

AIRFRANCEKLM GROUP

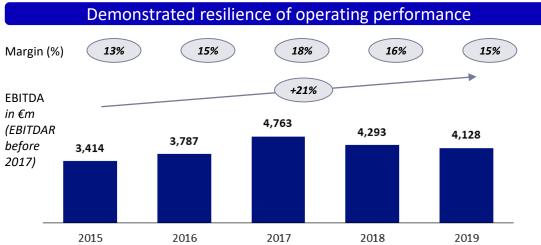






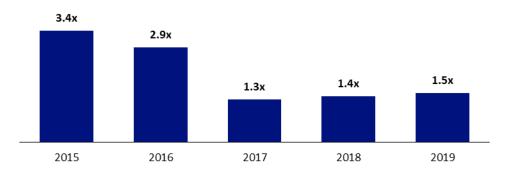
A steady and solid improvement of financial performance before crisis





Established track record of reduction in leverage

Net debt / EBITDA trailing 12 months (New IFRS accounting standards after 2016)



The entire Air France-KLM Group is committed to implement the recovery and to fulfill its purpose

71,000
Passionate and
Professional People

Unique Competitive Advantages of our Home Markets

Three Powerful Brands

World-leading
Businesses
Cargo, E&M, Flying Blue

Extensive and Complementary

Networks

Strong
Partnerships

Our achievements and current dynamic prove that we have the ability to excel, with the support of our people and shareholders



We keep implementing our strategic plan towards sustainable profitability





Significant transformation achieved in a context of industry leading renewed social stability



EMPLOYEES

Since 2019 more than 100 agreements have been signed with 2 key focus

Protect



Adapt and answer to the crisis

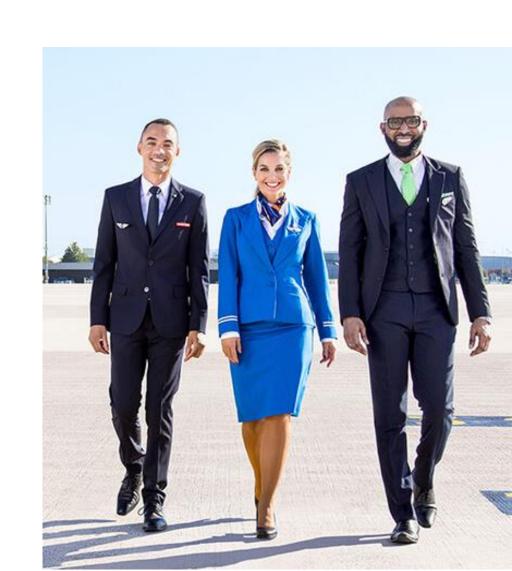
- Safeguarding employment
- Guaranteed best sanitary working conditions on board our aircraft and on the ground, with adaptation of ways of working

Transform



Accompany the Group's transformation

- Resizing of organization through voluntary departure plans achieved in social stability
- Support to our ambitious strategic transformation such as the French Domestic turnaround and Transavia fleet cap removed

