

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

Fax: +31(0) 20 6730 342

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

PROXY TO COMPANY'S PROXIES - AMSTERDAM MEETING

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 Ms. Alessandra Reda and Ms. Yohanna Fernandez, each acting individually, and each with full power of substitution, for and in the name of the undersigned, to attend, address the Meeting in Amsterdam 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
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.	☐	☐	☐
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.	☐	☐	☐
3. To re-designate Mr. Ottonel Popesco as Chairman of the Board of Directors.	☐	☐	☐

, 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.

[Shareholder]