

TUI Group Factbook December 2019



TUI GROUP - REASONS TO INVEST & BUSINESS MODEL

Attractive TUI investment case – three reasons to invest

1	
	STRONG STRATEGIC POSITION



- Market leader in growing tourism market
- Own customer end to end: Markets & Airlines, Hotels, Cruises, Destination Experiences
- Differentiated product offering and strong customer base
- Driving Holiday Experiences premium returns through scale in Markets & Airlines
- Customer ownership: digitalised product upselling
- Risk capacity mitigation by double diversification



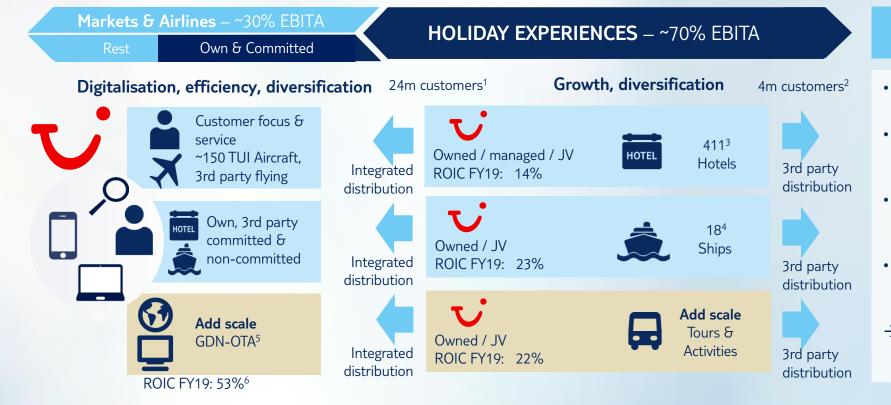






- Tourism sector growing above GDP
- Focus and deliver on four strategic initiatives to expand TUI's ecosystem:
 - 1. Protect and where possible extend leading positions in Markets & Airlines
 - 2. Grow Hotel & Cruise businesses through asset-light expansion
 - 3. Build scale in new markets through our new GDN-OTA¹ digital platform
 - 4. Build scale in Destination Experiences markets and target "One million things to do"
- Holiday Experiences ROIC 1/3 higher than peers² ٠
- Organic growth opportunities: Investments into own assets, JV & asset light growth as well as digital platforms to achieve superior returns
- Reliable core dividend: 30-40% of EAT³ with a dividend floor of €0.35
- Accretive mergers and acquisitions and portfolio optimisation
- Excess cash to be returned to shareholders.
- Solid balance sheet target gross leverage ratio comfortably within range of 2.25x-3.00x⁴

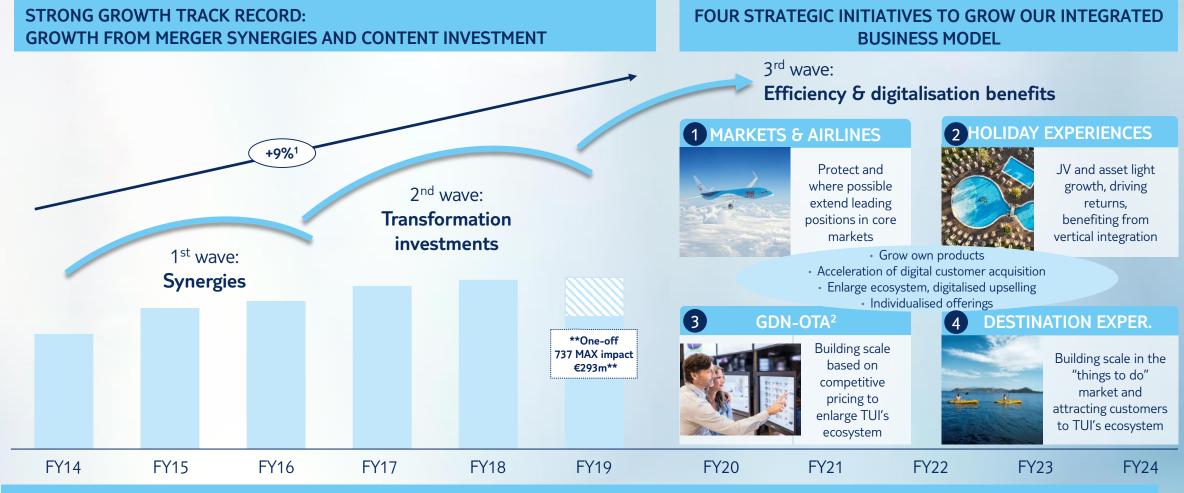
1 Our business model: Integrated & product-focused holiday provider with over 70% Holiday Experiences earnings



