LUFTHANSA GROUP

DEUTSCHE LUFTHANSA AKTIENGESELLSCHAFT
COLOGNE

We invite our shareholders to the

Extraordinary General Meeting of Shareholders on Thursday 25 June 2020 at 12.00 hrs,

which is held exclusively as a virtual general meeting without the possibility of shareholders or their proxies attending in person.

Translation for convenience only;
In case of any discrepancy or ambiguity the German version shall prevail.

I. AGENDA

The sole Agenda Item:

Resolution on stabilisation measures pursuant to the German Stabilisation Fund Act for the recapitalisation of the Company, consisting of a capital increase by EUR 306,044,326.40 against cash contributions excluding the subscription rights of the shareholders pursuant to Section 7 of the German Economic Stabilisation Acceleration Act, the granting of a conversion right in favour of the Economic Stabilisation Fund (*Wirtschaftsstabilisierungsfonds* – WSF) for the Silent Participation II-A as well as on the conditional increase of the share capital pursuant to Section 7a of the German Economic Stabilisation Acceleration Act (Conditional Capital 2020/II), amendment of the Articles of Association and the granting of a conversion right in favour of the Economic Stabilisation Fund for the Silent Participation II-B as well as on the conditional increase of the share capital pursuant to Section 7a of the German Economic Stabilisation Acceleration Act (Conditional Capital 2020/III), amendment of the Articles of Association

II. VIRTUAL GENERAL MEETING WITHOUT PHYSICAL PRESENCE OF SHAREHOLDERS OR THEIR PROXIES

In light of the current COVID-19 Pandemic, the Executive Board has decided, in accordance with Section 1(1) and (2) of the Act on Measures in Company, Cooperative, Association, Foundation and Residential Property Law to Combat the Effects of the COVID-19 Pandemic ("**COVID-19 Act**"), to hold the Extraordinary General Meeting as a virtual general meeting without the physical presence of shareholders or their proxies and to enable shareholders to exercise their voting rights via electronic communication and the issuing of proxies. The entire General Meeting will be broadcast by audiovisual means in the online service. The venue of the General Meeting within the meaning of the German Stock Corporation Act (AktG) is the Lufthansa Aviation Center, Airportring, 60546 Frankfurt am Main.

The impacts of holding the Extraordinary General Meeting without the physical presence of shareholders or their proxies (with the exception of the proxies named by the Company) are explained in more detail in Section V. of this invitation.

III. PROPOSAL FOR RESOLUTION ON THE SOLE AGENDA ITEM

Resolution on stabilisation measures pursuant to the German Stabilisation Fund Act for the recapitalisation of the Company, consisting of a capital increase by EUR 306,044,326.40 against cash contributions excluding the subscription rights of the shareholders pursuant to Section 7 of the German Economic Stabilisation Acceleration Act, the granting of a conversion right in favour of the Economic Stabilisation Fund (*Wirtschaftsstabilisierungsfonds* – WSF) for the Silent Participation II-A as well as on the conditional increase of the share capital pursuant to Section 7a of the German Economic Stabilisation Acceleration Act (Conditional Capital 2020/II), amendment of the Articles of Association and the granting of a conversion right in favour of the Economic Stabilisation Fund for the Silent Participation II-B as well as on the conditional increase of the share capital pursuant to Section 7a of the German Economic Stabilisation Acceleration Act (Conditional Capital 2020/III), amendment of the Articles of Association

A – Overview of stabilisation measures
In accordance with Section 20(1) sentence 2 of the German Act establishing a Financial Market and an Economic Stabilisation Fund (hereinafter also referred to as "Stabilisation Fund Act" or "StFG"), the Economic Stabilisation Fund Committee resolved on 25 May 2020 to grant Deutsche Lufthansa Aktiengesellschaft (hereinafter also referred to as the "Company") stabilisation measures totalling approximately EUR 6 billion (in addition to a syndicated credit facility of up to EUR 3 billion with the participation of KfW under the KfW Programme 855 "Direct Participation for Syndicated Financing"). The planned stabilisation measures are governed by a framework agreement between the Economic Stabilisation Fund and the Company (hereinafter also the "Framework Agreement"); this Framework Agreement, even if it is not the subject matter of a resolution, is available for the information of the shareholders at the Internet address www.lufthansagroup.com/agm.

The details of the stabilisation measures of the Economic Stabilisation Fund are governed by a framework agreement, which will further specify or, if necessary, develop further the key points contained in the Framework Agreement as well as any requirements of the European Commission. As part of the stabilisation measures, the following measures pursuant to Section 22 StFG are intended to recapitalise the Company. In this regard, one measure cannot be implemented without the other. Therefore, to the extent that the measures require a resolution of the General Meeting and therefore a proposal for a resolution is submitted by the Executive Board and the Supervisory Board under "B – Resolution proposal", the resolution to be adopted thereupon is a single resolution on these measures.

1. The Economic Stabilisation Fund intends to acquire an interest of 20% (after the capital increase) in the Company's share capital. To this end, in accordance with Section 7 of the German Economic Stabilisation Acceleration Act (hereinafter also referred to as "WStBG"), a capital increase excluding the subscription rights of the shareholders is to be resolved and only the Economic Stabilisation Fund is to be admitted to subscribe to the new shares. In the Framework Agreement, the Economic Stabilisation Fund has undertaken to the Company not to exercise the voting rights from the new shares, subject to prior approval by the Company, with regard to the following resolution items: Election of the auditor, election of members of the Supervisory Board (except for representatives of the Federal Government), adoption of the annual financial statements (if such adoption is left to the General Meeting), dividend distributions and other resolutions on the appropriation of balance sheet profits (except for measures not in compliance with state aid law requirements), discharge of the Executive Board and Supervisory Board, approval of the remuneration system and remuneration report, decisions on measures requiring approval where the Supervisory Board has refused its approval and the Executive Board submits the measure to the General Meeting for approval, decisions on the approval of related party transactions where the Supervisory Board has refused its approval and the Executive Board submits the measure to the General Meeting for approval, management measures which the Executive Board submits to the General Meeting for decision (with the exception of matters falling within the scope of the Holzmüller/Gelatine case-law), approval of purely intra-group transformations (provided that this does not involve or serves

as preparation for the transfer of shares to third parties), unless the measure which is the subject matter of the resolution is not in compliance with state aid law requirements or is subject to a contractual reservation of approval by the Economic Stabilisation Fund or in the case of resolution items which are related to a Takeover Event (as defined below); the Economic Stabilisation Fund therefore, in particular, reserves the right to exercise voting rights in the case of resolutions pursuant to Section 33(2) of the German Securities Acquisition and Takeover Act ("WpÜG").

