

Declaration of Conformity for the financial year 2014/15 in accordance with section 161 of the German Companies Act (AktG)

"In accordance with section 161 of the German Stock Corporation Act, the Executive Board and Supervisory Board of TUI AG hereby declare:

Since we submitted our last Declaration of Compliance in December 2014, we complied with the recommendations of the Code in its version of 24 June 2014. In future, all recommendations of the Code in its new version of 5 May 2015 will be observed."

Hanover, December 2015 Executive Board and Supervisory Board

(The German version of this declaration is legally binding. The Company cannot be held responsible for any misunderstandings or misinterpretation arising from this translation.)