

Please return this proxy when completed (together with a Bank Holding Certificate and the other documents referred to below), for receipt by no later than May 13, 2020, 11:59 P.M. Central European time, to:

lastminute.com N.V.

Attn: Ms. Valentina Parisi (or, if by fax, ordinary post or other physical delivery, to the address below)

Email: corporateaffairs@lastminute.com

Fax : +41 912606421

Delivery Address: Prins Bernhardplein 200, 1097 JB Amsterdam;

Attention: Ms. A. Bergsma and/or Mr. M. den Hollander

Together with the proxy, beneficial owners of shares must also submit a Bank Holding Certificate showing beneficial ownership of shares as of the Record Date – April 23rd, 2020 - as well as a copy of a valid identification document of the beneficial owner and, in the case of legal entities (including partnerships and trusts), evidence of the authority of the person granting the proxy (copy of Chamber of Commerce document, power of attorney or similar documents).

PROXY TO COMPANY'S PROXIES

for the 2020 annual meeting of shareholders of **lastminute.com N.V.** (the "**Company**") to be held at the relevant registered seat based in Amsterdam (The Netherlands) , Prins Bernhardplein 200, at Intertrust (Netherlands) BV's office, on May 21st, 2020 at 10:00 A.M. CET (the "**Meeting**").

The undersigned, being a beneficial owner of shares of the Company as of the Record Date for the Meeting, hereby appoints and Mr. Niccolò Bossi, Mr. Sergio Signoretti and Ms. Valentina Parisi, each acting individually, and each with full power of substitution, for and in the name of the undersigned, to attend, address the Meeting and by reference to the convening notice, to vote at the Meeting as follows in relation to the following agenda items:

Item	For	Against	Abstain
<p>3. To approve the fixed remuneration for 2019 of the executive directors and non-executive directors of the Company, as more fully set forth in the Shareholders Circular relating to the Meeting.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>4. To approve the variable remuneration for 2019 of the executive directors of the Company, as more fully set forth in the Shareholders Circular relating to the Meeting.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>5. To discuss the annual report of the Management Board for the year ended December 31, 2019 and to adopt the Company's annual accounts for the year ended December 31, 2019, including allocation of the Company's net profit for the year 2019 (being EUR 24,954,237) to the Company's retained earnings reserve. A copy of the draft annual accounts of the Company, including the auditor's report related thereto and the annual report of the Management Board of the Company, for the year 2019, is available for inspection by shareholders free of charge at the address of the Company in The Netherlands: Prins Bernhardplein 200, 1097 JB Amsterdam, and can also be obtained free of charge by email request to investor.relations@lastminute.com.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p>6. To discharge all present and former members of the Board from liability in respect of the exercise of their duties during the year ended December 31, 2019.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Item	For	Against	Abstain
7. To authorize the Board, during a period of 18 months beginning on the date of the Meeting and ending on November 21, 2021, to acquire - through purchases on SIX Swiss Exchange, through privately negotiated transactions or in one or more self-tender offers - up to a maximum of 553,382 shares of the Company, for a price not less than the nominal value of a share, and not greater than the average closing price of a share on SIX Swiss Exchange during the five trading days prior to the date of acquisition plus a 10% premium.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To elect the following persons as directors to serve until the annual general meeting to be held in the year 2021:			
- Mr. Ottonel Popesco, Non-Executive Director and Chairman.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr. Fabio Cannavale, Executive Director and CEO.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr. Marco Corradino, Executive Director and COO	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr. Roberto Italia, Non-Executive Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr. Laurent Foata, Non-Executive Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Mr. Marcello Distaso, Non-Executive Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
- Ms. Anna Gatti, Non-Executive Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To approve the fixed remuneration for 2020 of the executive directors and non-executive directors of the Company, as more fully set	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Item	For	Against	Abstain
forth in the Shareholders Circular relating to the Meeting.			
10. To approve the variable remuneration for 2020 of the executive directors of the Company, as more fully set forth in the Shareholders Circular relating to the Meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. To approve and adopt an updated version of the Company's remuneration policy.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To appoint the Company's independent registered public accounting firm to audit the Company's accounts for the year ending December 31, 2020, subject to the Board reaching agreement with a qualified auditing firm as to terms of engagement.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

with the same rights and powers as the undersigned has, and to sign any and all documents, and to do any and all such other things and to take any and all actions, as may be necessary or desirable in connection with the Meeting, hereby ratifying and confirming all that any of the above proxyholders or their substitutes may do for and in the name of the undersigned at the Meeting pursuant to this proxy.

This proxy may only be revoked in the manner specified in the convening notice for the Meeting.

This proxy is governed by the laws of the Netherlands.

Signed in _____ on _____ 2020.

 [Shareholder]