



Speech

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Chief Financial Officer (CFO) TUI AG

on the occasion of the Annual General Meeting

on 11 February 2025

– the spoken word prevails –

Slide 1: Title slide

Dear shareholders. I too would like to welcome you to our Annual General Meeting.

As Sebastian Ebel said in his speech, 2024 was a successful financial year:

- #1. We have achieved our financial and earnings targets;
- #2. The financial profile of our segments is now much stronger than in 2019;
- #3. The Group's financial structure has continued to improve significantly – and faster than could have been expected twelve months ago;
- #4. We also expect growth in the new financial year – our goal is to increase adjusted earnings by a further 7 to 10 per cent in 2025;

I would like to discuss these points and today's agenda below.

Slide 2: FY 2024 – significant increase in revenue and earnings

#1 On the course of business in 2024:

- Over 20 million customers have travelled on holiday with us, an increase of 7 per cent.
- This resulted in Group sales of over 23 billion euros, an increase of 12 per cent.

This means that our guests have never invested more in their holidays with us than in 2024.

This is a strong signal: holiday travel continues to be very important - and we have the right products.

- The Group's adjusted EBIT rose to around EUR 1.3 billion, an increase of 35 per cent – compared to our forecast of at least 25 per cent.

Slide 3: Significantly improved financial profiles

#2 One key fact has contributed to this: the financial profile of our segments is now much stronger than in 2019.

- Our hotels achieved a result of around 670 million euros. That is 1.5 times more than in 2019.

Our hotel strategy enables us to achieve growth and high returns. And in addition to this increase in value, a clearly defined dividend policy with our joint venture partners is an important component.

This successful concept must be continued in the coming years.

- Cruises achieved a result of over 370 million euros. They are therefore now also above the 2019 level.

In addition, TUI Cruises was able to resume dividend payments. We received our first payment since the pandemic totaling 20 million euros in the fourth quarter.

The business continues to develop positively and TUI Cruises therefore expects a dividend payment at a historic level in financial year 2025.

- Markets + Airline achieved a result of over 300 million euros.
This was achieved with significantly higher operational flexibility compared to 2019:

- the number of dynamic packages has doubled
- the aircraft fleet was reduced; and
- the associated lease liabilities were reduced by 0.5 billion euros.

Our transformation is showing its first clear successes here: it is generating growth without increasing the balance sheet risk.

Slide 4: Income statement

Now to the further details of the income statement for 2024:

The aforementioned adjusted operating result of 1.3 billion euros is central to this.

The other positions are also in line with our objectives:

Interest expenses were further reduced: excluding the one-off effect from the repurchase of the convertible bond, they were 80 million euros lower than in the previous year.

Although this is still a high level and we need to work on it, this is also significant progress as a result of our financial strategy and discipline.

In total, TUI AG shareholders will therefore receive a profit of 0.5 billion euros. On an adjusted basis, earnings per share of 1 euro have thus virtually doubled compared with the previous year.

Slide 5: FY 2024 – financial profile significantly improved

#3 In line with the result, the Group's operating cash flow and financial structure also improved further.

Net debt was reduced by 0.5 billion euros to 1.6 billion euros. This brings the net gearing ratio to around 0.8 – compared to a factor of 1.2 in the previous year. Compared to 2019, this key figure has already almost halved.

This is an important step towards our medium-term goal of significantly reducing the debt level to below a factor of 1.0x.

Slide 6: Refinancing of corona aid completed

Parallel to this development, we were also able to successfully complete the refinancing of the corona aid. As planned, the KfW credit line that was still available last year has now been formally repaid in full.

This was achieved much faster than could have been expected twelve months ago

- In February 2024, we were able to place a bond in the amount of 0.5 billion euros;
- and a convertible bond for the same amount in July.

Both financings were concluded at conditions that were significantly better than the Group's official rating. The strong demand and the placement at the upper end of our expectations emphasize that there is a high level of market and investor confidence in our company.

I would like to take this opportunity to thank my finance team in particular – and also the members of our Supervisory Board, especially the Audit Committee and the Transaction Committees. They have repeatedly supported these measures with intensive advice and discussion as well as maximum flexibility.

Allow me to say a few personal words in this context:

Dear Professor Ernst, this is our last Annual General Meeting together.

Yesterday we had our last joint audit committee under your leadership. I would like to personally thank you once again for your support, your advice and your cooperation over so many years. It is difficult for me to imagine that we could have achieved this without your contribution.

Looking ahead, the aim now is to further strengthen the financial profile with unchanged financial discipline.

The agency Fitch reflected this a few days ago and published a rating for the TUI Group for the first time. The agency has honored our financial progress with a credit rating of BB. This is another milestone and means that the 2019 rating category has been reached again. As planned, the updated views of the other agencies are still pending.

