

Competence profile of the Supervisory Board of TUI AG

As of 13 December 2022

In accordance with the applicable legal requirements, the Supervisory Board of TUI AG shall be composed in such a way that its members as a whole have the knowledge and professional experience required to properly perform their duties. This is to be understood as meaning that not each individual member of the Supervisory Board but the entire body has all the necessary knowledge and experience.

Requirements for the competences of the Supervisory Board members

Against this background and in order to fulfil the competence profile, the Supervisory Board reaffirms the objectives set for its composition (see below) and stipulates that the Supervisory Board of TUI AG as **an overall body** shall in particular represent the following **competences**:

- Knowledge and professional experience in the tourism sector, for example in the areas of Hotels & Resorts, Cruises, TUI Musement and Markets & Airlines.
- Knowledge and professional experience in the areas of strategy development and implementation as well as innovation and / or IT and digitalisation.
- Knowledge and professional experience in the areas of accounting and / or auditing and / or sustainability reporting and its auditing.
- Knowledge and professional experience in the area of capital markets.
- Knowledge and professional experience in the areas of risk management and / or internal control system (ICS) and / or compliance.
- Knowledge and professional experience in the area of human resources.
- Knowledge and professional experience with regard to sustainability on the issues relevant to the company and with the application of corporate governance relevant to the company.
- Integrity, motivation and personality as well as the willingness and ability to sufficiently show content-related commitment.

Objectives for the composition of the Supervisory Board

The Supervisory Board also affirms that the following objectives, including the diversity concept, shall be taken into account in connection with its composition:

- Taking into account TUI AG's ownership structure, at least five members shall be independent on the shareholder representative side.
- At least five members should have international experience.
- At least one member of the audit committee shall have expertise in accounting and at least one other member of the audit committee shall have expertise in auditing. Accounting and auditing also include sustainability reporting and its auditing.

- Diversity shall be taken into account appropriately in the composition of the Supervisory Board; we assess diversity on the basis of the aspects of cultural and ethnic origin, gender, nationality and professional and life experience as well as age. In this context, care shall be taken to ensure a gender quota of 30% in accordance with legal requirements.
- Members of the Supervisory Board shall not exercise any executive or advisory function for major competitors of TUI AG and shall not have a personal relationship with a major competitor.
- Supervisory Board members who are not members of the Executive Board of a listed company shall not hold more than a total of five Supervisory Board mandates at non-group listed companies or comparable functions. The Chairmanship of the Supervisory Board shall count double. Supervisory Board members who are members of the Executive Board of a listed company shall not hold more than two Supervisory Board mandates in non-group listed companies or comparable functions and shall not hold a Supervisory Board Chairmanship in a non-group listed company.
- Members of the Supervisory Board shall generally not be older than 68 years at the time of their election.