

Final Terms dated 8 January 2016 for the *Base Prospectus* dated 14 December 2015

DEUTSCHE BANK AG LONDON BRANCH

Issue of up to EUR 30,000,000 Deutsche Bank AG (DE) Fund Opportunity Coupon 2026
Notes linked to M&G Dynamic Allocation A EUR Acc,
due February 2026 (the "**Securities**")

under its **x-markets** Programme for the issuance of *Certificates*, *Warrants* and *Notes*

Issue Price: 102 per cent. of the Nominal Amount per Note

WKN / ISIN: DB1YZ8 / XS0461339789

This document constitutes the *Final Terms* of the *Securities* described herein and comprises the following parts:

Terms and Conditions (Product Terms)

Further Information about the Offering of the Securities

Issue Specific Summary

These Final Terms have been prepared for the purpose of Article 5 (4) of the Directive 2003/71/EC (as amended, including by Directive 2010/73/EU, the "**Prospectus Directive**") and must be read in conjunction with the Base Prospectus dated 14 December 2015 (including the documents incorporated by reference into the Base Prospectus) (the "**Base Prospectus**") which together constitute a base prospectus for the purpose of the Prospectus Directive. Terms not otherwise defined herein shall have the meaning given in the General Conditions set out in the Base Prospectus. Full information on the Issuer and the Securities is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the individual issue of Securities (which comprises the Summary in the Base Prospectus as amended to reflect the provisions in the Final Terms) is annexed to the Final Terms.

The Base Prospectus, any supplement to the Base Prospectus and the Final Terms, together with any translations thereof, or of the Summary as amended to reflect the provisions in the Final Terms, will be available on the Issuer's website (www.x-markets.db.com) and/or (www.investment-products.db.com) and on the website of the Luxembourg Stock Exchange (www.bourse.lu), as well as, (i) in the case of admission to trading of the Securities to the Italian Stock Exchange, on the website of Borsa Italiana (www.borsaitaliana.it), (ii) in the case of admission to trading of the Securities to the Euronext Lisbon regulated market or a public offering of Securities in Portugal, on the website of the Portuguese Securities Market Commission (Comissão do Mercado de Valores Mobiliários) (www.cmvm.pt) and (iii) in the case of admission to trading of the Securities on any of the Spanish Stock Exchanges or AIAF, on the website of the Spanish Securities Market Commission (Comisión Nacional del Mercado de Valores) (www.cnmv.es).

In addition, the Base Prospectus shall be available in physical form and free of charge at the registered office of the Issuer, Deutsche Bank AG, CIB, GME X-markets, Grosse Gallusstrasse 10-14, 60311 Frankfurt am Main, its London branch at Winchester House, 1 Great Winchester Street, London EC2N 2DB, its Milan Branch at Via Filippo Turati 27, 20121 Milano, Italy, its Portuguese Branch at Rua Castilho, 20, 1250-069 Lisbon, Portugal and its Spanish Branch at Paseo De La Castellana, 18, 28046 Madrid, Spain.

Terms and Conditions

The following "**Product Terms**" of the Securities shall, for the relevant series of Securities, complete and put in concrete terms the General Conditions for the purposes of such series of Securities. The Product Terms and General Conditions together constitute the "**Terms and Conditions**" of the relevant Securities.

General Definitions applicable to the Securities

Security Type	Note
ISIN	XS0461339789
WKN	DB1YZ8
Common Code	046133978
Issuer	Deutsche Bank AG, London Branch
Number of the Securities	Aggregate nominal amount of up to EUR 30,000,000
Issue Price	102 per cent. of the Nominal Amount per Note
Issue Date	29 February 2016
Nominal Amount	EUR 1,000 per Note
Calculation Agent	Deutsche Bank AG, London
Underlying	Type: Fund Share Name: M&G Dynamic Allocation A EUR Acc Bloomberg page: MGGDAAA LN <Equity> Reference Source: as defined in §5(5)(i) of the General Conditions Reference Currency: EUR ISIN: GB00B56H1S45 Fund Business Day: applicable
Settlement	Cash Settlement
Initial Reference Level	The Reference Level on the Initial Valuation Date
Reference Level	An amount which shall be deemed to be a monetary value in the Reference Currency equal to the Relevant Reference Level Value on such day quoted by or published on the Reference Source as specified in the definition of the Underlying
Relevant Reference Level Value	The net asset value of the Underlying on the Reference Source

