

**Total number of shares and voting rights at the time
the meeting was convened**

— At the time the Annual General Meeting was convened, Commerzbank Aktiengesellschaft had a share capital of €3,481,053,282.20, which is divided into 1,338,866,647 no-par-value shares with, in principal, the same number of voting rights.

— Of the 1,338,866,647 no-par-value shares, 39,378,430 are no-par-value shares with divided rights as of January 1, 2011 only and are registered under the separate securities code number A1H 3YY because of these differing rights. These no-par-value shares were issued to the Financial Market Stabilization Fund from the Conditional Capital 2009 pursuant to § 4 para. 5 of the Articles of Association of Commerzbank Aktiengesellschaft in response to a conversion request of January 25, 2011, by means of which part of the Silent Participation II in the amount of €220,932,681.52 was converted into shares. These shares also entitle the shareholder to one vote at the Company's Annual General Meeting. This does not apply, however, to the special resolutions of the holders of no-par-value shares with the securities code number 803 200 under items 7a, 8a, 9a, 10a, 11a and 12a on the Agenda. The resolutions under these Agenda items will be taken solely by the voting holders of the no-par-value shares with the securities code number 803 200 (separate votes by ordinary shareholders with the securities code number 803 200). Conversely, the resolutions under the items 7b, 8b, 9b, 10b, 11b and 12b on the Agenda will be taken solely by the voting holders of the no-par-value shares with the securities code number A1H 3YY (separate votes by the ordinary shareholders with the securities code number A1H 3YY). The sole holder of the no-par-value shares with the securities code number A1H 3YY is the Financial Market Stabilization Fund.

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