

Commerzbank Annual General Meeting

Voting on proposals contained in the agenda

May 8, 2014

A total of 583,244,452 shares with an equal number of voting rights or 51.2289% of the share capital was represented at the AGM. In addition, 272,212 votes by absentee ballot were cast. In total, 51.2528% of the statutory share capital was represented at the AGM.

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| <p>Item 2 on the agenda:</p> <p>Resolution on the use of the profit shown on the balance sheet</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 579.673.738 ● In % of the statutory share capital: 50.9153% ● Yes votes: 578,905,899 = 99.8675% ● No votes: 767,839 = 0.1325% | <p>Item 4 on the agenda:</p> <p>Resolution on the ratification of actions by the members of the Supervisory Board</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 573,830,447 ● In % of the statutory share capital: 50.4020% ● Yes votes: 568,263,787 = 99.0299% ● No votes: 5,566,660 = 0.9701% |
| <p>Item 3 on the agenda:</p> <p>Resolution on the ratification of actions by the members of the Board of Managing Directors</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 573,839,258 ● In % of the statutory share capital: 50.4028% ● Yes votes: 571,081,234 = 99.5194% ● No votes: 2,758,024 = 0.4806% | <p>Item 5 on the agenda:</p> <p>Election of the auditor of the annual financial statements, the auditor of the consolidated financial statements and the auditor for the audit review of the interim financial reports for the fiscal year 2014</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 578,791,449 ● In % of the statutory share capital: 50.8378% ● Yes votes: 573,388,042 = 99.0664% ● No votes: 5,403,407 = 0.9336% |

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| <p>Item 6 on the agenda:</p> <p>Election of the auditor for the audit review of the interim financial report for the first quarter of the fiscal year 2015</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 578,788,100 ● In % of the statutory share capital: 50.8375% ● Yes votes: 573,418,583 = 99.0723% ● No votes: 5,369,517 = 0.9277% | <p>Item 7 b) on the agenda:</p> <p>New election of one substitute member in the Supervisory Board</p> <p>Solms U. Wittig</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 579,244,453 ● In % of the statutory share capital: 50.8776% ● Yes votes: 578,252,102 = 99.8287% ● No votes: 992,351 = 0.1713% |
| <p>Item 7 a)aa) on the agenda:</p> <p>New election of members in the Supervisory Board</p> <p>Dr. Stefan Lippe</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 578,856,143 ● In % of the statutory share capital: 50.8434% ● Yes votes: 577,534,342 = 99.7717% ● No votes: 1,321,801 = 0.2283% | <p>Item 8 on the agenda:</p> <p>Resolution on approval of amending agreements to Domination and Profit and Loss Transfer Agreements as well as Profit and Loss Transfer Agreements</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 579,408,677 ● In % of the statutory share capital: 50.8920% ● Yes votes: 579,033,237 = 99.9352% ● No votes: 375,440 = 0.0648% |
| <p>Item 7 a)bb) on the agenda:</p> <p>New election of members in the Supervisory Board</p> <p>Nicholas R. Teller</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 578,836,752 ● In % of the statutory share capital: 50.8417% ● Yes votes: 577,091,255 = 99.6985% ● No votes: 1,745,497 = 0.3016% | <p>Item 9 on the agenda:</p> <p>Resolution on approval of the amending agreement for the purpose of restating a Profit and Loss Transfer Agreement with Atlas Vermögensverwaltungsgesellschaft mbH as of 5.3.2014</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 578,978,327 ● In % of the statutory share capital: 50.8542% ● Yes votes: 578,590,407 = 99.9330% ● No votes: 387,920 = 0.0670% |