Initial Valuation Date	29 February 2016
Valuation Date	20 February 2026
Maximum Amount	EUR 50
Minimum Amount	zero
Coupon Observation Date	Each of 21 February 2017, 21 February 2018, 21 February 2019, 21 February 2020, 19 February 2021, 21 February 2022, 21 February 2023, 22 February 2024, 21 February 2025, 20 February 2026
Coupon Payment Dates	Each of 28 February 2017, 28 February 2018, 28 February 2019, 28 February 2020, 26 February 2021, 28 February 2022, 28 February 2023, 29 February 2024, 28 February 2025 or, in each case, if later, the fifth Business Day following the Coupon Observation Date immediately preceding such date, and the Settlement Date.

General Definitions applicable to Certificates

Not Applicable

General Definitions applicable to Warrants

Not Applicable

General Definitions applicable to Notes
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Participation Factor	80 per cent.
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Product No. N1: Reverse Convertible Note (Physical Delivery)

Not Applicable

Product No. N2: Reverse Convertible Note (Cash Settlement)

Not Applicable

Product No. N3: Barrier Reverse Convertible Note (Physical Delivery)

Not Applicable

Product No. N4: Barrier Reverse Convertible Note (Cash Settlement)

Not Applicable

Product No. N5: Barrier Reverse Convertible Worst of Basket Note (Physical Delivery)

Not Applicable

Product No. N6: Barrier Reverse Convertible Worst of Basket Note (Cash Settlement)

Not Applicable

Product No. N7: Barrier Reverse Convertible Worst of Basket Note with Participation (Physical Delivery)

Not Applicable

Product No. N8: Barrier Reverse Convertible Worst of Basket Note with Participation (Cash Settlement)

Not Applicable

Product No. N9: Barrier Pro Reverse Convertible Note (Physical Delivery)

Not Applicable

Product No. N10: Barrier Pro Reverse Convertible Note (Cash Settlement)

Not Applicable

Product No. N11: Barrier Pro Reverse Convertible Worst of Basket Note (Physical Delivery)

Not Applicable

Product No. N12: Barrier Pro Reverse Convertible Worst of Basket Note (Cash Settlement)

Not Applicable

Product No. N13: Easy Reverse Convertible Note (Physical Delivery)

Not Applicable

Product No. N14: Easy Reverse Convertible Note (Cash Settlement)

Not Applicable

Product No. N15: Easy Reverse Convertible Worst of Basket Note (Physical Delivery)

Not Applicable

Product No. N16: Easy Reverse Convertible Worst of Basket Note (Cash Settlement)

Not Applicable

Product No. N17: Worst of Basket Autocallable Note

Not Applicable

Product No. N18: Worst of Basket Callable Note

Not Applicable

Product No. N19: Conditional Coupon Note

Not Applicable

Product No. N20: Step Up Note

Not Applicable

Product No. N21: Fixed Rate Interest Note

Not Applicable

Product No. N22: Fixed Rate Interest Plus Note

Not Applicable

Product No. N23: Fix to Floating Note

Not Applicable

Product No. N24: Fix to Floating Pure Note

Not Applicable

Product No. N25: Fix to Floating Money Market Note

Not Applicable

Product No. N26: Floater Bond

Not Applicable

Product No. N27: Inflation-Indexed Bond

Not Applicable

Product No. N28: Coupon Lock In Note

Not Applicable

Product No. N29: Rolling Lock In plus Bond

Not Applicable

Product No. N30: ZinsPlus Note

Not Applicable

Product No. N31: Currency Note

Not Applicable

Product No. N32: Autocallable Note (with instalment redemption)

