



Culture and Compensation

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Passion to Perform

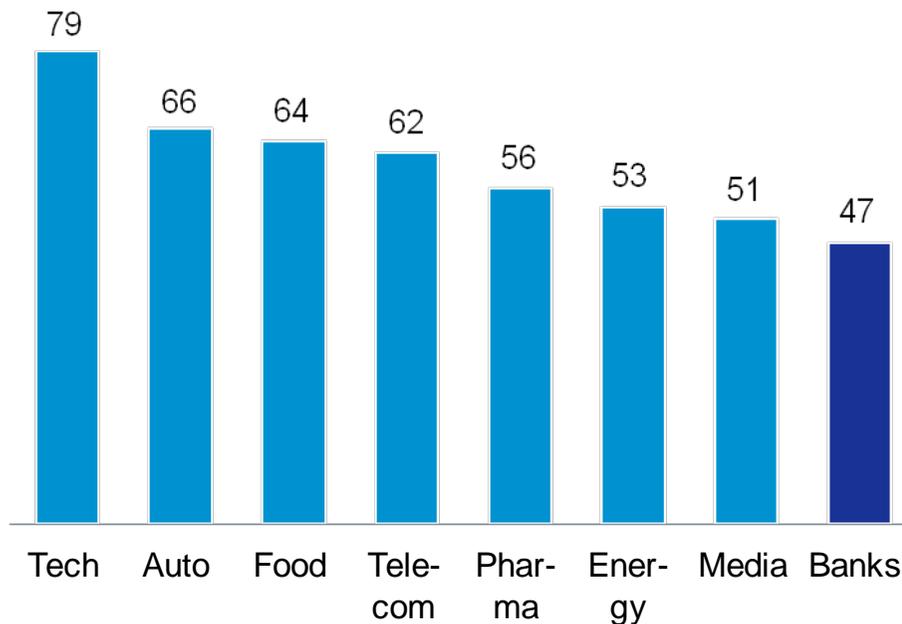
Investor Day, Frankfurt, 12 September 2012



A commitment to evolving our culture

Lack of trust in the banking industry

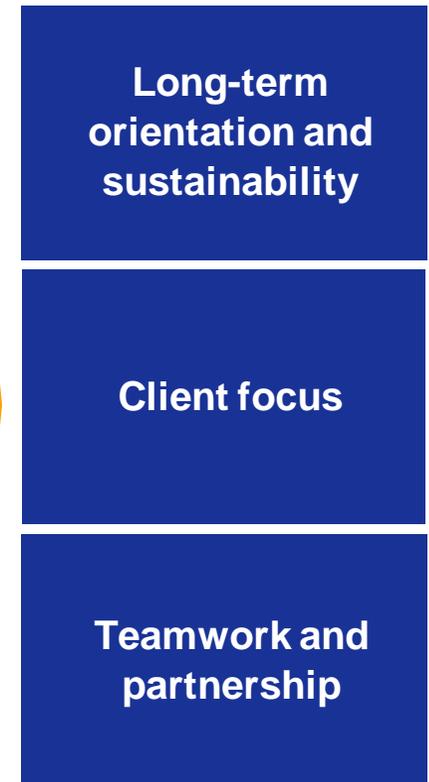
Percentage of survey respondents who place trust in given industry, 2012⁽¹⁾