INTEGRATION BENEFITS

- Own customer end-to-end: personalised offerings
- Yielding our risk capacity: 28m customers to optimise own hotels/ cruises/ tours & activities demand
- Unique TUI experiences and fulfillment differentiating TUI from competition, customer satisfaction
- Double diversification across Markets & Airlines and Holiday Experiences mitigates localised external shocks
- → More than 70% of profits from own and committed differentiated risk capacity

1 21m Markets & Airlines customers plus a further 3m for Cruise and from our strategic joint ventures in Canada and Russia totals 24m | 2 4m customers direct and via 3rd party channels to our Hotels & Resort and Cruise brands | 3 This number includes group hotels and 3rd party concept hotels as at end of FY19 | 4 As at December 2019 | 5 Global Distribution Network – Online Travel Agency | 6 Relates to Markets & Airlines and All other segments, excluding MAX impact 2 Successful delivery of merger synergies and reinvestment of disposal proceeds; future earnings growth driven by efficiency and digitalisation benefits



Underlying EBITA CAGR of 9% excluding FY19 MAX impact of €293m | 2 Global Distribution Network – Online Travel Agency

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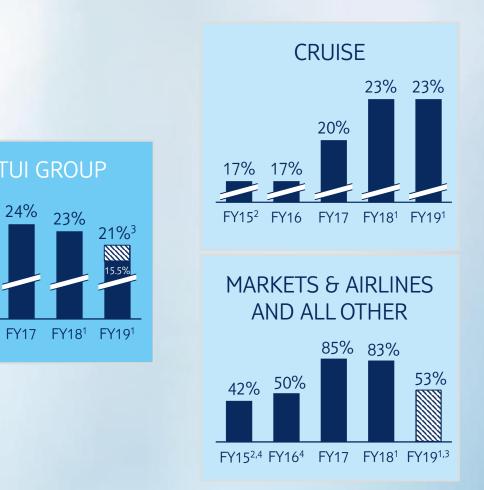
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Business model protects strong ROIC even in a challenging market environment 3

TUI GROUP

24% 23%





3 New capital allocation framework

Organic growth



Investment into own assets, JV & asset-light growth as well as digital platforms to achieve superior returns



Core dividend



Reliable core dividend: 30-40% of EAT¹ with a dividend floor of €0.35



Acquisitions



Accretive M&A & portfolio optimisation



Excess cash



Return to shareholders

€

Solid balance sheet / Target leverage ratio of comfortably within target range of 2.25x – 3.00x

1 Underlying EAT post minorities at constant currency is calculated as Underlying EBIT minus interest expenses adjusted by one-off items minus tax based on underlying tax rate of currently 18% minus minorities adjusted for one-off item

3 TUI's updated dividend policy as part of the new capital allocation framework

Dividend policy as of FY20+ (first payment under the new policy in Feb 2021)

- Core dividend payout of 30-40% of underlying EAT¹
- Introduction of a dividend floor of €0.35 per share

Capital allocation model facilitates investments in strategic initiatives & financing future growth as well as a solid & robust financial structure with shareholder returns



Linked to development of earnings, new dividend policy remains an attractive, balanced and sustainable element of shareholder returns



Dividend floor guarantees a minimum payout and thereby reliable yield – irrespective of any cyclical market environment

Underlying EAT post minorities at constant currency is calculated as underlying EBIT minus interest expenses adjusted by one-off items minus tax based on underlying tax rate of currently 18% minus minorities adjusted for one-off items