2. The Economic Stabilisation Fund intends to acquire a subordinated Silent Participation in the Company in the amount of EUR 4,693,955,673.60 ("Silent Participation I"). This Silent Participation I does not require the approval of the General Meeting, Section 10(1) sentence 2 WStBG.

3. The Economic Stabilisation Fund intends to acquire a further subordinated Silent Participation in the Company in the amount of EUR 102,014,776.32 ("Silent Participation II-A"). This Silent Participation II-A as such does not require the approval of the General Meeting, Section 10(1) sentence 2 WStBG. In accordance with Section 10(2) WStBG, a conversion or subscription right to shares may be granted in the agreement on the contribution of assets by the Economic Stabilisation Fund as a silent partner. In addition, Section 7a WStBG stipulates that a conditional capital increase in connection with a recapitalisation pursuant to Section 22 StFG may also be resolved to grant conversion or subscription rights to the Economic Stabilisation Fund as a silent partner. This option to grant a conversion right (hereinafter referred to as "conversion right") to the Economic Stabilisation Fund and to create a corresponding conditional capital is to be used in order to enable the Economic Stabilisation Fund to acquire a further 39,849,522 shares in case of a Takeover Event (as defined below). The prerequisite for exercising the conversion right is the occurrence of a Takeover Event (as defined below). However, if the Economic Stabilisation Fund were to sell the Silent Participation II-A to a Third Party (as defined below), this condition does no longer apply, meaning that the Silent Participation II-A is convertible at any time from the time of its transfer to the Third Party or Third Parties; the scope of the conversion right is limited to 39,849,522 shares also in this case.

4. The Economic Stabilisation Fund intends to acquire a further subordinated Silent Participation in the Company in the amount of EUR 897,985,223.68 ("Silent Participation II-B"). This Silent Participation II-B as such does not require the approval of the General Meeting, Section 10(1) sentence 2 WStBG. However, the Economic Stabilisation Fund as a silent partner is also to be granted a conversion right for shares in respect of the Silent Participation II-B in accordance with Section 10(2) WStBG and a conditional capital increase is to be resolved in accordance with Section 7a WStBG. In this context, the Economic Stabilisation Fund is only to be enabled to exercise the conversion right for the purpose of Dilution Protection or Coupon Protection (each as defined below).

B – Proposed resolution

Executive Board and Supervisory Board propose that the following resolution be adopted:

The General Meeting resolves the following stabilisation measures under the German Stabilisation Fund Act for the recapitalisation of the Company:

1. Capital increase against cash contributions by EUR 306,044,326.40 excluding the subscription rights of the shareholders pursuant to Section 7 WStBG

a) The Company's share capital is increased from EUR 1,224,177,297.92 by EUR 306,044,326.40 to EUR 1,530,221,624.32 through the issue of 119,548,565 new no-par value registered shares (each with a notional pro-rata amount of the share capital of EUR 2.56) against cash contributions. The new shares participate in profits from 1 January 2020.

The new shares are issued at an issue price of EUR 2.56 per share.

The statutory subscription right of the shareholders is excluded. Only the Economic Stabilisation Fund is admitted to subscribe to the new shares.

The costs of the capital increase and its implementation are borne by the Company.

b) The Executive Board is authorised, with the consent of the Supervisory Board, to determine the further details of the capital increase and its implementation, in particular the further conditions for the issue of the shares.

c) The Supervisory Board is authorised to make adjustments to the wording of Section 4 of the Articles of Association after the capital increase has been implemented.

2. Granting of a conversion right in favour of the Economic Stabilisation Fund for Silent Participation II-A and conditional increase of the share capital pursuant to Section 7a WStBG (Conditional Capital 2020/II), amendment of the Articles of Association

a) Authorisation to grant conversion or subscription rights to the Economic Stabilisation Fund as silent partner of the Company for the Silent Participation II-A

The Economic Stabilisation Fund is granted the right to convert the Silent Participation II-A in the Company approved by the Economic Stabilisation Fund Committee pursuant to Section 20(1) sentence 2 StFG at its meeting on 25 May 2020 in an amount of up to EUR 102,014,776.32 into up to 39,849,522 shares (conversion right) if a Takeover Event (as defined below) occurs. However, if the Economic Stabilisation Fund were to sell the Silent Participation II-A to a Third Party (as defined below), this condition does no longer apply, meaning that the Silent Participation II-A is convertible at any time from the time of its transfer to the Third Party or Third Parties; the scope of the conversion right is limited to 39,849,522 shares also in this case.

- A "Takeover Event" is deemed to have occurred in the event of a publication of the decision to make a takeover offer as defined in Section 10 WpÜG or in the event of a gaining of control as defined in Section 35 in conjunction with Section 29 WpÜG.

- Third Parties are deemed to include any natural or legal person with the exception of i) the Federal Government or one or several Federal States, ii) another territorial authority and iii) a direct federal or state corporation or institution under public law.

The new shares are issued at an issue price of EUR 2.56 per share. This corresponds to the minimum issue amount.

b) Creation of conditional capital

The Company's share capital is conditionally increased by up to EUR 102,014,776.32 through the issue of up to 39,849,522 new no-par value registered shares (each with a pro-rata amount of the share capital of EUR 2.56). The new shares participate in profits from the beginning of the current financial year of their issue; to the extent legally permissible, the Executive Board may determine the profit participation of new shares in deviation from the foregoing and also from Section 60(2) AktG, also for a financial year that has already expired. The conditional capital increase is intended for the granting of shares upon the exercise of conversion rights granted to the Economic Stabilisation Fund as silent partner of the Company in respect of the Silent Participation II-A in accordance with the resolution of the Company's General Meeting of 25 June 2020 in case of the occurrence of a Takeover Event (as defined above). However, if the Economic Stabilisation Fund were to sell the Silent Participation II-A to a Third Party (as defined above), this condition does no longer apply, meaning that the Silent Participation II-A is convertible at any time from the time of its transfer to the Third Party or Third Parties; the scope of the conversion right is limited to 39,849,522 shares also in this case.

The new shares are issued at an issue price of EUR 2.56 per share.

The conditional capital increase is carried out to the extent that the conversion right is exercised.

