Pursuant to article 16 para. 3 of the German Securities Prospectus Act investors who have already agreed to purchase or subscribe for Notes issued under the Programme (as defined herein) before this First Supplement (as defined herein) has been published shall have the right, exercisable within two working days after the publication of this First Supplement, to withdraw their purchase or subscription orders, provided that the new factor arose before the final closing of the offer to the public and the delivery of the securities. A withdrawal, if any, is to be addressed to Deutsche Pfandbriefbank AG, Freisinger Straße 5, 85716 Unterschleißheim, Germany provided that the relevant agreement to purchase or subscribe has been entered into with Deutsche Pfandbriefbank AG or to the relevant bank or savings bank or any other distributor with whom the relevant agreement to purchase or subscribe has been entered into. No grounds must be stated for the withdrawal, which must be made in text form. The timely dispatch of the withdrawal is sufficient to comply with the deadline.

Supplement pursuant to article 16 para. 1 of the German Securities Prospectus Act
dated 28 June 2017

to the base prospectus dated
19 April 2017
relating to

Deutsche Pfandbriefbank AG

Munich, Federal Republic of Germany

as Issuer

Euro 50,000,000,000
Debt Issuance Programme (the "Programme")

This supplement (the "First Supplement") to the base prospectus dated 19 April 2017 is prepared in connection with the Euro 50,000,000,000 Debt Issuance Programme (the "Programme") of Deutsche Pfandbriefbank AG (the "Issuer") and is supplemental to, and should be read in conjunction with, the base prospectus dated 19 April 2017 (the "Original Base Prospectus") in respect of the Programme. Unless otherwise stated or the context otherwise requires, terms defined in the Original Base Prospectus shall have the same meaning when used in the First Supplement. As used herein, the term "Base Prospectus" means the Original Base Prospectus as supplemented by the First Supplement.

The Issuer accepts responsibility for the information contained in or incorporated by reference into this Base Prospectus. The Issuer hereby declares that all information contained in this Base Prospectus is true and accurate to the knowledge of the Issuer and that no material circumstances have been omitted.

The First Supplement has been approved by the *Bundesanstalt für Finanzdienstleistungsaufsicht* of the Federal Republic of Germany in its capacity as competent authority (the "Competent Authority") under the German Securities Prospectus Act (*Wertpapierprospektgesetz*) which implements Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003, as amended, into German law. Please note that the approval of the Base Prospectus by the Competent Authority is based on the scrutiny of the completeness of the Base Prospectus including the consistency and the comprehensibility only. Application will be made to the Competent Authority to provide the *Commission de Surveillance du Secteur Financier* (the "CSSF") of the Grand Duchy of Luxembourg, the *Autoriteit Financiële Markten* of the Netherlands, the *Financial Conduct Authority* of the United Kingdom, the *Irish Financial Services Regulatory Authority* of Ireland, the *Finanzmarktaufsicht* of Austria, the *Kredittilsynet / Oslo Børs* of Norway, the *Commissione Nazionale per le Società e la Borsa* of Italy and the *Comisión Nacional del Mercado de Valores* of the Kingdom of Spain with a certificate of approval attesting that the First Supplement has been drawn up in accordance with the German Securities Prospectus Act and with a copy of the First Supplement.

This First Supplement has been filed with the Competent Authority and has been published together with the Original Base Prospectus on the website of the Issuer www.pfandbriefbank.com (see https://www.pfandbriefbank.com/debt-instruments/emissionsprogramme/dip-programm.html). Upon request (to be addressed to Deutsche Pfandbriefbank AG, Freisinger Straße 5, 85716 Unterschleißheim, Germany), the Issuer will provide, free of charge, a copy of the First Supplement and of the Original Base Prospectus.

This First Supplement has been prepared in connection with a rating action by DBRS on 9 June 2017 as regards the Issuer's subordinated debt rating which has been downgraded by one notch from "BBB (low)" to "BB (high)". Furthermore, this First Supplement serves to update information about recent events particular to the Issuer, including the distribution of dividends and the redemption of trust preferred securities.

OVERALL AMENDMENTS

If reference is made in the Original Base Prospectus to "Base Prospectus", then the respective reference includes all changes made by this First Supplement.

I. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "I. SUMMARY"

On page 6 et seq. of the Original Base Prospectus in "Section B – Issuer" under "Element B.12 – Selected historical key financial information regarding the Issuer, statement regarding trend information and significant changes in the financial or trading position of the Issuer", the last paragraph shall be deleted and replaced by the following information:

"Save for the dividend distribution and the repayment of trust preferred securities (both as described in "Element B.13 – Recent developments"), there has been no significant change in the financial position of the Issuer and its consolidated subsidiaries since the end of the last financial period for which financial information has been published (31 December 2016)."