GROUP FINANCIALS

Income Statement – Key Figures

ln €m		FY19	FY18 ¹	Δ ΥΟΥ	% YOY
Turnover		18,928.1	18,468.7	459.5	+3%
Underlying EBITDA	1,359.5	1,554.8	-195.3	-13%	
Depreciation		-466.2	-412.0	-54.2	
Underlying EBITA ²		893.3	1,142.8	-249.5	-22%
Adjustments (SDI's and PPA)	Boeing MAX impact	-124.9	-88.3	-36.6	
EBITA		768.4	1,054.5	-286.1	-27%
Net interest expense		-77.0	-88.7	11.7	
EBT		691.4	965.8	-274.4	-28%
Income taxes		-159.5	-190.9	31.4	
Group result continuing operations		531.9	774.9	-243.0	-31%
Discontinued operations		-	38.7	<i>-38</i> .7	
Minority interest		-115.7	-86.4	-29.3	
Group result after minorities	416.2	727.2	-311.0		
Basic EPS (€, continuing)	0.71	1.17	-0.46	-40%	
Underlying EPS (€, continuing)		0.89	1.16	-0.27	-23%



Adjustments & Net Interest Result

In €m	FY19	FY18
Gain/(Loss) on disposals	-12.0	2.1
Restructuring expense	-52.0	-34.9
Purchase Price Allocation	-38.8	-33.3
Other one-off items	-22.1	-22.2
Total Adjustments	-124.9	-88.3

In €m	FY19	FY18
Debt related interest	-125	-110
Non-debt related charge	-39	-49
Interest income	87	70
Net interest result	-77	-89
o/w cash interest	-80	-81



Earnings per share (continuing operations)

ln €m	Reported FY19	Reported FY18 ¹	Pro forma FY19	Pro forma FY18 ¹	■ FY19 interest adjusted for €35m provision release
EBITA	768	1,055	893	1,143	● FY18 interest adjusted for €31m provision release
Net interest expense	-77	-89	-112	-120	
EBT	691	967	781	1,023	 Underlying effective tax rate calculated based on underlying
Tax rate ²	18%	20%	18%	20%	EBT
Tax Charge	-160	-191	-141	-205	
Minority Interest	-116	-86	-116	-135	Adjusted to reflect normalised non-controlling/minority interest
Net Income	416	689	525	683	
Basic number of shares (m)	589	588	589	588	Pro forma NOSH based on issued share capital as at 30.09.19
Basic Earnings Per Share (€)	0.71	1.17	0.89	1.16	XIXXXX

Retrospective adjustment for IFRS 15 applied | 2 Assumed Effective Tax Rate, see Annual Report FY19 page 39

W PROMINE TAM

Cash Flow & Movement in Net Cash

In €m	FY19	FY18 ¹
EBITDA underlying	1,359.5	1,554.8
Adjustments	-82.1	-60.5
EBITDA reported	1,277.4	1,494.3
Working capital	-25.6	64.5
Other cash effects	138.4	75.0
At equity income	-297.5	-292.1
Dividends received from JVs and associates	244.6	222.7
Tax paid	-117.5	-236.0
Interest (cash)	-80.2	-80.8
Pension contribution δ payments	-143.1	-207.5
Operating Cash flow	996.6	1,040.2
Net capex	-805.8	-746.2
Net financial investments	-313.2	-63.1
Net pre-delivery payments	0.8	-17.7
Free Cash flow	-121.5	213.2
Dividends	-475.4	-435.3
Free Cash flow after Dividends	-596.9	-222.1

In €m	30 Sep 2019	30 Sep 2018
Opening net cash as at 1 October	124	583
FCF after Dividends	-597	-222
Asset Finance	-337	-204
Other ²	-100	-33
Closing net (debt)/cash as per Balance Sheet	-910	124

l PY reported adjusted for retrospective application of IFRS 15 | 2 Incl. -€6m from German specialists (Berge & Meer and Boomerang) disposal group

