

IR release

15 April 2019

Invitation to the Annual General Meeting of Commerzbank on 22 May 2019

Commerzbank AG invites its shareholders to its regular Annual General Meeting on Wednesday, 22 May 2019, at the RheinMain CongressCenter in Wiesbaden. The agenda includes the presentation of the consolidated and individual financial statements for 2018 (item 1), the ratification of the actions by the corporate bodies (items 3 and 4), and the election of the auditor (items 5 and 6).

Of particular note are the following additional items to 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 of €262 million for the financial year 2018, as reported in the annual financial statements, are used to pay a dividend of €0.20 per dividend-bearing share, and that the remaining amount be allocated to the revenue reserves.

Anticipatory resolutions on authorised and additional core capital (items 7 to 9)

In addition, the anticipatory resolutions on authorised capital are to be revised. Furthermore, the Board of Managing Directors is to be granted a new authorisation to issue profit participation rights and other hybrid bonds which are recognised as additional Tier 1 capital (AT 1 Capital). The anticipatory resolutions are intended to replace the currently valid decisions of 2015.

Shareholders who have registered by the end of 15 May 2019 are entitled to participate in the Annual General Meeting and to exercise voting rights. The speeches of the Chairman of the Supervisory Board and the Chairman of the Board of Managing Directors at the Annual General Meeting may be viewed live on the internet on 22 May 2019 from 10 a.m. onwards at www.commerzbank.com/agm. The entire meeting will be transmitted live on the internet for shareholders from 10 a.m. (www.commerzbank.com/agm). The hashtag on Twitter for the Annual General Meeting is [#CobaHV](https://twitter.com/CobaHV).

The full details of the invitation to the 2019 Annual General Meeting, including the agenda and explanations of the individual items, can also be found at www.commerzbank.com/agm.

About Commerzbank

Commerzbank is a leading international commercial bank with branches and offices in almost 50 countries. In the two business segments Private and Small-Business Customers and Corporate Clients, the Bank offers a comprehensive portfolio of financial services which is precisely aligned to its clients' needs. Commerzbank finances approximately 30% of Germany's foreign trade and is the leading finance provider for corporate clients in Germany. Due to its in-depth sector know-how in the German economy, the Bank is a leading provider of capital market products. Its subsidiaries Comdirect in Germany and mBank in Poland are two of the world's most innovative online banks. With approximately 1,000 branches, Commerzbank has one of the densest branch networks among German private banks. In total, Commerzbank serves more than 18 million private and small business customers, as well as more than 70,000 corporate clients, multinationals, financial service providers, and institutional clients worldwide. In 2018, it generated gross revenues of €8.6 billion with approximately 49,000 employees.

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.