The Executive Board is authorised, with the consent of the Supervisory Board, to determine further details of the conditional capital increase and its implementation.

c) Amendment of the Articles of Association

In Section 4 of the Articles of Association of the Company, the following new paragraph 5 is inserted:

"On the basis of the resolution adopted by the extraordinary general meeting of 25 June 2020, the Company's share capital is conditionally increased by up to EUR 102,014,776.32, divided into up to 39,849,522 no-par value registered shares (Conditional Capital 2020/II). The new shares participate in profits from the beginning of the current financial year of their issue; to the extent legally permissible, the Executive Board may determine the profit participation of new shares in deviation from the foregoing and also from Section 60(2) AktG, also for a financial year that has already expired. The conditional capital increase is intended for the granting of shares upon the exercise of conversion rights granted to the Economic Stabilisation Fund established under the German Stabilisation Fund Act as silent partner of the Company in respect of the Silent Participation II-A in accordance with the resolution of the Company's extraordinary general meeting of 25 June 2020 in case of the occurrence of a Takeover Event (as defined below). However, if the Economic Stabilisation Fund sells the Silent Participation II-A to a Third Party (as defined below), this condition does no longer apply, meaning that the Silent Participation II-A is convertible at any time from the time of its transfer to the Third Party or Third Parties; however, the scope of the conversion right is limited to 39,849,522 shares. A "Takeover Event" is deemed to have occurred in the event of a publication of the decision to make a takeover offer as defined in Section 10 WpÜG or in the event of a gaining of control as defined in Section 35 in conjunction with Section 29 WpÜG. Third Parties are deemed to include any natural or legal person with the exception of i) the Federal Government or one or several Federal States, ii) another territorial authority and iii) a direct federal or state corporation or institution under public law. The new shares are issued at an issue price of EUR 2.56 per share. The conditional capital increase is only implemented to the extent that the Economic Stabilisation Fund (or a Third Party after the assignment of Silent Participation II-A) exercises the conversion right. The Executive Board is authorised, with the consent of the Supervisory Board, to determine further details of the conditional capital increase and its implementation."

d) Authorisation to amend the Articles of Association

The Supervisory Board is authorised to amend the wording of Section 4(1) and (5) of the Articles of Association in accordance with the extent of the capital increase from the conditional capital.

3. Granting of a conversion right in favour of the Economic Stabilisation Fund for Silent Participation II-B and conditional increase of the share capital pursuant to Section 7a WStBG (Conditional Capital 2020/III), amendment of the Articles of Association

a) Authorisation to grant conversion or subscription rights to the Economic Stabilisation Fund as silent partner of the Company for the Silent Participation II-B

The Economic Stabilisation Fund is granted the right to convert the Silent Participation II-B in the Company approved by the Economic Stabilisation Fund Committee pursuant to Section 20(1) sentence 2 StFG at its meeting on 25 May 2020 in an amount of up to EUR 897,985,223.68 into up to 350,775,478 shares (conversion right), (aa) in order to protect the Economic Stabilisation Fund from dilution in the event of a capital increase of the Company prior to the full repayment of Silent Participation I of (x) its shareholding increased to 25% and one share in case of a Takeover Event (as defined below) by conversion of Silent Participation II-A pursuant to no. 2 above, unless the Economic Stabilisation Fund has exercised a Waiver of Dilution Protection (as defined below), or (y) its shareholding of 20% in the event of a capital increase without subscription rights, unless i) the Economic Stabilisation Fund is granted a participation in the capital increase without subscription rights, or ii) the Economic Stabilisation Fund has exercised a Waiver of Dilution Protection (as defined below) (the conversion option under this subsection (aa) is referred to as the “Dilution Protection”) and/or (bb) if the coupon accrued on Silent Participation I (x) is not paid for any of the financial years up to and including 2023, and (y) if the coupon accrued on Silent Participation I is again not paid for the 2024 and 2025 financial years, except to the extent that Silent Participation II-A has been converted (the conversion option und this subsection (bb) is referred to as the “Coupon Protection”). The conversion right in the case of Coupon Protection is limited for each of cases (x) and (y) to 5% of the current share capital after conversion.

- A “Takeover Event” is deemed to have occurred in the event of a publication of the decision to make a takeover offer as defined in Section 10 WpÜG or in the event of a gaining of control as defined in Section 35 in conjunction with Section 29 WpÜG.

- A “Waiver of Dilution Protection” is exercised or exists if the Economic Stabilisation Fund i) has not exercised a subscription right as part of a capital measure of the Company with subscription rights or ii) has not participated in a capital increase without subscription rights offered to it or iii) has sold one or more shares of its shareholding.

The new shares will be issued, if issued upon exercise of the conversion right for the purpose of Dilution Protection (as defined above), at the current stock exchange price at the time of conversion less 10%, if issued upon exercise of the conversion right for the purpose of Coupon Protection (as defined above) at the current stock exchange price at the time of conversion less 5.25%. If Silent Participation II-B is assigned, the conversion rights lapse.

b) Creation of conditional capital

The Company’s share capital is conditionally increased by up to EUR 897,985,223.68 through the issue of up to 350,775,478 new no-par value registered shares (each with a pro-rata amount of the share capital of EUR 2.56). The new shares participate in profits from the beginning of the current financial year of their issue; to the extent legally permissible, the Executive Board may determine the profit participation of new shares in deviation from the foregoing and also from Section 60(2) AktG, also for a financial year that has already expired. The conditional capital increase is intended for the granting of shares upon the exercise of conversion rights granted to the Economic Stabilisation Fund as silent partner of the Company in respect of the Silent Participation II-A in accordance with the resolution of the Company’s General Meeting of 25 June 2020 for the purpose of Dilution Protection and/or Coupon Protection (in each case as defined above).

The new shares will be issued, if issued upon exercise of the conversion right for the purpose of Dilution Protection (as defined above), at the current stock exchange price at the time of conversion less 10%, if issued upon exercise of the conversion right for the purpose of Coupon Protection (as defined above) at the current stock exchange price at the time of conversion less 5.25%.

The conditional capital increase is carried out to the extent that the conversion right is exercised. If Silent Participation II-B is assigned, the conversion rights lapse.

The Executive Board is authorised, with the consent of the Supervisory Board, to determine further details of the conditional capital increase and its implementation.

c) Amendment of the Articles of Association

In Section 4 of the Articles of Association of the Company, the following new paragraph 6 is inserted:

"On the basis of the resolution adopted by the extraordinary general meeting of 25 June 2020, the Company's share capital is conditionally increased by up to EUR 897,985,223.68, divided into up to 350,775,478 no-par value registered shares (Conditional Capital 2020/III). The new shares participate in profits from the beginning of the current financial year of their issue; to the extent legally permissible, the Executive Board may determine the profit participation of new shares in deviation from the foregoing and also from Section 60(2) AktG, also for a financial year that has already expired. The conditional capital increase is intended for the granting of shares upon the exercise of conversion rights granted to the Economic Stabilisation Fund established under the German Stabilisation Fund Act as silent partner of the Company in respect of the Silent Participation II-B in accordance with the resolution of the Company's extraordinary general meeting of 25 June 2020 for the purpose of Dilution Protection and/or Coupon Protection (in each case as defined below).

