

Press Release

For business editors
20 March 2024

Invitation to Annual General Meeting of Commerzbank on 30 April 2024

- **Decision on dividend proposal of €0.35 per share and on authorisation to execute share buybacks on agenda**
- **Once again virtual format with right to speak and ask questions live at the event**

Today, Commerzbank AG has published the invitation to its Annual General Meeting on Tuesday, 30 April 2024. The event will take place virtually without the physical presence of the shareholders or their proxies based on the authorisation in the Articles of Association granted by a large majority of last year's Annual General Meeting. The Annual General Meeting will begin at 10.00 a.m. CET and will be transmitted live on the corporate webpage of Commerzbank for registered and legitimate shareholders. As was the case last year, shareholders or their proxies will have the opportunity to actively participate live with the right to speak and to ask questions at the event. As in previous years, the speech of the Chief Executive Officer (CEO) Manfred Knof and the statement of the Chairman of the Supervisory Board Jens Weidmann will be transmitted live and will be available publicly on 30 April 2024 from 10.00 a.m. CET at www.commerzbank.com/agm.

The letter to the shareholders from the Chairman of the Supervisory Board was recently published and made available online at www.commerzbank.com/agm together with the full text version of the invitation to the Annual General Meeting 2024 including the agenda and explanations of each item. In addition, the advance manuscripts of the speech by the CEO and of the main points addressed by the Chairman of the Supervisory Board are expected to be available on the same webpage from 23 April 2024.

Of particular note are the following items on the agenda:

Resolution on the use of distributable profits (item 2)

The Board of Managing Directors and the Supervisory Board of Commerzbank propose that the distributable profits for the financial year 2023 are used to pay a dividend of €0.35 per dividend-bearing share. The dividend payment complements the share buyback of around €600 million completed on 5 March 2024. As planned, the Bank will return a total of around €1 billion to its shareholders for the 2023 financial year.

Authorisation to execute share buybacks (items 7 and 8)

The Bank aims to continue a combination of share buybacks and dividend payments when it comes to capital return. In order to be able to further use share buybacks, the Bank is to be given the opportunity to acquire own shares in a volume of up to 10% of the value of the share capital by 29 April 2029. The acquisition is to be made via the stock exchange or by means of a public purchase offer addressed to all shareholders. The Bank also plans to acquire its own shares

through multilateral trading systems and by using derivatives. The Annual General Meeting last approved the authorisation to repurchase its own shares in 2020, under which the Bank carried out two share buybacks totalling around 5.45% of the share capital. The new authorisation replaces it.

Further information is available in the convocation of the Annual General Meeting published today at www.commerzbank.com/agm.

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About Commerzbank

Commerzbank is the leading bank for the German Mittelstand and a strong partner for around 25,500 corporate client groups and almost 11 million private and small-business customers in Germany. The Bank's two Business Segments – Private and Small-Business Customers and Corporate Clients – offer a comprehensive portfolio of financial services. Commerzbank transacts approximately 30 per cent of Germany's foreign trade and is present internationally in more than 40 countries in the corporate clients' business. The Bank focusses on the German Mittelstand, large corporates, and institutional clients. As part of its international business, Commerzbank supports clients with a business relationship to Germany, Austria, or Switzerland and companies operating in selected future-oriented industries. In the Private and Small-Business Customers segment, the Bank is at the side of its customers with its brands Commerzbank and comdirect: online and mobile, in the advisory centre, and personally in its branches. Its Polish subsidiary mBank S.A. is an innovative digital bank that serves approximately 5.8 million private and corporate customers, predominantly in Poland, as well as in the Czech Republic and Slovakia.

Disclaimer

This release contains forward-looking statements. Forward-looking statements are statements that are not historical facts. In this release, these statements concern inter alia the expected future business of Commerzbank, efficiency gains and expected synergies, expected growth prospects and other opportunities for an increase in value of Commerzbank as well as expected future financial results, restructuring costs and other financial developments and information. These forward-looking statements are based on the management's current plans, expectations, estimates and projections. They are subject to a number of assumptions and involve known and unknown risks, uncertainties and other factors that may cause actual results and developments to differ materially from any future results and developments expressed or implied by such forward-looking statements. Such factors include the conditions in the financial markets in Germany, in Europe, in the USA and other regions from which Commerzbank derives a substantial portion of its revenues and in which Commerzbank holds a substantial portion of its assets, the development of asset prices and market volatility, especially due to the ongoing European debt crisis, potential defaults of

borrowers or trading counterparties, the implementation of its strategic initiatives to improve its business model, the reliability of its risk management policies, procedures and methods, risks arising as a result of regulatory change and other risks. Forward-looking statements therefore speak only as of the date they are made. Commerzbank has no obligation to update or release any revisions to the forward-looking statements contained in this release to reflect events or circumstances after the date of this release.