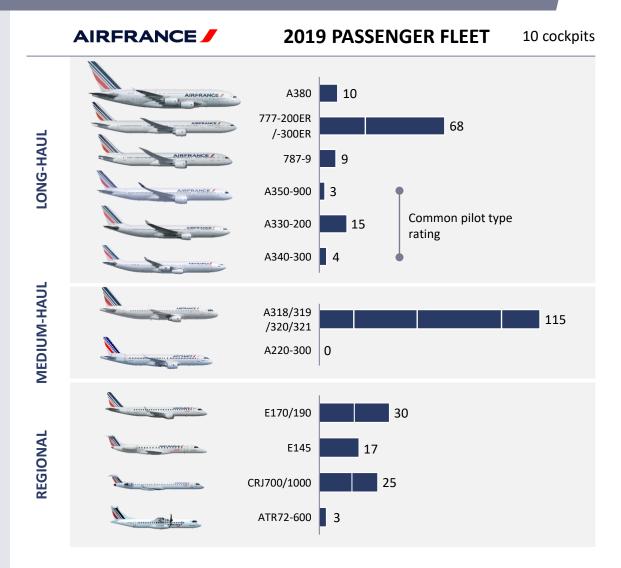


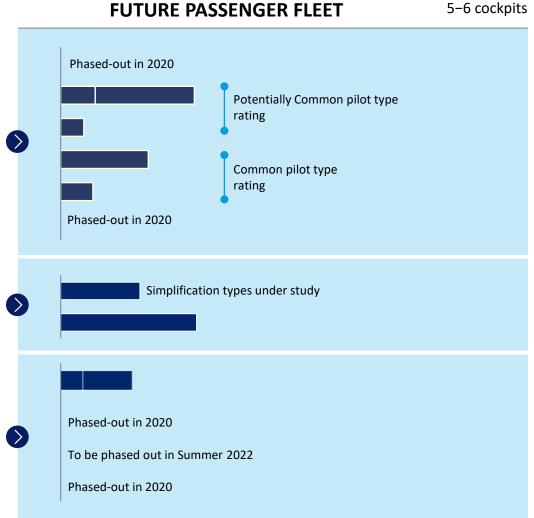


Fleet renewal and simplification is well underway



FLEET



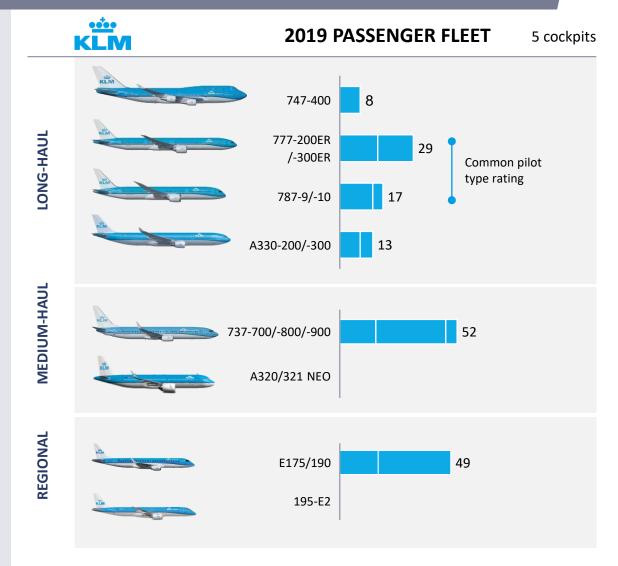


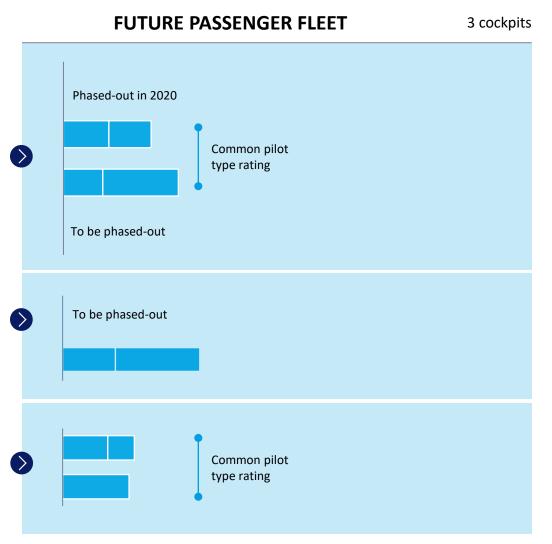


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FLEET



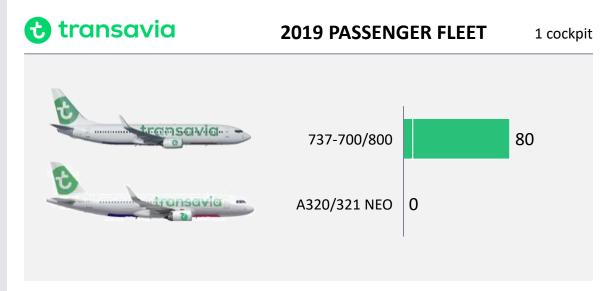


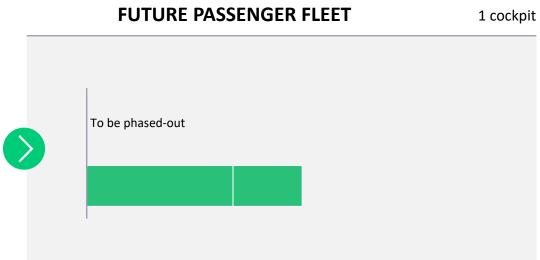


Transavia fleet will grow significantly around one single type of aircraft ...



FLEET







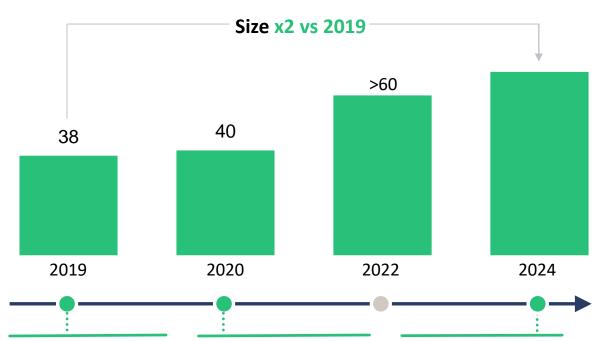
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... and reinforce positions in home markets to drive profitable recovery



PROFITABLE PASSENGER REVENUE

Transavia France fleet size



- Fleet cap removed
- Main commercial & network constraints removed
- Agreement with pilots: Transavia replacing Air France on domestic from Orly and French Regions¹
- Transavia France to double size in 2024 vs. 2019, seizing the full low-cost recovery



Optimize & grow in a constrained market

Increase gauge size and fly from secondary and/or tertiary airports



Double size by 2024 vs 2019 to be #2 LCC in France and #1 in Paris

Grow domestic capacities to support French domestic network restructuration and restore its profitability



Further develop commercial synergies within the Group

Including Transavia in corporate contracts, facilitated connections, and integration in Flying Blue



A commercial offer successfully adjusted to the new customers expectations

PROFITABLE PASSENGER REVENUE



Resilient Leisure Customers

Expect Increased Flexibility and Pleasant Travel Experience



35+

New Leisure routes in Winter 2022 vs 2021

50%

Leisure travelers in Business cabin thanks to commercial push

Flexible Fares

Maintained until end of June 2022





Business Customers Will Gradually Restart

Traveling to Complement Virtual Events, Expecting 'less Frequent but Better' Experience



Targeted focus

First on SMEs and resilient sectors (e.g. Pharma, Digital...)

