ANNUAL SHAREHOLDERS' MEETING



AIRFRANCE KLM

OPENING



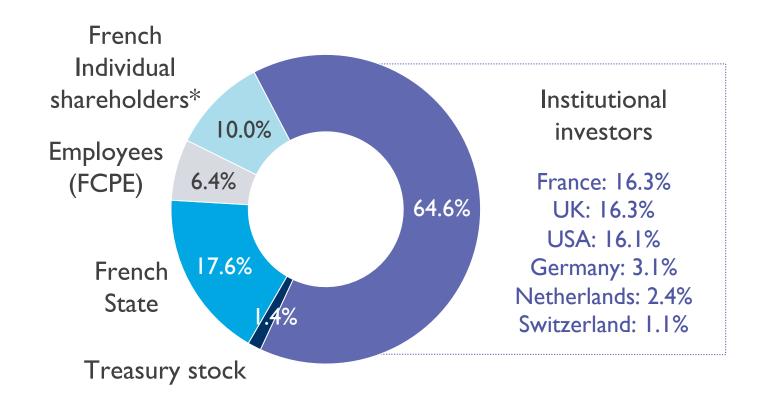
Shareholders' Meeting's agenda

- Opening
- Corporate Governance
- Consultation of stakeholders
- → 2015 Financial Review
- Aiming for the future
- Shareholders Communication and Stock Price
- Presentation of the resolutions
- Dialog with Shareholders
- Vote on Resolutions

CORPORATE GOVERNANCE



Shareholder structure as of 31 March 2016



Double voting rights

- At December 31, 2015 the Air France-KLM share capital comprised 300,219,278 fully paid-up shares with a nominal value of one euro, held in registered or bearer form according to shareholder preference
- Until April 2, 2016, each share had one voting right attached
- As from April 3, 2016, in the absence of a provision to the contrary in the Air France-KLM Articles of Incorporation*, all fully paid-up shares held in registered form in the name of the same shareholder for at least two years benefit from a double voting right

^{*} The resolution submitted to the General Shareholders' Meeting of May 21, 2015 aimed at including in the Articles of Incorporation a clause maintaining single voting rights was rejected

Current composition of the Board of Directors

Alexandre
DE JUNIAC



Peter HARTMAN



Maryse AULAGNON*



Isabelle
BOUILLOT*



Jean-Dominique COMOLLI



Jean-François DEHECQ*



Antoine SANTERO



Jaap DE HOOP SCHEFFER*



Solenne **LEPAGE**



Christian MAGNE



Isabelle PARIZE*



Louis JOBARD



Patrick VIEU



Cornelis J.A. VAN LEDE*



Leo M. VAN WIJK

A balanced Board of Directors

- A bi-national Board of Directors
 - ▶ 4 Dutch directors, i.e. a proportion of 26.7%
- A feminized Board of Directors
 - ▶ 4 women directors, i.e. a proportion of 28.6%
- A significant independence in spite of the Board of Directors' peculiar composition:
 - I director representing the French State appointed by ministerial order
 - 2 directors proposed by the French State
 - 6 independent directors, i.e. a proportion of 50%
 - ▶ 2 directors representing the employees shareholders
 - I director representing the employees appointed by the Comité de Groupe Français

Functioning of the Board of Directors

- Board activity during 2015
 - ▶ II meetings with an average attendance rate of 93%
- Main matters addressed during the fiscal year
 - Review of interim and annual financial statements
 - Regular status reports on the Group's activity and financial situation
 - Review of the budget including the investment plan
 - Review of the financing plan
 - Monitoring of the "Perform 2020" strategic and competitiveness plan
 - Development of the low-cost business, Transavia
 - Alliance strategy
 - Maintenance business
 - Update on the events arising during the Corporate Works Council meeting of October 5, 2015
 - Status report of aviation safety
 - Status report on security (following the terrorist attack of November 13, 2015)
 - Governance of the Group, appointment and compensation of the principal executives
- Nota Bene
 - Annual meeting (June 2015) devoted to the Group's stategy, which took the form of a two-day seminar

Current composition of the Board of Directors' Committees



Audit Committee

- Maryse Aulagnon (Chair)
- Solenne Lepage
- Christian Magne
- Jean-François Dehecq
- Cornelis van Lede
- · Louis Jobard

5 meetings in 2015

(attendance rate: 95%)

2 meetings since the beginning of 2016



Remuneration Committee

- Leo van Wijk (Chair)
- Isabelle Bouillot
- Jean-Dominique Comolli
- Jaap de Hoop Scheffer
- Christian Magne
- Isabelle Parize

