasonable. Defendant further believes that it has the right to charge \$100 fee and that such a fee is reasonable in part because Airtrade focuses on international travel. International travel often involves complex processing involving multiple carries and multiple transfer points. At all relevant times, Defendant disclosed on its website that it could charge a \$100 fee, an amount that is consistent with fees charged by other similar companies.

4. Who Is A Class Member?

A. The Settlement Class.

The “Settlement Class” means all persons who booked travel on Vayama.com between December 3, 2009 and May 18, 2010, as confirmed by Vayama.com’s accounting system’s record, and who were charged a cancellation or ticket exchange fee for that booking by Airtrade or Vayama.com.

B. The Effect of Membership in the Class.

Persons who come within the definition of the Class and do not exclude themselves from the Class are called “Settlement Class Members.” Settlement Class Members are bound by all decisions that the Court makes in this action. Settlement Class Members may participate in the benefits obtained for Settlement Class Members as described below and will be bound by the results of this litigation. Individuals who exclude themselves from the Class will not be able to participate in any benefits that may be obtained for the Class.

5. What Benefits Are Available Under The Settlement?

If the Settlement is approved, any Settlement Class Member who was charged a \$100 cancellation or ticket exchange fee by Airtrade or Vayama.com, between December 3, 2009 and May 31, 2011, shall be entitled to choose between (1) a cash refund in the amount of \$40.00 or (2) a Vayama.com travel voucher for International Travel in the amount of \$85.00. Settlement Class Members who are provided the travel voucher for International Travel shall have six (6) months from the date travel vouchers are issued to book travel using the voucher.

Settlement Class Members who do not submit a Request for Exclusion and who do not make a selection for submitting a valid Claim Form will automatically be given the travel voucher for the International Travel benefit. For full details on filing a claim for either benefit, please refer to the Settlement Claim Form.

In addition to the benefits for Settlement Class Members that file a valid claim, the Defendant has also agreed to other relief regarding its future conduct. The Defendant has agreed to make certain changes to the “Terms and Conditions” on Vayama.com to ensure that the amount of its cancellation and exchange fee is conspicuously and completely made known to the purchaser at the time of purchase.

6. How Do I Participate in the Settlement?

If you would like to receive the cash or International Travel benefits of this Settlement, you must obtain and file a valid Claim Form. The deadline to file your claim online or by mail is February 27, 2012. Claim Forms submitted by mail must be postmarked on or before the deadline. If you stay in the Class, you give up any rights to sue the Defendant about the same legal claims in this lawsuit and you will be bound by the Court's decisions.

7. Do I Have To Pay To Participate In This Settlement?

As a member of the Class, you will be represented by the law firms disclosed below in Question No. 8. You will not be charged for Class Counsel's services. You have the right to hire your own attorney. If you hire your own attorney, you will be responsible for paying that attorney's fee.

Class Counsel will submit a Fee and Cost Application to be heard at the Final Approval Hearing seeking an award of attorneys' fees in an amount not to exceed \$75,000 and reimbursement of expenses in an amount not to exceed \$5,000. Class Counsel will also ask the Court for an Incentive Award to be paid by Airtrade to Mr. Hayes in an amount not to exceed \$3,500.

8. Who Represents The Class?

The Court has appointed the following law firm to represent Plaintiff and the Class as Class Counsel:

MILSTEIN ADELMAN, LLP
Gillian L. Wade
2800 Donald Douglas Loop North
Santa Monica, California 90405

9. What Do I Need To Do To Be Excluded?

You will automatically be considered a Settlement Class Member unless you specifically request to opt out of the Settlement. If you want to exclude yourself from the Class Action, you must formally request to exclude yourself by submitting a valid Request for Exclusion to Airtrade. To be valid, a request for exclusion must: (a) be submitted by the member of the Class; (b) be submitted to Airtrade postmarked to the physical address listed below or emailed to claimforms@vayama.com by a date not later than 28 days before the Final Approval Hearing; (c) contain the submitter's name, address and telephone number; and (d) otherwise comply with the instructions set forth in the Publication Notice. This request must be signed by you. The letter must be postmarked on or before February 27, 2012. Letters requesting exclusion from the class must be sent to:

Hayes v. Airtrade International, Inc.
AIRTRADE INTERNATIONAL, INC.
ATTN: REQUEST FOR EXCLUSION PROCESSING
1975 West El Camino Real, # 204
Mountain View, CA 94040

Do not request exclusion if you wish to participate in this lawsuit as a member of the Class. If you exclude yourself from the Class, you will not be affected by any decisions in this action, and you will not be entitled to share in any recovery in this action. By opting out of the Class, you will retain whatever rights or claims you may have, if any, against Defendant, and you will be free to pursue Defendant on an individual basis, if you choose to do so. If you intend to bring your own lawsuit against Defendant, you should exclude yourself from the Class.

