

## Authorisation and Instructions

### Annual General Meeting of TUI AG, 14 February 2023

[The voting rights must be exercised in accordance with the statutory provisions and the Articles of Association and in accordance with the following authorisation and instructions. Please make your choice with an „X“ in the proper box.]

#### Granted by:

_____	_____	_____	_____
Name	First name	Name (Co-Shareholder, if any)	First name
_____			_____
Street			Number
_____	_____		
Postal Code	Place		
_____	_____		
Date of birth	Number of shares		

## 1. AUTHORISATION and INSTRUCTIONS for the Company-appointed proxies of TUI AG

- I/We hereby grant authorisation to the Company-appointed proxies Maren Richter and Andreas Schillig and instruct them to vote **on all topics as proposed by the management.**
- I/We hereby grant authorisation to the Company-appointed proxies Maren Richter and Andreas Schillig and instruct them to vote **in accordance with the individual instructions (see following page).**

OR

## 2. AUTHORISATION and INSTRUCTIONS to a credit intermediary/shareholders' association/proxy advisor or other persons specified in section 135(8) AktG

[We would like to ask you to inform yourselves **before** transferring the voting rights whether the intermediary, the shareholders' association, proxy advisor or other persons specified in section 135(8) AktG will accept your voting rights as proxy. If you have not already registered yourselves for the General Meeting, please send this authorisation in time to the intermediary, shareholders' association, proxy advisor or other persons specified in section 135(8) AktG of your choice so that the registration through the authorised institution is possible by **7 February 2023, 24:00 hours (CET) – date of delivery.**]

- I/We hereby grant authorisation to the following intermediary, shareholders' association, proxy advisor or other persons specified in section 135(8) AktG and instruct them to vote **on all topics as proposed by the management.**
- I/We hereby grant authorisation to the following intermediary, shareholders' association, proxy advisor or other persons specified in section 135(8) AktG and instruct them to vote **in accordance with their voting proposals.**
- I/We hereby grant authorisation to the following intermediary, shareholders' association, proxy advisor or other persons specified in section 135(8) AktG and instruct them to vote **in accordance with the individual instructions (see following page).**

\_\_\_\_\_

BIC (Business Identifier Code) (if any)

\_\_\_\_\_

Name and potentially head office of intermediary/shareholders' association/  
proxy advisor or other persons specified in section 135(8) AktG

# INSTRUCTIONS

## Agenda

(Please find the complete version of the agenda of the Annual General Meeting at [www.tuigroup.com/en-en/investors/agm](http://www.tuigroup.com/en-en/investors/agm))

		Yes	No	Abstention
<b>1</b>	<b>Financial statements as of 30 September 2022 and reports</b>			
<b>2</b>	<b>Approval of the actions of the Executive Board for the financial year that ended on 30 September 2022</b>			
2.1	Friedrich Joussem (CEO until 30 September 2022)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.2	David Burling	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.3	Sebastian Ebel (CEO since 1 October 2022)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.4	Peter Krueger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.5	Sybille Reiss	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.6	Frank Rosenberger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>3</b>	<b>Approval of the actions of the Supervisory Board for the financial year that ended on 30 September 2022</b>			
3.1	Dr Dieter Zetsche (Chairman)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.2	Frank Jakobi (Deputy Chairman)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.3	Ingrid-Helen Arnold	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.4	Sonja Austermühle	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.5	Christian Baier	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.6	Andreas Barczewski	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.7	Peter Bremme	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.8	Dr Jutta A. Dönges	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.9	Prof Dr Edgar Ernst	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.10	Wolfgang Flintermann	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.11	María Garaña Corces	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.12	Stefan Heinemann	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.13	Janina Kugel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.14	Vladimir Lukin	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.15	Coline Lucille McConville	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.16	Helena Murano	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.17	Alexey Mordashov	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.18	Mark Muratovic	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.19	Carola Schwirn	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.20	Anette Stempel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.21	Joan Trían Riu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.22	Tanja Viehl	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.23	Stefan Weinhofer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

		Yes	No	Abstention
4	<b>Appointment of the auditor</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5	<b>Resolution on the reduction of share capital by means of the redemption of three shares by the Company; amendment of the Company's Charter</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6	<b>Resolution on the reduction of the share capital for the purpose of allocating a portion of the share capital to the capital reserve by consolidating shares; amendment to the Company's Charter</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7	<b>Election of Supervisory Board members</b>			
	a) Dr Dieter Zetsche	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) Helena Murano	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) Christian Baier	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8	<b>Resolution on the amendment of the Charter</b>			
	a) Virtual General Meetings	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) Right of follow-up questions	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) Participation of Supervisory Board Members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) Entrance tickets	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	e) Electronic participation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	f) Postal vote	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	g) Chairperson of General Meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	h) Deletion of Article 4 (12) of the Charter (Authorised Capital 2022/III)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9	<b>Approval of the remuneration report for the financial year that ended on 30 September 2022</b>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The instructions relate to management's resolution proposals published in the German Federal Gazette on 5 January 2023.

### Supplementary agenda items at the request of shareholders – if submitted

Any supplementary agenda items, which are to be published, submitted before **14 January 2023, 24:00 hours (CET)** will be exclusively published online at: [www.tuigroup.com/en-en/investors/agn](http://www.tuigroup.com/en-en/investors/agn).

If you wish to approve or reject any supplementary agenda items submitted by shareholders in combination with a motion to supplement the agenda, please enter your vote under the respective supplementary agenda item.

	Yes	No	Abstain		Yes	No	Abstain
10 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	14 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17 _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### Counter-motions/election proposals by shareholders – if submitted

Any counter-motions/election proposals by shareholders made accessible and received by no later than **30 January 2023, 24:00 hours (CET)** will be exclusively available online at: [www.tuigroup.com/en-en/investors/agn](http://www.tuigroup.com/en-en/investors/agn). Any counter-motions/election proposals requiring an independent resolution are marked there with a capital letter. If you wish to support or reject motions marked in this way, please enter your vote under the respective motion.

	Yes	No	Abstain		Yes	No	Abstain
A _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	E _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
B _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	F _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
C _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	G _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
D _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	H _____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

I/We hereby authorise the above-mentioned person/institution to exercise the voting rights at the Annual General Meeting in accordance with the instructions – in the case of 1 without disclosing my/our name/s, i.e. in the name of whom it may concern. This authorisation comprises the right to grant sub-authorisation. The Company-appointed proxies of the company are each individually authorised. This authorisation is completely filled out and contains no other statements.

\_\_\_\_\_  
Place, Date

\_\_\_\_\_  
Name/s of the declarant/s or signature/s

\_\_\_\_\_  
(required field)

Please indicate your telephone number here for any further questions: \_\_\_\_\_