Building on cultural strengths



Additional attributes we will emphasize



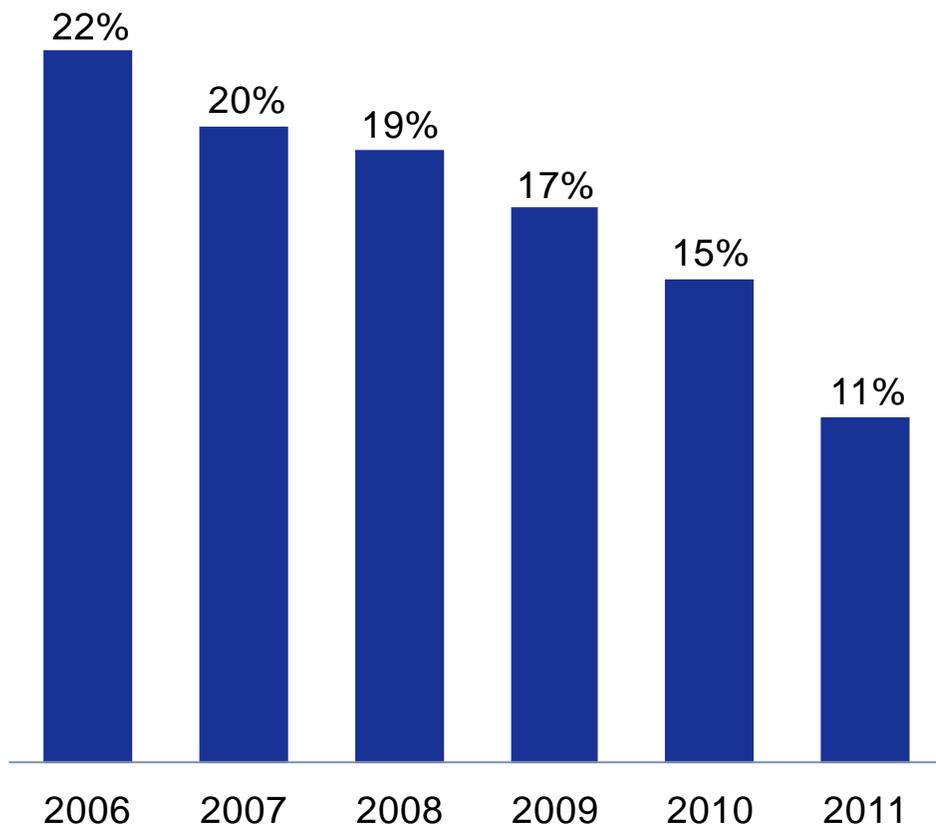
(1) Participants assessed trust of every industry on a 9-point scale from 'trust them a great deal' to 'don't trust them at all'

We have already addressed many compensation issues



Variable comp⁽¹⁾ as % of net revenues has declined

Compensation practices have improved



Stricter governance

Early adoption of regulatory requirements

Better alignment to long-term performance

Strong behavioral focus

Increased transparency

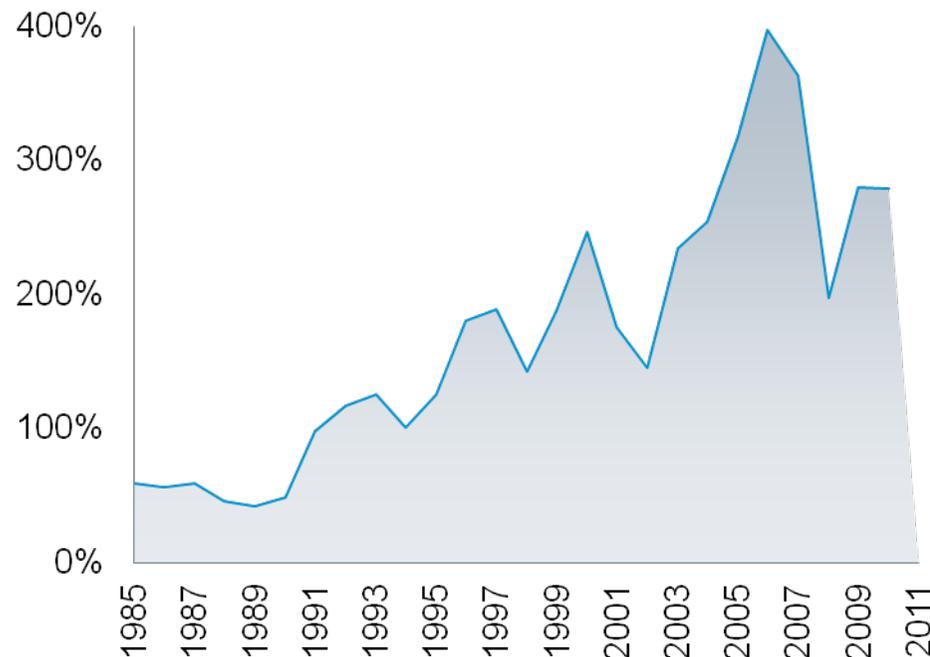
(1) Variable remuneration awarded including deferrals. No adjustment made for pay mix change in 2010 (EUR 742 m). Ratios excluding Postbank: 14% in 2010, 12% in 2011