- "Dilution Protection" refers to the cases intended to protect the Economic Stabilisation Fund from dilution in the event of a capital increase of the Company of (x) its shareholding increased to 25% and one share in case of a Takeover Event (as defined below) by conversion of Silent Participation II-A, unless the Economic Stabilisation Fund has exercised a Waiver of Dilution Protection (as defined below), or (y) its shareholding of 20% in the event of a capital increase without subscription rights, unless i) the Economic Stabilisation Fund is offered a participation in the capital increase without subscription rights, or ii) the WSF has exercised a Waiver of Dilution Protection (as defined below).

- "Coupon protection" refers to the cases in which the coupon accrued on Silent Participation I (x) is not paid for any of the financial years up to and including 2023, and (y) the coupon accrued on Silent Participation I is again not paid for the 2024 and 2025 financial years, except to the extent that Silent Participation II-A has been converted. The conversion right in the case of Coupon Protection is limited for each of cases (x) and (y) to 5% of the current share capital after conversion.

- A "Takeover Event" is deemed to have occurred in the event of a publication of the decision to make a takeover offer as defined in Section 10 WpÜG or in the event of a gaining of control as defined in Section 35 in conjunction with Section 29 WpÜG.

- It constitutes a "Waiver of Dilution Protection" if the Economic Stabilisation Fund i) has not exercised a subscription right as part of a capital measure of the Company with subscription rights or ii) has not participated in a capital increase without subscription rights offered to it or iii) has sold one or more shares of its shareholding.

The new shares will be issued, if issued upon exercise of the conversion right for the purpose of Dilution Protection (as defined above), at the current stock exchange price at the time of conversion less 10%, if issued upon exercise of the conversion right for the purpose of Coupon Protection (as defined above) at the current stock exchange price at the time of conversion less 5.25%. The conditional capital increase is only implemented to the extent that the Economic Stabilisation Fund exercises the conversion right. If Silent Participation II-B is assigned, the conversion rights lapse. The Executive Board is authorised, with the consent of the Supervisory Board, to determine further details of the conditional capital increase and its implementation."

d) Authorisation to amend the Articles of Association

The Supervisory Board is authorised to amend the wording of Section 4(1) and (6) of the Articles of Association in accordance with the extent of the capital increase from the conditional capital.

IV. REPORT OF THE EXECUTIVE BOARD ON THE AGENDA ITEM, IN PARTICULAR REPORT ON THE EXCLUSION OF SUBSCRIPTION RIGHTS PURSUANT TO SECTION 186(4) SENTENCE 2 AKTG

As a result of the recapitalisation provided for as part of the stabilisation measures and the resolution to be adopted, the Economic Stabilisation Fund is initially to acquire a 20% shareholding in the Company's share capital.

The Company and thus also its shareholders have a very considerable interest in a capital increase with the Economic Stabilisation Fund as subscriber to the new shares. The net assets, financial position and results of operations of Deutsche Lufthansa Aktiengesellschaft were significantly impaired by the COVID-19 Pandemic. To ensure that the Company continues to have a sufficient equity base, the Company has examined alternatives to strengthen its equity base. As the Company's additional capital requirements cannot be covered on the capital market, the Company has entered into intensive discussions with the Federal Republic of Germany with the aim of obtaining stabilisation measures including recapitalisation measures through the Economic Stabilisation Fund established in accordance with the Stabilisation Fund Act.

On 25 May 2020, the Economic Stabilisation Fund Committee resolved in accordance with Section 20(1) sentence 2 StFG to grant the Company stabilisation measures through the Economic Stabilisation Fund in a total amount of approximately EUR 6 billion. In addition, the Company will receive a syndicated credit facility of up to EUR 3 billion, which will be granted with the participation of the KfW from the KfW Programme 855 "Direct Participation for Syndicated Financing". In a framework agreement between the Economic Stabilisation Fund and the Company dated May 2020, it was agreed that the Company would be granted recapitalisation measures pursuant to Section 22 (1) StFG by making contributions in the form of three Silent Participations of the Economic Stabilisation Fund in a total amount of approx. EUR 5.7 billion and the acquisition of a 20% share in the increased share capital of the Company by the Economic Stabilisation Fund as part of a capital increase against contributions. With regard to the capital increase, it was agreed that the issue price for the new shares to be subscribed by the Economic Stabilisation Fund would be EUR 2.56 per share; this price corresponds to the pro-rata amount of the shares in the Company's share capital and thus the lowest issue price pursuant to Section 9 AktG. With regard to Silent Participation II-A, it was also agreed that, in the event of its conversion, the issue price of the new shares would be EUR 2.56. In the event of conversion of Silent Participation II-B, the new shares will be issued, if issued upon exercise of the conversion right for the purpose of Dilution Protection (as defined in the resolution proposal), at the current stock exchange price at the time of conversion less 10%, if issued upon exercise of the conversion right for the purpose of Coupon Protection (as defined in the resolution proposal) at the current stock exchange price at the time of conversion less 5.25%.

The stabilisation measures described above to secure the financing of the Company and to avoid an otherwise necessary motion for insolvency proceedings represent an overall package, particularly from the point of view of the Economic Stabilisation Fund, and are granted in total only subject to the condition that the General Meeting adopts the proposed resolution on the measures with the required majority. In accordance with the provisions of Section 7(3) sentences 1 and 2 WStBG and Section 10(2) sentences 3 and 4 WStBG, the resolution requires (notwithstanding the provision of Section 7a(1) sentence 2 WStBG) a majority of at least two thirds of the votes cast or the share capital represented, with a simple majority being sufficient if half of the subscribed capital is represented.

Under item 1., the resolution proposed by the Executive Board and the Supervisory Board provides for the implementation of a capital increase with the exclusion of the subscription rights of the shareholders, in which only the Economic Stabilisation Fund will be admitted to subscribe to the 119,548,565 new shares; after this capital increase takes effect, the Economic Stabilisation Fund will therefore hold a 20% share in the Company's share capital (increased as a result of the capital increase).

