



**SUPPLEMENT DATED 5 AUGUST 2022**

**TO THE PROSPECTUSES SPECIFIED BELOW**

## **Deutsche Bank Aktiengesellschaft**

(Frankfurt am Main, Federal Republic of Germany)

This document constitutes a supplement (the "**Supplement**") to the prospectuses constituted from (i) the registration document for secondary issuances of non-equity securities dated 3 May 2021, as supplemented by the first supplement dated 4 August 2021 (the "**First Supplement**"), the second supplement dated 2 November 2021 (the "**Second Supplement**"), the third supplement dated 31 January 2022 (the "**Third Supplement**"), the fourth supplement dated 16 March 2022 (the "**Fourth Supplement**") and the fifth supplement dated 2 May 2022 (the "**Fifth Supplement**"), (the "**Registration Document 2021**") and (ii) the following securities notes:

Securities Note for the Euro 35,000,000,000 Structured Covered Bond Programme dated 29 September 2021, as approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") (file number C-026841);

*Wertpapierbeschreibung für Optionsscheine vom 26. Oktober 2021* (Securities Note for Warrants dated 26 October 2021), as approved by the *Bundesanstalt für Finanzdienstleistungsaufsicht* ("**BaFin**") (Prospectus-ID 39170149);

*Wertpapierbeschreibung für Schuldverschreibungen vom 26. Oktober 2021* (Securities Note for Notes dated 26 October 2021), as approved by BaFin (Prospectus-ID 39170152);

*Wertpapierbeschreibung für Zertifikate vom 26. Oktober 2021* (Securities Note for Certificates dated 26 October 2021), as approved by BaFin (Prospectus-ID 39170153);

Securities Note for Certificates dated 27 October 2021, as approved by BaFin (Prospectus-ID 39170156);

Securities Note for Notes dated 27 October 2021, as approved by BaFin (Prospectus-ID 39170155);

Securities Note for Warrants dated 27 October 2021, as approved by BaFin (Prospectus-ID 39170154);

Securities Note for Certificates, Warrants and Notes dated 2 December 2021, as approved by the CSSF (file number C-027018)

(each such prospectus, a "**Prospectus**" and, together, the "**Prospectuses**"), which has been prepared by Deutsche Bank Aktiengesellschaft (the "**Issuer**") pursuant to Art. 23 (1) and Art. 23 (5) of Regulation (EU) 2017/1129 (as amended from time to time, the "**Prospectus Regulation**").

This Supplement should be read in conjunction with the respective Prospectus, including the documents incorporated by reference therein. The terms used in this Supplement have the same meaning as the terms used in the respective Prospectus.

The purpose of this Supplement is to amend the disclosure on the Issuer contained in the Prospectuses following, in particular, the publication of the unaudited interim report as of 30 June 2022 of the Issuer (the "**Q2 2022 Interim Report**") on 27 July 2022 with information on the Issuer contained in the registration document for secondary issuances of non-equity securities dated 4 May 2022, as supplemented by the first supplement thereto dated 3 August 2022, (the "**Registration Document 2022**").

The Issuer accepts responsibility for the information contained in this Supplement (including any information incorporated by reference in the Prospectuses by this Supplement). To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case), the information contained in this Supplement (including any information incorporated by reference in the Prospectuses by this Supplement) is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement and the documents incorporated by reference in the Prospectuses by this Supplement will be published in electronic form on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and on the website of the Issuer ([www.xmarkets.db.com](http://www.xmarkets.db.com)).

**Any investor who had already agreed to purchase or subscribe for any securities to be issued pursuant to the Prospectuses before this Supplement was published may, if the securities have not yet been delivered to the investor at the time when the significant new factor, material mistake or material inaccuracy referred to in Art. 23 (1) of the Prospectus Regulation arose or was noted, withdraw from its purchase or subscription pursuant to Art. 23 (2a) of the Prospectus Regulation as a result of the publication of this Supplement on or before 11 August 2022. Any investor who wishes to exercise its right of withdrawal may contact Deutsche Bank Aktiengesellschaft, Taunusanlage 12, 60325 Frankfurt am Main, Germany.**

The Issuer has requested the CSSF to provide the competent authorities in Austria, Belgium, France, Germany, Italy, Norway, Spain and Sweden with a certificate of approval (a "**Notification**") attesting that this Supplement has been drawn up in accordance with the Prospectus Regulation.

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Following the publication of the Q2 2022 Interim Report by the Issuer on 27 July 2022, the disclosure on the Issuer contained in the Prospectuses on the basis of the Registration Document 2021 shall be amended as follows:

## **I. TREND INFORMATION**

The text of the section "Trend Information" commencing on page 40 of the Registration Document 2021 (as amended by the First Supplement, the Second Supplement and the Third Supplement and as replaced by the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the text of the section "Trend Information" commencing on page 43 of the Registration Document 2022 (as amended by the first supplement dated 3 August 2022 to the Registration Document 2022).

## **II. ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT**

The text of the section "Administrative, Management and Supervisory Bodies and Senior Management" commencing on page 45 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the text of the section "Administrative, Management and Supervisory Bodies and Senior Management" commencing on page 50 of the Registration Document 2022 (as replaced by the first supplement dated 3 August 2022 to the Registration Document 2022).

## **III. MAJOR SHAREHOLDERS**

The text of the section "Major Shareholders" on page 49 of the Registration Document 2021 (as replaced by the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the text of the section "Major Shareholders" on page 54 of the Registration Document 2022 (as replaced by the first supplement dated 3 August 2022 to the Registration Document 2022).