2 meetings in 2015

(attendance rate: 100%)

2 meetings since the beginning of 2016



Appointments and Governance Committee

- Jean-François Dehecq (Chair)
- Jean-Dominique Comolli
- Cornelis van Lede

8 meetings in 2015

(attendance rate: 100%)

5 meetings since the beginning of 2016



Changes in the composition of the Board of Directors during the 2015 financial year

- May 15, 2015
 - Appointment of Solenne Lepage by ministerial order as director representing the French State
- May 21, 2015
 - Renewal Alexandre de Juniac's term of office as Chairman and Chief Executive Officer by the Annual Shareholders' Meeting
 - Appointment of Patrick Vieu by the Annual Shareholders' Meeting as director appointed as proposed by the French State
 - Appointment of Jean-Dominique Comolli by the Annual Shareholders' as director appointed as proposed by the French State
 - Expiry of Régine Bréhier's term of office as director representing the French State
- November 5, 2015
 - Appointment of Antoine Santero by the Comité de Groupe Français as director representing the employees

Appointment of Ms. Anne-Marie Couderc as a Board Director for a term of four years (4th resolution)



Independent Director

Born February 13, 1950

President of the Presstalis Group

Officer of the Legion of Honor and of the National Order of Merit

Board director of Ramsay Générale de Santé, Veolia Transdev and Plastic Omnium

Board director of the Veolia and ELLE foundations

Member of the MEDEF Executive Committee

Member of the ESEC Council

Video of Ms. Anne-Marie Couderc

Appointment of Mr. Hans N. J. Smits as a Board Director for a term of four years (5th resolution)



Director

Born March 13, 1950

President Chief Executive Officer of Janssen de Jong Groep

President of the Supervisory Board of KLM N.V. (Netherlands)

President of the Supervisory Board of Erasmus University Rotterdam (Netherlands)

Video of Mr. Hans N. J. Smits

Appointment of Mr. Alexander R. Wynaendts as a Board Director for a term of four years (6th resolution)



Independent Director

Born August 1, 1960

CEO and Chairman of the Executive Board of Aegon N.V.

Vice Chairman of the PEIF (Pan-European Insurance Forum)

Member of the Geneva Association Board of Directors

Chairman of the Supervisory Board of Mauritshuis Museum

Member of the Advisory Board for the Amsterdam VUmc Cancer Center

Video of Mr. Alexander R. Wynaendts

Appointment of Board directors (4th to 6th resolutions)

- Appointment of Board directors for a term of 4 years in replacement of Mr. Dehecq, Mr. Van Wijk and Mr. Van Lede:
 - Ms. Anne-Marie Couderc (independent director)
 - Mr. Hans N. J. Smits
 - Mr. Alexander R. Wynaendts (independent director)
- Composition of the Board of Directors pursuant to the abovementioned appointments
 - ▶ 50% independent directors
 - ▶ 35.7% women

Jean-Marc Janaillac



Since 2012, Jean-Marc Janaillac has been Chairman and Chief Executive Officer of Transdev, an international transportation group jointly owned by Veolia and the French Caisse des Dépôts.

He was previously Chairman and CEO of RATP Dev from 2010 to 2012 and Managing Director, Group Development for RATP from 2004 to 2010.

He was Chairman and CEO of the Maeva tourism group from 2000 to 2002 and Chief Operating Officer of the AOM airline from 1997 to 2000.

Mr. Janaillac was also an Air France director from 1989 to 1994. He graduated from the HEC Business School and the École Nationale d'Administration.

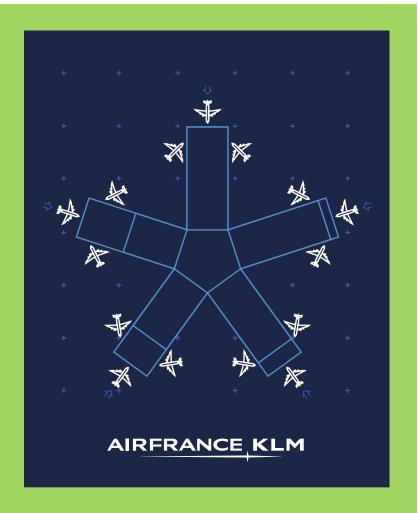
Choice of the Group's future Chairman and Chief Executive Officer

- The Board of Directors of May 1st 2016, following the unanimous recommendation of the Nomination and Governance Committee, has decided that Jean-Marc Janaillac should become the Group's Chairman and Chief Executive Officer when Alexandre de Juniac leaves this position.
- The Board has decided that Mr. Janaillac will be co-opted as a Group director when Mr. de Juniac leaves office on July 31st at the latest. He will then be appointed Chairman and Chief Executive Officer of Air France-KLM.