The number of new shares to be subscribed by the Economic Stabilisation Fund is calculated as follows: Once the capital increase takes effect, the Economic Stabilisation Fund is to hold 20% of the Company's share capital, and the current shareholders 80%. Prior to the implementation of this capital increase, the share capital amounts to EUR 1,224,177,297.92, divided into 478,194,257 no-par value shares, each with a notional pro rata amount of the share capital of EUR 2.56. In order for the current shareholders to hold 80% of the then increased share capital after the capital increase takes effect, 597,742,822 shares must be issued (calculation: 478,194,257 divided by 80%, rounded up). The number of shares to be subscribed by the Economic Stabilisation Fund is the difference between 597,742,822 (the new number of shares) and 478,194,257 (the current number of shares) and amounts to 119,548,565 shares.

The new shares will be issued to the Economic Stabilisation Fund at the lowest issue price of EUR 2.56 per share. This amount is lower than the current market price of the Company's shares at the time of the resolution of the Executive Board and Supervisory Board on the resolution proposal to the Extraordinary General Meeting of the Company on 25 June 2020. In the view of the Executive Board of the Company, this issue price is nevertheless appropriate, as the current market price of the shares already reflects a premium on the intrinsic value of the Company in the event that stabilisation measures do not materialise. As a result of the COVID-19 Pandemic, the airlines within Lufthansa Group had to almost completely discontinue their operations in response. There was a massive year-on-year decline in new bookings and a cancellation of a substantial portion of all flights already booked. Lufthansa Group's revenue from passenger traffic has slumped massively since the outbreak of the crisis and there is no sign of a rapid recovery. Until the end of the 2020 financial year, the Company will therefore have a liquidity requirement that can no longer be covered by own funds. Without the stabilisation measures of the Economic Stabilisation Fund, the Company would therefore in all probability be insolvent within a few days after the planned Extraordinary General Meeting. The capital requirement of up to EUR 9 billion required for the solvency of the Company cannot be covered on the capital market or by other forms of external financing. There is therefore no alternative to the stabilisation measures of the Economic Stabilisation Fund. Without the stabilisation measures, the Executive Board believes that insolvency is unavoidable and, if the stabilisation measures cannot be implemented, the Executive Board will attempt to apply for so-called protective shield proceedings, provided that the legal requirements for this are still met at the time.

In the negotiations with the Economic Stabilisation Fund, the Company proposed various alternative models with a higher issue amount and a lower shareholding, but these could not be implemented.

The alternative to the participation of the Economic Stabilisation Fund by way of a capital increase at the lowest issue price of EUR 2.56 per share would therefore solely be the insolvency of the Company, with the probable consequence of an almost complete loss for the shareholders of the Company. Against this background, the Company's Executive Board considers the issue price of EUR 2.56 per share to be appropriate.

Pursuant to Section 7(3) sentence 4 WStBG, the exclusion of subscription rights for the admission of the Economic Stabilisation Fund to take up the shares is permissible and appropriate in all cases. The Executive Board also believes that the exclusion of the subscription rights of the shareholders is suitable and necessary in order to achieve the purpose that is in the interest of the Company.

The exclusion of subscription rights is suitable if the intended purpose can be achieved by it. This is to be affirmed in the present case, as the subscription to the capital increase by the Economic Stabilisation Fund and the further stabilisation measures will provide the Company with the financial resources necessary for its continued existence. The exclusion of subscription rights is also necessary, because the Economic Stabilisation Fund has made the granting of the stabilisation measures conditional on initially acquiring a 20% share in the increased share capital of the Company. Without this capital participation, the Economic Stabilisation Fund would not grant the stabilisation measures in a total amount of EUR 6 billion. The Company has proposed various alternative models to the Economic Stabilisation Fund which would have provided for a lower capital participation of the Economic Stabilisation Fund or the granting of subscription rights in favour of the shareholders in the course of a utilisation of the existing Authorised Capital A or the conditional capital (including the Conditional Capital 2020/II and 2020/III which is still to be created) of the Company. However, these alternative models could not be implemented. The exclusion of subscription rights is therefore mandatory for the Company in order to receive the support measures.

The exclusion of subscription rights is also proportionate, since in the specific case the Company's interest is to be assessed to outweigh the shareholders' interest in maintaining their legal position. As already explained, the alternative to the capital participation of the Economic Stabilisation Fund would be the insolvency of the Company. Therefore, the Company has a very considerable interest in implementing the capital increase. The insolvency of the Company, which is imminent without the capital increase, would probably lead to an almost complete loss of the legal position and economic participation of the shareholders. Thus, the capital increase is still the best way to maintain the legal and economic position of the shareholders. At the same time, those shareholders who wish to maintain their participation quota have the opportunity to acquire additional shares via the stock exchange due to the high liquidity of the Company's shares.

As part of their proportionality assessment, the Executive Board and Supervisory Board also considered the further consequences for the Company of the stabilisation measures and the participation of the Economic Stabilisation Fund. In principle, the Company is critical of strong "political influence", such as that which could be conveyed by the Economic Stabilisation Fund. However, in the Framework Agreement, the Economic Stabilisation Fund has undertaken vis-à-vis the Company not to exercise the voting rights from the shares created by way of the capital increase with regard to the following resolution items: Election of the auditor, election of Supervisory Board members (except for representatives of the Federal Government), adoption of the annual financial statements (if such adoption is left to the General Meeting), dividend distributions and other resolutions on the appropriation of balance sheet profits (except for measures not in compliance with state aid law requirements), discharge of the Executive Board and Supervisory Board, approval of the remuneration system and remuneration report, decisions on measures requiring approval where the Supervisory Board has refused its approval and the Executive Board submits the measure to the General Meeting for approval, decisions on the approval of related party transactions where the Supervisory Board has refused its approval and the Executive Board submits the measure to the General Meeting for approval, management measures which the Executive Board submits to the General Meeting for decision (with the exception of matters falling within the scope of the Holzmüller/Gelatine case-law), approval of purely intra-group transformations (provided that this does not involve or serves as preparation for the transfer of shares to third parties), unless the measure which is the subject matter of the resolution is not in compliance with state aid law requirements or a contractual reservation of approval by the Economic Stabilisation Fund or in the case of resolution items which are related to a Takeover Event; the Economic Stabilisation Fund therefore, in particular, reserves the right to exercise voting rights in the case of resolutions pursuant to Section 33(2) WpÜG. This reduces the potential "political influence".

