

Company number 3231479
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
AIR FRANCE SERVICES LIMITED (Company)

WEDNESDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that

- resolution 1 below is passed as an ordinary resolution (**Ordinary Resolution**), and
- resolution 2 below is passed as a special resolution (**Special Resolution**)

ORDINARY RESOLUTIONS

1 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 £12,172,222 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date hereof 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

SPECIAL RESOLUTION

2 AUTHORISED SHARE CAPITAL

THAT the articles of association of the Company be altered by deleting the present article 2 1 and thereby removing the Company's authorised share capital

AGREEMENT

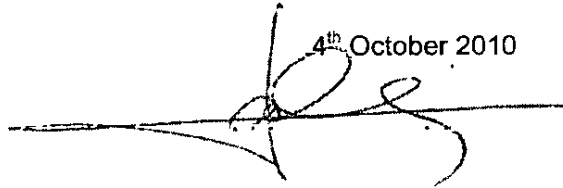
Please read the notes at the end of this document before signifying your agreement to the Ordinary Resolutions and Special Resolution

The undersigned, a person entitled to vote on the above resolutions on 4th October 2010, hereby irrevocably agrees to the Ordinary Resolutions and Special Resolution

Signed by PHILIPPE CALAVIA on
behalf of Air France S A

Date

4th October 2010

A handwritten signature in black ink, appearing to be 'P. Calavia', written over a horizontal line.

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Jean-Pierre Jourdain at Air France, 45, rue de Paris , 95747 Roissy CDG cedex FRANCE

You may not return the Resolutions to the Company by any other method

If you do not agree to 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 31 October 2010, sufficient agreement has been received for the Resolutions to pass, it will lapse If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date