



TUI AG

Hanover and Berlin

ISIN DE000TUAG000WKN TUAG00

(Temporary ISIN DE000TUAG323 / WKN TUAG32)

**Announcement of the issue of new shares and the exclusion of subscription rights for fractional shares in the context of a capital increase with subscription rights pursuant to Section 49(1) sentence 1 no. 2 German Securities Trading Act (*Wertpapierhandelsgesetz*, WpHG)**

Pursuant to Article 4(5) of the Articles of Association of TUI AG, Hanover/Berlin ("**Company**"), registered in the commercial registers of the Company on 30 March 2021, the Executive Board of the Company is authorized, with the consent of the Supervisory Board, to increase the share capital of the Company on one or more occasions until 24 March 2026 by issuing new registered no-par value shares against cash contributions in, but by no more than a total of €109,939,363.00 ("**Authorized Capital 2021/I**").

Furthermore, pursuant to Article 4(7) of the Articles of Association of the Company, registered in the commercial registers of the Company on 30 March 2021, the Executive Board of the Company is authorized, with the consent of the Supervisory Board, to increase the share capital of the Company on one or more occasions until and including 24 March 2026 by issuing new registered no-par value shares against contributions in cash or in kind, but by no more than a total of €417,000,000.00 ("**Authorized Capital 2021/II**").

Making partial use of the Authorized Capital 2021/I and 2021/II, the Executive Board of the Company resolved on 6 October 2021, with the consent of the Supervisory Board of the Company on the same day, to increase the share capital of the Company from currently €1,099,393,634.00 by €523,520,778.00 to €1,622,914,412.00 by issuing 523,520,778 new registered no-par value shares of the Company ("**New Shares**"), each with a pro rata amount of €1.00 of the share capital of the Company and carrying full dividend rights from 1 October 2020, against cash contributions ("**Rights Issue Capital Increase**").

The subscription ratio is 10:21 (i.e. 21 existing shares entitle the holder to subscribe to 10 New Shares). The subscription ratio shall be rounded down to two decimals. Any fractional amount is excluded from the subscription right pursuant to Article 4(5) sentence 7 and pursuant to Article 4(7) sentence 5 of the Articles of Association.

The Company plans to publish a rights offering to the Company's shareholders in connection with the Rights Issue in the German Federal Gazette (*Bundesanzeiger*) on 7 October 2021.

**Hanover/Berlin in October 2021**

TUI AG

**The Executive Board**