



Deutsche Bank Aktiengesellschaft

Frankfurt am Main

Announcement pursuant to section 23 para. 1 sentence 1 no. 2 of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz - WpÜG*)

The voluntary public takeover offer ("**Offer**") of Deutsche Bank Aktiengesellschaft ("**Offeror**") dated 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 was accepted for a total of 25,113,466 Postbank Shares within the acceptance period, which expired on 4 November 2010 at midnight Frankfurt local time (7 p.m. New York time). This corresponds to approximately 11.47 per cent of the share capital and the voting rights of Postbank. On 5 November 2010, the Offeror has already published a notice pursuant to Section 14 para. 3 sentence 1 WpÜG in the electronic Federal Gazette (*elektronischer Bundesanzeiger*) and on the internet at <http://www.deutschebank.de> (and a non-binding English courtesy translation at <http://www.db.com>) regarding the fulfillment of the offer conditions as specified in sections 11.1.1 to 11.1.3 of the offer document. Reference is made to that notice.

Already at the date of publication of the offer document, DB Equity S.à r.l., a person acting in concert with the Offeror pursuant to section 2 para. 5 WpÜG, held 65,541,000 Postbank Shares, which corresponds to approximately 29.95 per cent of the share capital of and the voting rights in Postbank. DB Equity S.à r.l. is a wholly-owned subsidiary of DB Valoren S.à r.l., which is a direct, wholly-owned subsidiary of the Offeror. Accordingly, the voting rights attached to the Postbank Shares held by DB Equity S.à r.l. are attributed to DB Valoren S.à r.l. and, indirectly, to the Offeror pursuant to section 30 para. 1 sentence 1 no. 1 WpÜG.

At the expiration of the acceptance period, neither the Offeror nor any person acting in concert with the Offeror within the meaning of section 2 para. 5 WpÜG or any of their subsidiaries held any further Postbank Shares, and no further voting rights attached to Postbank Shares were attributable to the Offeror, any person acting in concert with the Offeror within the meaning of section 2 para. 5 WpÜG or any of their subsidiaries.

The total number of the Offeror's voting rights in Postbank, for which the Offer has been accepted until the expiration of the acceptance period, together with the number of voting rights which are attributable to the Offeror indirectly via DB Valoren S.à r.l. according to section 30 para. 1 sentence 1 no. 1 WpÜG amounts to 90,654,466 (which corresponds to approximately 41.43 per cent of all voting rights in Postbank).

According to section 16, para. 2, sentence 1 WpÜG all shareholders of Postbank who have not accepted the Offer so far may accept the Offer within two weeks from this announcement, i.e. until

**24 November 2010, midnight Frankfurt local time
(6 p.m. New York time)**

pursuant to section 4.4 in connection with section 12.5 of the offer document.

Frankfurt am Main, 10 November 2010

**Deutsche Bank Aktiengesellschaft
The Management Board**