



Announcement pursuant to section 30b (1) sentence 1 no 2 of the German Securities Trading Act (WpHG)

- *Authorised capital with the option to exclude subscription rights pursuant to, inter alia, sections 203 (2), 186 (3) sentence 4 of the German Stock Corporation Act (AktG)-*

ISIN codes:	Securities identification numbers:
DE 000 TUA G000	TUA G00
DE 000 TUA G0B2	TUA G0B
DE 000 TUA G208	TUA G20

At the TUI AG Annual General Meeting on 13 February 2013, a resolution was passed under item 7 of the agenda to authorise the Executive Board to increase the share capital of the Company, with the consent of the Supervisory Board, on one or several occasions by up to a maximum of €64,500,000.00 by 12 February 2018 by issuing new registered shares in exchange for cash contributions. The shares may also be acquired by one or several banks with the obligation to offer them to shareholders for subscription. With the consent of the Supervisory Board, the Executive Board may exclude the shareholders' subscription rights if the issue amount of the new shares is not significantly lower than the market price of listed shares with the same rights. The number of new shares issued on the basis of this authorisation, plus the shares issued or sold on the basis of an authorisation to sell pursuant to sections 71 (1) no 8 sentence 5 and 186 (3) sentence 4 of the German Stock Corporation Act since the Annual General Meeting passed the resolution on this authorisation on 13 February 2013 (date of resolution) and prior to the exercising of said authorisation must not exceed the limit specified in section 186 (3) sentence 4 of the German Stock Corporation Act of 10% of the share capital existing on the date of resolution or (if lower) the share capital existing on the date of the issue of the new shares. Furthermore, shares issued or to be issued on the basis of bonds with conversion rights or warrants or conversion obligations issued in accordance with section 186 (3) sentence 4 of the German Stock Corporation Act since the date of resolution and prior to the exercising of said authorisation must be counted towards that limit. The Executive Board may also, with the consent of the Supervisory Board, exclude shareholders' subscription rights in respect of fractional amounts. The corresponding amendment to section 4 (5) of TUI AG's Articles of Association was registered in the commercial register of the district court of Hanover (HRB 6580) on 26 March 2013 and in the commercial register of the district court of Berlin-Charlottenburg (HRB 321) on 25 March 2013.

Berlin/Hanover, March 2013

TUI AG

The Executive Board