Not Applicable

Product No. N33: Stability Note

Not Applicable

Product No. N34: Digital Variable Coupon Note

Not Applicable

Product No. N35: Range Accrual Note

Not Applicable

Product No. N36: Leveraged Floater Note

Not Applicable

Product No. N37: Altiplano Basket Note

Not Applicable

Product No. N38: Individual Cap Note

Not Applicable

Product No. N39: Autocallable Note with Memory Coupon

Not Applicable

Product No. N40: Autocallable Note with Knock Out Barrier of Down and In Put

Not Applicable

Product No. N41: Recovery Note

Not Applicable

Product No. N42: Single Underlying Autocallable Note

Not Applicable

Product No. N43: Outperformance Note

Not Applicable

Product No. N44: Switchable Note

Not Applicable

Product No. N45: Note linked to a Basket

Not Applicable

Product No. N46: Worst of Basket Callable Note with performance-linked coupon

Not Applicable

Product No. N47: Currency Chooser Basket Note

Not Applicable

Product No. N48: Currency Express Note

Not Applicable

Product No. N49: Rainbow Return Note

Not Applicable

Product No. N50: Autocallable Note with Knock Out Barrier

Not Applicable

Product No. N51: Single Underlying Callable Note

Not Applicable

Product No. N52: Switchable Coupon Note

Not Applicable

Product No. N53: Outperformance Note (Geared Put)

Not Applicable

Product No. N54: Express Autocallable Note on a Basket

Not Applicable

Product No. N55: Express Autocallable Note on a Share Basket with Put on an Index

Not Applicable

Product No. N56: Altiplano Coupon Lock In Note

Not Applicable

Product No. N57: Outperformance Call Note

Not Applicable

Product No. N58: Currency Autocallable Note

Not Applicable

Product No. N59: Simplified Digital Variable Coupon Note

Cash Amount	The Nominal Amount
Coupon Payment	Coupon Payment applies
Coupon Amount	<p>In respect of a Coupon Observation Date, the Coupon Amount paid on the Coupon Payment Date immediately after such Coupon Observation Date will be an amount equal to the product of:</p> <ul style="list-style-type: none"> (a) the Nominal Amount, multiplied by (b) the Participation Factor, multiplied by (c) the quotient of (i) and (ii): <p>where:</p> <ul style="list-style-type: none"> (i) is one (as numerator); and (ii) is the Coupon Divisor in respect of the Coupon Observation Date falling immediately prior to such Coupon Payment Date (as denominator), and further multiplied by (d) the Underlying Return in respect of the Coupon Observation Date falling immediately prior to such Coupon Payment Date, <p>provided that such Coupon Amount will not be greater than the Maximum Amount and will not be less than the Minimum Amount.</p>
Coupon Divisor	<ul style="list-style-type: none"> (a) In respect of the first Coupon Observation Date, one; (b) in respect of the second Coupon Observation Date, two; (c) in respect of the third Coupon Observation Date, three;

- (d) in respect of the fourth Coupon Observation Date, four;
- (e) in respect of the fifth Coupon Observation Date, five;
- (f) in respect of the sixth Coupon Observation Date, six;
- (g) in respect of the seventh Coupon Observation Date, seven;
- (h) in respect of the eighth Coupon Observation Date, eight;
- (j) in respect of the ninth Coupon Observation Date, nine; and
- (j) in respect of the Last Coupon Observation Date, ten.

Last Coupon Observation Date	The Coupon Observation Date scheduled to fall latest in time.
Underlying Return	In respect of each Coupon Observation Date, an amount equal to: <ul style="list-style-type: none"> (a) the quotient of: <ul style="list-style-type: none"> (i) the Reference Level of the Underlying in respect of such Coupon Observation Date (as numerator); and (ii) the Initial Reference Level of the Underlying (as denominator), minus (b) one
Settlement Date	The later of (a) 27 February 2026 and (b) the fifth Business Day after the Last Coupon Observation Date

Product No. N60: Contingent Coupon Note
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Not Applicable