## **IV. FINANCIAL INFORMATION CONCERNING DEUTSCHE BANK'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES**

1. At the end of the text of the subsection "Interim Financial Information" on page 49 of the Registration Document 2021 (as amended by the First Supplement and the Second Supplement and as replaced by the Fourth Supplement and as amended by the Fifth Supplement), as it forms part of each of the Prospectuses, the following paragraph is added:

"The unaudited consolidated interim financial information for the six months ended 30 June 2022 (as included in the Interim Report of the Issuer as of 30 June 2022) is incorporated by reference in, and forms part of, this Registration Document (see section "Information Incorporated by Reference")."

2. The text of the subsection "Legal and Arbitration Proceedings" commencing on page 49 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the text of the subsection "Legal and Arbitration Proceedings" commencing on page 54 of the Registration Document 2022 (as replaced by the first supplement dated 3 August 2022 to the Registration Document 2022).
3. The text of the subsection "Statement of no Significant Change in Financial Position" on page 65 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the

text of the subsection "Statement of no Significant Change in Financial Position" on page 73 of the Registration Document 2022 (as replaced by the first supplement dated 3 August 2022 to the Registration Document 2022).

## **V. REGULATORY DISCLOSURES**

The text of the section "Regulatory Disclosures" on page 65 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Third Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the text of the section "Regulatory Disclosures" on page 73 of the Registration Document 2022 (as replaced by the first supplement dated 3 August 2022 to the Registration Document 2022).

## **VI. DOCUMENTS AVAILABLE**

The text of the section "Documents Available" commencing on page 65 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the following text:

"As long as any prospectus constituted from this Registration Document is valid, the following documents will be available in the Investor Relations section of Deutsche Bank's website ([https://www.db.com/ir/index\\_en.htm](https://www.db.com/ir/index_en.htm)):

- (a) the current Articles of Association (with an English translation where applicable) of the Issuer;
- (b) the Annual Report of the Issuer as of 31 December 2020 (English language version);
- (c) the Earnings Report of the Issuer as of 31 March 2021 (English language version);
- (d) the Interim Report of the Issuer as of 30 June 2021 (English language version);
- (e) the Earnings Report of the Issuer as of 30 September 2021 (English language version);
- (f) the Annual Report of the Issuer as of 31 December 2021 (English language version);
- (g) the Earnings Report of the Issuer as of 31 March 2022 (English language version); and
- (h) the Interim Report of the Issuer as of 30 June 2022 (English language version)."

## **VII. INFORMATION INCORPORATED BY REFERENCE**

1. In the first sentence of the text of the section "Information Incorporated by Reference" commencing on page 66 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, the following text is added at the end of the list set out therein:

- "– the English language version of the Interim Report of the Issuer as of 30 June 2022 (<https://dl.bourse.lu/dlp/10da6b3af0a50b41f4a59762b30191a316>);
- the English language version of the first supplement dated 3 August 2022 to the Registration Document for secondary issuances of non-equity securities dated 4 May 2022 (<https://dl.bourse.lu/dlp/10a249bb1d4d0641988ea76fb1a4a21991>);"

2. In the text of the subsection "Cross-Reference List of Documents Incorporated by Reference" commencing on page 66 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, the following text is added after No. (6):

"(7) The following information is set forth in the Interim Report of the Issuer as of 30 June 2022:

	Page(s)
<b>Unaudited Consolidated Interim Financial Information Q2 2022</b>	
Income statement	<b>52</b>
Earnings per common share	<b>52</b>
Consolidated statement of comprehensive income	<b>53</b>
Consolidated balance sheet	<b>54</b>
Consolidated statement of changes in equity	<b>55</b>
Consolidated statement of cash flows	<b>56 - 57</b>
Basis of preparation/impact of changes in accounting principles	<b>58 - 60</b>
Information on the consolidated income statement	<b>65 - 70</b>
Information on the consolidated balance sheet	<b>71 - 95</b>
Review report	<b>100</b>
<b>Alternative Performance Measures</b>	
Non-GAAP Financial Measures	<b>102 - 109</b>

- (8) The following information is set forth in the first supplement dated 3 August 2022 to the Registration Document for secondary issuances of non-equity securities dated 4 May 2022:

	Page(s)
Trend Information	<b>4 - 9</b>
Administrative, Management and Supervisory Bodies and Senior Management	<b>9 - 13</b>
Major Shareholders	<b>13</b>
Financial Information Concerning Deutsche Bank's Assets and Liabilities, Financial Position and Profits and Losses – Legal and Arbitration Proceedings	<b>14 - 32</b>
Financial Information Concerning Deutsche Bank's Assets and Liabilities, Financial Position and Profits and Losses – Statement of no Significant Change in Financial Position	<b>32</b>

**VIII. APPENDIX 1 – INFORMATION FOR THE PURPOSES OF ART. 26 (4) OF REGULATION (EU) 2017/1129**

The text of "Appendix 1" to the Registration Document 2021 commencing on page 68 of the Registration Document 2021 (as replaced by the First Supplement, the Second Supplement, the Fourth Supplement and the Fifth Supplement), as it forms part of each of the Prospectuses, is replaced by the text of "Appendix 1" to the Registration Document 2022 commencing on page 76 of the Registration Document 2022 (as replaced by the first supplement dated 3 August 2022 to the Registration Document 2022).

TO THE EXTENT THAT THERE IS ANY INCONSISTENCY BETWEEN (A) ANY STATEMENT IN THIS SUPPLEMENT AND (B) ANY STATEMENT IN, OR INCORPORATED BY REFERENCE IN, THE RELEVANT PROSPECTUS, THE STATEMENTS IN (A) ABOVE SHALL PREVAIL.