Reprise cam

M. Alexandre de JUNIAC

2015 FINANCIAL REVIEW



Key data: significant improvement enabling a return to net income

	2015		2014	Change
Revenues (€bn)	26.06	7	24.91	+4.6% Like-for-like ⁽¹⁾ : -3.2%
EBITDA ⁽²⁾ (€m)	2,447	7	1,589	+858m
Operating result (€m)	816	7	-129	+945m
Net result, group share (€m)	118	7	-225	+343m
Adjusted net result ⁽²⁾ (€m)	220	7	-540	+760m
Operating free cash flow ⁽²⁾ (€m)		7	-164	+770m
Net debt at end of period ⁽²⁾ (€bn)	4.31	2	5.41	-1,100m

Like-for-like: excluding currency and 2014 strike impact
 See definition in Registration Document

Accelerating recovery in "Passenger network"(1) activity



€20.5bnRevenues

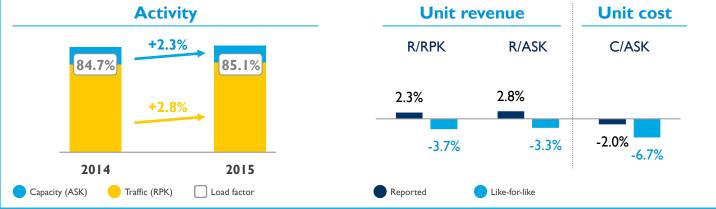
€842m

Operating result

79 millions passengers carried

481 aircraft in operation

58,400 employees



- Targeted growth in capacity
- Increased pressure on unit revenues
- Ongoing cost-cutting plans and fall in fuel price enabling a 6.7% reduction in unit costs⁽²⁾

Operating result improved by €687m⁽²⁾

A new growth for Transavia



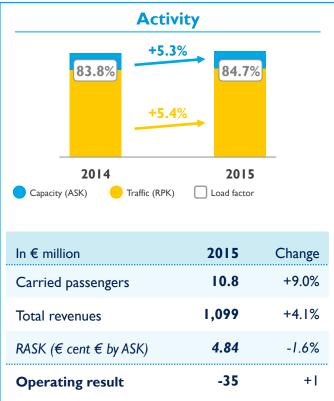
€1,099m Revenues

-€35m Operating result

10.8 million passengers carried

53 aircraft in operation

2,400 employees



- Accelerated growth in France
- In April 2016, opening of a base in Munich, the first outside the Netherlands and France
- Slight decrease of unit revenue, activity having been affected by the geopolitical context
- Operating result in line with the business plan

Ongoing restructuring of cargo activity



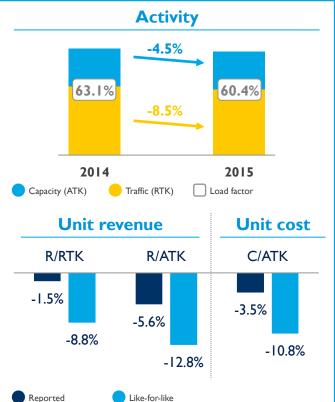
€2.4bnRevenues

-€245m Operating result

1.3 million carried tons

9 aircraft full-freigther in operation

4,900 employees



Continued demand weakness

Ongoing restructuring and a reduction of full-freighter fleet

Operating result down by €14 million⁽¹⁾
with a €55 million improvement
in the full-freighter activity

