

Commerzbank Annual General Meeting

Voting on proposals contained in the agenda

May 13, 2020

At the AGM 2,036 shareholders and shareholder proxies were represented by the voting right representatives of the company. In total they represented 371,842,959 shares and voting rights.

In addition, 259,314,616 votes by absentee ballot were cast. In total, 50.40% of the statutory share capital was represented at the AGM.

<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: 630,940,691 ● In % of the statutory share capital: 50.38% ● Yes votes: 628,963,235 = 99.69% ● No votes: 1,977,456 = 0.31% 	<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: 630,177,734 ● In % of the statutory share capital: 50.32% ● Yes votes: 565,919,082 = 89.80% ● No votes: 64,258,652 = 10.20%
<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: 630,167,763 ● In % of the statutory share capital: 50.32% ● Yes votes: 563,512,844 = 89.42% ● No votes: 66,654,919 = 10.58% 	<p>Item 5 a) on the agenda:</p> <p>Election of the auditor for the financial statements and the consolidated financial statements as well as election of the auditor for the audit review of interim financial reports for the financial year 2020</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 627,699,151 ● In % of the statutory share capital: 50.12% ● Yes votes: 627,364,742 = 99.95% ● No votes: 334,409 = 0.05%
<p>Item 5 b) on the agenda:</p> <p>Election of the auditor for the audit review of interim financial reports for the quarters of the financial year 2021 until the general shareholders' meeting 2021</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 627,682,109 ● In % of the statutory share capital: 50.12% ● Yes votes: 627,251,436 = 99.93% ● No votes: 430,673 = 0.07% 	<p>Item 6 a) on the agenda:</p> <p>New election of two members of the Supervisory Board</p> <p>6 a) Dr. Jutta Dönges</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 630,645,579 ● In % of the statutory share capital: 50.36% ● Yes votes: 619,382,598 = 98.21% ● No votes: 11,262,981 = 1.79%

<p>Item 6 b) on the agenda:</p> <p>New election of two members of the Supervisory Board</p> <p>6 b) Dr. Frank Czichowski</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 630,569,077 ● In % of the statutory share capital: 50.35% ● Yes votes: 628,448,055 = 99.66% ● No votes: 2,121,022 = 0.34% 	<p>Item 7 on the agenda:</p> <p>Resolution on approval of the system for compensation of the members of the Board of Managing Directors</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 618,478,387 ● In % of the statutory share capital: 49.39% ● Yes votes: 472,845,783 = 76.45% ● No votes: 145,632,604 = 23.55%
<p>Item 8 on the agenda:</p> <p>Adoption of a resolution on the compensation system for the members of the Supervisory Board and amending the articles of association concerning the compensation of the Supervisory Board</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 630,728,426 ● In % of the statutory share capital: 50.36% ● Yes votes: 625,335,285 = 99.14% ● No votes: 5,393,141 = 0.86% 	<p>Item 9 on the agenda:</p> <p>Resolution on the authorization to acquire and use treasury shares pursuant to § 71 paragraph 1 no. 8 AktG with the possibility to exclude the subscription right of the shareholders</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 620,661,525 ● In % of the statutory share capital: 49.56% ● Yes votes: 596,126,584 = 96.05% ● No votes: 24,534,941 = 3.95%
<p>Item 10 on the agenda:</p> <p>Resolution to authorize the use of derivatives in the context of acquiring treasury shares pursuant to § 71 paragraph 1 no. 8 AktG</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 623,369,635 ● In % of the statutory share capital: 49.78% ● Yes votes: 600,652,672 = 96.36% ● No votes: 22,716,963 = 3.64% 	<p>Item 11 on the agenda:</p> <p>Resolution on amending the Articles of Association in order to establish special rules for calling a general shareholders' meeting for the purpose of a recovery</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 630,852,804 ● In % of the statutory share capital: 50.37% ● Yes votes: 624,295,282 = 98.96% ● No votes: 6,557,522 = 1.04%
<p>Item 12 on the agenda:</p> <p>Adoption of a resolution amending the Articles of Association in order to adapt them to the Act on Implementation of the Second Directive on Shareholder Rights (ARUG II)</p> <ul style="list-style-type: none"> ● Number of shares for which valid votes were cast: 630,776,794 ● In % of the statutory share capital: 50.37% ● Yes votes: 630,278,622 = 99.92% ● No votes: 498,172 = 0.08% 	