



**Announcement pursuant to section 30b sub-section 1 sentence 1 no. 2 of the German Securities Trading Act (WpHG)
- Registration of conditional capital -**

ISIN code:	Securities identification numbers:
DE 000 TUA G000	TUA G00
DE 000 TUA G6B9	TUA G6B
DE 000 TUA G7B7	TUA G7B

On 13 May 2009, TUI AG's ordinary Annual General Meeting resolved a conditional increase of the Company's capital stock by up to € 100 million. Section 4 of the Charter was amended accordingly by rewording paragraph 6, registered in the commercial registers on 03 June 2009. The conditional capital increase shall be effected by issuing up to 39,116,600 no-par value registered shares. The conditional capital shall exclusively be used to perform conversion rights or warrants or conversion obligations – provided that no other forms of performance are used to service them – of the holders of convertible bonds, bonds with warrants, profit-sharing rights and/or income bonds (or combinations of these instruments) with conversion rights or warrants or conversion obligations issued for cash by 12 May 2014 by the Company or any of its Group companies on the basis of the authorisation resolved by the Annual General Meeting on 13 May 2009.

The Executive Board has been authorised to establish the further details of the implementation of the conditional capital increase with the consent of the Supervisory Board. Reference is made to the resolution by the Annual General Meeting on item 6 of the agenda for further details. The minutes taken by the notary recording the corresponding resolution have been submitted to the commercial registers at the local courts of Hanover (under No. HRB 6580) and Berlin-Charlottenburg (under No. HRB 321).

Berlin/Hanover, June 2009

TUI AG

The Executive Board