We go over and above regulatory requirements on compensation

Scrutiny of compensation in banking industry

Indicative US analysis: Bonus⁽¹⁾ as percentage of median household income



(1) New York City Securities Industry Bonus Pool

(2) Members of staff whose professional activities have a material impact on the institution's risk profile – subject to minimum deferral requirements and additional clawback provisions, in accordance with Instituts-Vergütungsverordnung (InstVV)

We are recognized as a proactive firm committed to aligning our compensation strategy with evolving remuneration regulations

- Independent control functions take holistic approach in regular compensation reviews, e.g.,
 - Clawbacks
 - Identification of Regulated Employees⁽²⁾
 - Economic capital model
 - Ex-ante adjustments (scenario analysis)
 - Ex-post adjustments (performance/risk/compensation outcome monitoring)
- Early compliance with regulations, e.g.,
 - Adopted FSB principles ahead of time
- Proactive implementation of regulations e.g.,
 - Number of Regulated Employees⁽²⁾ increased from <200 in 2010 to >1,000 in 2011





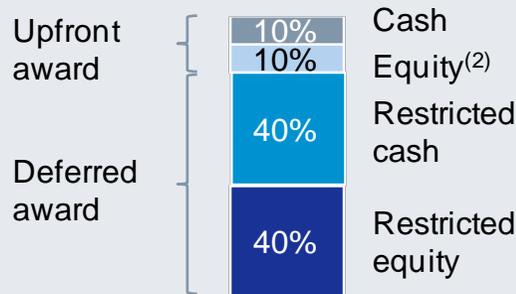
Deferrals and clawbacks are already an important feature of our compensation structure

Majority of bonus for senior employees is deferred...

...and subject to performance and clawback provisions⁽³⁾ that have been used and applied appropriately

Regulated employees⁽¹⁾
>1,000 globally
(InstVV)

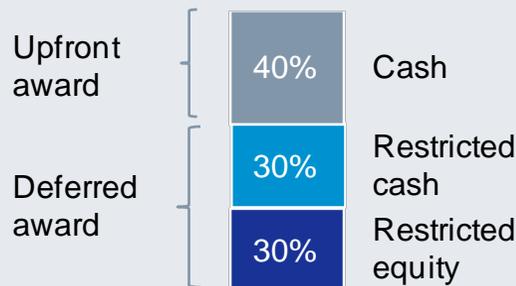
Composition of 2011 bonus



- Negative Group or Divisional performance (IBIT⁽⁴⁾) provision
- Revenue impairment clawback
- Policy/regulatory breach clawback

