

Commerzbank Annual General Meeting

Voting on proposals contained in the agenda

May 3, 2017

A total of 621,572,117 shares with an equal number of voting rights or 49.63% of the share capital was represented at the AGM. In addition, 383,174 votes by absentee ballot were cast. In total, 49.66% of the statutory share capital was represented at the AGM.

<p>Item 2 on the agenda:</p> <p>Resolution on the use of distributable profits</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 620,231,742 ● In % of the statutory share capital: 49.53% ● Yes votes: 618,684,091 = 99.75% ● No votes: 1,547,651 = 0.25% 	<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: 619,221,010 ● In % of the statutory share capital: 49.44% ● Yes votes: 617,968,471 = 99.80% ● No votes: 1,252,539 = 0.20%
<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: 619,208,557 ● In % of the statutory share capital: 49.44% ● Yes votes: 617,896,462 = 99.79% ● No votes: 1,312,095 = 0.21% 	<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 2017</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 613,224,214 ● In % of the statutory share capital: 48.97% ● Yes votes: 603,182,012 = 98.36% ● No votes: 10,042,202 = 1.64%
<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 2018</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 620,050,624 ● In % of the statutory share capital: 49.51% ● Yes votes: 617,692,962 = 99.62% ● No votes: 2,357,662 = 0.38% 	<p>Item 7 on the agenda:</p> <p>Election of the auditor for the financial statements, the auditor for the consolidated financial statements and the auditor for the audit review of the interim financial reports for the fiscal year 2018</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 620,025,819 ● In % of the statutory share capital: 49.51% ● Yes votes: 617,667,535 = 99.62% ● No votes: 2,358,284 = 0.38%

Item 8 on the agenda:

New election of a member and substitute member of the Supervisory Board

8 a) New election of a member of the Supervisory Board

Dr. Tobias Guldemann

- Number of shares for which valid votes were cast: 618,668,901
- In % of the statutory share capital: 49.40%
- Yes votes: 616,947,681 = 99.72%
- No votes: 1,721,220 = 0.28%

Item 8 on the agenda:

New election of a member and substitute member of the Supervisory Board

8 b) New election of a substitute member of the Supervisory Board

Dr. Roger Müller

- Number of shares for which valid votes were cast: 618,705,298
- In % of the statutory share capital: 49.40%
- Yes votes: 613,980,147 = 99.24%
- No votes: 4,725,151 = 0.76%

Item 9 on the agenda:

Resolution about amending § 17 paragraphs 1 and 2 of the Articles of Association for the purpose of adaptation to the German Act on Reorganization of the Responsibilities of the Federal Agency for Stabilization of the Financial Markets (*Gesetz zur Neuordnung der Aufgaben der Bundesanstalt für Finanzmarktstabilisierung, "FMSA-Reorganization Act"*)

- Number of shares for which valid votes were cast: 619,894,679
- In % of the statutory share capital: 49.50%
- Yes votes: 411,866,271 = 66.44%
- No votes: 208,028,408 = 33.56%