Balance Sheet

In €m	30 Sep 2019	30 Sep 2018 ¹
Non-current assets	11,957.4	10,650.8
Current assets	4,313.5	4,940.0
Assets	16,270.9	15,590.8
Subscribed capital	1,505.8	1,502.9
Capital and revenue reserves	1,948.1	2,137.9
Non-controlling interest	711.4	634.8
Equity	4,165.3	4,275.6
Non-current provisions	1,810.6	1,730.3
Current provisions	394.3	380.9
Provisions	2,204.9	2,111.2
Non-current financial liabilities	2,457.6	2,250.7
Current financial liabilities	224.6	192.2
Financial liabilities	2,682.2	2,442.9
Other non-current liabilities	482.4	412.9
Other current liabilities	6,633.0	6,348.2
Other liabilities	7,115.4	6,761.1
Debt related to assets held for sale	103.1	-
Liabilities	12,105.6	11,315.2
Equity and Liabilities	16,270.9	15,590.8



Y reported adjusted for retrospective application of IFRS 1

Gross Leverage Ratio FY19 and Target for FY20

LEVERAGE RATIO FY19

FY19 €m **2.7x if Gross debt 2,682 3.50x excluding MAX3** to Bonds 298 3.25x to Liabilities to banks 870 3.00x -3.00x-3.00x 2.75x to Finance lease 1,495 2.50x 3.0 2.7 3.3 2.25x 2.25x 2.25x 2.5 to Other financial liabilites 19 Pensions 758 Discounted value of operating leases¹ 2,580 **FY16** FY17 **FY18** FY19 FY20 Debt 6,020 **Reported EBITDAR** 1,990 Denotes top of Denotes bottom of **TUI** target range **TUI target range** Leverage Ratio 3.0x FY20 Gross Leverage Target² range 2.25x – 3.00x

DEVELOPMENT AND OUTLOOK

Current corporate credit ratings "Ba2/negative" from Moody's and "BB/negative" from S&P Revised by Moody's from "stable" in April 2019, however affirming "Ba2" corporate family

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rating

S&P revised from "stable" to "negative " outlook in February 2019 whilst reaffirming our "BB" long-term rating

1 At simplified discount rate of 0.9% at 30.09.2019 and 1.7% at 30.09.2018 | 2 Range of 2.25x – 3.00x based on current scenario planning whereby MAX returns to service by end of April 2020 and pre IFRS 16 basis 3 Indicative pro forma calculation of gross leverage excluding MAX impact

Key Sources of Funding 30 September 2019

Instrument	lssue	Maturity	Amount €m	Interest % p.a.
Revolving Credit Facility	Sep 14	Jul 22 ¹	1,750 ²	E/L +1.40 ³
Senior Notes	Oct 16	Oct 21	300	2.125
Schuldschein	Jun 18	Jul 23 - Jul 28	425 ⁴	1.75 ⁵
Finance leases	Various	Various	1,495	Various

Last extension in July 2017 | 2 Including a tranche of €215m for the issue of bank guarantees | 3 Margin depending on rating grid | 4 €425m split into three tranches with maturity of 5 years, 7 years and 10 years (closed July 2018) | Average interest rate including interest hedge costs for floating tranches

ROIC and Economic Value Added methodology

In €m	Notes to ARA	FY19	FY18 ¹
Equity		4,165.3	4,275.6
Subscribed capital	(25)	1,505.8	1,502.9
Capital reserves	(26)	4,207.5	4,200.5
Revenue reserves	(27)	-2,259.4	-2,062.6
Non-controlling interest	(29)	711.4	634.8
Plus interest bearing financial liability items		3,966.4	3,516.2
Pension provisions and similar obligations	(30)	1,068.0	994.8
Non-current financial liabilities	(32, 40)	2,457.6	2,250.7
Current financial liabilities	(32, 40)	224.6	192.2
Derivative financial instruments	(40)	216.2	78.5
Less financial assets		1,762.8	2765.0
Derivative financial instruments	(40)	347.7	525.0
Cash and cash equivalents	(23, 40)	1,741.5	2,548.0
Other financial asset ²		173.6	192.0
Seasonal adjustment ³		-500.0	-500.0
Less Overfunded pension plans		310.0	125.1
= Invested Capital before addition of effects from purchase price allocation		6,058.9	4,901.7
Invested Capital excluding purchase price allocation prior year		4,901.7	4,285.7
Ø Invested Capital before addition of effects from purchase price allocation ⁴		5,480.3	4,593.7
Invested Capital before addition of effects from purchase price allocation		6,058.9	4,901.7
Plus effects from purchase price allocation		250.8	343.5
Invested capital		6,309.7	5,245.2
Invested capital prior year		5,245.2	4,603.2
Ø Invested capital ⁴		5,777.5	4,924.2
Underlying EBITA		893.3	1,142.8
Ø Invested capital ⁴		5,777.5	4,924.2
ROIC %		15.46	23.21
Weighted average cost of capital (WACC) %		6.46	6.37
Economic Value Added		520.0	829.2



