



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“)**

The acceptance period for the voluntary public takeover offer (“**Offer**”) of Deutsche Bank Aktiengesellschaft (“**Offeror**”), launched on 7 October 2010 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 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 hereby announces that on 29 December 2010, and therefore within one year after the publication of the announcement pursuant to section 23 para. 1 sentence 1 no. 2 WpÜG, DB Finanz-Holding GmbH, a person acting in concert with the Offeror pursuant to section 2 para. 5 WpÜG (“**DB Finanz-Holding**”) acquired a total of 48,694,431 Postbank Shares (approximately 22.25 per cent of the share capital and the voting rights of Postbank) off the stock exchange for a consideration of EUR 25.00 per Postbank Share from the Offeror. The Postbank Shares have been transferred to DB Finanz-Holding on 29 November 2010.

The Offeror further announces that on 31 December 2010/1 January 2011, and therefore within one year after the publication of the announcement pursuant to section 23 para. 1 sentence 1 no. 2 WpÜG, DB Finanz-Holding acquired a total of 64,541,000 Postbank Shares (approximately 29.5 per cent of the share capital and the voting rights of Postbank) off the stock exchange for a consideration of EUR 25.00 per Postbank Share from DB Equity S.à r.l., a person acting in concert with the Offeror pursuant to section 2 para. 5 WpÜG. The Postbank Shares have been transferred to DB Finanz-Holding on 31 December 2010/1 January 2011 at midnight.

Frankfurt am Main, 5 January 2011

Deutsche Bank Aktiengesellschaft
The Management Board