In addition, the Economic Stabilisation Fund has given an assurance that it will sell on all shares in the Company by the end of 2023 if Silent Participation I (including all coupons, if any, and any additional remuneration) and Silent Participation II-A and II-B (including all coupons, if any) have been repaid by the Company and a sale of the shares can take place at the market price, but at least EUR 2.56 plus 12% p.a., calculated for the period between acquisition and sale, whichever is higher ("Minimum Sale Price"), in compliance with the principle of transparency and non-discrimination; subject to this condition, the Company can demand that the Economic Stabilisation Fund sell all shares also after 2023. The Minimum Sale Price is to be adjusted in the event of capital and/or restructuring measures in order to achieve an economically equivalent result. To the extent that the Economic Stabilisation Fund does not succeed in selling the shares by 31 December 2023, the Company is entitled, after the repayment of Silent Participations I and II-A and II-B (including all coupons, if any, and any additional remuneration) in the period from 1 January 2024, to demand that the Economic Stabilisation Fund sell the remaining shares at the Minimum Sale Price to investors nominated by it. This also limits the "state influence" in terms of time, which, on the other hand, can be exercised during the participation by filling two seats of the shareholder representatives on the Supervisory Board (with one of these members, provided he/she has sufficient professional qualifications, at the same time being a member of the Audit Committee).

Further, in deviation from its system of Executive Board remuneration resolved at the General Meeting on 5 May 2020, pursuant to the Framework Agreement the Company must in future restrict the remuneration of the Executive Board and Supervisory Board during the term of the stabilisation measure in accordance with the detailed provisions of the Framework Agreement. Furthermore, the Company must ensure, to the extent permitted by law, that the bonuses, other variable or comparable remuneration components (including any group remuneration in the event of double employment) of the board members of the subsidiaries Austrian, Brussels, Eurowings, LH Cargo, LH Technik, LSG and Swiss are discontinued during the term of the stabilisation measure of the Economic Stabilisation Fund; furthermore, with the same objective the Company must work towards achieving identical agreements with the employees of the first and second management levels of the Company.

Finally, in accordance with the Framework Agreement, the payment of dividends, the repurchase of shares or other capital instruments and the performance of coupon payments or other profit distributions to recipients other than the Economic Stabilisation Fund, to which the Company is not obliged, are excluded until the stabilisation measure has been fully terminated.

On aggregate, in view of the special situation the Executive Board and Supervisory Board therefore consider the exclusion of subscription rights to be in the Company's interest, to be suitable and necessary and also proportionate. The same applies to the proposed issue price of EUR 2.56 per share.

In addition to the capital increase with an exclusion of subscription rights, the Economic Stabilisation Fund is to be granted a conversion right to shares in the Company for its Silent Participation II-A and Silent Participation II-B. These parts of the resolution proposal are based on Section 10(2) WStBG. According to this provision, an agreement on the contribution of assets by the Economic Stabilisation Fund as a silent partner in a company can also grant a conversion or subscription right to shares, with such conversion or subscription right requiring the approval or authorisation of the general meeting.

On the basis of Section 10(2) sentence 1 WStBG, the Economic Stabilisation Fund is to be granted the right to demand that the Company issue ordinary shares to the Economic Stabilisation Fund in return for the full or partial contribution of the Silent Participation II-A and Silent Participation II-B approved by the Economic Stabilisation Fund Committee pursuant to Section 20(1) sentence 2 StFG at its meeting on 25 May 2020. In this respect, the subscription right of the shareholders is excluded pursuant to Section 10(2) sentence 2 WStBG. Pursuant to Section 10(2) sentence 3 WStBG, such a conversion right requires the approval or authorisation of the General Meeting. The resolution to be adopted is intended to issue such consent or to grant a corresponding authorisation.

In this regard, the scope of the conversion right for the Silent Participation II-A is to be limited to the extent that the silent participation can only be converted to the extent necessary to obtain new shares in the amount of 39,849,522 shares after conversion. Therefore, the conversion right is limited to up to 39,849,522 shares. The conversion right in respect of Silent Participation II-A exists only if a Takeover Event (as defined in the resolution of the General Meeting) occurs. If the Economic Stabilisation Fund were to make full use of its conversion right, it would receive a further participation of up to 39,849,522 shares. However, the condition that the Economic Stabilisation Fund can only exercise the conversion right in the case of a Takeover Event does not apply if the Economic Stabilisation Fund assigns the Silent Participation II-A to a Third Party (the scope of the conversion right is, however, limited to up to 39,849,522 shares).

In this context, the scope of the conversion right for the Silent Participation II-B is to comprise up to 350,775,478 shares. The conversion right for Silent Participation II-B exists only for the purpose of Dilution Protection (as defined in the proposed resolution) and/or for the purpose of Coupon Protection (as defined in the proposed resolution).

Finally, the resolution to be adopted therefore provides for the creation of two conditional capitals to secure the conversion right of the Economic Stabilisation Fund. Pursuant to Section 7a WStBG, a conditional capital increase in connection with a recapitalisation pursuant to Section 22 StFG may also be resolved, in addition to the purposes provided for in Section 192(2) AktG, to grant conversion or subscription rights to the Economic Stabilisation Fund as a silent partner. Pursuant to Section 7a(1) sentence 3 WStBG, this conditional capital is not credited to other contingent capitals existing. Contingent Capital 2020/II serves to secure the conversion right of the Economic Stabilisation Fund as silent partner in Silent Participation II-A, Contingent Capital 2020/III serves to secure the conversion right of the Economic Stabilisation Fund as silent partner in Silent Participation II-B.

With regard to the exercise of the conversion right by the Economic Stabilisation Fund and the granting of shares of the Company to the Economic Stabilisation Fund, it was agreed for the new shares arising from the conversion of Silent Participation II-A that the issue price be EUR 2.56 per share; this price corresponds to the pro-rata amount of the shares in the Company's share capital and thus the lowest issue price pursuant to Section 9 AktG. This amount is lower than the current market price of the Company's shares at the time of the resolution of the Executive Board and the Supervisory Board on the resolution proposal to the Extraordinary General Meeting of the Company on 25 June 2020. With regard to the exercise of the conversion right by the Economic Stabilisation Fund and the granting of shares of the Company to the Economic Stabilisation Fund, it was agreed for the new shares arising from the conversion of Silent Participation II-B that the issue price of the new shares upon exercise of the conversion right for the purpose of dilution protection (as defined in the proposed resolution) will be the current stock exchange price at the time of conversion less 10%, and in an issue upon exercise of the conversion right for the purpose of Coupon Protection (as defined in the proposed resolution), the current stock exchange price at the time of conversion less 5.25%.

