



Here you will find for information purposes a template 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 prepaid envelope in which to return the completed form) or e-mail together with the invitation to the General Meeting. We ask all our shareholders to use where possible only the pre-prepared form containing their personal data to register (order admission tickets 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

1

REQUEST FOR ADMISSION CARDS

Please indicate your request with an »X« in the appropriate box. Please mail your request for admission cards by **May 21, 2010** (received by us) in the enclosed postage-paid envelope.

- 1a Request an Admission Card for Shareholder(s) of Record**
 I / We will personally attend the Annual General Meeting. Please issue one card in my name / in **each** our names.
- 1b Request an Admission Card for a Guest**
 I / We will personally attend the Annual General Meeting and, in addition, authorize a guest to attend. The voting rights are to be distributed uniformly over the requested admission cards.
- 1c Request an Admission Card for a Proxy to Exercise the Voting Right**
 I / We will **not personally** attend the Annual General Meeting and authorize the person listed 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.

or

2

POWER OF ATTORNEY AND INSTRUCTIONS

The voting rights to vote must be exercised in accordance with the law and the Articles of Association as stipulated by the power of attorney and instructions given. Please indicate your selection with an »X« in the appropriate box.

2a Power of Attorney and Instructions for the Deutsche Bank's Proxies

Please send us your power of attorney and instructions by **May 21, 2010 – date received by us** – in the enclosed postage-paid envelope.

I / we hereby authorize the proxies Volker Butzke, Dr. Henning Schröder and Dr. Myriam Spengler to exercise my / our voting rights

in accordance with Management's proposals for all items.

in accordance with the instructions indicated overleaf.

→ For issuing instructions please see reverse

2b Power of Attorney and Instructions for a Bank other than Deutsche Bank AG or a Shareholders' Association

Please inquire **before** delegating your proxy whether or not the bank or shareholders' association in question is willing to accept such a proxy.

Please send this proxy statement to the bank / shareholders' association of your choice early enough or issue your power of attorney through other means early enough to ensure that your request can be registered by **May 21, 2010 (date received by us)**. The enclosed postage-paid envelope **cannot** be used for this purpose.

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

in accordance with Management's proposals for all items.

in accordance with the voting recommendation of the other bank / shareholder's association instructions indicated overleaf.

→ For issuing instructions please see reverse

Sort Code	Name of the Bank / Shareholders' Association
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I / We hereby authorize the above-identified person / institution to vote my / our shares in accordance with my / our instructions at the Annual General Meeting. In the case of 2a this should be done without 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 proxy statement must be fully completed and not contain any other comments.

Referring 1 or 2: Signature respectively Final Declaration / according to power of attorney (mandatory)

Please provide your telephone number here if there are any questions.

Reply form

Please complete reply form, detach along the perforation and return in full.



Deutsche Bank AG

DE 000 514000 8

AGM-Date: May 27, 2010

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

* mandatory information

Reply form

INSTRUCTIONS

Please note that this form must reach us by Friday, May 21, 2010 at the latest.

Please use a black or blue pen to check box.



	FOR	AGAINST	ABSTENTION
1 Presentation of the established Annual Financial Statements and Management Report for the 2009 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 Management Board for the 2009 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 Ratification of the acts of management of the Supervisory Board for the 2009 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 Election of the auditor for the 2010 financial year, interim accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 Authorization to acquire own shares for trading purposes (§ 71 (1) No. 7 Stock Corporation Act)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 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"/>
8 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"/>
9 Approval of the compensation system for the Management Board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 Amendment to the Articles of Association in accordance with the Act implementing the Shareholder's Rights Directive	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 Authorization to issue participatory notes with warrants and/or convertible participatory notes, bonds with warrants and convertible bonds (with the possibility of excluding pre-emptive rights), creation of conditional capital and amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 Approval of the change of control and profit and loss transfer agreements as well as of profit and loss transfer agreements with Deutsche Bank Aktiengesellschaft (as parent company)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 Approval of the new conclusion of control and profit and loss transfer agreements with Deutsche Bank Aktiengesellschaft (as parent company)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Shareholders' counterproposals for the Agenda are only published in the Internet at <http://www.deutsche-bank.com/general-meeting>.

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.