All other employees with deferred awards⁽⁵⁾
>6,300 globally

Composition of 2011 bonus

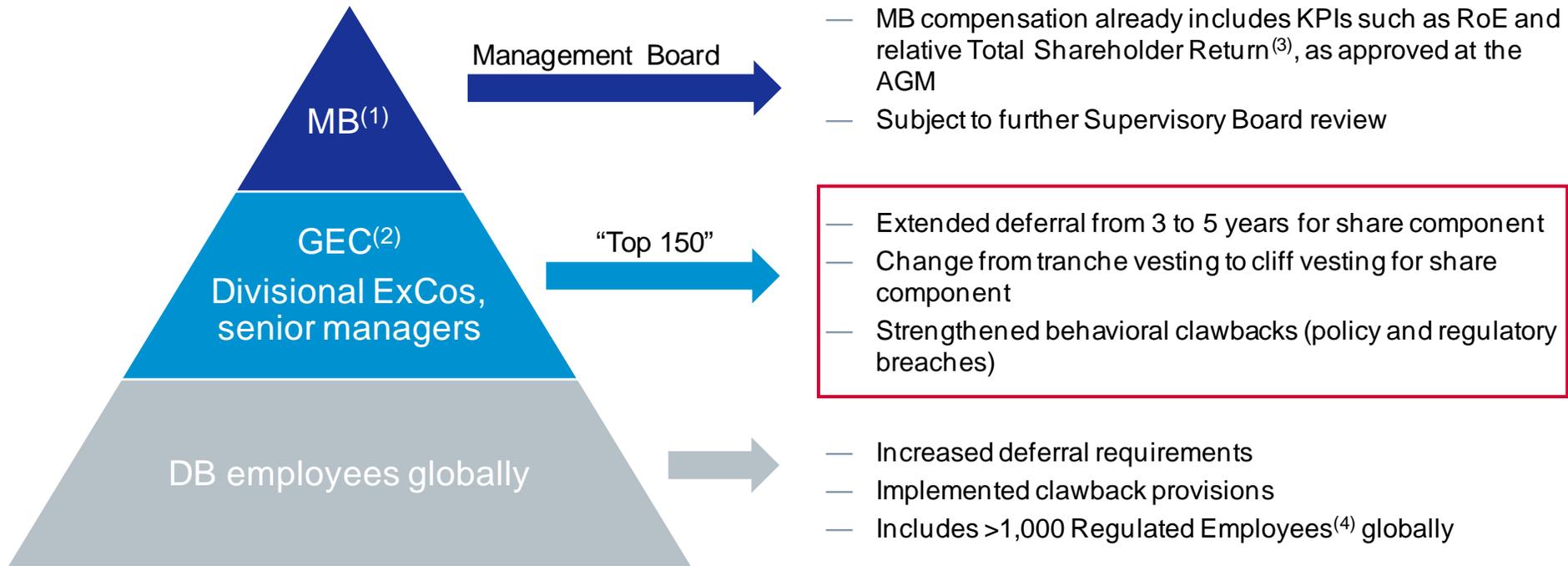


- Revenue impairment clawback
- Policy/regulatory breach clawback

(1) Members of staff whose professional activities have a material impact on the institution's risk profile – subject to minimum deferral requirements and additional clawback provisions. Example bonus composition (2) 6-month holding period and service requirement (3) Different clawback provisions apply to different elements of bonus structure requirement (4) IBIT = NIBT performance metric as per plan rules (5) Example bonus composition assuming aggregate Group deferral ratio of approx. 60%



Senior management committed to take the lead on aligning compensation structure to long-term sustainability



Broad review of compensation practices planned for 4Q2012

(1) Management Board (2) Group Executive Committee (3) Full details available on pages 148-151 of 2011 Annual Report
 (4) Members of staff whose professional activities have a material impact on the institution’s risk profile – subject to minimum deferral requirements and additional clawback



An independent external panel will conduct a review of our compensation structure and governance in 4Q2012

Panel composition...

- Independent external panel of senior and highly credible professionals from outside the financial services industry
- Industry leaders from Germany, UK, US and Asia
- Leading academic in the field
- External compensation consultant

...and objectives

- Benchmark our compensation systems against industry best practice and regulatory requirements and intent
- Formulate core principles and minimum standards for future compensation structures and practices
- Help define the appropriate level of transparency and disclosure



The panel's findings will influence 2012 year-end compensation

We will further enhance transparency on compensation ...



Enhancements
planned for
FY2012 reporting

DB compensation transparency already aligned to peer group

| Based on FY2011 reporting | European peer banks | | | | | DB | US peer banks | | | | | DB 2012 |
|---|---------------------|----|-----|-----|-----|-----|---------------|-----|-----|-----|-----|---------|
| | P1 | P2 | P3 | P4 | P5 | | P6 | P7 | P8 | P9 | P10 | |
| Exec. / Board remuneration | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Total bonus pool award | ✓ | ✓ | ✓ | ✗ | ✗ | ✓ | ✗ | ✗ | ✗ | ✗ | ✗ | ✓ |
| Deferred bonus pool award | ✓ | ✓ | ✓ | ✗ | ✗ | ✓ | ✗ | ✗ | ✗ | ✗ | ✗ | ✓ |
| Equity & cash-based deferred award amortization | ✓ | ✓ | ✓ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓ |
| Full integration in annual report | ✓ | ✓ | ✓ | ✗ | ✗ | ✗ | ✗ | ✗ | ✗ | ✗ | ✗ | ✓ |
| Processes/structure | ✓ | ✓ | ✓/✗ | ✓ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓/✗ | ✓ |

