

TO:

ALL SHAREHOLDERS OF LASTMINUTE.COM N.V.

Amsterdam, 17 March 2017

Re: Convening notice, agenda and proxy for the 2017 Annual General Meeting of shareholders of lastminute.com N.V. (the "Company")

Dear Shareholder,

On behalf of the board of managing directors (*bestuur*) of the Company (the "**Board**"), we herewith invite you to attend the annual general meeting of shareholders of the Company which is to be held at the CitizenM Schiphol Airport Hotel, Jan Plezierweg 2, 1118 BB Schiphol, Netherlands (SocietyM, meeting room n. 3), on 28 April 2017, at 11:30 A.M. CET (the "**Meeting**").

The agenda for the Meeting is as follows:

1. Opening and announcements.
2. Discussion of (i) certain disclosures concerning directors' compensation during the year 2016, as set forth in the Shareholders Circular relating to the Meeting and (ii) the application during the year 2016 of the Company's remuneration policy for directors.
3. To discuss the annual report of the Management Board for the year ended December 31, 2016 and to adopt the Company's annual accounts for the year ended December 31, 2016, including allocation of the Company's net profit for the year 2016 (being EUR 6,656,544.00) to the Company's retained earnings reserve. A copy of the draft annual accounts of the Company, including the auditors report related thereto and the annual report of the Management Board of the Company, for the year 2016, is available for inspection by shareholders free of charge at the address of the Company in The Netherlands: Jan van Goyenkade 8, 1075 HP Amsterdam, and can also be obtained free of charge by email request to investor.relations@lastminute.com.*
4. To discharge all present and former members of the Board from liability in respect of the exercise of their duties during the year ended December 31, 2016.*
5. To authorize the Board, during a period of 24 months beginning on the date of the Meeting and ending on April 26, 2019, to acquire - through purchases on SIX Swiss Exchange, through privately negotiated transactions or in one or more self tender offers - up to a

maximum of 1,462,263 shares of the Company, for a price not less than the nominal value of a share, and not greater than the average closing price of a share on SIX Swiss Exchange during the five trading days prior to the date of acquisition plus a 10% premium.*

6. To elect the following persons as directors, for a one-year term ending on the date of the Company's annual general meeting of shareholders to be held in the year 2018:

- Mr. Ottonel Popesco Non-Executive Director and Chairman
- Mr. Fabio Cannavale Executive Director and CEO
- Mr. Marco Corradino Executive Director
- Mr. Roberto Italia Non-Executive Director
- Ms. Julia Bron Non-Executive Director
- Ms. Anna Gatti Non-Executive Director
- Ms. Anna Zanardi Cappon Non-Executive Director *

and to acknowledge that Mr. Minter Dial and Mr. Fabio Selmoni not stand for re-election.

7. To approve the remuneration for 2017 of the executive directors and non-executive directors of the Company, as more fully set forth in the Shareholders Circular relating to the Meeting.*
8. To appoint the Company's independent registered public accounting firm to audit the Company's accounts for the year ending December 31, 2017, subject to the Board reaching agreement with a qualified auditing firm as to terms of engagement.*
9. Discussion of dividend policy.
10. Discussion of the Company's observance of the Dutch Corporate Governance Code.
11. Closing.

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

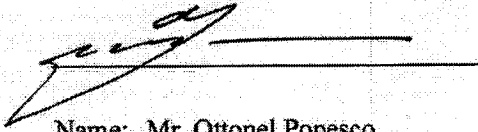
Important information concerning procedures for attendance and voting at the Meeting, the record date for the Meeting and other relevant matters relating to the Meeting are contained in the document entitled "Procedures for Voting and Attendance at the 2017 Annual General Meeting (the 'Meeting') of lastminute.com N.V. (the 'Company'))" 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 2017 Annual General Meeting (the 'Meeting') of lastminute.com N.V. (the 'Company'))" posted on the Company's website and to follow the procedures set forth therein for casting your vote at the Meeting.

The website of the Company is www.lastminutegroup.com

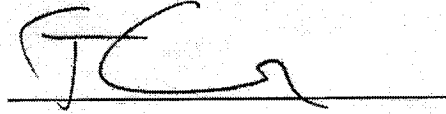
Yours sincerely,

On behalf of the board of managing directors of the Company:

A handwritten signature in black ink, appearing to be 'Ottonel', written over a horizontal line.

Name: Mr. Ottonel Popesco

Title: Chairman

A handwritten signature in black ink, appearing to be 'Fabio', written over a horizontal line.

Name: Mr. Fabio Cannavale

Title: Executive Director