Up to -19%

Possible Business cabin size decrease at Air France through Quick Change

100% Full Flat

......

Business Seats in Group fleet by 2023



1-12€

Sust. Aircraft Fuel Surcharge introduced in Jan 2022

Sustainability Offers

Rising Expectations from Customers and Society for a Sustainable Aviation

Embedded in Corporate Contracts



Net Zero

On Domestic flights & encouraged customer voluntary offset on all network







We secured our cabin investments to strengthen and reaffirm our optimal positioning on the market



PROFITABLE PASSENGER REVENUE













Premium Comfort



SEAT: 38-inch pitch and recline up to 8 inches and 6.7 inches of extra legroom

TECHNOLOGY: 13.3-inch HD screen, noise-cancelling headphones, USB and 110V outlets

FROM JULY 2022 AND FULLY ROLLED-OUT BY Q4 2023

World Business Class



FULL FLAT: all horizontal beds

FULL ACCESS: all seats offer direct aisle access **FULL PRIVACY:** sliding door for full privacy

At completion, KLM will offer direct aisle access

on all 787-9/10 and B777-300/200

FROM 2023 ON ALL 777-300ER AND 777-200





We secured our cabin investments to strengthen and



PROFITABLE PASSENGER REVENUE

PREMIUM ECONOMY

BUSINESS

LA PREMIERE /



SEAT: Recliner seat up to 124°, same seat as in

our Airbus A350-900

TECHNOLOGY: 13.3-inch HD screen

SERVICE: New dedicated Premium Economy

service since May

FROM SUMMER 2022 ON BOEING 777-300ER



FULL FLAT: 2m long horizontal bed

FULL ACCESS: All seats offer aisle access

FULL PRIVACY: Private door to improve privacy

TECHNOLOGY: 17-inch HD screens, Bluetooth

SERVICE: Signature meal from the best Chefs

out of Paris

reaffirm our optimal positioning on the market

FROM SUMMER 2022 ON BOEING 777-300ER AND FROM 2023 ON NEW A350-900



NEW CONCEPT

SPACE: Longest suite in the market with 5

windows

COMFORT: 3 living spaces: seat, bed, sofa **TECHNOLOGY:** Connected suite with wireless

tablet and 2 screens

FROM WINTER 2023/2024





Our unique offer is steadily reinforcing the emotional connection to our brands



PROFITABLE PASSENGER REVENUE









AIRLINE



















Expérience/_The

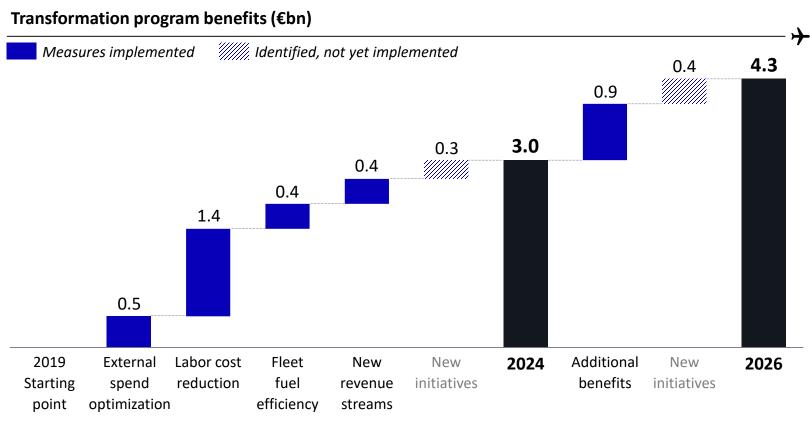


Transformation is accelerating and will help restore competitiveness with €~4.3bn structural benefits¹ by 2026

AIRFRANCEKLM GROUP

OPERATING MODEL





A clear roadmap to reach our ambition and transform our Group

OPERATING MODEL					
Initiative	Savings per 2024	Key Examples			
External spend optimization	€0.5bn	 ✓ Reduction of external cost ✓ Restructuration of the French domestic network 			
Labor cost reduction	€1.4bn	 ~12% FTE reduction in 2024¹ ✓ Simplification of the organization 			
Fleet fuel efficiency	€0.4bn	 ✓ Fleet renewal ✓ ~30% of New Generation aircrafts in 2024 			
New revenue streams	€0.4bn	 ✓ Flying Blue Pay & Increase program partners ✓ Offer Innovation: personalization, ancillaries 			
New initiatives not yet implemented	~€0.3bn	 ✓ Procurement: sourcing, demand, specification ✓ Additional group synergies 			

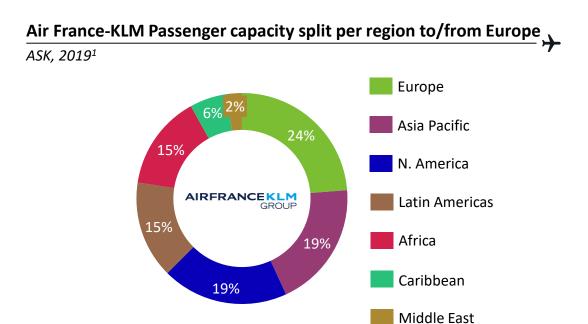


€3bn of structural benefits by end of 2024

Our diversified network is a core asset for the group and is supported by strong partnerships



GROUP BUSINESSES & SYNERGIES



Air France-KLM commercial partnerships overview²

Key partners as of May 2022















... and is supported by strong commercial partnerships which we keep strengthening

16% of Group long-haul revenue⁴ through its partners

Our global footprint enables to capture the opportunities ahead ...