In the view of the Company's Executive Board, the issue amounts agreed in each case are appropriate for the reasons already outlined above with regard to the capital increase. In the opinion of the Executive Board and Supervisory Board, these reasons apply not only in the event of a direct capital increase, but also to the granting of a conversion right to additional new shares. As already explained, the capital increase as well as the granting of conversion rights and the creation of conditional capital are part of the overall package of the recapitalisation agreed with the Economic Stabilisation Fund. Without one measure, the Economic Stabilisation Fund is not obliged to implement the other measure. In this regard, the alternative to granting a conversion right at the lowest issue price of EUR 2.56 per share or at the current stock exchange price at the time of conversion less 10% or 5.25% would therefore solely be the insolvency of the Company, with the probable consequence of an almost complete loss for the shareholders of the Company. Against this background, the Executive Board of the Company considers the issue price of EUR 2.56 per share or at the current stock exchange price at the time of conversion less 10% or 5.25% to be appropriate, also in connection with the granting of the conversion right.

V. FURTHER INFORMATION AND INSTRUCTIONS FOR CONVENING

1. Total number of shares and voting rights at the time of convening

Of the total 478,194,257 no-par value shares issued by the Company, all are entitled to vote at the time this Extraordinary General Meeting is convened. Each no-par value share grants one vote at the Extraordinary General Meeting. Different classes of shares do not exist. Hence, the total number of shares and voting rights at the time of convening the Extraordinary General Meeting amounts to 478,194,257.

2. Preconditions for attending the Extraordinary General Meeting and for exercising voting rights

In accordance with Section 1 (2) of the COVID-19 Act, the Extraordinary General Meeting will be held exclusively as a virtual general meeting without the physical presence of shareholders or their proxies (with the exception of the proxies named by the Company) in the presence of, among others, a notary public appointed to take the minutes at the Company's offices at Lufthansa Aviation Center, Airportring, 60546 Frankfurt am Main. For this reason, it is not possible for shareholders or shareholder representatives (with the exception of the proxies named by the Company) to attend the General Meeting in person. Shareholders can exercise their voting rights via electronic communication and by issuing a proxy. The entire General Meeting is being broadcast by audiovisual means in the online service.

Only those shareholders are entitled to attend the virtual General Meeting and to cast votes (including exercising their voting right by absentee vote or by a proxy) whose names are entered in the Company's share register on the day of the General Meeting and whose registration for the General Meeting is received by the Company no later than 20 June 2020 (24:00 hrs) at one of the following addresses

Postal address:	Hauptversammlung Deutsche Lufthansa Aktiengesellschaft c/o ADEUS Aktienregister-Service-GmbH D-20797 Hamburg, Germany
Fax:	+49 (0) 89 20 70-37951
Email:	hv-service.dlh@adeus.de
Internet:	www.lufthansagroup.com/agm-service

in German or English language.

Shareholders who wish to make use of the online services under the Company's website stated above to follow the broadcast of the General Meeting or to exercise their voting rights require their shareholder number and the pertinent access password. Those shareholders who have already registered for email delivery of the invitations to the Annual General Meeting will receive their shareholder number with the invitation email and must use the access password they chose when registering. All other shareholders entered in the Company's share register receive their shareholder number and access password along with the invitation letter to the General Meeting by post. It is also possible to request access data for the online service via the homepage www.lufthansagroup.com/agm-service before receiving the invitation documents.

The Company will send the registration records as well as the agenda for the General Meeting to the postal addresses entered in the Company's share register by 13 June 2020 (0:00 hrs). New shareholders who are entered in the share register after 13 June 2020 (0:00 hrs) and up to and including 20 June 2020 (24:00 hrs) can also register using one of the above methods. The shareholder number, name, address, and date of birth must be provided for this purpose.

The decisive cut-off date (also referred to as the *technical record date*) for participation in the virtual General Meeting and the exercise of voting rights is 20 June 2020 (24:00 hrs). Between 21 June 2020 (0:00 hrs) and 25 June 2020 (24:00 hrs) inclusive no changes in shareholder entries will be made in the Company's share register. Shares are not blocked by a registration for the General Meeting. Shareholders may continue to freely dispose of their shares even after registration.

3. Voting through a proxy or by absentee vote

a) Voting through a proxy

Shareholders may also have their voting rights by an authorised party after issuing a corresponding proxy. In the case of a proxy, timely registration of the holding of shares concerned is always necessary pursuant to the above rules under V.2 as well.

The Company also offers its shareholders the option of authorising proxies named by the Company. These proxies shall exercise voting rights as instructed in the event of their authorisation and are not authorised to exercise voting rights without a specific instruction from the shareholder. Nor do proxies named by the Company accept instructions on requests to raise objections to General Meeting resolutions, to ask questions or to file motions.

Any granting or revocation of a proxy and evidence thereof in dealings with the Company must be made in text form. If a shareholder authorises more than one proxy, the Company may reject one or more of these. Shareholders may also use the registration form for the General Meeting to issue proxies and instructions. This form is sent to the shareholders duly entered in the share register, along with the invitation to the General Meeting. The form may also be ordered from the registration addresses under V.2. above by post, facsimile or email.

Shareholders can issue authorisations to the proxies named by the Company via the website stated above under V.2. using the online service. Authorisations and instructions to the proxies named by the Company may be issued or amended using the online services until the beginning of the voting within the virtual General Meeting.

Specific requirements may apply when authorising an intermediary (e.g. a credit institution), a shareholders' association, a voting rights consultant or a legal entity treated as such under Section 135 AktG. In such a case, shareholders are requested to seek review in good time with the legal entity to be authorised regarding the type of proxy they require. If an intermediary, shareholders' association, voting rights consultant or another similar right holder under Section 135 AktG is entered in the share register, they may cast votes in respect of the shares they do not own only if they possess the shareholder's authorisation.

Any authorisations, evidence of proxies and the issuance as well as the change of instructions to the proxies named by the Company may be send by **post or facsimile** prior to the General Meeting to the above addresses under V.2. to be received **by 20 June 2020 (24:00 hrs) (arriving)**. Any posted or faxed authorisations, evidence of proxies and instructions to the proxies named by the Company received after this time cannot be considered.

Shareholders can also – including after 20 June 2020 (24:00 hrs) – **email** authorisations, evidence of proxies, giving and changing instructions to the proxies named by the Company at the above address under V.2. **until the beginning of the voting within the virtual General Meeting**.

b) Voting by absentee vote

Shareholders may also exercise their voting rights by absentee vote. In the case of absentee voting, too, timely registration of the holding of shares concerned is always necessary under the provisions of V.2. above. Authorised intermediaries (e.g. credit institutions), shareholders' associations, voting rights consultants or authorised legal entities treated as such in accordance with Section 135 AktG may also use absentee voting.

