



Here you will find for information purposes a template (PDF) of our power of attorney and instructions form, which is sent to each shareholder entered in the share register as a personalized copy by post (including a postage-paid envelope in which to return the completed form) together with the invitation to the General Meeting. We ask our shareholders to use where possible only the pre-prepared form containing their personal data to register (order admission cards, absentee voting or issue powers of attorney and instructions) for the General Meeting.



Name registered shareholder(s)* _____
 Street and city* _____
 Shareholder No.* _____
 Number of shares you hold _____

* Mandatory information

Reply form

1

REQUEST FOR ADMISSION CARDS

Please make your selection by entering an »X« in the corresponding field. Please return your request for admission cards by **May 16, 2014 (deadline for receipt)** using the enclosed postage-paid envelope.

1a Request an Admission Card for Shareholder(s) of Record
 I / we will be attending the Annual General Meeting in person. Please issue one card in my name / in **each** of our names.

1b Request and Admission Card for a Guest
 I / we will be attending the Annual General Meeting in person and, in addition, authorize a guest to attend. The voting rights are to be distributed evenly between the requested admission cards.

1c Request and Admission Card for a Proxy to Exercise the Voting Right
 I / we will **not** be attending the Annual General Meeting in person and authorize the individual named below to exercise my / our voting rights:

Proxy / Guest

 Last name First name

 Address Postal code City / town

This proxy includes substitute power and may be delegated to a third party for execution.

2

ABSENTEE VOTING

Please return your vote in the enclosed postage-paid envelope at the latest by **May 16, 2014 (deadline for receipt)**. I / we will not be attending the Annual General Meeting in person.

I / we hereby register my / our shares and vote **as indicated overleaf**.

_____ →
 (For voting please see reverse)

3

POWER OF ATTORNEY and INSTRUCTIONS

The voting rights must be exercised in accordance with legal requirements and the Articles of Association pursuant to the power of attorney and instructions below. Please make your selection by entering an »X« in the corresponding field.

3a Power of Attorney and Instructions for the Proxies of Deutsche Bank AG

Please return the power of attorney and instructions to us by **May 16, 2014 (deadline for receipt)** using the enclosed postage-paid envelope.

I / we hereby authorize the proxies Volker Butzke, Dr. Daniel Kieper and Dr. Markus Schrader to exercise my / our voting rights

in accordance with the instructions indicated overleaf.

_____ →
 (For issuing instructions please see reverse)

3b Power of Attorney and Instructions for a Bank other than Deutsche Bank AG or a Shareholders' Association

We request our shareholders to inquire whether or not the bank or shareholders' association in question is willing to exercise their voting rights **before** transferring these rights.

Please send this power of attorney to the bank or shareholders' association you have selected, or issue your power of attorney through other means, allowing enough time for them to register with us by **May 16, 2014 (deadline for receipt)**.

The enclosed postage-paid envelope **cannot** be used in this case.

I / we hereby authorize the following bank / shareholders' association to exercise my / our voting rights

in accordance with the voting recommendation of the other bank / shareholders' association and / or the instructions indicated overleaf.

_____ →
 (For issuing instructions please see reverse)

 BIC (Business Identifier Code) Name of the bank / shareholders' association

I / we hereby authorize the above-named individual / institution to exercise my / our voting right(s) at the Annual General Meeting in accordance with my / our instructions – in the case of 3a or 3b without the disclosure of my / our name(s), i.e. on behalf of whomsoever it concerns. This proxy includes substitute power and may be delegated to a third party for execution. Each of the company's proxies is granted individual proxy. This power of attorney must be completed in full and may not contain any other declarations.

With reference to 1, 2 or 3: signature and / or final declaration pursuant to power of attorney (required field)

Please provide your telephone number here in case there are any questions: _____



Name registered shareholder(s)* _____
 Street and city* _____
 Shareholder No.* _____
 Number of shares you hold _____

* Mandatory information

Reply form

Please only make marks inside the boxes using black or blue pen. Please note that this form must reach us at the latest by May 16, 2014 (deadline for receipt).

If you wish to vote on all items of the agenda as recommended by the Management, you need only mark this box:

In all other cases, please mark the following agenda items individually:

	FOR	AGAINST	ABSTENTION
1 Presentation of the established Annual Financial Statements and Management Report for the 2013 financial year		No voting	
2 Appropriation of distributable profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 Ratification of the acts of management of the members of the Management Board for the 2013 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Ratification of the acts of management of the members of the Supervisory Board for the 2013 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Election of the auditor for the 2014 financial year, interim accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Authorization to acquire own shares pursuant to § 71 (1) No. 8 Stock Corporation Act as well as for their use with the possible exclusion of pre-emptive rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 Authorization to use derivatives within the framework of the purchase of own shares pursuant to § 71 (1) No. 8 Stock Corporation Act	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 Increase in the limit for variable compensation components for the Management Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 Increase in the limit for variable compensation components for employees etc.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 Amendments to the Articles of Association regarding Supervisory Board compensation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 New authorized capital with possibility of excluding shareholders' pre-emptive rights, amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 Authorization for participatory notes with warrants and/or convertible participatory notes, other AT1 instruments, bonds with warrants and convertible bonds, conditional capital and amendments to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 Authorization for participatory notes and other AT1 instruments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 Approval of a domination agreement with Deutsche Immobilien Leasing GmbH	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15 Approval of a domination agreement with Deutsche Bank (Europe) GmbH	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Shareholders' counterproposals for the Agenda are published in the Internet only at www.deutsche-bank.de/general-meeting/counterproposals.

Should you wish to support one of the counterproposals, please mark the corresponding letter:

A
 B
 C
 D
 E
 F
 G
 H

If there are more counterproposals than A-H, please note the letter(s) of the counterproposal(s) you would like to support on the line below.