Steady growth in the maintenance activity



€1.6bn Third party revenues

+€214m

Operating result

€7.6bn

Order book at 31 March 2016

200 clients

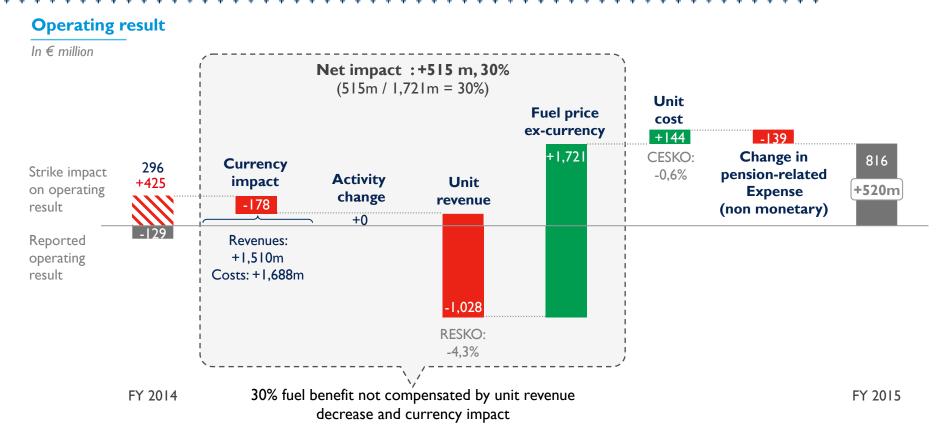
14,200

employees



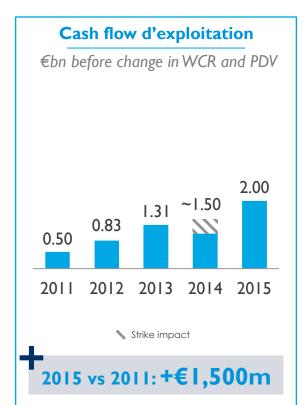
- Third party revenues increasing by 7.3%⁽¹⁾ in 2015
- Further significant increase in the order book
- €40 million improvement in operating income

An operating result improvement driven by the fuel price decrease and the unit cost reduction...



... enabling further improvement in financial situation



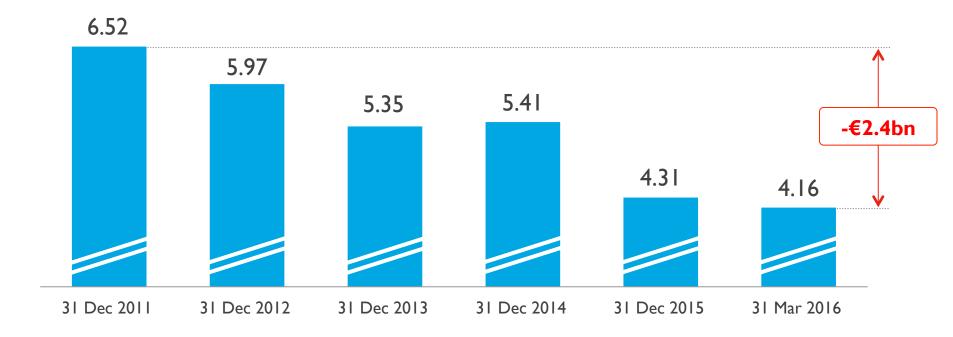




... and further net debt reduction

Net debt from Transform 2015 beginning

In €bn



First quarter 2016 highlights



- Substantial fall in the fuel bill
- Ongoing pressure on unit revenue
- High level of geopolitical uncertainties and economic environment still weak in several key markets



- Passenger network
 Strict capacity discipline, 2.0 point increase in load factor to 84.5%, limited unit revenue decrease
- Cargo
 Continued reduction in capacity and restructuring
- Maintenance
 Strong increase in external revenues
- Transavia
 Continuous development including the opening of a Munich base



Financial indicators

- Ex-fuel unit costs down 1.3% at constant currency
- Significant improvement in all financial KPIs: improved profitability and free cash flow generation, net debt reduction

Key data: further improvement

	First quarter 2016		First quarter 2015	Change
Revenues (€bn)	5.61	71	5.58	+0,4% Ex currency: -1,3%
EBITDA ⁽¹⁾ (€m)	266	7	-26	+292 m
Operating income (€m)	-99	7	-417	+318 m
Net result, group share (€m)	-155	7	-559	+404 m
Adjusted net result(I) (€m)	-102		-506	+404 m
Operating free cash flow ⁽¹⁾ (€m)	196	_	-46	+242 m
Net debt at end of period ^(I) (€bn)	4.16	4	4.31	-146 m

Active communication with individual shareholders

- Shareholders' newsletter sent to more than 6,000 readers
- Club and Individual Shareholders' Committe
- Shareholder meetings in Paris and the French regions
- Several awards for Investor Relations in 2015



Award of Investor Relations 2015, category "Best Registration Document and best AGM"



