

TO:

ALL SHAREHOLDERS OF LASTMINUTE.COM N.V.

Amsterdam, 19th June 2020

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

Dear Shareholder

On behalf of the board of directors (*bestuur*) of the Company (the "**Board**"), we herewith invite you to virtually attend the extraordinary general meeting of shareholders of the Company which is to be held via webcast on **July 31st, 2020 at 9.00 A.M. CET** (the "**EGM**").

The link to attend the EGM via webcast will be announced on the Company's website within two days before the EGM.

The Board is calling the EGM, amongst others, to approve the Capital Increase as defined and further explained in the explanatory notes to the agenda for the EGM, which are published by the Company on its website simultaneously with this convening notice.

Agenda for the EGM

The agenda for the EGM is as follows:

1. Opening and announcements.
2. Capital Increase
 - (a) Explanation of the Capital Increase.
 - (b) Designation of the Board as the competent body to resolve to issue Shares and/or to grant rights to subscribe for Shares in connection with the Capital Increase.*
 - (c) Designation of the Board as the competent body to resolve to limit or exclude statutory pre-emptive rights in respect of an issue of Shares and/or grant of rights to subscribe for Shares in connection with the Capital Increase.*

(d) Partial amendment of the Company's articles of association in connection with the Capital Increase.*

3. Partial amendment of the Company's articles of association to implement changes other than in connection with the Capital Increase.*
4. Appointment of KPMG Accountants N.V. as the Company's independent registered public accounting firm to audit the Company's accounts for the financial year ending 31 December 2020.*
5. Any other business.
6. Closing.

The agenda items marked * are for voting. All other agenda items are discussion items.

Virtual EGM

The Board has decided to hold the EGM by virtual means, in accordance with the emergency regulation to facilitate shareholders' meetings in connection with the outbreak of COVID-19, which entered into force in the Netherlands in April 2020, in order to safeguard the health and safety of the participants to the EGM to the fullest extent possible. It will thus not be possible to physically attend the EGM.

You can submit questions relating to any of the agenda items prior to the EGM, by submitting such questions by email in the English language to corporateaffairs@lastminute.com ultimately by July 27th, 2020. These questions will be answered during the EGM and shall be published on the Company's website. Further questions can be asked during the EGM by submitting such questions by email in the English language to the abovementioned email address, unless this cannot reasonably be required in the light of the circumstances at the time of the EGM, as to be determined by the chairperson of the EGM in the interest of the order of business of the EGM.

Important information concerning procedures for virtual attendance and voting at the EGM, the record date for the EGM and other relevant matters relating to the EGM are contained in the document entitled *"Procedures for Voting and Attendance at the virtual Extraordinary General Meeting of lastminute.com N.V."* posted on the Company's website. The contents of that document are incorporated by reference into this convening notice.

You are urged to read the document entitled *"Procedures for Voting and Attendance at the virtual Extraordinary General Meeting of lastminute.com N.V."* posted on the Company's website at the following

link: <https://lmgrouplastminute.com/investor-relations/corporate-governance/shareholders-meetings.aspx> and to follow the procedures set forth therein for casting your vote prior to or at the virtual EGM.

The website of the Company is <https://lmgrouplastminute.com/>

SHAREHOLDERS INFORMATION ON DATA PROCESSING

*This information notice applies to shareholders of a company holding a meeting of shareholders (“**Meeting**”) as well as any other individual otherwise connected to such Meeting. The data controller of the processing of shareholders’ data is lastminute.com N.V. with registered office at Prins Bernhardplein 200, 1097 JB Amsterdam (Netherlands) and registered under corporate registration number 34267347 (“**Company**”).*

*The Company processes personal data of shareholders i.e. contact details (name, title, address, telephone number and email address), identification data (e.g. date of birth and ID number), number of shares of the shareholder, if applicable share class, number of the voting card, and, if applicable, name and date of birth of the authorized representative(s) in accordance with the applicable data protection laws, including the European General Data Protection Regulation (“**GDPR**”) for the purpose of carrying out the Meeting, enabling the shareholders to exercise their rights at the Meeting and providing services in connection therewith as well as to comply with applicable law and regulations. The processing of the personal data of shareholders is a mandatory requirement for the attendance and participation of shareholders and their representatives at the Meeting. The legal basis for processing is Article 6 para 1 lit. (c) GDPR.*

For the purpose of holding the Meeting, the Company will share the data with the categories of recipients as follows: service providers and partners who provide services to the Company (e.g. third party consultants working with the Meeting, law firms/advisors), which are or will be involved in providing services in connection with the Meeting; affiliated entities or other companies of the lm group to the extent necessary in connection with the Meeting; competent law enforcement body, regulatory, government agency, court or other third party such as but not limited to, the police, the financial supervisory authorities and the tax agency, where it is necessary as a matter of applicable law or regulation, or to exercise, establish or defend our legal rights; auditors, advisors, legal representatives and similar agents as may be necessary in connection with the advisory services they provide to us in accordance with the applicable laws. The Company has concluded respective agreements under data protection laws with these recipients to the extent legally required. If a shareholder

attends the Meeting, all present shareholders or their representatives, the members of the Board, the notary public and all other persons with a statutory right to attend the Meeting are entitled to inspect the legally required attendance list and, therefore, able to see the personal data contained in such list (inter alia name, residence, shareholding). Moreover, the Company is required by statutory law to submit personal data of shareholders (in particular the list of attendees) as part of the notarial protocol to the company register. Given that the Company and the other companies of the lm group and third party contractors operate around the world, the Company will process personal data outside the European Economic Area, including in jurisdictions offering an adequate level of data protection such as Switzerland (in accordance with the “Adequacy decisions” of the EU Commission) and jurisdictions where data protection laws may be less protective. However, we have taken appropriate safeguards to require that personal data will remain protected in accordance with this information notice. These measures include, where applicable, implementing EU standard contractual clauses with our third party contractors.

Personal data related to the Meeting will be kept as long as necessary given the purpose of the processing and in accordance with any applicable statutory retention period such as those resulting from commercial law, stock corporation law, tax law as well as from anti-money laundering laws.

Data subjects may exercise their rights as granted by Articles 15-22 of the GDPR and any other applicable law, including the right to access, rectify and erase their data, the right to data portability and the right to limit or object to the processing of their data, using the contact details stated in the Meeting’s voting procedure. Data subjects may also lodge a complaint with a supervisory authority. To request information about this notice, please contact our Data Protection Officer by e-mailing us at dpo.en@lastminutegroup.com. For further information about data protection please visit <https://lmgroup.lastminute.com/>

Yours sincerely,

On behalf of the Board:

Ottonel Popesco (Chairman of the Board of Director) and Fabio Cannavale (Group CEO)

A handwritten signature in blue ink, appearing to be 'OP', written above a horizontal line.A handwritten signature in blue ink, appearing to be 'FC', written above a horizontal line.