

**Total number of shares and voting rights at the time the meeting is convened**

The share capital of Commerzbank Aktiengesellschaft at the time the Annual General Shareholders Meeting is convened is €5,594,109,009.00 and is divided into 5,594,109,009 shares with generally the same number of voting rights.

Of the 5,594,109,009 shares, 120,169,989 shares are entitled to participate in profit only starting on 1 January 2012 and are assigned a separate securities identification number A1M MES due to this difference. In response to an exchange request dated March 7, 2012, the shares were issued from the Conditional Capital 2011/III pursuant to § 4 para. 5 of the Articles of Association of Commerzbank Aktiengesellschaft in exchange for a partial conversion of the Silent Contribution I in an amount of €230,762,429.88. These shares also grant one vote in the Annual General Shareholders Meeting. This does not apply, however, for the adoption of special resolutions for the shares with the securities identification number 803 200 under Agenda items 7a, 8a, 9a and 10a. The resolutions on these Agenda items will be adopted solely by the holders of the shares with the securities identification number 803 200 who are entitled to vote (separate voting of the regular shareholders with the securities identification number 803 200). In turn, the resolutions under Agenda item 7b, 8b, 9b and 10b are adopted solely by the holders of shares with the securities identification number A1M MES who are entitled to vote (separate voting of the regular shareholders with the securities identification number A1M MES). The sole holder of the shares with the securities identification number A1M MES is the Financial Market Stabilization Fund.