On page 7 of the Original Base Prospectus the third paragraph in "Section B – Issuer" under "Element B.13 – Recent developments" shall be deleted and replaced by the following information:

"On 30 May 2017, the annual general meeting of the Issuer resolved to distribute a dividend of Euro 1.05 per share. The respective payment was made on 2 June 2017 and consequently the equity of the Issuer has been reduced by about Euro 141 million.

On 11 May 2017, Hypo Real Estate International Trust I being a 100 per cent. indirect subsidiary of the Issuer announced that it will redeem outstanding trust preferred securities (ISIN: XS0303478118) with effect as of 14 June 2017. All trust preferred securities have been repaid at a redemption price of 100 per cent., which equals a total of Euro 350,000,000, plus accrued interest.

On 9 June 2017, DBRS downgraded the Issuer's subordinated debt rating by one notch from "BBB (low)" to "BB (high)."

On page 8 et seq. of the Original Base Prospectus the information in "Section B – Issuer" under "Element B.17 – Ratings" shall be deleted and replaced by the following information:

"As of the date of the First Supplement dated 28 June 2017, the following mandated ratings have been assigned:

Standard & Poor's	
Long-Term Senior Unsecured	A-
Short-Term Senior Unsecured	A-2
Senior Subordinated	BBB-
Subordinated Debt	BB+
Moody's	
Public Sector Pfandbriefe	Aa1
Mortgage Pfandbriefe	Aa1
DBRS	
Long-Term Senior Unsecured	BBB
Short-Term Senior Unsecured	R-2 (high)
Subordinated Debt	BB (high)

"

II. SUPPLEMENTAL INFORMATION
RELATING TO THE SECTION "II. DEUTSCHE ÜBERSETZUNG DER ZUSAMMENFASSUNG"

On page 21 of the Original Base Prospectus in "Abschnitt B – Emittent" under "Punkt B.12 – Ausgewählte wesentliche historische Finanzinformationen über den Emittenten, Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition des Emittenten", the last paragraph shall be deleted and replaced by the following information:

„Mit Ausnahme der Dividendenausschüttung und der Rückzahlung der Trust Preferred Securities (wie jeweils unter „Punkt 13 – Aktuelle Entwicklungen" beschrieben) hat es seit dem Ende des Stichtages, für den ein Jahresabschluss veröffentlicht wurde (31. Dezember 2016), keine wesentlichen Veränderungen in der Finanzlage der Emittentin und ihrer konsolidierten Tochtergesellschaften gegeben."

On page 21 of the Original Base Prospectus the third paragraph in "Abschnitt B – Emittent" under "Punkt B.13 – Aktuelle Entwicklungen" shall be deleted and replaced by the following information:

„Am 30. Mai 2017 hat die ordentliche Hauptversammlung der Emittentin beschlossen, eine Dividende in Höhe von Euro 1,05 je Aktie auszuschütten. Diese Zahlung erfolgte am 2. Juni 2017 und minderte das Eigenkapital der Emittentin folglich um etwa Euro 141 Millionen.

Am 11. Mai 2017 hat die Hypo Real Estate International Trust I, eine indirekte 100%ige Tochtergesellschaft der Emittentin, bekannt gegeben, dass sie die ausstehenden Trust Preferred Securities (ISIN: XS0303478118) mit Wirkung zum 14. Juni 2017 zurückzahlen wird. Alle Trust Preferred Securities wurden zu ihrem Rückzahlungspreis von 100 % zurückgezahlt, was einer Gesamtsumme von Euro 350.000.000 entspricht, zuzüglich aufgelaufener Zinsen.

Am 9. Juni 2017 hat DBRS das Subordinated Debt Rating der Emittentin um eine Stufe von "BBB (low)" auf "BB (high) herabgestuft."