○ To be addressed ✓/✗ Partial disclosure

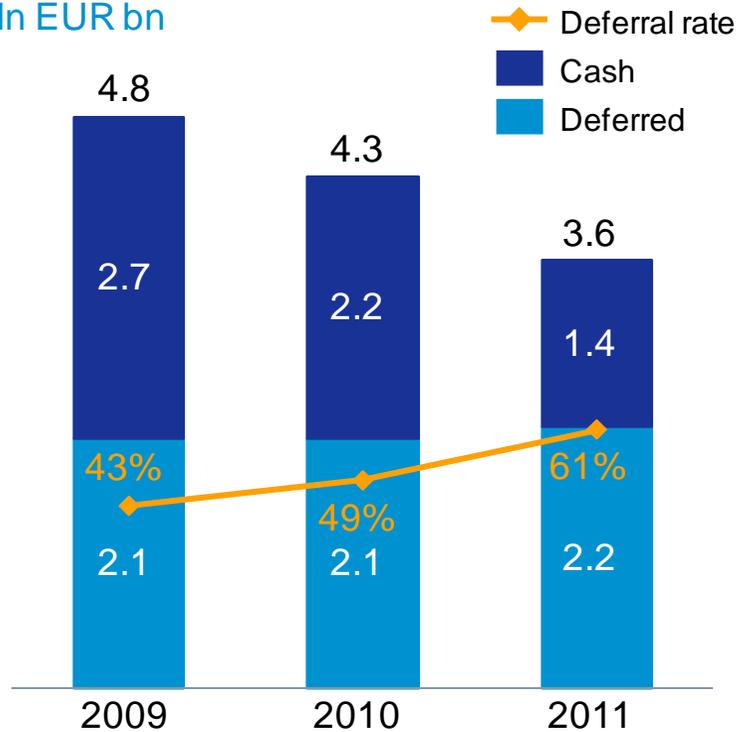
Source: Annual reports, IR websites Peer group: Barclays, BNP, BoA, Citi, CS, GS, JPM, MS, Soc Gen, UBS