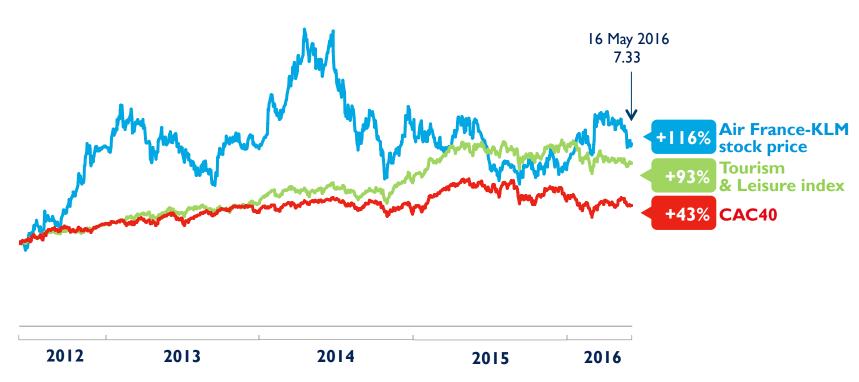
Award for the quality of Investor Relations, category digital communication





Share price

Base 100 at 31 May 2012



AIMING FOR THE FUTURE



2011-2015: Transform targets achieved 2016-2020: growth objective with Perform 2020

- Air France KLM back to profit in 2015
- Net debt reduced by €2.2bn between December 2011 and December 2015
- Near-10% reduction in unit costs (excl. fuel)
- Turnaround of the medium-haul operations on track
- Restructuring of the cargo business well under way
- Growth and profitability for the maintenance business
- Increased profitability for the long-haul operations
- A move up-market and a commercial offensive

A very high level of organizational and process integration









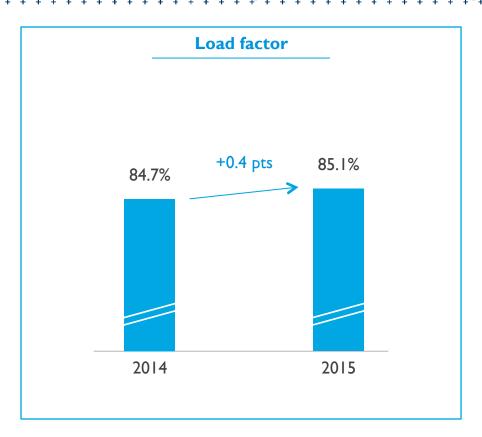


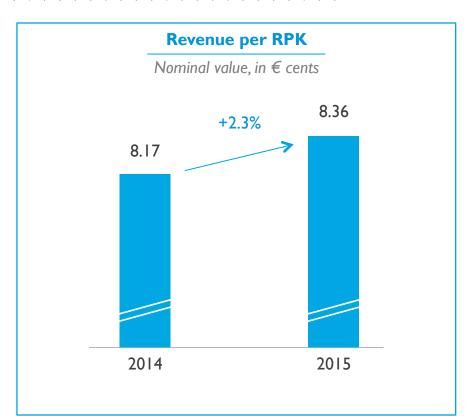






Commercial performance relatively resilient despite an industry context under pressure



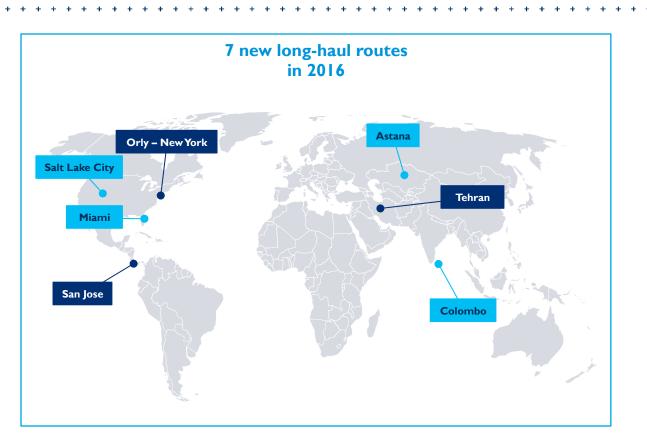


Safety film

Strong growth prospects for the air transport industry



Growth of our activity from Paris and Amsterdam hubs



13 new routes in France and Europe for Summer 2016

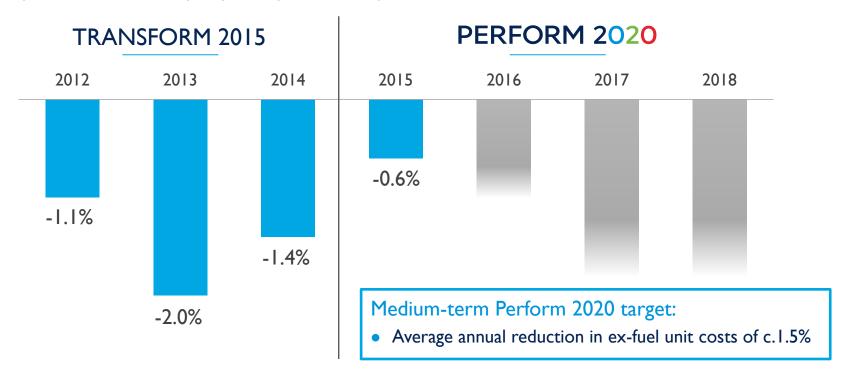
Paris Charles de Gaulle – Biarritz Paris Charles de Gaulle – Krakow Paris Charles de Gaulle – Glasgow Paris Charles de Gaulle – Ajaccio Paris Charles de Gaulle – Calvi Rennes – Amsterdam

