

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 July 23<sup>rd</sup>, 2020, 11:59 P.M. Central European time, to:

**lastminute.com N.V.**

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

**Email:** [corporateaffairs@lastminute.com](mailto:corporateaffairs@lastminute.com)

**Fax :** +41 912606421

**Delivery Address:** Prins Bernhardplein 200, 1097 JB Amsterdam;

Attention: Ms. A. Rubtsova 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 – July 3<sup>rd</sup>, 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).

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#### PROXY TO COMPANY'S PROXIES

for the 2020 extraordinary 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 July 31<sup>st</sup>, 2020 at 09:00 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, Ms. Valentina Parisi and Ms. Isabella Salto, 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
2. (b) Designation of the Board as the competent body to resolve to issue Shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Item	For	Against	Abstain
and/or to grant rights to subscribe for Shares in connection with the Capital Increase.			
2. (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.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. (d) Partial amendment of the Company's articles of association in connection with the Capital Increase.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Partial amendment of the Company's articles of association to implement changes other than in connection with the Capital Increase.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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 December 31 <sup>st</sup> , 2020.	<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]