On page 23 of the Original Base Prospectus the information in "Abschnitt B – Emittent" under "Punkt B.17 – Rating" shall be deleted and replaced by the following information:

„Zum Datum dieses ersten Nachtrags vom 28. Juni 2017 wurden die folgenden mandatierten Ratings erteilt:

Standard & Poor's	
Long-Term Senior Unsecured	A-
Short-Term Senior Unsecured	A-2
Senior Subordinated	BBB-
Subordinated Debt	BB+
Moody's	
Public Sector Pfandbriefe	Aa1
Mortgage Pfandbriefe	Aa1
DBRS	
Long-Term Senior Unsecured	BBB
Short-Term Senior Unsecured	R-2 (high)
Subordinated Debt	BB (high)

"

III. SUPPLEMENTAL INFORMATION
RELATING TO THE SECTION "IV. DEUTSCHE PFANDBRIEFBANK AG"

1. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "2. INFORMATION ABOUT THE ISSUER"

On page 58 of the Original Base Prospectus the second paragraph in the subsection "Recent Events" shall be deleted and replaced by the following information:

"*Dividend Distribution*

On 30 May 2017, the annual general meeting of the Issuer resolved to distribute a dividend of Euro 1.05 per share. The respective payment was made on 2 June 2017 and consequently the equity of the Issuer has been reduced by about Euro 141 million.

Repayment of Trust Preferred Securities and Capital Ratios

On 11 May 2017, Hypo Real Estate International Trust I being a 100 per cent. indirect subsidiary of the Issuer announced that it will redeem outstanding trust preferred securities (ISIN: XS0303478118) with effect as of 14 June 2017. All trust preferred securities have been repaid at a redemption price of 100 per cent., which equals a total of Euro 350,000,000, plus accrued interest.

Within the Internal Capital Adequacy Assessment Process (ICAAP) which is the subject of regulatory reviews (within the Supervisory Review and Evaluation Process – SREP) the repayment of the trust preferred securities is relevant in the context of the Gone-Concern approach. The ICAAP Gone-Concern assessment in general needs to cover all sources of risk to the Issuer's ability to meet its senior unsecured liabilities as they fall due. The Issuer uses internal models to generate loss distributions for all material risk types. The resulting capital demand (Economic Capital) that is required to cover losses at the chosen statistical confidence level is compared to Available Financial Resources (AFR) corresponding to the respective approach. The called Euro 350,000,000 trust preferred securities were and would have remained eligible for AFR in the ICAAP Gone Concern. With an issuance of EUR 300,000,000 callable and resettable subordinated notes due 2027 on 28 June 2017, the Issuer replenished AFR against potentially volatile Economic Capital requirements in the Gone-Concern scenario and intends to cover Tier 2 maturities in 2017 of Euro 35,000,000 and Euro 191,000,000 in 2018 (taking into account that Tier 2 instruments fall out of the ICAAP Gone Concern 12 months prior maturity).

The repayment of the trust preferred securities does not have an impact on the SREP ratios of the Issuer. Pursuant to the ECB`s SREP decision in respect of 2017 the Issuer is required to maintain a Common Equity Tier 1 capital ratio of 9.00 per cent. in 2017 (including the capital conservation buffer, but excluding the countercyclical buffer). This requirement comprises: (i) a Pillar 1 minimum requirement pursuant to the CRR for Common Equity Tier 1 capital of 4.50 per cent. of risk-weighted assets; (ii) a Pillar 2 requirement for Common Equity Tier 1 capital of 3.25 per cent. of risk-weighted assets; and (iii) a capital conservation buffer of Common Equity Tier 1 capital of 1.25 per cent. of risk-weighted assets. Those capital ratios are calculated in accordance with own funds provisions as applicable from time to time and taking into account any applicable transitional provision (i.e. on a "phased-in basis"). Please note that the SREP-requirement is subject to an annual review and amendment, with the result that the CET 1 requirements could be adjusted.

As of the date of this First Supplement dated 28 June 2017, there is no binding requirement for the Issuer to maintain a certain ratio or amount of a minimum level of own funds and eligible liabilities (MREL). The Issuer expects MREL to become a binding requirement during 2017. Currently, for the Issuer, the most stringent of potential MREL calculations under discussions in Europe (in the UK, MREL has been set recently) would be 8 per cent. of total liabilities and own funds. For the Issuer, this would translate into a target figure of approximatley Euro 4.3 billion on the basis of Euro 11.2 billion eligible items based on a preliminary calculation as of 31 December 2016 (Euro 10.8 billion on a pro forma basis, excluding the trust preferred securities).

Rating Action
On 9 June 2017, DBRS downgraded the Issuer's subordinated debt rating by one notch from "BBB (low)" to "BB (high)" (see section entitled "XIV. General Description of the Programme – 4. Ratings")."

2. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "8. HISTORICAL FINANCIAL INFORMATION"

On page 64 of the Original Base Prospectus the information in the subsection "Significant Change in the Issuer's Financial Position" shall be deleted and replaced by the following information:

"Save for the dividend distribution and the repayment of trust preferred securities (both as described in subsection "2. Information about the Issuer", subsection "Recent Events" above), there has been no significant change in the financial position of the Issuer and its consolidated subsidiaries since the end of the last financial period for which financial information has been published (31 December 2016)."

