



## **Deutsche Bank Aktiengesellschaft**

**Frankfurt am Main**

### **Announcement pursuant to section 23 para. 2 of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz – “WpÜG”*)**

Deutsche Bank Aktiengesellschaft (“**Offeror**”) has published the offer document in connection with the voluntary public takeover offer (“**Offer**”) to the shareholders of Deutsche Postbank AG (“**Postbank**”) for the acquisition of all their non-par value registered shares (ISIN DE0008001009) (“**Postbank Shares**”) for a consideration of EUR 25.00 in cash per share on 7 October 2010. The acceptance period for the Offer expired on 4 November 2010 at midnight Frankfurt local time (7:00 p.m. New York time). The announcement pursuant to section 23 para. 1 sentence 1 no. 2 WpÜG was published on 10 November 2010.

The Offeror announced on 30 November 2010 and on 3 December 2010 that the Offeror sold a total of 500,000 Postbank Shares with an agreement of 29 November 2010 and total of 3,934,431 Postbank Shares with an agreement of 1 December 2010 to a third party and concluded two forward purchase contracts for the same number of Postbank Shares with this third party, which will be settled after the expiry of the waiting periods under the US Hart-Scott-Rodino Antitrust Improvement Act 1976.

After expiry of the waiting periods, and within one year after the publication of the announcement pursuant to section 23 para. 1 sentence 1 no. 2 WpÜG, the Offeror acquired on 10 December 2010, thereby settling the two forward purchase contracts with the third party

- 500,000 Postbank Shares for a consideration of EUR 23.96 in cash per Postbank Share plus a transaction fee of approximately EUR 0.03 in cash per share and
- 3,934,431 Postbank Shares for a consideration of EUR 21.75 in cash per Postbank Share plus a transaction fee of approximately EUR 0.015 in cash per share

which amounts to 4,434,431 (= 2.02 per cent of the share capital and the voting rights of Postbank).

Frankfurt am Main, 10 December 2010

**Deutsche Bank Aktiengesellschaft**  
**The Management Board**