

**Please return this proxy when completed, for receipt by no later than February 7, 2016, 11:59 P.M. Central European time, to:**

lastminute.com N.V.

**Attn:** Ms. Teresa Durantes (or, if by fax, ordinary post or other physical delivery, to Ms. Yohanna Fernandez to the address below)

**Email:** [teresa.durantes@rumbo.com](mailto:teresa.durantes@rumbo.com)

**Fax:** +31(0) 20 6730 342

**Delivery Address:** Jan van Goyenkade 8, 1075 HP Amsterdam, The Netherlands, Attn. Ms. Yohanna Fernandez

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### PROXY TO COMPANY'S PROXIES – LUGANO MEETING SITE

for the extraordinary meeting of shareholders of **lastminute.com N.V.** (the "**Company**") to be held at the offices of Van Campen Liem, J.J. Viottastraat 52, 1071 JT Amsterdam, The Netherlands, on 12 February 2016 at 8:30 A.M. CET (the "**Meeting**"), that will be linked through remote connection from Riva Paradiso 17A, 6900 Paradiso, Switzerland (the "**Lugano Meeting Site**").

The undersigned, being a beneficial owner of shares of the Company as of the record date for the Meeting, hereby appoints Mr. Niccolò Bossi and Mr. Francesco Guidotti, each acting individually, and each with full power of substitution, for and in the name of the undersigned, to attend, address the Meeting from the Lugano Meeting Site and by reference to the convening notice, to vote at the Meeting from the Lugano Meeting Site as follows in relation to the following agenda items:

<b>Item</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
1. To elect Mr. Marco Corradino as Executive Director to serve until the date of the Company's annual general meeting of shareholders to be held in the year 2017.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-designate Mr. Fabio Cannavale from a Non-executive Director and Chairman of the Board of Directors to an Executive Director and Chief Executive Officer.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-designate Mr. Ottonel Popesco as Chairman of the Board of Directors.	<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 \_\_\_\_\_ 2016.

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[Shareholder]