



PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

KLM UK HOLDINGS LIMITED (the Company)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1, 2 and 3 below are passed as ordinary resolutions (together **Ordinary Resolutions**)

ORDINARY RESOLUTIONS

1. AUTHORISED SHARE CAPITAL

THAT the Company's authorised share capital be removed

2. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £37,980,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 March 2014 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act

3. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall

3.1 Be limited to the allotment of equity securities up to an aggregate nominal amount of £37,980,000, and

3.2 Expire on 31 March 2014 (unless renewed, varied or revoked by the Company prior to or on that date) save that the company may, before such expiry make an offer or agreement which would or might require equity

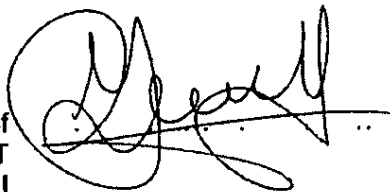
securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Ordinary Resolutions

The undersigned, the sole person entitled to vote on the above resolutions on 27 September 2010, hereby irrevocably agrees to the Ordinary Resolutions

Signed by J B Veenstra on behalf of
KONINKLIJKE LUCHTVAART
MAATSCHAPPIJ NV (KLM Royal
Dutch Airlines)



Date

27-9-2010...

NOTES

- 1 You can choose to agree to all of the Ordinary Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
 - **By Hand** delivering the signed copy to Nico Van Wieringen at Amsterdamseweg 55, 1182 GP Amstelveen, The Netherlands
 - **Post** returning the signed copy by post to Nico Van Wieringen at Amsterdamseweg 55, 1182 GP Amstelveen, The Netherlands
 - **Fax** faxing the signed copy to [FAX NUMBER] marked "For the attention of Nico Van Wieringen"
 - **E-mail** by attaching a scanned copy of the signed document to an e-mail and sending it to Nico-van Wieringen. Please enter "Written resolutions dated 24 September 2010" in the e-mail subject box

If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 3 Unless, by 30 October 2010, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document