Slide 7: Q1 FY 2025 with good result – underlying EBIT expected to increase by 7 to 10% in FY 2025

#4 Let me now turn to developments and the outlook for the new financial year before I move on to two items on today's agenda:

As published a few hours ago, we have made a positive start to the new financial year:

In the first three months, 3.7 million guests travelled with TUI, an increase of around 6 per cent. Turnover rose by 13 per cent to 4.9 billion euros.

Underlying EBIT improved by 45 million euros to 51 million euros compared to the previous year.

Bookings for winter 2024/25 are currently up 2 per cent on the previous year. Although bookings for summer 2025 are still at an early stage, in a competitive environment they are currently already +2 per cent higher than summer 2024 with +4 per cent higher average prices.

This shows that holiday trips will continue to be a high priority for our customers in 2025.

Sebastian Ebel has already commented on strategy and operational development.

As announced in December, we therefore expect sales growth of 5 to 10 per cent and an increase in adjusted EBIT of 7 to 10 per cent in 2025 compared to the previous year.

Slide 8: Agenda items for the Annual General Meeting

Finally, my comments on the agenda for today's Annual General Meeting:

This brings us to items 5 and 6, the proposed capital measures, and to item 8.1, the proposed authorization to hold virtual Annual General Meetings:

The proposed capital will serve to provide TUI with the necessary strategic and financial flexibility in the capital market at all times, as is customary in the market.

Under item 5, we therefore ask the Annual General Meeting to Approval of new authorized capital.

This authorizes the Executive Board, with the approval of the Supervisory Board, to increase the share capital by issuing new shares against cash or non-cash contributions by up to 10 percent , which means 50.7 million euros. The subscription rights of shareholders may be excluded in this

context, provided that the issue price of the new shares is not significantly lower than the stock market price.

Similarly, under item 6, we request authorization for the Executive Board to issue new convertible bonds or similar instruments, or combinations thereof, with the approval of the Supervisory Board. This is also based on the creation of conditional capital for the issue of up to 50.7 million new shares.

If these authorizations are exercised, the exclusion of shareholders' subscription rights is generally limited to a total of 10 percent of the share capital. A term of 5 years is proposed for each of the two anticipatory resolutions.

I would like to emphasize the following: the proposed authorizations serve to maintain strategic and financial freedom of action. The refinancing of coronavirus aid has been completed.

For further details, please refer to the report of the Executive Board in the invitation to today's Annual General Meeting and I would ask you to approve these proposed resolutions.

At this point, I would like to add a few explanations on point 8.1: the authorization to hold virtual Annual General Meetings.

We are aware that the way in which an Annual General Meeting is organized is regularly discussed. We receive a lot of encouragement for a virtual format, but there are also critical voices.

In the run-up to this Annual General Meeting, we therefore also discussed this point with a large number of investors. The overall very positive feedback for this format was emphasized.

From our point of view the advantage of the virtual format is Shareholders can follow the Annual General Meeting very efficiently without having to travel and exercise their right to speak and ask questions in the same way as at an in-person event.

Even after our return to the Frankfurt Stock Exchange, we continue to have many international shareholders – particularly from the USA, the UK and other European countries.

The virtual format and the option of following the meeting with an English audio track enable efficient participation and reflect our current working methods. In our view, cost aspects also clearly speak in favour of this format.

With regard to shareholder rights, the opportunities to make requests to speak and ask questions are the same in both formats.

The last two years have shown that you, our shareholders, also make active use of this in virtual format.

We had more contributions than in previous years in attendance; in our view, a very good exchange on a variety of topics.

All in all, we are convinced by the virtual format.

We are therefore asking you again today for your approval of a corresponding authorisation, for which a 75% majority is required.

In the best sense of an Annual General Meeting, the decision is now in your hands.

Slide 9: Summary

Dear shareholders, allow me to summarize:

- The 2024 financial year was a very successful year.
We were able to achieve the targets communicated 12 months ago.
- TUI's financial profile has been significantly strengthened: earnings and leverage are at a better level than in 2019.
- We have made a positive start to the new financial year.
We have a clear strategy to continue growing and developing the Group in a challenging environment.
- For the current financial year, we therefore expect an increase in adjusted EBIT of 7 to 10 percent.

The share price has also begun to gradually reflect this financial success.

Your decision at the last Annual General Meeting to bring our stock market listing back to Frankfurt has paid off. As expected, we were included in the MDAX and our investor base has been strengthened.

The share price performance of the last few months can only be a first

step. Overall, the level is still well below our expectations and TUI's potential.

In March, we will therefore be organizing a Capital Markets Day for the first time since 2018.

I would therefore like to take this opportunity to thank you, our shareholders, once again for your trust, your support and your patience on our journey.

As Sebastian Ebel explained, there are still many tasks to be completed. Focus on implementation, operational excellence and financial discipline are still necessary.

Our common goal remains: profitable growth for our company.

Thank you for your attention and I am delighted that you are attending today's Annual General Meeting.