IV. SUPPLEMENTAL INFORMATION
RELATING TO THE SECTION "XIV. GENERAL DESCRIPTION OF THE PROGRAMME"

SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "4. RATINGS"

On page 379 et seq. of the Original Base Prospectus the information in the section "4. Ratings" shall be deleted and replaced by the following information:

"As of the date of this First Supplement, the following mandated ratings have been assigned to the Programme and/or the Issuer's debt instruments as applicable:

Standard & Poor's	
Long-Term Senior Unsecured	A-
Short-Term Senior Unsecured	A-2
Senior Subordinated	BBB-
Subordinated Debt	BB+
Moody's	
Public Sector Pfandbriefe	Aa1
Mortgage Pfandbriefe	Aa1
DBRS	
Long-Term Senior Unsecured	BBB
Short-Term Senior Unsecured	R-2 (high)
Subordinated Debt	BB (high)

DBRS:
On 9 June 2017, following release of its updated Bank Rating Methodology on 24 May 2017, DBRS concluded the review of subordinated debt ratings. In the case of the Issuer, the subordinated debt rating was downgraded from "BBB (low)" to "BB (high)". The trend is stable.

On 13 January 2017 DBRS placed the Issuer's subordinated debt rating under "Review with Negative Implications". In total 27 European banking groups were affected by this rating action. The rating agency expects a downgrade by one notch given that the likelihood of losses for holders of this debt has increased under BRRD. Against the background of a pending update of the agency's Global Methodology for Rating Banks and Banking Organisations, which incorporates DBRS's approach to rating subordinated debt issues, the completion of the rating action was postponed until the finalisation of the methodology.

Standard & Poor's:
On 16 May 2017, Standard & Poor's extended the timeline for finalizing its Bank Capital Methodology. The rating agency now expects to publish the final criteria during the third quarter of 2017.

On 28 March 2017, Standard & Poor's resolved the credit watches that had been assigned to the issuer's unsecured ratings in December 2016. As a result and due to a significantly increased additional loss-absorbing capacity ("**ALAC**") buffer by including senior subordinated debt to the agency's calculation, the long-term issuer credit rating of the Issuer was raised by 2 notches from "BBB" to "A-". At the same time, the long-term issue ratings on the Issuer's instruments that the agency continues to assess as "senior unsecured", were also raised by 2 notches from "BBB" to "A-" in line with the issuer credit rating. The short-term issuer rating, which is also applicable to short-term "senior unsecured" issues, remained at "A-2". Furthermore, the long-term issue ratings on the Issuer's instruments that were reclassified as "senior subordinated" by the agency were lowered by 1 notch from "BBB" to "BBB-". The Issuer's subordinated debt rating remained unchanged at "BB+". The ratings now carry a negative outlook. As a rationale for the negative outlook Standard & Poor's cites the negative economic risk trend to their assessment of the German banking system and its potential impact and the risk that the issuer may fail to sustain the agencies' currently strong assessment of its "capital & earnings".

On 15 December 2016, Standard & Poor's placed the ratings of the Issuer's long-term senior unsecured debt on credit watch "developing". This rating action has been taken in connection with the envisaged review of certain long-term debt instruments, including Senior Notes under the Programme, which will in the case of insolvency and thus in a bail-in scenario on or after 1 January 2017 be satisfied only after other senior debt obligations have been satisfied (for details see section III.2 "Risks relating to the Notes – *In connection with the Bank Recovery and Resolution Directive which has been implemented in the Federal Republic of Germany by the Restructuring and Resolution Act with effect as of 1 January 2015, there is the risk that due to the resolution tools contained therein and the related absorption of losses, Holders of Notes, and particularly Holders of Subordinated Notes, may face the risk to fully lose their invested capital and related rights. As a result of legislative changes to the ranking of* *claims there is an increased risk of being subject to resolution measures for Holders of Senior Notes compared to creditors of other senior obligations.*"). Against this background, Standard & Poor's declared that it intends to separate the current rating class of senior unsecured debt into two layers and, depending on the instruments' specific characteristics, to either reclassify them as senior subordinated debt or to retain the senior unsecured classification. In case of classification as senior subordinated debt, ratings of such obligations, including Senior Notes under the Programme, will likely be lowered by one notch, whereas debt instruments that remain classified senior unsecured might be upgraded by up to two notches, depending inter alia on the size and sustainability of the bank's "**ALAC**".

In a further rating action, Standard & Poor's upgraded the Issuer's subordinated debt rating from "BB" to "BB+" on 15 December 2016. This was the result of an upgrade of the Issuer's stand-alone credit profile to "bbb" from "bbb-" based on a higher capital assessment.

