

Deutsche Pfandbriefbank AG
Annual General Shareholders' Meeting 2019

Voting results

All figures include postal votes. Percentages are rounded to four decimal places.

Attendance: 77,040,449 votes = 57.29 % of the registered share capital
(134,475,308 votes = 100.00 % of the registered share capital)

Agenda item #2: Appropriation of the distributable profit

77,115,403 shares for which valid votes were cast (= 57.35 % of the registered share capital).

76,928,702	votes in favour	= 99.7579 %	of the valid votes cast
186,701	votes against	= 0.2421 %	of the valid votes cast

The proposed resolution was thus adopted.

Agenda item #3: Discharge of the members of the Management Board

77,026,321 shares for which valid votes were cast (= 57.28 % of the registered share capital).

77,001,209	votes in favour	= 99.9674 %	of the valid votes cast
25,112	votes against	= 0.0326 %	of the valid votes cast

Discharge was thus granted, for the 2018 financial year, to the members of the Management Board who were in office during that period.

Agenda item #4: Discharge of the members of the Supervisory Board

77,024,426 shares for which valid votes were cast (= 57.28 % of the registered share capital).

76,024,852	votes in favour	= 98.7023 %	of the valid votes cast
999,574	votes against	= 1.2977 %	of the valid votes cast

Discharge was thus granted, for the 2018 financial year, to the members of the Supervisory Board who were in office during that period.

Agenda item #5: Resolution on the appointment of the auditor for the annual financial statements and the consolidated financial statements, and the auditor for any review of interim financial information

77,086,020 shares for which valid votes were cast (= 57.32 % of the registered share capital).

77,040,640	votes in favour	= 99.9411 %	of the valid votes cast
45,380	votes against	= 0.0589 %	of the valid votes cast

Thus, KPMG AG Wirtschaftsprüfungsgesellschaft, Munich, were appointed as auditor for the annual financial statements (HGB) and the consolidated financial statements (IFRS) for the 2019 financial year, and as auditor for the review of any condensed set of interim financial statements and any

interim Group management reports for the 2019 financial year, if and to the extent that they are subject to review.

Agenda item #6: Amendment of the articles of association to convey messages electronically pursuant to section 125 (1) of the AktG

77,087,082 shares for which valid votes were cast (= 57.32 % of the registered share capital).

77,016,248 votes in favour	= 99.9081 %	of the valid votes cast
70,834 votes against	= 0.0919 %	of the valid votes cast

Thus, Section 3 (2) of the Company's Articles of Association has been amended as proposed by the management and the supervisory board. The amendment will become effective upon its registration with the commercial register at the Company's seat.

Agenda item #7: Approval of the system of remuneration of the members of the management board

74,229,998 shares for which valid votes were cast (= 55.20 % of the registered share capital).

51,751,746 votes in favour	= 69.7181 %	of the valid votes cast
22,478,252 votes against	= 30.2819 %	of the valid votes cast

Thus, the system of remuneration of the members of the management board has been approved.

Agenda item #8: Amendment of the Remuneration of the Members of the Supervisory Board

77,084,435 shares for which valid votes were cast (= 57.32 % of the registered share capital).

76,968,787 votes in favour	= 99.8500 %	of the valid votes cast
115,648 votes against	= 0.1500 %	of the valid votes cast

Thus, Section 11 (1) of the Company's Articles of Association has been amended as proposed by the management and the supervisory board. The amendment will become effective upon its registration with the commercial register at the Company's seat.

Agenda item #9: Approval of the Profit- and Loss-Transfer and Domination Agreement between Deutsche Pfandbriefbank AG and CAPVERIANT GmbH

77,079,117 shares for which valid votes were cast (= 57.32 % of the registered share capital).

77,056,784 votes in favour	= 99.9710 %	of the valid votes cast
22,333 votes against	= 0.0290 %	of the valid votes cast

Thus, the Profit- and Loss-Transfer and Domination Agreement between Deutsche Pfandbriefbank AG and CAPVERIANT GmbH has been approved.