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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| DGAP Voting Rights Announcement: TUI AGRelease according to Article 40, Section 1 of the WpHG [the German Securities Trading Act] with the objective of Europe-wide distribution27.05.2021 CET/CESTDissemination of a Voting Rights Announcement transmitted by DGAP - a service of EQS Group AG.The issuer is solely responsible for the content of this announcement.Notification of Major Holdings1. Details of issuer

|  |  |
| --- | --- |
| Name: | TUI AG |
| Street: | Karl-Wiechert-Allee 4 |
| Postal code: | 30625 |
| City: | HannoverGermany |
| Legal Entity Identifier (LEI): | 529900SL2WSPV293B552 |

2. Reason for notification

|  |  |
| --- | --- |
|   | Acquisition/disposal of shares with voting rights |
| X | Acquisition/disposal of instruments |
|   | Change of breakdown of voting rights |
|   | Other reason: |

3. Details of person subject to the notification obligation

|  |
| --- |
| Legal entity: The Goldman Sachs Group, Inc.City of registered office, country: Wilmington, DE, United States of America (USA) |

4. Names of shareholder(s)holding directly 3% or more voting rights, if different from 3.

|  |
| --- |
|   |

5. Date on which threshold was crossed or reached:

|  |
| --- |
| 20 May 2021 |

6. Total positions

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|   | % of voting rights attached to shares(total of 7.a.) | % of voting rights through instruments(total of 7.b.1 + 7.b.2) | Total of both in %(7.a. + 7.b.) | Total number of voting rights pursuant to Sec. 41 WpHG |
| New | 0.10 % | 4.98 % | 5.08 % | 1099393634 |
| Previous notification | 0.11 % | 5.06 % | 5.17 % | / |

7. Details on total positionsa. Voting rights attached to shares (Sec. 33, 34 WpHG)

|  |  |  |
| --- | --- | --- |
| ISIN | Absolute | In % |
|   | Direct(Sec. 33 WpHG) | Indirect(Sec. 34 WpHG) | Direct(Sec. 33 WpHG) | Indirect(Sec. 34 WpHG) |
| US8990451085 | 0 | 235 | 0 % | 0.00002 % |
| DE000TUAG000 | 0 | 1107436 | 0 % | 0.10 % |
| Total | 1107671 | 0.10 % |

b.1. Instruments according to Sec. 38 (1) no. 1 WpHG

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Type of instrument | Expiration or maturity date | Exercise or conversion period | Voting rights absolute | Voting rights in % |
| Right To Recall | Open |  | 24953708 | 2.27 % |
| Swap | 17.06.2022 |  | 207105 | 0.02 % |
| Call Warrant | 17.06.2022 |  | 145230 | 0.01 % |
| Convertible Bond | 16.04.2028 |  | 3188454 | 0.29 % |
| Call Option | 17.12.2021 |  | 1386595 | 0.13 % |
|   |   | Total | 29881092 | 2.72 % |

b.2. Instruments according to Sec. 38 (1) no. 2 WpHG

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Type of instrument | Expiration or maturity date | Exercise or conversion period | Cash or physical settlement | Voting rights absolute | Voting rights in % |
| Put Warrant | 31.12.2030 |  | Cash | 155161 | 0.01 % |
| Put Option | 17.06.2022 |  | Physical | 5196253 | 0.47 % |
| CFD | 20.05.2031 |  | Cash | 6362746 | 0.58 % |
| Call Warrant | 31.12.2030 |  | Cash | 5713869 | 0.52 % |
| Swap | 31.12.2030 |  | Cash | 7434516 | 0.68 % |
|   |   |   | Total | 24862545 | 2.26 % |

8. Information in relation to the person subject to the notification obligation

|  |  |
| --- | --- |
|   | Person subject to the notification obligation is not controlled nor does it control any other undertaking(s) that directly or indirectly hold(s) an interest in the (underlying) issuer (1.). |
| X | Full chain of controlled undertakings starting with the ultimate controlling natural person or legal entity: |

|  |  |  |  |
| --- | --- | --- | --- |
| Name | % of voting rights (if at least 3% or more) | % of voting rights through instruments (if at least 5% or more) | Total of both (if at least 5% or more) |
| The Goldman Sachs Group, Inc. | % | % | % |
| GSAM Holdings LLC | % | % | % |
| Goldman Sachs Asset Management, L.P. | % | % | % |
| - | % | % | % |
| The Goldman Sachs Group, Inc. | % | % | % |
| Goldman, Sachs & Co. Wertpapier GmbH | % | % | % |
| - | % | % | % |
| The Goldman Sachs Group, Inc. | % | % | % |
| Goldman Sachs (UK) L.L.C. | % | % | % |
| Goldman Sachs Group UK Limited | % | % | % |
| Goldman Sachs International Bank | % | % | % |
| - | % | % | % |
| The Goldman Sachs Group, Inc. | % | % | % |
| Goldman Sachs & Co. LLC | % | % | % |
| - | % | % | % |
| The Goldman Sachs Group, Inc. | % | % | % |
| Goldman Sachs (UK) L.L.C. | % | % | % |
| Goldman Sachs Group UK Limited | % | % | % |
| Goldman Sachs International | % | % | % |

9. In case of proxy voting according to Sec. 34 para. 3 WpHG(only in case of attribution of voting rights in accordance with Sec. 34 para. 1 sent. 1 No. 6 WpHG)Date of general meeting:Holding total positions after general meeting (6.) after annual general meeting:

|  |  |  |
| --- | --- | --- |
| Proportion of voting rights | Proportion of instruments | Total of both |
| % | % | % |

10. Other explanatory remarks:

|  |
| --- |
|   |

Date

|  |
| --- |
| 24 May 2021 |

27.05.2021 CET/CEST The DGAP Distribution Services include Regulatory Announcements, Financial/Corporate News and Press Releases.Archive at www.dgap.de |

|  |  |
| --- | --- |
| Language: | English |
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|  | Karl-Wiechert-Allee 4 |
|  | 30625 Hannover |
|  | Germany |
| Internet: | www.tuigroup.com |

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|   |
| End of News | DGAP News Service |