... starting with deferral levels and outstanding amortization

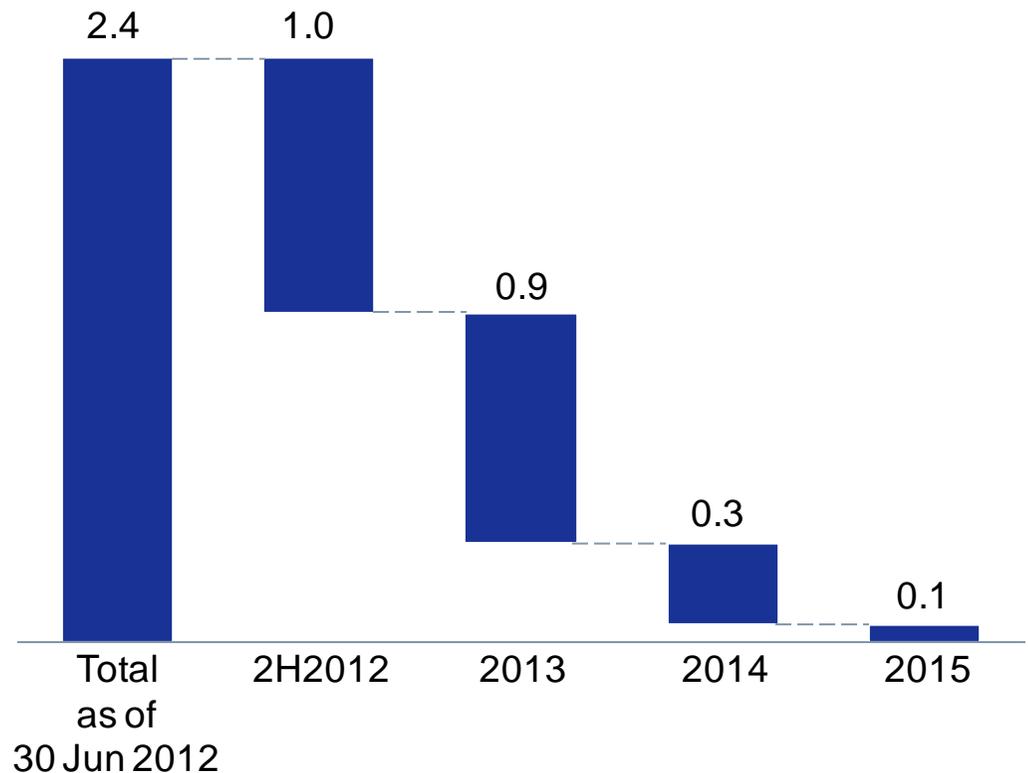
Variable comp⁽¹⁾ and deferral rate

In EUR bn



Deferred compensation costs – remaining amortization schedule of existing awards⁽²⁾