Absentee votes may be sent to the Company to the addresses mentioned above under V.2. Shareholders may use the registration form for the General Meeting for absentee voting as well. This form is sent to the shareholders duly entered in the share register, along with the invitation to the General Meeting. The form may also be ordered from the addresses under V.2. above by post, facsimile or email.

Absentee votes can be submitted prior to the General Meeting **by mail or facsimile** to the addresses given above under V.2. until **20 June 2020 (24:00 hrs)**. Absentee votes received later by mail or facsimile will not be considered. In addition, shareholders who have registered in good time do have the option of transmitting, casting and changing absentee votes **by e-mail** or using the **online service** – even after 20 June 2020 (24:00 **hrs**) – until the beginning of voting within the virtual General Meeting.

4. Information on data protection

To allow shareholders and their authorised representatives to participate in the virtual General Meeting and to exercise their rights before and during the General Meeting, Deutsche Lufthansa AG must process personal data from shareholders and their proxies. The data is processed in accordance with the provisions of the EU General Data Protection Regulation (GDPR) and all other relevant laws. Details on the handling of personal data and the rights of the affected parties under GDPR can be consulted on the website: www.lufthansagroup.com/en/service/privacy.html.

5. Shareholder rights

a) Amendments to the agenda at the request of a minority pursuant to Section 1 (3) 4 COVID-19 Act, Section 122(2) AktG

Shareholders whose shares, taken together, amount to a twentieth of the share capital or a pro-rated portion of EUR 500,000 (equivalent to 195,313 shares) in the share capital may demand pursuant to Section 122(2) AktG that items be added to the agenda and that they be published. The demand must be addressed to the company's Executive Board in writing and must reach the Company no later than **11 June 2020 (24:00 hrs).** Each new agenda item must be accompanied by a reason or a draft resolution. Please send any such request in writing to

Deutsche Lufthansa Aktiengesellschaft
– Executive Board –
Attn: Investor Relations (HV) FRA CW
Lufthansa Aviation Center
Airportring
60546 Frankfurt, Germany

or by email, adding the name(s) of the requesting shareholder(s) with a qualified digital signature to

hv-service@dlh.de.

Persons submitting motions must prove that they have been shareholders for at least 90 days prior to the day that the request was received, and must continue to hold the shares until the decision by the Executive Board on this motion. In calculating these 90 days, Section 70 AktG provides for certain offsetting options to which reference is made explicitly herewith. Any supplements to the agenda are published – unless they were already published when the meeting was called – in the Federal Gazette (*Bundesanzeiger*) immediately upon receipt of the demand. They are also published at the website address www.lufthansagroup.com/agm and shareholders are notified accordingly.

b) Shareholders' motions and nominations under Sections 126(1) and 127 AktG

By no later than **10 June 2020 (24:00 hrs)** (arriving), shareholders may send the Company reasoned motions, stating their names, against a proposal by the Executive Board and/or the Supervisory Board on a specific agenda item pursuant to Section 126(1) AktG and, stating their names, nominations for Supervisory Board members or auditors pursuant to Section 127 AktG. No reasons need to be stated for shareholders' nominations. Such motions and/or nominations from shareholders must be sent exclusively to one of the following addresses:

Postal address:	Deutsche Lufthansa Aktiengesellschaft – Executive Board – Attn: Investor Relations (HV) FRA CW Lufthansa Aviation Center Airportring 60546 Frankfurt, Germany
Fax:	+49 (0) 69 696-90990
Email:	hv-service@dlh.de

Any motions and/or nominations sent to any other address will not be considered. Any shareholder motions and/or nominations that must be made accessible will be published immediately upon receipt online at www.lufthansagroup.com/agm. Nominations by shareholders do not need to be made accessible if they do not contain the following information: Name, practised profession, place of residence of the proposed candidate and, in the case of nominations for members of the Supervisory Board, information pursuant to Section 125(1), sentence 5 of the German Stock Corporation Act (AktG). Any opinions of the management are likewise made accessible at the aforementioned website. By publishing countermotions and/or nominations for election in accordance with the above-mentioned provisions, the Company complies with its statutory duty pursuant to Sections 126 (1), 127 AktG, as these provisions are not affected by the COVID-19 Act. However, please note that there will be no vote on counter-motions or election proposals in the virtual General Meeting, as this is not possible without the physical presence of the shareholders or their proxies.

c) Possibility for shareholders to ask questions via electronic communication

In accordance with section 1 (2) sentence 1 no. 3 and sentence 2 of the COVID-19 Act, shareholders have the opportunity to ask questions by way of electronic communication. The Executive Board has specified that shareholders have no right to ask questions in the virtual General Meeting itself. Instead, questions from shareholders must be submitted exclusively via the online service by no later than **22 June 2020 (24:00 hrs)**. Questions received later will not be considered. A right to submit questions exists only for shareholders who have duly registered. In deviation from Section 131 AktG, the Executive Board decides which questions it answers and how to answer them, based on its due and free discretion.

d) Possibility of appealing against resolutions of the General Meeting

In accordance with section 1 (2) sentence 1 no. 4 of the COVID-19 Act, shareholders have the right to object to a resolution of the General Meeting. An objection can only be submitted via the online service, requires a duly registration of the shareholder and is possible from the beginning of the virtual general meeting until its closure by the chair of the meeting.

6. Publications on the Company's website

The content of this invitation to the General Meeting, as well as the records to be made accessible to the General Meeting, the total number of shares at the time of convening the General Meeting, and any shareholder demands for additions to the agenda that must be made accessible to the General Meeting without delay as set out in Section 122(2) AktG are available at www.lufthansagroup.com/agm. In addition, the Framework Agreement between the Economic Stabilisation Fund and the Company dated May 2020, which is not the subject of a resolution by the General Meeting, is available for the information of the shareholders at the same website. After the General Meeting, the voting results will be made available at the same website address.

Cologne, June 2020

Deutsche Lufthansa Aktiengesellschaft
The Executive Board

Corporate Seat: Köln
Registration: Amtsgericht Köln, HRB 2168
Chairman of the Supervisory Board: Dr Karl-Ludwig Kley
Executive Board: Carsten Spohr (Chairman),
Thorsten Dirks, Christina Foerster, Harry Hohmeister,
Dr Detlef Kayser, Dr Michael Niggemann