1 PY reported adjusted for retrospective application of IFRS 15 | 2 Mainly comprises other financial assets and advances and loans | 3 Adjustment to net debt to reflect a seasonal average cash balance | 4 Average value based on balance at beginning and year-en

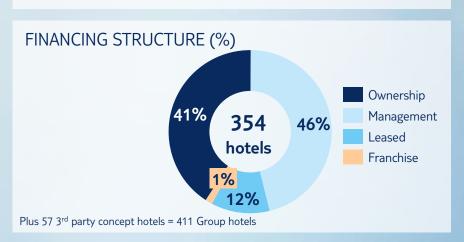
HOTELS & RESORTS

Hotels & Resorts Summary FY19

Key Facts	FY19
Total Turnover (€m)	1,512
o/w Turnover 3 rd party (€m)	660
Underlying EBITDA (€m)	563
Underlying EBITA (€m)	452
o/w Equity result (€m)	97
Number of hotels ¹	411
Number of beds ²	262,644
Capacity ('000) ³	42,094
Revenue/bed (€) ⁴	66
Occupancy (%) ⁵	82

HOTEL BEDS BY REGION (%) 29% 21% Caribbean Western Med. 262,644 9% 23% Other

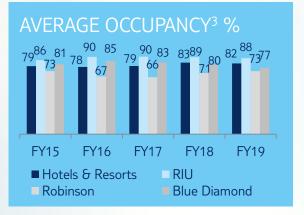
18%

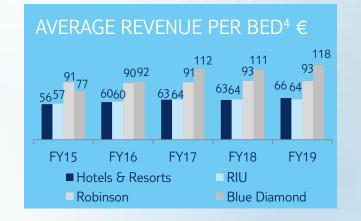


1 o/w 57 are third party concept hotels (354 Group hotels reflect the Hotel & Resorts segment) | 2 Based on 354 Group hotels | 3 Group owned or leased hotel beds multiplied by opening days per annum

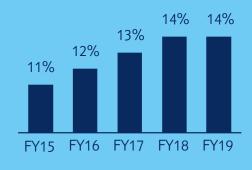
Hotels & Resorts Summary by brand

Key figures FY19	HOTELS & RESORTS		BlueDiamond Resorts	Total
Turnover (€m)	415.1	103.1	-	660.0
Underlying EBITA (€m)	326.2	54.7	9.9	451.5
Capacity (k) ¹	18,056	3,333	4,379	42,094
Number of hotels ²	99 ²	23	32	354
Number of beds	90,460	13,927	30,080	262,644









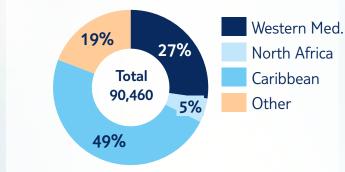
1 Group owned or leased hotel beds multiplied by opening days in the period | 2 Count as at 30 September 2019 (includes RIU Calypso which operates as a TUI Sensimar hotel), excludes 3rd Party hotels

Occupied beds divided by capacity | 4 Arrangement revenue divided by occupied beds

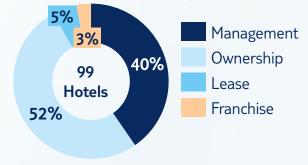
Hotels & Resorts RIU – Key figures FY19

RIU 100% view ¹ In €m	Total	o/w RIUSA II (fully consolidated)	o/w Riu Hotels (consolidated at equity)	Riu in TUI accounts
Turnover	1,191	850	341	850
Underlying EBITA	401	(283	118	(326)
EBITA Margin	34%	33%		and a second s
EAT	318	226	92	
o/w EAT to TUI	156	113	43	156
ROIC (incl. Goodwill)	17%			
ROIC (excl. Goodwill)	20%			