In EUR bn

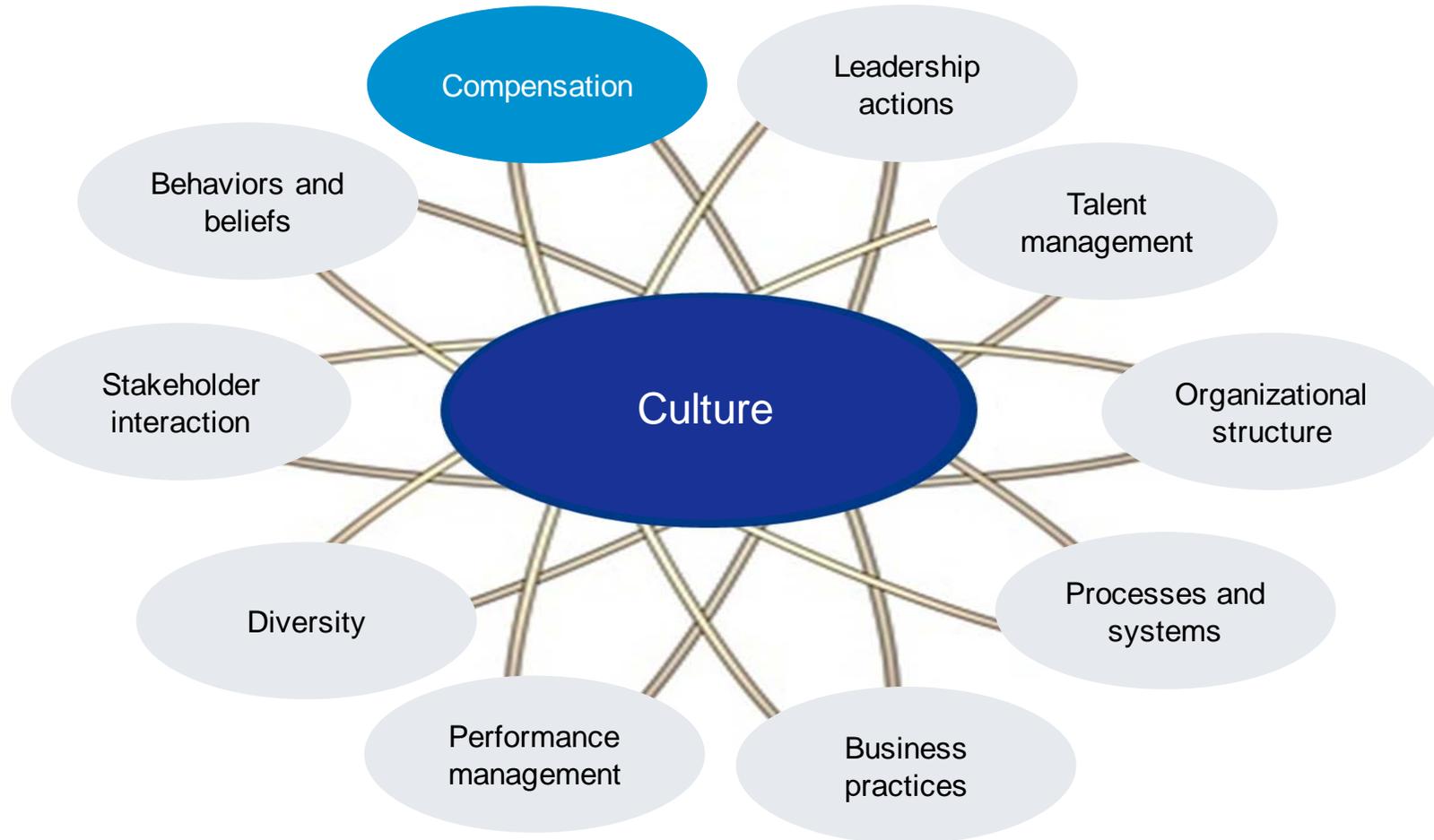


Note: Numbers may not add up due to rounding

(1) Variable remuneration awarded including deferrals. No adjustment made for pay mix change in 2010 (EUR 742 m). Ratios excluding Postbank: 14% in 2010, 12% in 2011

(2) As of 30 Jun 2012; includes outstanding awards from prior years, excludes future awards to be made and forfeitures

Culture goes beyond compensation



Our culture evolved as we grew over the last few decades



1989 – 2000

2001 – 2007

2008 – Today

Organizational
change



- The creation of the modern Deutsche Bank

- Rapid global growth

- Recalibration and positioning for the future

Impact on
culture

- Commitment to investment banking and becoming a global leader
- Embrace of internationalization and building a multicultural identity

- Development of market leadership culture (e.g., top league table positions)...
- ...but at a cost (e.g., short-term orientation, bias towards IB, insufficient cost consciousness)

- Global player with renewed anchoring in home market
- Proven crisis management capabilities
- Strengthened risk culture



Building on our strengths but with a vital new emphasis on a few additional key attributes

We are proud of the culture we have built

| | |
|------------------------|--|
| Performance culture | <ul style="list-style-type: none">— Meritocracy— Execution and results oriented— Crisis mobilization— Risk culture |
| Entrepreneurial spirit | <ul style="list-style-type: none">— Speed and agility— Empowerment of business leaders— Innovation |
| Cultural diversity | <ul style="list-style-type: none">— Global culture— Strongly anchored in home market— Respect for others— Ability to adapt and change |

Additional attributes we will emphasise

Long-term orientation and sustainability

Client focus

Teamwork and partnership

Bank-wide risk culture initiative shows our commitment and ability to drive targeted change



Risk culture behaviors articulated

- Be fully responsible for Deutsche Bank's risks
- Be rigorous, forward looking and comprehensive in the assessment of risk
- Invite, provide and respect challenge
- Troubleshoot collectively
- Place Deutsche Bank and its reputation at the heart of all your actions

Risk culture systematically embedded in processes

- Red flag reporting at individual level, using objective measurement of employee behaviors
- Strengthened promotion criteria, to better embed risk culture metrics
- Deepened risk and compliance training at all levels in the organization
- Redesigned transaction approval process
- Started in Global Markets in 2010, being extended to all parts of the bank