Flying Blue will be further leveraged as a margin generator



GROUP BUSINESSES & SYNERGIES



Solid Foundation with Room to Grow





16+ M members



1 new enrolled member every 20 seconds



Extensive and growing **network of partners** (airlines, banking and consumer firms)



Positive contribution to the Group margin through Sales of miles, resilient during crisis

Our ambition: Double the contribution of Flying Blue to the Group by 2024 vs 2019



- Sale of miles: credit cards, services, partners etc.
- New digital experience (i.e. Flying Blue Pay, digital cards, etc.)
- Cash & Miles payments
- Additional opportunities to spend miles



Air France-KLM and CMA CGM sign major strategic partnership in global air cargo...



GROUP BUSINESSES & SYNERGIES

Air France-KLM and CMA CGM to jointly sell air freight capacity, providing customers with more options for their transportation needs







10-Year exclusive commercial partnership

- Initial capacity of 10 full-freight jointly operated: 4 at CMA CGM Cargo and 6 at Air France-KLM Group based at CDG
- An additional 12 aircraft on order: 8 for CMA CGM and 4 for Air France-KLM Group
- Partnership includes Air France-KLM's belly aircraft capacity

CMA CGM Group to become a reference shareholder of Air France-KLM Group

Intention to take up to 9% of Air France-KLM's ex-post share capital



...leveraging the complementary skills, expertise and activities of Air France-KLM and CMA CGM



GROUP BUSINESSES & SYNERGIES

Objectives of a 10 years cargo partnership with CMA Cargo (CCAC):



Combine a strong belly network with modern and efficient full freighter fleet



Build a player with a recognized know-how in air freight and a strong investment capacity



Leverage a global commercial network, innovative solutions and relationship with forwarders

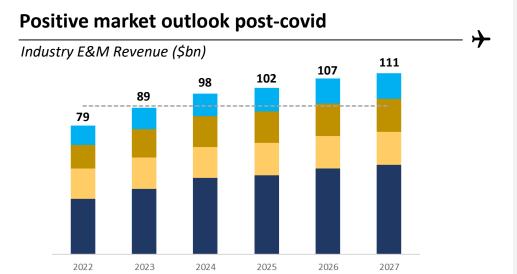


Generate synergies in operations on an ad-hoc basis (e.g., maintenance, ground handling)



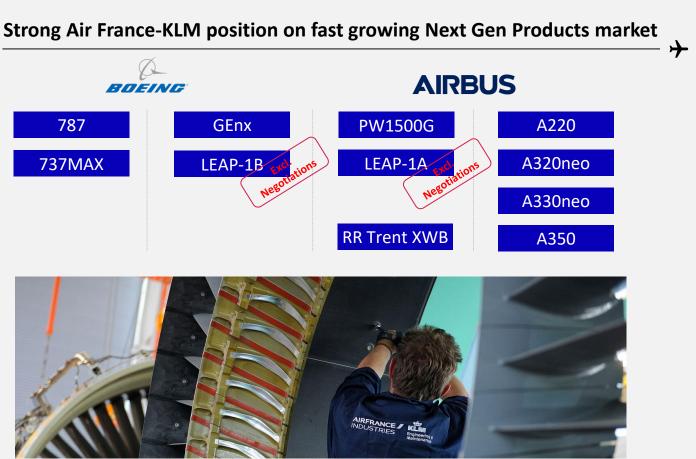
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GROUP BUSINESSES & SYNERGIES



- Recovery to pre-COVID levels now expected by end of 2023...
- ...healthy growth in coming years due to increasing number of aircraft and price evolution





'Destination Sustainability', a new program to accelerate our commitments ...