Amsterdam - Alicante
Amsterdam - Dresden
Amsterdam - Genoa
Amsterdam - Ibiza
Amsterdam - Inverness
Amsterdam - Southampton
Amsterdam - Valencia

Growth of our activity from Paris and Amsterdam hubs: reinforce the Group's competitiveness

Trend in the unit cost

Net unit cost per EASK, at constant currency, fuel price and pension-related expenses

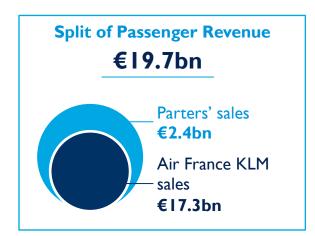


Change in the regulatory framework required to support growth

- At national level, measures in favour of French air transport industry competitiveness
 - Implementation of the measures identified by the working group chaired by Bruno Le Roux
 - Implementation of a specific provision for airlines based in France
 - Continuation of measures taken in the Netherlands on infrastructure costs
- At EU and international level, Air France-KLM advocates measures aimed at guaranteeing sector competitiveness and a level playing field
 - Implementation of the 'Aviation Package' proposed by the European Commission in December 2015
 - Limitation of regulations leading to additional costs, and the legal framework applicable to monopoly infrastructure managers
 - Negotiation by the European Commission of ambitious aviation agreements with third-party States
 - Adoption of an effective defence instrument at EU level
 - Establishment by the WTO or the ICAO of an arbitrage mechanism applicable to unfair practices

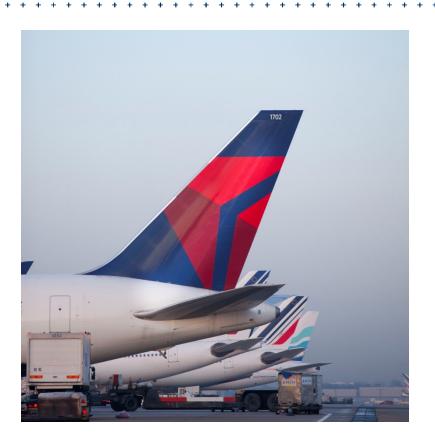
Growth through partnerships

More than **80** partners worldwide





The trans-Atlantic joint-venture





- More than US\$12bn of revenues in 2015
- 24% market share during Summer 2015
- Around 250 trans-Atlantic flights every day
- 9 main hubs:
 - Atlanta
 - New York
 - Detroit
 - Minneapolis
 - Cincinnati
 - Salt Lake City

- Paris
- Amsterdam
- Rome

Joint-ventures with Chinese carriers

中国南方航空 CHINA SOUTHERN













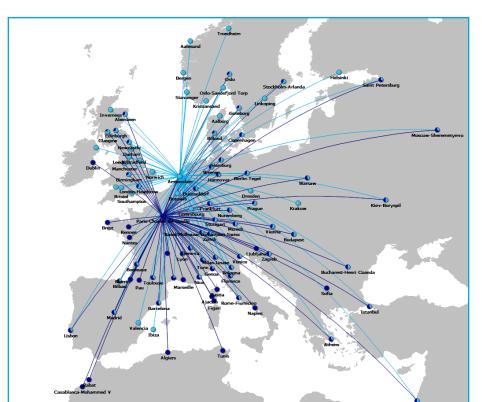
Reinforcement of our partnership in India with Jet Airways



JET AIRWAYS 🏉

- Air France and Jet Airways have been partners since 2014
 - ▶ Paris Mumbai
 - Onward flights from the hubs in India and Europe
- 2016: a new partnership between KLM,
 Delta and Jet Airways
 - Amsterdam Delhi
 - Amsterdam Mumbai
 - Onward flights from the hubs in India and Europe
 - Trans-Atlantic routes

Reinforcement of our hubs





Transavia's growth





Growth of the maintenance business



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Digital supporting our growth ambition



