

May 26, 2021

## **Air France-KLM: key decisions approved by the Shareholders' Meeting of May 26, 2021**

The Air France-KLM Annual General Shareholders' Meeting was held behind closed doors on Tuesday May 26 at 45 rue de Paris, 95747 Roissy CDG, Cedex, under Anne-Marie Couderc's chairmanship, without the physical presence of shareholders due to the health context, in accordance with the provisions of Decree No. 2021-255 of March 9, 2021. It was broadcast live via webcast on the Air France-KLM website. It is also possible to watch it at any time [on replay](#).

7 533 shareholders voted remotely or by granting a proxy to the Chair of the Meeting or a third party, representing 396 102 573 shares and 560 871 635 voting rights, representing a quorum of 61,753%. At the end of this Combined Ordinary and Extraordinary Shareholders' Meeting, all of the proposed resolutions were adopted. In particular, the Shareholders' Meeting adopted the following resolutions:

### **Appointments/re-appointments:**

- Ms. Anne-Marie Idrac, Leni Boeren and Isabelle Bouillot were re-appointed as independent Board directors for a four-year term of office;
- Delta Air Lines Inc., whose permanent representative at the Board of Directors is Mr. Alain Bellemare since February 17, 2021, was re-appointed as Board director for a four-year term of office;
- As proposed by China Eastern Airlines Co. Ltd., Mr. Jian Wang was re-appointed as Board director for a four-year term of office;
- Ms. Gwenaëlle Avice-Huet was appointed as independent Board directors for a four-year term of office.

### **Approval of Related party agreements relating to :**

- The conclusion of a loan agreement guaranteed by the French State and the granting of a shareholder loan by the French State;
- The conclusion of a Framework Agreement between Air France – KLM, KLM and the Dutch State;
- The adjustment of the financial provisions of the partnerships entered into with Delta Air Lines, Inc. and Virgin Atlantic Airways Ltd.; and

- The adjustment of the financial provisions of the partnerships entered into with China Eastern Airlines Co. Ltd.

#### **Compensation:**

- Approval of the information on the compensation of each of the corporate officers required by Article L. 22-10-9 I of the French commercial Code;
- Approval of the elements of compensation paid in the financial year 2020 or granted in respect of that financial year to the Chair of the Board of directors and the Chief Executive Officer;
- Approval of the 2021 compensation policy of the Chair of the Board of Directors, the Board directors and the Chief Executive Officer.

#### **Financial authorizations/delegations:**

- All of the financial delegations were renewed. They allow the Groupe to dispose of the flexibility and agility required for the implementation of additional capital-strengthening measures, which are essential for the continuation of the Group's operations within the current context of public health crisis. These resolutions are detailed on pages 29 and following of the [convening notice](#);

#### **Amendment of the Articles of Incorporation:**

- Amendment of Article 26 of the Articles of Incorporation bringing the limit age for the Chairmanship of the Board of Directors in case of separation of the functions of Chairmanship of the Board of Directors and General Management to 72 years.

The detailed results of the voting and all the documentation relating to the Shareholders' Meeting are available on the Air France-KLM website (<https://www.airfranceklm.com/en/finance/shareholders/annual-general-meeting>).