HOTEL BEDS BY REGION (%)



FINANCING STRUCTURE (%)



Unaudited figures

Hotels & Resorts Robinson – Key figures FY19



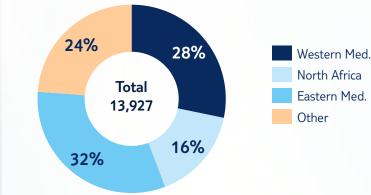
(€M)

Robinson In TUI accounts ¹	FY19	FY18²
Total Turnover	257	213
Underlying EBITA	55	42
EBITA margin	21%	20%
ROIC	11%	10%









1 Unaudited figures | 2 PY reported adjusted for retrospective application of IFRS 15



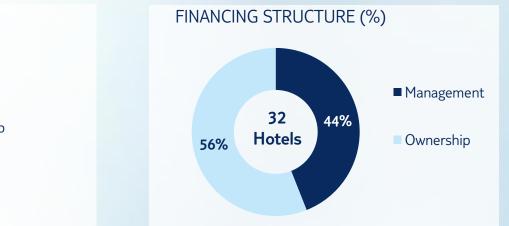
Hotels & Resorts Blue Diamond – Key figures FY19



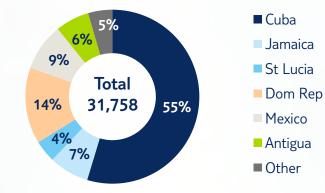
(€M)		
Blue Diamond 100% view ¹	FY19	FY18 ²
Turnover	455	388
EBITA	73	70
EBITA margin	16%	18%
EAT	20	38
o/w EAT to TUI (49%)	10	18



Blue Diamond Royalton Antigua



NUMBER OF BEDS BY LOCATION (%)



1 Unaudited figures | 2 PY reported adjusted for retrospective application of IFRS 15



Hotels & Resorts investments: 70 new hotels since merger, lower capital intensity



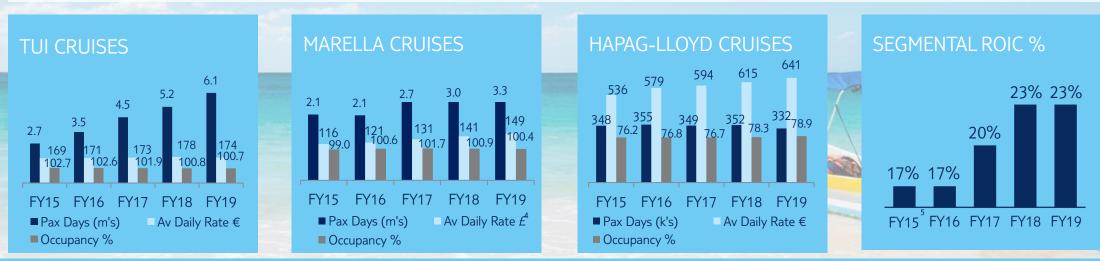
DERISKED GROWTH

- Predominantly lower capital intensity
- Ownership in 365 days destinations/ where scarcity of
- De-risking through JV offbalance sheet financings
- 15% blended ROIC hurdle

CRUISE

Cruises Summary by brand

Key figures FY19		MARELLA CRUISES	HAPAG ³⁸ LLOYD CRUISES
Turnover (€m)	-	660.6	305.2
Memo: TUI Cruises Turnover (€m)	1,445.4	-	-
Underlying EBITA (€m)	202.6 ¹	120.4	43.0
Passengers (k)	663	338	25
Fleet Size ² (Group Total 18)	7	6	5
Total Berths ³	17,780	10,195	1,318



Equity result | 2 Fleet count as at December 2019 | 3 Static count as at 30 September 2019 | 4 Inclusive of transfers, flights and hotel due to the integrated nature of Marella Cruises | 5 FY15 ROIC excludes Marella Cruises

