



Tax Strategy of Commerzbank AG

Group Tax

1 November 2025



The bank at your side

Inhalt

1	Introduction and objectives	3
2	Tax Governance and dealing with Tax Risks	3
3	Dealing with tax obligations	4
4	Avoidance of tax evasion	4
5	Sustainable Tax Practices	4
6	Cooperation with tax authorities, auditors and other institutions	5

1 Introduction and objectives

Integrity, responsible behaviour and performance are the foundation of our bank's actions as a value system. For more than 155 years, we have made it our mission to create perspectives for people and companies. We are not only interested in economic success, but also in sustainable and ethical solutions for our customers, our employees and society. Integrity is the basis of our business model and means doing the right thing even when no one looks. It is our responsibility to act mindfully, trustworthy and reliable in an ever-changing world.

This corporate understanding, anchored in the constitution of Commerzbank and in the Yellow Compass – our Code of Conduct – also forms the foundation of this tax strategy as the basis for the management of our bank-wide tax affairs. It is based on the principle that sustainable action and social acceptance are an important basis for our economic success.

We are convinced that acting in full compliance with the applicable legal and supervisory tax obligations plays an important role in this. Commerzbank, but also all Group companies, will conduct their business in all jurisdictions and markets in which they operate in accordance with this precept. This applies both to the company's own tax matters, but also to the affairs of customers, employees and business partners.

Against this background, this tax strategy applies across all tax types to all domestic and foreign locations of Commerzbank AG and its subsidiaries. It is the responsibility of the respective bodies of all Group companies or the managers responsible locally in the foreign branches and representative offices to observe these and to ensure their implementation.

The tax strategy has been approved by the Board of Managing Directors of Commerzbank and published on Commerzbank's homepage. It is reviewed annually for any adjustment needs arising from internal or external factors and approved by the CFO board area. Fundamental changes in content require renewed approval by the full Board of Managing Directors.

In addition, the branches in London and Lodz must publish their own tax strategy based on local legal requirements.

2 Tax Governance and dealing with Tax Risks

The requirements of the tax strategy are substantiated and implemented by numerous elements of the written framework (policies, guidelines and procedures) addressing the fulfilment of tax obligations, combined with clear assignments of responsibilities in the Commerzbank Group. The implementation of these Group-wide tax standards is regularly monitored by Group Tax within the framework of the Group-wide established Global Functional Lead concept and followed up in exchange with the Group companies concerned.

Within the framework of our Group-wide established Tax Compliance Management System (TCMS) based on the "IDW Practical Note 1/2016 (Design and review of a Tax Compliance Management System in accordance with IDW PS 980)" by the Institute of Public Auditors in Germany, we focus on a preventive avoidance of potential tax risks through a risk-oriented implementation of appropriate principles, measures and controls. In addition, we are working intensively on the extensive automation and digitization of tax related processes and underlying controls.

Commerzbank has established a so-called "Three Lines of Defence" ("3LoD") risk model. This defines responsibilities for and control of risks.

Regarding tax risk, this model is structured as follows:

"First Line of Defence" for tax risks are all units of the bank whose activities and processes involve potential tax risks (inherent risks), i.e. in particular the divisions, as well as units and departments that process tax-relevant data.

The "Second Line of Defence" refers to the units involved in the control of tax risk, i.e. in particular Group Tax (GM-TAX).

The Third Line of Defence is Group Audit (GM-A). It is responsible for the independent and objective assessment of the adequacy and effectiveness of the internal control system.

This 3LoD concept applies to all units of the bank and group companies.

Based on this model, the tasks, and responsibilities for the several types of tax and tax obligations are clearly defined. GM-TAX – as a Second Line of Defence – monitors compliance with tax obligations as an

independent executive unit. Consequently, Commerzbank has established a Tax Compliance Management System (TCMS), including tax risk management. In addition, the Global Functional Lead (GFL) ensures a uniform understanding of tax strategy throughout the Group.