If you do not request exclusion from the Class, you will be considered a Settlement Class Member. If you do not request exclusion, you will be bound by the results of this litigation and you will not be able to pursue your own individual legal action against Defendant based upon the claims asserted in this class action.

QUESTIONS? CALL 1 (877)-498-0808

10. Can I Object To This Settlement?

If there is something about the Settlement that you do not like, you may file an objection with the Court. You will still be in the Settlement, remain a Settlement Class Member, and will receive benefits if the Settlement is approved and you timely submit your Claim Form. Even if you object, you should return the Claim Form to receive the Settlement benefits.

Any Settlement Class Member wishing to object to or to oppose the approval of this Settlement, the Fee and Cost Application, and/or the Incentive Award Application must file a written objection (with a statement of reasons) with the Court and serve it on the Parties by April 20, 2012 and must appear at the Final Approval Hearing, or seek and obtain leave of Court excusing such appearance prior to the Final Approval Hearing. Any Settlement Class Member that fails to both timely file and serve the written objection and appear at the Final Approval Hearing without leave of Court excusing such appearance shall be foreclosed from making such objection or opposition.

11. When And Where Will The Court Decide Whether To Approve The Settlement?

The Court will hold a Final Approval Hearing on May 18, 2012 in Department 1 of Santa Clara Superior Court to determine whether to grant final approval of the Settlement and to certify the Settlement Class, to consider any timely objections to this Settlement and the Parties' responses to such objections, to rule on a Fee and Cost Application for attorneys' fees and expenses, and rule on any applications for incentive awards. If you do not file a written objection, you do not have to attend the Final Approval Hearing.

12. How Do I Get More Information About This Case?

This Notice does not describe all of the claims and contentions of the parties. The pleadings, Settlement Agreement, and other records of the action, entitled *Hayes v. Airtrade International, Inc.*, may be examined and copied at any time during regular office hours at the Office of the Clerk, Santa Clara Superior Court, Downtown Superior Court, 191 North First Street, San Jose, California, 95113.

All other inquiries about this action, other than Requests for Exclusion from the Class, should be made by calling 1-800-498-0808. Copies of this Notice are available on Vayama.com.

Please do not contact the Court for information regarding this lawsuit.

Dated: January 20, 2012

The Honorable James P. Kleinberg

**Must be postmarked
or emailed by
February 27, 2012**

**Hayes v. Airtrade International, Inc.
AIRTRADE INTERNATIONAL, INC.
ATTN: CLAIM FORMS PROCESSING
1975 West El Camino Real, # 204
Mountain View, CA 94040
claimsforms@vayama.com**

Toll-Free: 1-877-498-0808

Claim Number:

***HAYES V. AIRTRADE INTERNATIONAL, INC.*
PROOF OF CLAIM FORM**

In order to receive the benefits of this Settlement, you must complete the required information below. All Claim Forms must be postmarked or emailed by February 27, 2012

Class Members, i.e. someone who booked travel through Vayama.com between December 3, 2009 and May 18, 2010, who were charged a \$100 cancellation or ticket exchange fee by Airtrade or Vayama.com, between December 3, 2009 and May 31, 2011, are entitled to benefits under the Settlement.

A. CLASS MEMBER INFORMATION

NAME: _____ DAYTIME PHONE NUMBER: _____

ADDRESS: _____

CITY: _____ STATE: _____ ZIP CODE: _____

COUNTRY: _____

B. BENEFIT SELECTION

Please check only **one** of the following benefits:

- I am a Settlement Class Member and would like to receive a cash refund in the amount of \$40.00.
- I am a Settlement Class Member and would like to receive a Vayama.com travel voucher for International Travel in the amount of \$85.00.

C. PURCHASE INFORMATION

Complete information should be provided for each purchase. If additional space is required, please attach additional pages.

DATE OF PURCHASE	NUMBER OF TICKETS PURCHASED	DATE OF TRAVEL (DEPARTURE AND RETURN)	NAME OF PERSON(S) FOR WHOM AIR TRAVEL WAS BOOKED	AMOUNT OF CANCELLATION AND/OR EXCHANGE FEE

D. AFFIRMATION

I affirm that I am a Class Member and that I was charged a \$100 cancellation or ticket exchange fee by Airtrade or Vayama.com, between December 3, 2009 and May 31, 2011.

Signature: _____ Date: _____

CLAIM FORMS MUST BE POSTMARKED OR EMAILED BY FEBRUARY 27, 2012
QUESTIONS? CALL TOLL-FREE 1-877-498-0808