

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
September 7, 2005

ADMINISTRATIVE PROCEEDING
File No. 3-12032

<p>In the Matter of</p> <p>Transmedia Asia Pacific, Inc.</p> <p>Respondent.</p>
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**ORDER INSTITUTING ADMINISTRATIVE
PROCEEDINGS AND NOTICE OF HEARING
PURSUANT TO SECTION 12(j) OF THE
SECURITIES EXCHANGE ACT OF 1934**

I.

The Securities and Exchange Commission (“Commission”) deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 (“Exchange Act”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

1. Transmedia Asia Pacific, Inc. (“MBTA”)¹ (CIK 925063) is a Delaware corporation located in London, England with common stock registered with the Commission under Exchange Act Section 12(g). MBTA is delinquent in its periodic filings, having last filed a periodic report for the period ending December 31, 2000, and has a void status with the Secretary of State of Delaware. MBTA reported assets of \$23,749,000, liabilities of \$5,241,000, and a net loss of \$3,245,000 for the three months ending December 31, 2000. MBTA’s common stock was quoted on the Pink Sheets as of August 26, 2005. For the six months ending March 25, 2005, MBTA had an average daily trading volume of 21,621 shares.

B. DELINQUENT PERIODIC FILINGS

2. This case concerns a company with a class of securities registered with the Commission that is delinquent in its periodic reports with the Commission (*see* Chart of Delinquent Filings, attached hereto as Appendix 1). This registrant has been delinquent in its periodic filing obligations with the Commission for 51 months. Its securities are quoted on the Pink Sheets.

¹ The short form of the issuer’s name is also its stock symbol.

3. Exchange Act Section 13(a) and the rules promulgated thereunder require issuers with classes of securities registered pursuant to Exchange Act Section 12 to file with the Commission current and accurate information in periodic reports, even if the registration is voluntary under Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports (Forms 10-K or 10-KSB), and Rule 13a-13 requires issuers to file quarterly reports (Forms 10-Q or 10-QSB).

4. As a result of the foregoing, the Respondent failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate for the protection of investors to institute public administrative proceedings to determine:

A. Whether the allegations in Section II are true and, in connection therewith, to afford the Respondent an opportunity to establish any defenses to such allegations; and,

B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months, or revoke the registration of each class of securities of the Respondent identified in Section II registered pursuant to Section 12 of the Exchange Act.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice [17 C.F.R. § 201.110].

IT IS FURTHER ORDERED that the Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice [17 C.F.R. § 201.220].

If the Respondent fails to file the directed Answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against it upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice [17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f), and 201.310].

This Order shall be served forthwith upon the Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision not later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Jonathan G. Katz
Secretary

Attachment

Appendix 1

**Chart of Delinquent Filings
In the Matter of Transmedia Asia Pacific, Inc.**

Company Name	Form Type	Period Ended	Date Due	Date Received	Months Delinquent (rounded up)
Transmedia Asia Pacific, Inc.	<i>10-QSB</i>	3/31/01	5/15/01	Not filed	52
	<i>10-QSB</i>	6/30/01	8/14/01	Not filed	49
	<i>10-KSB</i>	9/30/01	12/31/01	Not filed	45
	<i>10-QSB</i>	12/31/01	2/14/02	Not filed	43
	<i>10-QSB</i>	3/31/02	5/15/02	Not filed	40
	<i>10-QSB</i>	6/30/02	8/14/02	Not filed	37
	<i>10-KSB</i>	9/30/02	12/30/02	Not filed	33
	<i>10-QSB</i>	12/31/02	2/14/03	Not filed	31
	<i>10-QSB</i>	3/31/03	5/15/03	Not filed	28
	<i>10-QSB</i>	6/30/03	8/14/03	Not filed	25
	<i>10-KSB</i>	9/30/03	12/29/03	Not filed	21
	<i>10-QSB</i>	12/31/03	2/17/04	Not filed	19
	<i>10-QSB</i>	3/31/04	5/17/04	Not filed	16
	<i>10-QSB</i>	6/30/04	8/16/04	Not filed	13
	<i>10-KSB</i>	9/30/04	12/29/04	Not filed	9
	<i>10-QSB</i>	12/31/04	2/14/05	Not filed	7
	<i>10-QSB</i>	3/31/05	5/16/05	Not filed	4
	<i>10-QSB</i>	6/30/05	8/15/05	Not filed	1
Total Filings Delinquent		18			