



POLICY ON BILATERAL DIALOGUE

TRIVAGO N.V.

INTRODUCTION

Article 1

- 1.1 This document sets out the Company's policy on Bilateral Dialogue with the Company's shareholders.
- 1.2 This policy is complementary to, and subject to, the Company's articles of association, the internal rules of the Management Board and the Supervisory Board, the Amended and Restated Shareholders' Agreement and applicable laws and regulations.
- 1.3 This policy shall be posted on the Website.

DEFINITIONS AND INTERPRETATION

Article 2

- 2.1 In this policy the following definitions shall apply:

Amended and Restated Shareholders' Agreement The Amended and Restated Shareholders' Agreement among the Company and certain of its shareholders, dated December 16, 2016.

Article An article of this policy.

Bilateral Dialogue Any dialogue between the Company on the one hand and one or more of its shareholders on the other hand, taking place outside the General Meeting.

Company trivago N.V.

General Meeting The Company's general meeting of shareholders.

Management Board The Company's management board.

Managing Director A member of the Management Board.

Supervisory Board The Company's supervisory board.

Website The Company's website.

- 2.2 Terms that are defined in the singular have a corresponding meaning in the plural.
- 2.3 Words denoting a gender include each other gender.
- 2.4 Except as otherwise required by law, the term "in writing" includes the use of electronic means of communication.

BILATERAL DIALOGUE

Article 3

- 3.1 The Company endorses the importance of dialogue and regular interaction between the Company and its shareholders.

- 3.2** Dialogue and interaction during the General Meeting would safeguard the general principle reflected in Article 3.1 and, therefore, shareholders are encouraged to attend and exercise their voting rights at General Meetings. Nevertheless, circumstances may occur when Bilateral Dialogue taking place outside a General Meeting could be conducive to the interests of the Company and its business.
- 3.3** The Company may commence Bilateral Dialogue out of its own initiative, or comply with a request from one or more shareholders to enter into Bilateral Dialogue.
- 3.4** Without prejudice to the general rule that the Management Board and the Supervisory Board shall be guided by the interests of the Company and of the business connected with it in performing their duties, the Company shall be free:
- a.** to reject a request for Bilateral Dialogue;
 - b.** to terminate Bilateral Dialogue at any point in time; and
 - c.** not to initiate Bilateral Dialogue.
- 3.5** In order to enable the Company to assess whether Bilateral Dialogue requested by one or more shareholders could be in the Company's best interests, the Company may request such shareholder(s) to provide the Company in advance, and in writing, with all relevant information regarding the purpose of the Bilateral Dialogue so requested (including the topic(s) of such Bilateral Dialogue), and the views of such shareholder(s) on the matters to be discussed during such Bilateral Dialogue.
- 3.6** To the extent possible and practicable, the Company shall be represented by at least one Managing Director (or another individual designated by the Management Board) and/or one Supervisory Director (or another individual designated by the Supervisory Board) in any Bilateral Dialogue.
- 3.7** The Company may involve its Investor Relations department in any Bilateral Dialogue, as well as such other officers of the Company and/or advisors as the Company deems appropriate.
- 3.8** The Management Board shall regularly (and at least annually) inform and consult the Supervisory Board on the process and content of any relevant Bilateral Dialogue.

AMENDMENTS AND DEVIATIONS

Article 4

Pursuant to a resolution to that effect, the Management Board may, with the approval of the Supervisory Board, amend or supplement this policy and allow temporary deviations from this policy.

GOVERNING LAW AND JURISDICTION

Article 5

This policy shall be governed by and shall be construed in accordance with the laws of the Netherlands. Any dispute arising in connection with this policy shall be submitted to the exclusive jurisdiction of the competent court in Amsterdam.