€5bn of online sales in 2015

I in every 3 tickets sold via AF.com and KLM.com

70% of check-ins now self-service

50% of all online interactions via mobile

22.5 million Facebook fans and 3.5 million Twitter followers

12,000 cases handled on the social media/week (Air France and KLM)





















A continued move up-market and a commercial offensive



AIR FRANCE

"World's most improved Airline" in 2015

SKYTRAX



TRANSAVIA

"Best low-cost in Europe" in 2015
FLIGHT-REPORT.COM



AIR FRANCE-KLM

"Third world's most admired company 2016" in the "Airlines" category

FORTUNE



AFI KLM E&M

"MRO of the Year 2016"

AVIATION WEEK



KLM

"BEST AIRLINE" in 2016

REISGALA



AIR FRANCE-KLM

FLYING BLUE 5 prizes in 2016

FREDDIE AWARDS



AIMING FOR THE FUTURE



PRESENTATION OF THE RESOLUTIONS



Approval of the financial statements and allocation of profitsµ (Ist to 3rd resolutions)

- Approval of the statutory financial statements
- Approval of the consolidated financial statements
- Allocation of profits

Directorships (4th to 6th resolutions)

- Appointment as Board directors for a term of 4 years
 - Ms.Anne-Marie Couderc (independent director)
 - Mr. Hans N. J. Smits
 - Mr. Alexander R. Wynaendts (independent director)

Mandates of the Statutory Auditors (7th and 8th resolutions)

- Re-appointment of a principal Statutory Auditor and a deputy Statutory Auditor for a 6-year period
 - Deloitte & Associés (principal Statutory Auditor)
 - ▶ BEAS (deputy Statutory Auditor)

"Say on Pay" (9th resolution)

 Advisory vote on the elements of compensation due or granted in respect of the 2015 financial year to Mr. Alexandre de Juniac, Chairman and Chief Executive Officer

Video of Mr. Leo Van Wijk

Compensation of Mr. Alexandre de Juniac in his capacity as Chairman and Chief Executive Officer (9th resolution)

- Fixed annual compensation: 600,000€
 - Unchanged compared to the compensation granted in his capacity as Chairman and Chief Executive Officer of Air France (since 2011) then in his capacity as Chairman and Chief Executive Officer of Air France-KLM (since 2013)
- Variable compensation 2015: 462,000€

	Breakdown of the variable portion		
	Target: 80% of fixed compensation	Maximum: 100% of fixed compensation	Granted variable compensation
Quantitative performance:Air France-KLM EBITDA EBITDA compared with the budget	40%	50%	65%
Quantitative performance: Air France-KLM free cash-flow before divestments Free cash flow before divestments compared with the budget	20%	25%	
Qualitative performance: Implementation of "Perform 2020" plan (including the growth strategy:	8%	10%	12%
low-cost, long-haul partnerships, maintenance) Passenger satisfaction (indicators presented to the Board each quarter)	4%	5%	
Progress on the Group's integration process	8%	10%	

Authorization for carrying out transactions involving the Company's shares (10th resolution)

- Purposes of the program:
 - Coordination of stock liquidity within the framework of the liquidity contract
 - Allocation of the Company's shares upon exercise of the rights attached to securities giving access to shares
 - Allocation and sale of the Company's shares to the employees and senior executives of the Group
 - Retention and future remittance of the Company's shares in exchange or as payment for an acquisition
 - Pursuit of any market practices and realization of any transactions in accordance with applicable laws and regulations
- Maximum number of shares that can be acquired: 10% of the share capital (i.e. around 30 million shares)
- Maximum purchase price per share: €15
- Maximum duration of the authorization: 18 months

COLLEGE OF STATUTORY AUDITORS' REPORTS



Staturoy auditors' reports

- Reports on the financial statements
 - Consolidated financial statements
 - Annual financial statements
- Report on regulated agreements and commitments
- Report on the Report of the Chairman of the Board of Directors on corporate governance, internal control and risk management

Reports on the financial statements

 Consolidated financial statements (pages 253 and 254 of the 2015 Registration Document)

 Annual financial statements (pages 267 and 268 of the 2015 Registration Document)