SUSTAINABILITY

for environment

-30% CO₂ emissions per passenger/km by 2030 compared to 2019¹

10% SAF worlwide by 2030

for people & culture

33% women within the Group Executive Committee by 2030

40% of the top 10% management level positions to be held by women by 2030

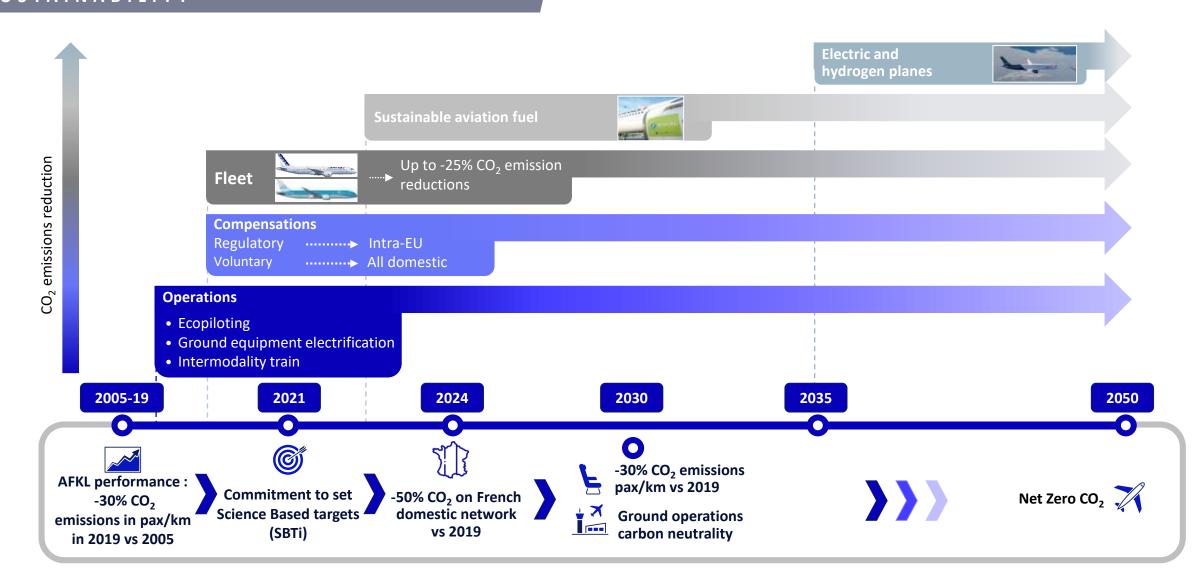




... and to support our ultimate goal of Net Zero emissions by 2050



SUSTAINABILITY



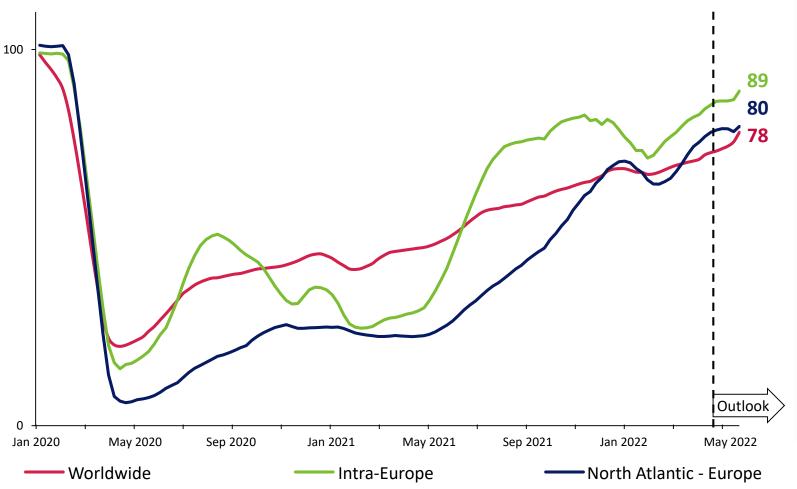


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The industry capacity is steadily heading towards 2019 levels

Capacity evolution Worldwide, Intra-Europe and North Atlantic-Europe

index 100 = same capacity and same week in 2019 (ASK's)







The strong willingness to travel materializes in steep booking curves



Air France - KLM Network new bookings for summer already back index 100¹, despite lower capacity



Positive trend especially on the North Atlantic with booking load factor close to 2019 levels



Strong performance of direct online channel with more than 50% of tickets sold in Q1 (+12 pts versus 2019) driven by strong leisure demand



The long haul load factor reaches 80% for both **Economy and Premium classes in March 2022**



-4 pts

Mar

Q1 Load Factor

2019 Air France & KLM Long Haul Passenger Network



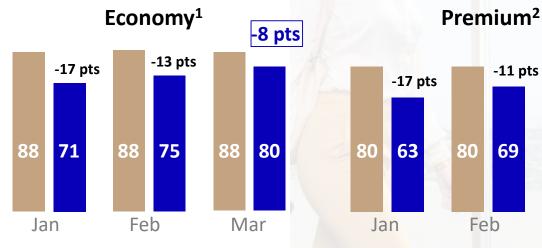
-11 pts

69

Feb



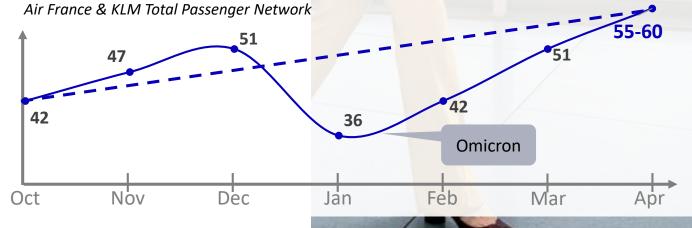
- Narrowing gap vs 2019 with only 4 points gap for long-haul Premium classes in March
- **High yield leisure** demand for Premium classes





Corporate travel ramping up

- North Atlantic corporate travel already at index **70**³
- Strong performances of Long-haul and SME segments





The Q1 performance is supported by dynamic business lines and tangible achievements



