Cruises TUI Cruises - Key figures FY19 – 100% View

TUI Cruises 100%	FY19	FY18 ¹	Var %
Turnover	1,445	1,250	+16%
Underlying EBITA	465	406	+15%
EBITA Margin	32%	33%	
EAT (100% TUI)	405	363	+12%
o/w TUI EAT (50%)	203	181	+12%
ROIC	18%	18%	
ROE	56%	53%	



PY reported adjusted for retrospective application of IFRS 15

TUI's cruise capacity growth financed through disposal proceeds re-investment programme and off-balance sheet (JV)



Cruises TUI Cruises Fleet





Fleet and pipeline as at December 2019

Cruises Marella Cruises Fleet





Fleet as at December 2019

Cruises Hapag-Lloyd Cruises Fleet

Europa	Europa 2	Bremen	Hanseatic nature	Hanseatic inspiration	Hanseatic spirit	
					and the second s	
408 ¹ Berths	516 ¹ Berths	164 BERTHS	230 BERTHS	230 BERTHS	230 BERTHS	
Wholly owned OPERATING MODEL						
1999 CONSTRUCTION	2013 CONSTRUCTION	1990 CONSTRUCTION	New build May 2019	New build October 2019	New build 2021	
		April 2021 EXIT	CONSTRUCTION	CONSTRUCTION	CONSTRUCTION	



eet and pipeline as at December 2019 | 1 Additional sofa-bed in most of the suites (usable for persons up to the age of 6, 10, 12 or 15 years)

DESTINATION EXPERIENCES

Destination Experiences Key figures FY19



Strategic expansion of our Destination Experiences business – Ticking all boxes: Musement acquisition complementary to Destination Management acquisition



Destination Experiences: Building scale – target 1m "things to do" and attracting customers to extend TUI's ecosystem

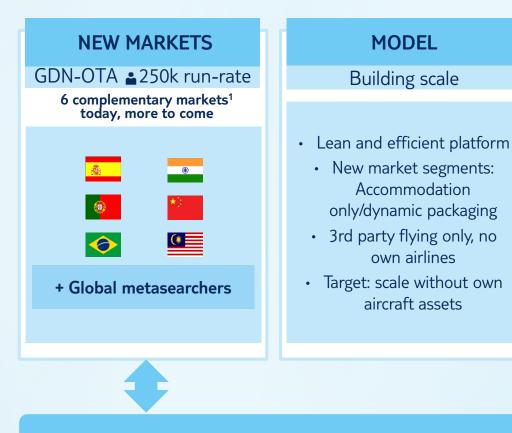


- Strong strategic position
 - €150bn market, 7% growth, highly fragmented
 (~350k suppliers), mostly offline
 - TUI existing customer base
 - TUI in-destination organisation
- Extend ecosystem
 - Run at scale to lead consolidation
 - Acceleration may initially come at expense of margin

- TUI Ecosystem upselling
 - Product depth and differentiation improvement
 - Target 1m "things to do"