If above reference is made to the "long-term" rating then this expresses an opinion of the ability of the Issuer to honor long-term senior unsecured financial obligations and contracts; if reference is made to "short-term" ratings then this expresses an opinion of the ability of the Issuer to honor short-term financial obligations.

The ratings have the following meanings:

Standard & Poor's:	A*: An obligation rated 'A' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitment on the obligation is still strong.
	BBB*: An obligation rated 'BBB' exhibits adequate protection parameters. However, adverse economic conditions or changing circumstances are more likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.
	BB*: An obligation rated 'BB' is less vulnerable to nonpayment than other speculative issues. However, it faces major ongoing uncertainties or exposure to adverse business, financial, or economic conditions which could lead to the obligor's inadequate capacity to meet its financial commitment on the obligation.
	A-2: A short-term obligation rated 'A-2' is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher rating categories. However, the obligor's capacity to meet its financial commitment on the obligation is satisfactory.
	* Plus (+) or minus (-): The ratings from 'AA' to 'CCC' may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the major rating categories.
Moody's:	Aa*: Obligations rated Aa are judged to be of high quality and are subject to very low credit risk.
	*Note: Moody's appends numerical modifiers 1, 2, and 3 to each generic rating classification from Aa through Caa. The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.
DBRS:	BBB*: Obligations rated 'BBB' are judged to be of adequate credit quality. The capacity for the payment of financial obligations is considered acceptable. May be vulnerable to future events.
	BB*: Speculative, non-investment grade credit quality. The capacity for the payment of financial obligations is uncertain. Vulnerable to future events.
	R-2 (high)**: A short-term obligation rated 'R-2 (high)' is judged to be at the upper end of adequate credit quality. The capacity for the payment of short-term financial obligations as they fall due is acceptable. May be vulnerable to future events.

* Note: All rating categories other than AAA and D also contain subcategories “(high)” and “(low)”. The absence of either a “(high)” or “(low)” designation indicates the rating is in the middle of the category.

** Note: The R-1 and R-2 rating categories are further denoted by the subcategories “(high)”, “(middle)”, and “(low)”.

Standard & Poor’s, Moody’s and DBRS (together in this paragraph, the “**Rating Agencies**”) each are a credit rating agency established in the European Union and are registered under Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies, as most recently amended by Regulation (EU) No 462/2013 (the “**Regulation**”) and are included in the list of registered credit rating agencies published on the website of the European Securities and Markets Authority at http://www.esma.europa.eu/page/List-registered-and-certified-CRAs. Notes issued under the Programme may be rated or unrated. The ratings above do not immediately apply to any individual notes issued under the Programme and no assurance can be given that the rating assigned to Notes issued under the Programme will have the same rating as the rating contained in the Base Prospectus. Following termination of a rating mandate, the Issuer will no longer apply for such ratings to be assigned to Notes to be issued under the Programme. In case the Notes are expected to be rated, such rating will be disclosed in the relevant Final Terms within Part II, item 5 “Additional Information - Rating”.

A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency as deemed appropriate. Ratings are based on current information furnished to the rating agencies by the Issuer and information obtained by the rating agencies from other sources. Because ratings may be changed, superseded or withdrawn as a result of changes in, or unavailability of, such information, a prospective purchaser should verify the current long-term and short-term ratings of the Issuer and/or of the Notes, as the case may be, before purchasing the Notes. Rating agencies may change their methodology at any time. A change in the rating methodology may have an impact on the rating of Notes issued or to be issued under this Programme. For the evaluation and usage of ratings, please refer to the Rating Agencies’ pertinent criteria and explanations, the relevant terms of use are to be considered. Ratings cannot serve as a substitute for personal analysis (see section III.1 “Risks relating to the Issuer – *The Issuer bears the risk of downgrading of the ratings assigned to it, its Pfandbriefe and its other debt instruments including subordinated instruments which may have a negative effect on the Issuer’s funding opportunities, on triggers and termination rights within derivatives and other contracts and on access to suitable hedge counterparties and thus on the Issuer’s business, liquidity situation and its development in assets, financial position and earnings. Inter alia, in case the Federal Republic of Germany sells or reduces its indirect holding in the Issuer, there is a risk of the occurrence of rating downgrades.*”).”

Signatories on behalf of Deutsche Pfandbriefbank AG

Eschborn, as of 28 June 2017

ppa.

signed by Björn-Jakob Treutler
Managing Director

ppa.

signed by Martina Horn
Director