- Capacity at 75% of 2019
- Yield above 2019
- March long haul load factor at 80% for both premium and economy class
- Capacity close to 2019
- Yield far above 2019
- Fleet approaches 100 aircraft
- Domestic network plan
 100% completed in Paris-Orly

- Strong demand environment
- Yield at historically high levels
- Order of 4 Airbus A350 FF
- Share online bookings at 70%
- Entered into exclusive negotiations for the purchase of CFMI LEAP engines and a repair license
- Increase of shop visits
- New MRO contracts



A strong month of March has driven a positive EBITDA

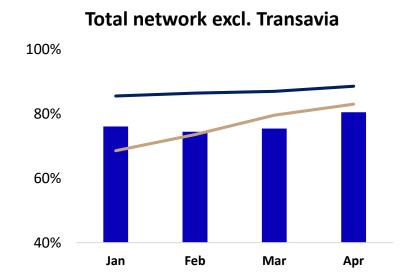
	Q1 2022	Q1 2021	Q1 2019	Change versus 2021	Change versus 2019
Revenues (€ m)	4,445	2,161	5,942	+2,284m	-1,497m
Aircraft Fuel (€ m)	996	463	1,201	+533m	-205m
Salary cost (€ m)	1,522	1,167	1,972	+355m	-450m
Other operating expenses (€ m)	1,706	1,159	2,326	+547m	-620m
EBITDA (€ m)	221	-628	443	+849m	-222m
Operating result (€ m)	-350	-1,180	-286	+830m	-64m
Operating margin	-7.9%	-54.6%	-4.8%	+46.7 pt	-3.1 pt
Net income - Group part (€ m)	-552	-1,482	-324	+930m	-228m

⁽¹⁾ Restated figures include the change in accounting principles for pensions (interpretation of IAS19)

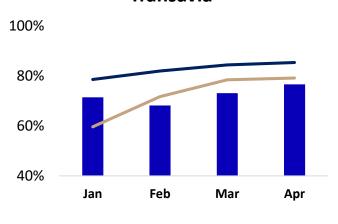
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The load factor gap keeps narrowing versus 2019 while the capacity increases

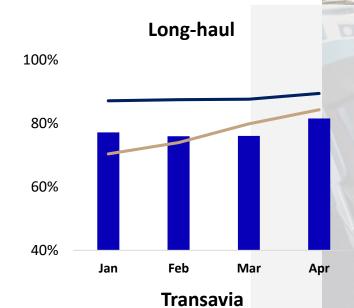
Load factor 2019

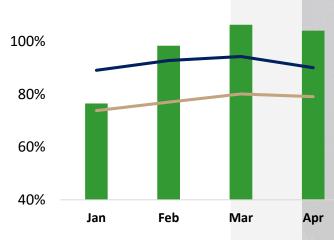


Short & Medium-haul excl.
Transavia



ASK index vs 2019





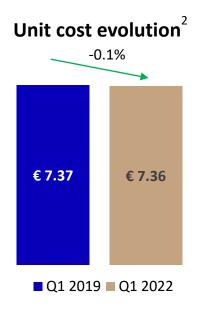
Load factor 2022

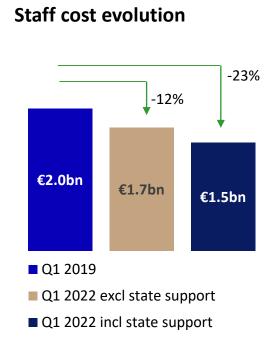






Thanks to transformation programs and despite a capacity at 23% below 2019, the unit cost is contained at 2019 level











Transformation programs

- Air France¹: -400 FTE during Q1 and another -300 FTE to go in 2022, resulting in total of -8.5k FTE (-17%) versus 2019
- KLM adjusted staff levels in order to accommodate further capacity increase

⁽¹⁾ Excluding Transavia France

⁽²⁾ Unit cost against constant fuel price and constant currency





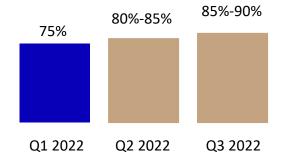
Air France-KLM estimate to reach capacity levels of 85% to 90% during peak summer