3 Dealing with tax obligations

Tax compliance in all jurisdictions in which we operate is the highest priority for Commerzbank and all Group companies.

We are aware that the tax framework conditions in a globally active group are complex and often require interpretation. In addition, there is a rapid change – caused above all by technological and regulatory developments on national and international level – which can lead to uncertainties regarding the correct tax treatment.

Our declared goal is therefore to always consider the given regulatory standards and economic circumstances when handling tax matters, to ensure taxation in accordance with the applicable laws.

For this reason, GM-TAX employs tax specialists who contribute to ensuring that Commerzbank Group meets its tax obligations. In addition, there are numerous colleagues in foreign Commerzbank branches and in Group subsidiaries in Germany and abroad who carry out tax tasks from within various corporate divisions. If necessary, we consult external tax advisors in individual cases or coordinate the tax treatment with the financial authorities in advance, for example by obtaining binding information.

Regulatory changes are reviewed and taken into account in an established regulatory screening process with regard to their implications for Commerzbank's tax obligations.

4 Avoidance of tax evasion

Tax evasion is a criminal offence. Even the attempt or participation (aid or inciting) in a tax evasion is punishable under German as well as international regulations. Undoubtedly, the evasion of taxes also contradicts our values and our corporate philosophy.

Commerzbank therefore undertakes to continuously align its principles with those of the international community to combat tax evasion. Commerzbank is fully committed to ensuring compliance with all relevant regulations and establishes appropriate policies, training and controls to prevent tax (administrative) offences.

As part of this zero-tolerance approach to tax (administrative) offences, a tax compliance program to combat tax evasion facilitation has been established in accordance with the UK Criminal Finances Act 2017. The previously described Tax Compliance Management System in the sense of Practical Note 1/2016 to the IDW PS 980 of the Institute of Public Auditors in Germany also supports the proactive prevention of tax offences. A whistleblower system has also been established for reporting identified violations of these irrefutable requirements to Group Tax.

5 Sustainable Tax Practices

Fair and causally paid taxes form an essential financial basis for the successful global transformation toward a more sustainable society.

Commerzbank is aware of its social responsibility and publicly reports on taxes as part of its Group Sustainability Report. The report is prepared in accordance with the European Sustainability Reporting Standards (ESRS), the reporting standards of the Corporate Sustainability Reporting Directive (CSRD).

We expressly acknowledge the guiding principle that corporate profits must always be taxed where value is added. Our local tax planning activities are limited exclusively to the assessment and exercise of legal legitimated voting rights. A purely tax-motivated arrangement for the transfer of income to low-tax countries or tax havens – in particular countries that have been classified by the EU or the OECD, as well as by BaFin circulars as non-cooperating jurisdictions – is not desirable.

Commerzbank does not apply artificial tax arrangements without substance other than taxes and without a business basis, both in its home country and in its foreign subsidiaries and branches. We also do not advise our customers on the creation of structures aimed at avoiding taxes. We also do not distribute products to our customers whose main objective is to avoid or

evade taxes – the use of our products is the responsibility of our customers.

In the case of intra-group business and performance relationships, transfer prices should be determined in accordance with the foreign comparison principle on the basis of the OECD "arm's length principle".

6 Cooperation with tax authorities, auditor and other institutions

Commerzbank AG and its Group companies maintain transparent and cooperative exchange with the local financial authorities. This is the only way to build mutual trust and establish effective cooperation. To ensure transparent and constructive cooperation with the tax authorities, GM-TAX maintains regular exchanges at local, state and federal level. The same applies to the cooperation with the auditors in the context of annual reporting.

Regular or at least event-related cooperation is also maintained with other institutions, such as the banking supervisory authorities or tax committees of BdB (Association of German Banks) and IHK (Chamber of Industry and Commerce).



COMMERZBANK

Commerzbank AG

Head Office
Kaiserplatz
Frankfurt am Main
www.commerzbank.de

Postal address
60261 Frankfurt am Main
Tel. + 49 69 136-20
info@commerzbank.com

Group TAX

