

May 26, 2020

Air France-KLM: key decisions approved by the Shareholders' Meeting of May 26, 2020

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 Order No. 2020-321 of March 25, 2020. It was broadcast live via webcast on the Air France-KLM website.

6 386 shareholders voted remotely or by granting a proxy to the Chair of the Meeting or a third party, representing 283,176,719 shares and 387,928,874 voting rights. 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 Couderc and Mr. Alexander R. Wynaendts were re-appointed as independent Board directors for a four-year term of office.
- As proposed by the Dutch state, Mr. Dirk van den Berg was appointed as a Board director for a four-year term of office.
- Mr. Jian Wang was confirmed as Board director (ratification of the cooptation) for the remaining term of office of his predecessor, i.e. until the end of the Shareholders' Meeting called to approve the financial year ending December 31, 2020.
- KPMG Audit was re-appointed as principal Statutory Auditor for six fiscal years, i.e. until the end of the Shareholder's Meeting called to approve the accounts of the financial year ending December 31, 2025.

Related party agreements:

- Approval of the related party agreements authorized by the Board of Directors relating to the implementation of the single global transatlantic joint-venture between Air France-KLM, Delta Air Lines, Inc. and Virgin Atlantic.

Compensation paid in respect of the 2019 financial year and 2020 compensation policies for the corporate officers:

- Approval of the information on the compensation of each of the corporate officers required by Article L. 225.37-3 I of the French commercial Code

- Approval of the elements of compensation paid during the 2019 financial year and granted in respect of the 2019 financial year to the Chair of the Board of directors and the Chief Executive Officer.
- Approval of the 2020 compensation policy of the Chair of the Board of Directors, the Board directors and the Chief Executive Officer.

Renewed financial authorizations/delegations:

- All of the financial delegations were renewed. These resolutions are detailed on page 24 and following of the convening notice.
- Delegation of authority granted to the Board of Directors to carry out share capital increases reserved to members of a company or Group savings scheme without shareholders' preferential subscription rights within a limit of 2% of the share capital.

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