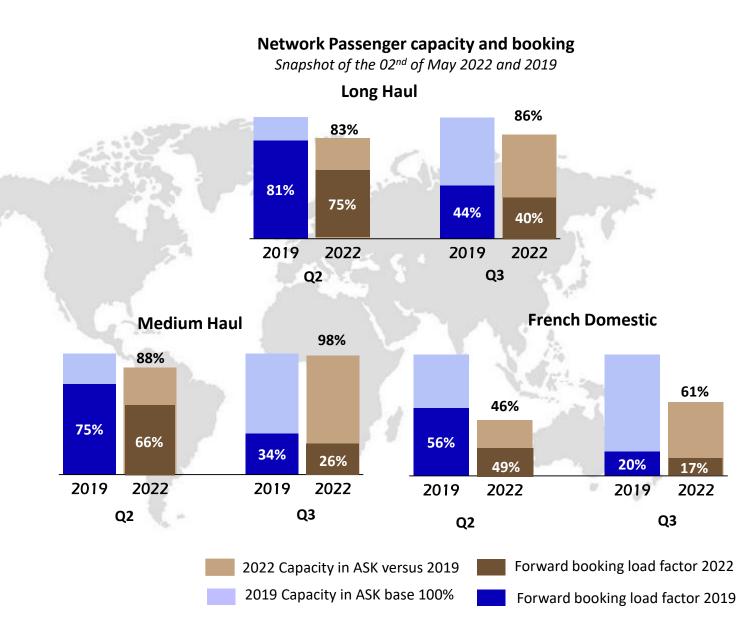




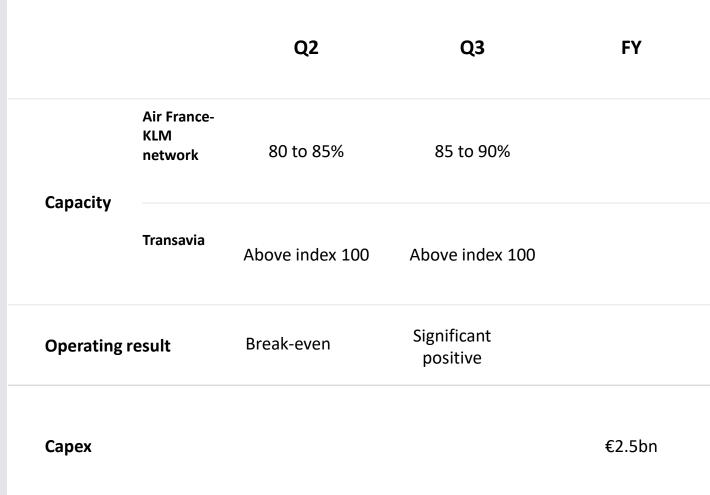
Network Passenger capacity in ASK versus 2019



- Transavia capacity above index 100 for Q2 and Q3 2022
- Healthy yield environment for the remainder of 2022 with strong summer demand resulting in yield levels above 2019



The outlook 2022

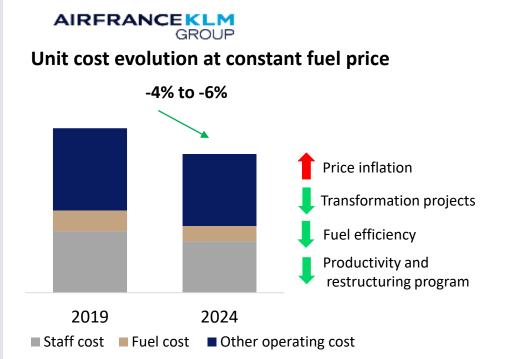


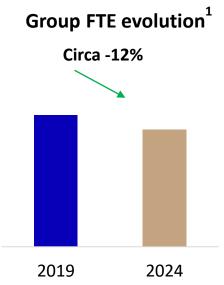






Group unit cost will decrease by 4% to 6% at constant fuel price, when capacity is back to 2019 level, thanks to the restructuring and transformation projects





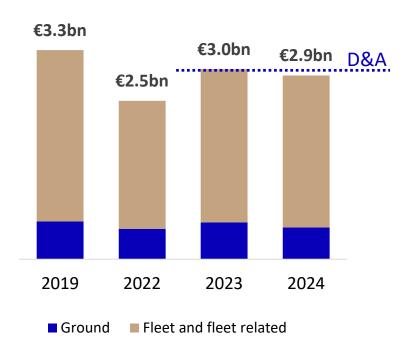




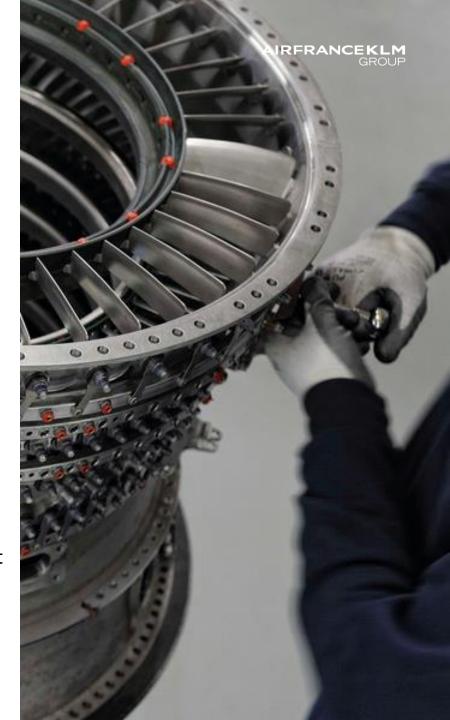
Capex will be reduced to an average of €2.8bn per year and will support an ambitious fleet renewal



Net Capital expenditure



- Capex¹ in line with yearly depreciation and amortization (D&A) which is at 2019 levels
- Reduced from initial €4bn (2019 Investor Day)
- 50% of operating lease for the coming years
- Reduction of operating lease cash out versus 2019





Guidance elements



- 1. Capacity back to 2019 levels in 2024
- 2. Unit cost down 4% to 6% at constant fuel price when capacity are back to 2019 level
- 3. Operating margin at 7-8% as of 2024
- 4. Adjusted Operating Free Cash Flow expected to be positive in 2023 excluding exceptionals⁽¹⁾
- 5. Confirmed objective of a targeted Net debt / EBITDA ratio of circa 2.0x to 2.5x by 2023



