

**TO:**

**ALL SHAREHOLDERS OF LASTMINUTE.COM N.V.**

Amsterdam, the Netherlands

10 August 2017

**Re: Convening notice, agenda and proxy for the extraordinary general meeting of lastminute.com N.V. (the "Company")**

Dear Shareholders,

On behalf of the board of directors of the Company (the "**Board of Directors**"), we herewith invite you to attend an extraordinary general meeting of the Company which is to be held at CitizenM Hotel Schiphol (meeting room no. 6), Janplezierweg 2, 1118 BB Amsterdam, on 21 September 2017, at 10.30 a.m. CET (the "**Meeting**").

The agenda for the Meeting is as follows:

1. Opening and announcements
2.
  - (a) to authorise the Board of Directors during a period beginning on the date of the Meeting and ending on 21 March 2019, to acquire through a partial self-tender offer up to 33 1/3% of the Company's issued share capital as at the date of the launch of the partial self-tender offer, for a price per share not less than the nominal value of a share and not greater than 20% of the on-exchange closing price of a share on the SIX Swiss Exchange on the trading day prior to the date of the publication by the Company of a self-tender offer prospectus (the "**Tender Offer**");\* and
  - (b) to reduce the Company's issued share capital through the cancellation of the shares acquired by the Company in its own capital pursuant to the Tender Offer.\*
3. To reduce the Company's issued share capital through the cancellation of 765,017 shares held by the Company in its own capital.\*
4. Closing.

*The agenda items marked \* are voting items.*

Important information concerning procedures for attendance and voting at the Meeting, the record date for the Meeting and other relevant matters relating to the Meeting are contained in the document entitled "*Procedures for Voting and Attendance at the 2017 Extraordinary General Meeting*" posted on the Company's website ([www.lastminutegroup.com](http://www.lastminutegroup.com)).

On behalf of the Board of Directors,

Fabio Cannavale (CEO & Executive Director) and Marco Corradino (Executive Director).