Similarly we also strengthened our compliance framework

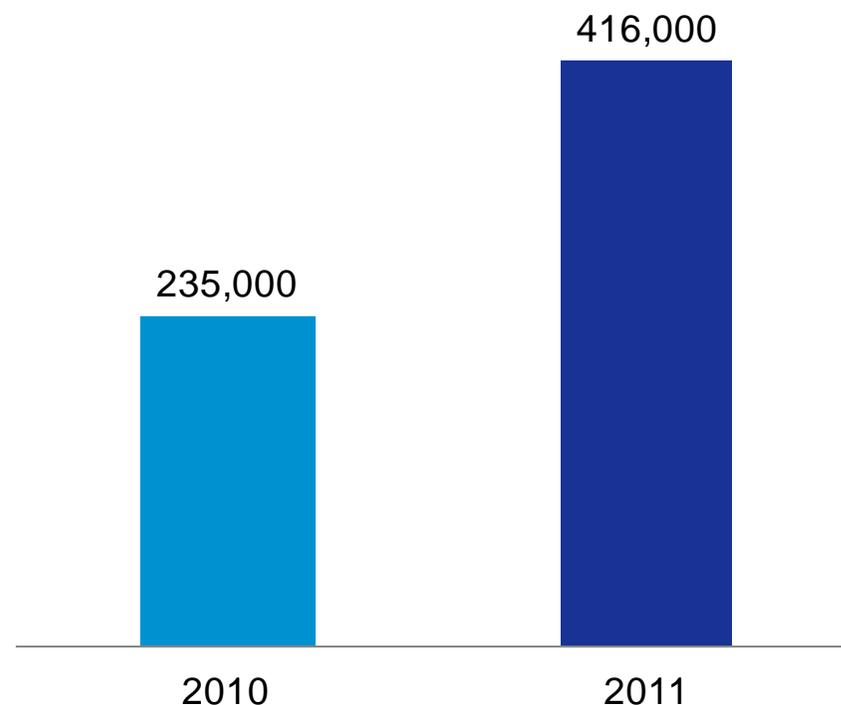


Implemented Group-wide risk culture initiatives

- Revised Code of Conduct and Business Ethics in 2011, and incorporated risk culture language
- Risk culture principles incorporated into policies and guidelines, and measured
- Personal accountability stressed in induction and promotion training
- Enhanced compliance and risk training programs, and ensuring employee completion
- Whistle-blower programs enhanced to strengthen anti-retaliation provisions

Increased compliance and risk culture education⁽¹⁾

of compliance and risk modules completed



(1) Increase in 2011 due to new risk culture courses ("Information Security" and "Information Classification")



We have started to further align performance standards to cultural values

Changed performance management framework

- Performance defined as **what** gets delivered and **how**
- Objectives include financial, franchise and people outcomes
- Outcomes reviewed against pre-defined behaviors
- Differentiation and calibration across the Bank
- Strengthen feedback culture (training, mandatory mid-year reviews)
- Further link compensation to performance

Examples of strengthened standards

Long-term orientation and sustainability

- Broaden risk culture metrics ('red flags')
- Adjust Divisional performance criteria (multi-year, reputational aspects)

Client focus

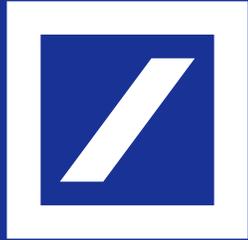
- Enhancing customer value as a core PBC metric
- Client feedback metric in German Mid-caps

Teamwork and partnership

- Cooperation/cost synergy orientation in Infrastructure
- Peer input in individuals' performance evaluation



Senior management will lead a broad and participative cultural change



Top down leadership

- Co-CEO and GEC leadership
- Senior management ownership

Actively seeking broad engagement

- Employees
- Key external stakeholders

Recognizing multi-year character

- Group level and Divisional culture work
- Closer link to compensation and promotion

More broadly linked to Deutsche Bank engagement/leadership on key issues for banking sector and post crisis economic challenges



Key take-aways

Be at the forefront of change

Address compensation immediately and work on culture over the longer term

Enhance transparency and disclosure

Better link reward to sustainable performance

Further align shareholder and employee interests

Ensure proper behaviors and set the tone from the top



Cautionary statements

This presentation contains forward-looking statements. Forward-looking statements are statements that are not historical facts; they include statements about our beliefs and expectations and the assumptions underlying them. These statements are based on plans, estimates and projections as they are currently available to the management of Deutsche Bank. Forward-looking statements therefore speak only as of the date they are made, and we undertake no obligation to update publicly any of them in light of new information or future events.

By their very nature, forward-looking statements involve risks and uncertainties. A number of important factors could therefore cause actual results to differ materially from those contained in any forward-looking statement. Such factors include the conditions in the financial markets in Germany, in Europe, in the United States and elsewhere from which we derive a substantial portion of our revenues and in which we hold a substantial portion of our assets, the development of asset prices and market volatility, potential defaults of borrowers or trading counterparties, the implementation of our strategic initiatives, the reliability of our risk management policies, procedures and methods, and other risks referenced in our filings with the U.S. Securities and Exchange Commission. Such factors are described in detail in our SEC Form 20-F of 20 March 2012 under the heading “Risk Factors.” Copies of this document are readily available upon request or can be downloaded from www.db.com/ir.

This presentation may also contain non-IFRS financial measures. For a reconciliation to directly comparable figures reported under IFRS, to the extent such reconciliation is not provided in this presentation, refer to the 2Q2012 Financial Data Supplement, which is accompanying this presentation and available at www.db.com/ir.