Air France-KLM took several actions to restore its balance sheet and improve its senior debt profile

Equity strengthening measures since 2021

- **Apr-21**
 - Capital increase of €1bn
 - Conversion of €3bn French State loan into Deeply-Subordinated Notes
- May-22 On-going exclusive discussions with Apollo regarding an injection of €500m of capital¹ to an operating affiliate of Air France, owning of a pool of spare engines of Air France.
- May -22 CMA CGM Group to become a reference shareholder of Air France-KLM Group and will take up to 9% of Air France-KLM's ex-post share capital

Recent actions on senior debt structure reprofiling

- Jun-21 Issue of €800 million senior notes
- **Dec-21**
 - Partial redemption of €500m of French PGE using the €800m proceeds received from the Jun-21 senior notes
 - Reprofiling redemption schedule of €4bn French PGE due in 2023 into 3 tranches of €0.8bn due May 2023 and 2 tranches of €1.3bn each, due respectively May 2024 and May 2025
- May-22 Repayment of €311m of KLM's State-backed RCF





Rationale for the rights issue

REINFORCE GROUP'S BALANCE SHEET

- Pursue the **equity restoration**, in addition to the structural benefits delivered by the restructuring and transformation programs
- Reduce indebtedness while improving the Group's overall cost of debt
- Onfirmed objective of a targeted Net debt / EBITDA ratio of circa 2.0x to 2.5x by 2023

- ACCELERATE THE
 REPAYMENT OF THE FRENCH
 STATE AID
- Part of the proceeds will be allocated to the early repayment of the Deeply-Subordinated Notes issued in 2021 and held by the French State
- In line with the objective to free the group from the conditions set by the European Commission's temporary framework

FURTHER IMPROVE THE GROUP'S STRATEGIC FLEXIBILITY

- The transaction, together with the expected recovery of EBITDA, further positions the Group on a solid financial footing, with additional flexibility to conduct AF-KLM's strategic agenda
- Further position AF-KLM as a **European leader** in a recovering environment



Key dates

Monday, May 23rd AMF Approval on the Prospectus Publication of the launch press release Tuesday, May 24th Annual Shareholder's meeting Publication of the Note d'Opération Wednesday, May 25th Rights detach and start of rights trading period Friday, May 27th Start of the subscription period Tuesday, June 7th End of the trading of the rights Thursday, June 9th End of the subscription period Tuesday, June 14th Publication of the results of the rights issue Thursday, June 16th Settlement of the rights issue – closing

Key terms of the rights issue (1/2)

Equity Offering

• €2,256m Capital Increase with Preferential Subscription Rights (PSR) for Existing Shareholders

Parity

- 3 new shares for 1 existing share
- 1,927,902,102 new shares (300% of capital, in accordance with the 20th resolution of 2021 AGM)

Subscription price

- €1.17 per new share
- Equivalent to 40.0% discount to TERP (based on reference share price of €4.296 on May 20)

Structure of the Offering and applicable restrictions

- Subscription of existing shareholders on a non-reducible basis ("irréductible") (additional orders on a reducible basis ("réductible"))
- Distribution
 - o Public offer to retail and qualified investors in France
 - o Offer to institutional investors in France and outside of France (excluding the United States, Canada, Australia and Japan) in accordance with, and in reliance on, Regulation S under the US Securities Act
 - o In the US, offer of new shares by the company to existing shareholders that are QIBs in accordance with Section 4(a)(2) of the US Securities Act

Syndicate

- Joint Global Coordinators: Deutsche Bank, HSBC, Natixis, Credit Agricole CIB, Société Générale
- Joint Bookrunners: ABN Amro, Citibank, Rabobank, Santander
- Co-Lead Managers: CM-CIC, MUFG, SMBC



Key terms of the rights issue (2/2)

Subscription commitments

- CMA CGM has committed to subscribe to a maximum of 9% of the ex-post share capital and in the limit of a €400m investment (incl. purchase of the rights)
- Delta Air Lines and China Eastern Airlines have both committed to subscribing to c. €42m and c. €69m respectively to perform their cash-neutral transactions, thanks to the proceeds of the sale of part of their rights to CMA CGM
- Total subscription amounts to c. €360m i.e., c. 16% of the deal, the remaining part being fully underwritten by the banks

Intentions to subscribe

- The French State has announced its intention to participate in the rights issue such that its shareholding remains unchanged post the Rights Issue, through the offset of the Deeply-Subordinated Notes issued in April 2021.
- The Dutch State has announced its intention to participate in the rights issue such that its shareholding remains unchanged post the Rights Issue, subject to Dutch Parliament approval
- Total of intentions could amount to up to €856m i.e., 38% of the deal

Lock-up

- 180 days for Air France KLM¹
- 90 days for shareholders (French State, Dutch State, Delta Air Lines, China Eastern Airlines)²
- 6 years for CMA CGM: 100% for the first 3 years and 50% for the remaining 3 years³
- Subject to conditions as per prospectus
- 2. Subject to customary conditions
- 3. CMA CGM is further subject to a 10-year standstill agreement







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