Opinion on the financial statements

- Unqualified opinion on the fair presentation and consistency of the financial statements. Without qualifying our opinion on the consolidated financial statements, we draw your attention to:
 - A change in presentation of some aggregates in the income statement and the statement of cash flows
 - A change in presentation related to capitalized production and temporary staff expenses in the income statement
 - A change in method related to the conversion of provisions in foreign currencies
- Unqualified opinion on the fair presentation and consistency of the financial statements (annual financial statements)
- Justification of assessments
 - Recoverability of deferred tax assets
 - Recognition and measurement of pension and other employee benefits
 - Measurement of provisions for risks and charges, property, plant and equipment and intangible assets and revenue
 - Measurement of long-term investments (annual financial statements)
- Specific verifications
 - No observations on the information given in the management report
 - Consistency of remunerations and benefits paid to directors with the financial statements (annual financial statements)

Special report

 On regulated agreements and commitments (page 269 of the 2015 Registration Document)

- Authorization during the year and since the closing
 - ▶ No new agreement or commitment authorized during the year

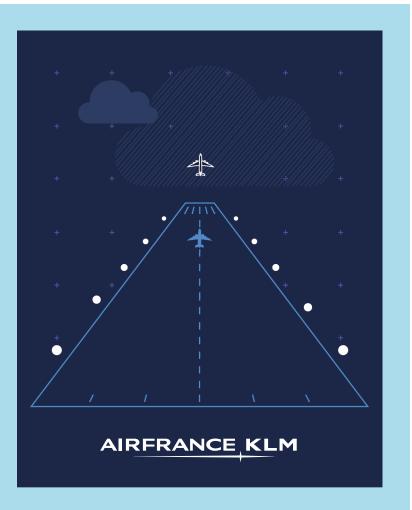
- Approval in prior years
 - No agreement or commitment authorized in prior years that remained in force during the year

Other reports

• On the Report of the Chairman of the Board of Directors on corporate governance, internal control and risk management (page 97 of the 2015 Registration Document)

- Internal control and risk management procedures relating to the preparation and processing of the accounting and financial information
- No observation on the disclosures

DIALOG WITH SHAREHOLDERS



VOTE ON RESOLUTIONS



Première résolution

- Approbation des comptes sociaux et des opérations de l'exercice clos le 31 décembre 2015
 - Résultat de l'exercice : 125 millions d'euros

Deuxième résolution

- Approbation des comptes consolidés et des opérations de l'exercice clos le 31 décembre 2015
 - Résultat net part du groupe : I 18 millions d'euros

Troisième résolution

- Affectation du résultat de l'exercice clos le 31 décembre 2015
 - Perte de l'exercice : 125 192 470,82 euros
 - ▶ Proposition d'affectation au compte « Report à nouveau » qui passe ainsi de – 672 135 163,21 euros à – 797 327 634,03 euros

Quatrième résolution

- Nomination de Mme Anne-Marie Couderc en qualité d'administrateur (administrateur indépendant)
 - Durée : 4 ans

Cinquième résolution

- Nomination de M. Hans N. J. Smits en qualité d'administrateur
 - Durée: 4 ans

Sixième résolution

- Nomination de M.Alexander R.Wynaendts en qualité d'administrateur (administrateur indépendant)
 - Durée : 4 ans

Septième résolution

- Renouvellement du mandat de Deloitte & Associés en qualité de Commissaire aux comptes titulaire
 - Durée : 6 exercices

Huitième résolution

- Renouvellement du mandat de BEAS en qualité de Commissaire aux comptes suppléant
 - Durée : 6 exercices

Neuvième résolution

- Avis sur les éléments de rémunération due ou attribuée au titre de l'exercice 2015 à M.Alexandre de Juniac, Président-Directeur Général
 - ▶ Rémunération fixe : 600 000 euros
 - ▶ Rémunération variable : 462 000 euros

Dixième résolution

- Autorisation à donner au Conseil d'administration d'opérer sur les actions de la Société
 - Principaux objectifs du programme
 - · Animation du cours dans le cadre d'un contrat de liquidité
 - · Remise des actions de la Société lors de l'exercice de droits attachés à des valeurs mobilières
 - · Attribution ou cession des actions de la Société à des salariés et dirigeants du Groupe
 - · Conservation et remise ultérieure des actions de la Société à l'échange ou en paiement d'une acquisition
 - Mise en œuvre de toute pratique de marché et réalisation de toute opération conforme à la règlementation en vigueur
 - ▶ Enveloppe autorisée : 10% du capital social (~ 30 millions d'actions)
 - Prix d'achat maximum par action : 15 euros
 - Durée de l'autorisation: 18 mois
 - ▶ Remplace la délégation antérieure (AG 2015) ayant le même objet

Onzième résolution

• Pouvoirs pour formalités

ANNUAL SHAREHOLDERS' MEETING



AIRFRANCE KLM