

Power of Attorney

Mr./Mrs./Company

- below: constituent -

Represented by

resident at:
(country, postal code, city, street)

is the owner of the following bond(s) of the Air Berlin PLC:

..... pieces at a nominal value of € 1.000/piece of the 8,25%-bond (Duration 2011/2018), outstanding € 225 Mio., ISIN: DE000AB100B4.

..... pieces at a nominal value of € 1.000/piece of the EUR 6,75%-bond/CHF 5,625%-bond (Duration 2014/2019), outstanding € 252 Mio., ISIN: EUR XS1051719786/CHF XS1051723895.

..... pieces at a nominal value of € 1.000/piece of the EUR 6,0%-convertible bond (Duration 2013/2019), outstanding € 140 Mio., ISIN: A1HGM38.

..... pieces at a nominal value of € 1.000/piece of the EUR 1,5%-convertible bond (Duration 2007/2027), outstanding € 4,8 Mio., ISIN: DE000A0NQ9H6.

..... pieces at a nominal value of € 1.000/piece of the EUR 8,5%-convertible bond (Duration 2017/2019), outstanding € 125 Mio., ISIN: DE000A19DMC0.

The constituent authorizes

**Herrn Rechtsanwalt Dr. Marc Liebscher, office adress: Dr. Späth & Partner
Rechtsanwälte Partnerschaft mbB, Kurfürstendamm 102, 10711 Berlin**

to exercise all rights of the constituent connected with the bonds in bondholders' meetings and/or creditors meetings of the Air Berlin PLC, in meetings of the insolvency proceedings including insolvency proceedings in self-administration. He can especially exercise the voting right.

Mr. Marc Liebscher is free of the prohibition of § 181 BGB (Bürgerliches Gesetzbuch) or other similar legal norms of other legal systems. He can explicit vote himself to the joint representative of the bondholders of the relative bond and/or vote himself to the creditors' committee and especially take all adjuvant acts in this case. "Acts" is also the delivery and/or acceptance of declarations.

Mr. Marc Liebscher has the explicit right to issue a substitute power of attorney. In case of doubt the power of attorney has to be construed extensively.

(Ort, Datum)

(Unterschrift)