GDN-OTA

GDN-OTA: Building scale based on competitive pricing to enlarge TUI's ecosystem



411² Hotels and €5bn 3rd party committed hotels

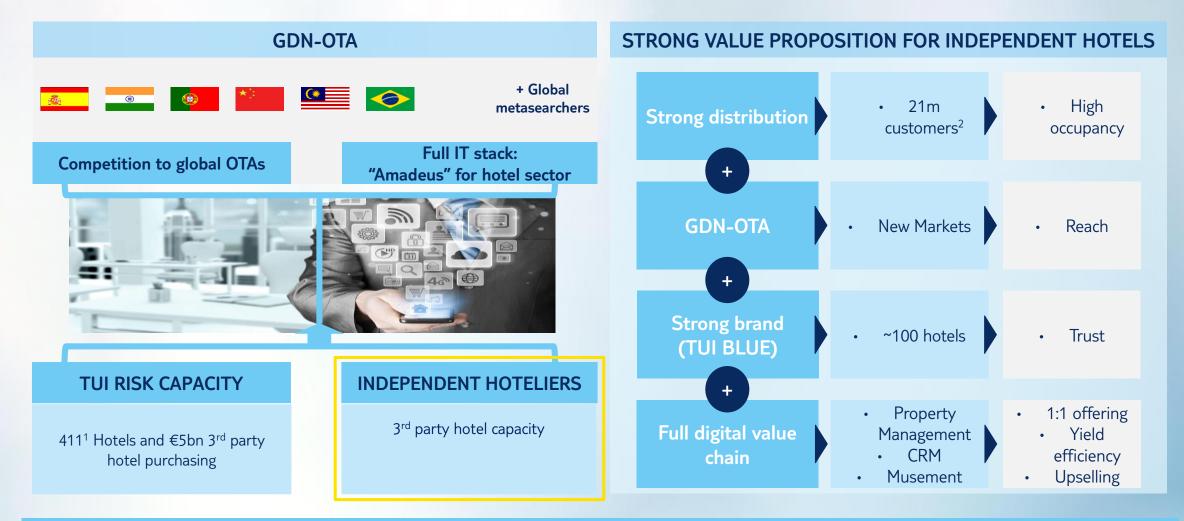


- Enlarge ecosystem
 - Initially run as customer acquisition engine
 - Attracting customers with competitive pricing
 - Accept moderate losses to build scale
 - Target of 1m customers by 2022 to be achieved earlier
- TUI ecosystem
 - Target profitability through higher occupancy in own and committed 3rd party hotels
 - Focus on customer retention and upselling

1 Spain, Portugal, Brazil, India, China, Malaysia | 2 Includes group hotels and 3rd party concept hotels as at end of FY



GDN-OTA: opportunity to become the "Amadeus" for independent hotels



1 Includes group hotels and 3rd party concept hotels as at end of FY19 | 2 6m UK&I, 7m Germany, 5m Netherlands and Belgium, 1m Nordics, 1m France, ~1m Poland, ~0.2m Switzerland

MARKETS & AIRLINES

Markets & Airlines Key figures by Markets

Key figures FY19	Northern Region	Central Region	Western Region	Total Markets & Airlines
Customers (k) ¹	7,428	7,830	5,816	21,075
External Turnover (€m)	6,345	6,413	3,232	15,990
Underlying EBITA ² (€m)	57	102	-27	132
EBITA margin (%)	0.9	1.6	n/a	0.8
Direct Distribution Mix (%)	94	50	75	74
Online Mix (%)	67	22	57	48







1 Excludes Cruise and strategic joint ventures in Canada and Russia, this would be 24m if including Cruise and strategic joint ventures in Canada and Russia | 2 Includes impact of MAX grounding for Northern Region of €170m, for Central Region of €27m and for Western Region of €96m

Aircraft Commitments by Financing Type

	Operating Lease	e Finance Lease	Owned	Held for Sale	Total
As at 30 September 2018	124	20	10	-	154
Order book financing	5	5	1	-	11
External Lessor deliveries ¹	2	-	-	-	2
External Lessor returns	(10)	-	-	-	(10)
Disposals	-	-	(2)	-	(2)
Corsair Disposal	(1)	-	(4)	-	(5)
As at 30 September 2019	120	25	5	-	150

t split : UK - TUI Airways (63), Germany - TUI fly (37), Nordic - TUI fly Nordic (5), Netherlands - TUI fly Netherlands (9), Belgium - TUI fly Belgium (34) | 1 Externally leased aircraft (2) delivered to Corsair post Corsair disposa

Aircraft order book deliveries – FY20 to FY24

	FY20	FY21	FY22	FY23	FY24
B737-MAX	18*	19*	16*	8	-
B787-9	2	-	-	-	-
Firm order book deliveries 2019-2024	20	19	16	8	-

Financial Years (FY) ending 30 September; figures correct as at 30 September 2019

Supplementary to the above firm orders, TUI Group has further aircraft options:

	FY20	FY21	FY22	FY23	FY24
B737-MAX	-	-	11	14	14
B787-9	-	-	1	-	-
Option order book deliveries 2019-2024	-	-	12	14	14

Financial Years (FY) ending 30 September; figures correct as at 30 September 2019

e to MAX grounding since 12-Mar-19 7x B737-8 MAX aircraft were delayed from FY19 to FY20 and 5x B737-8 MAX aircraft were deferred from FY20 to FY21/FY22