Further Definitions Applicable to the Securities

Settlement Currency	EUR
Business Day	A day on which the Trans-European Automated Real-time Gross settlement Express Transfer (TARGET2) system (or any successor thereto) is open, and on which commercial banks and foreign exchange markets settle payments in the Business Day Locations. 24 December and 31 December each year are not considered Business Days
Business Day Locations	London
Payment Day Locations	London
Correction Period	Two Business Days prior to the due date for any payment or delivery

under the Securities, the amount of which is determined in whole or in part by reference to such value or price of the Reference Item

Form of Securities	Global Security in bearer form
Clearing Agent	Euroclear Bank SA/NV, 1 boulevard Albert II, 1210 Brussels, Belgium Clearstream Banking Luxembourg S.A., 42 avenue John F. Kennedy, L-1855 Luxembourg
Governing Law	English law
Minimum Redemption Amount Payable	Applicable
Minimum Redemption Amount	100 per cent. of the Nominal Amount

Further Information about the Offering of the Securities

LISTING AND ADMISSION TO TRADING

Listing and Admission to Trading	The Securities will not be admitted to the regulated market of any exchange
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Minimum Trade Size	One Security
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OFFERING OF SECURITIES

Investor minimum subscription amount	EUR 1,000
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Investor maximum subscription amount	Not Applicable
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The Subscription Period:	Applications to subscribe for the Securities may be made from, and including, 8 January 2016 to, and including, 25 February 2016
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The Issuer reserves the right for any reason to reduce the number of Securities offered

Offer price	The Issue Price
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Cancellation of the Issuance of the Securities	The Issuer reserves the right for any reason to cancel the issuance of the Securities
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Early Closing of the Subscription Period of the Securities	The Issuer reserves the right for any reason to close the Subscription Period early
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Conditions to which the offer is subject	Offers of the Securities are conditional on their issue
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Description of the application process	Applications to purchase Securities will be made through the office of Deutsche Bank AG - Brussels Branch, Avenue Marnixlaan 13-15, Brussels, Belgium.
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Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants	Not applicable.
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Details of the method and time limits for paying up and delivering the Securities	Investors will be notified by the Issuer or the relevant financial intermediary of their allocations of Securities and the settlement arrangements in respect thereof
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The Securities will be issued and delivered on the Issue Date against payment to the Issuer of the net subscription price

Manner in and date on which results of the offer are to be made public	The Issuer will in its sole discretion determine the final amount of Securities to be issued (which will be dependent on the outcome of the offer), up to a limit of an aggregate nominal amount of EUR 30,000,000.
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	<p>The precise number of Securities to be issued will be published on the website of the Luxembourg Stock Exchange (www.bourse.lu) in accordance with Article 10 of the Luxembourg Law on the Prospectuses for Securities on or around the Issue Date.</p> <p>The results of the offer will be available from the Distributors upon investor request following the Subscription Period and prior to the Issue Date at the offices of the Distributor (Avenue Marnixlaan 13-15, Brussels, Belgium).</p>
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised	Not applicable.
Categories of potential investors to which the Securities are offered and whether tranche(s) have been reserved for certain countries	Offers may be made in Belgium to any person who complies with all other requirements for investment as set out in the Base Prospectus or otherwise determined by the Issuer and/or the relevant financial intermediaries. In other EEA countries, offers will only be made pursuant to an exemption under the Prospectus Directive as implemented in such jurisdictions
Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made	Each investor will be notified by the relevant Distributor of its allocation of Securities after the end of the Subscription Period and before the Issue Date.
Amount of any expenses and taxes specifically charged to the subscriber or purchaser	Save for the Issue Price, which includes the commissions payable to the Distributors, details of which are set out in the section below entitled "Fees", the Issuer is not aware of any expenses and taxes specifically charged to the subscriber or purchaser
Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place	Deutsche Bank AG - Brussels Branch, Avenue Marnixlaan 13-15, Brussels, Belgium (the " Distributor " and together with any other entities appointed as a distributor in respect of the Securities during the Subscription Period, the " Distributors ")
Consent to use of Prospectus	<p>The Issuer consents to the use of the Prospectus during the Subscription Period, by the following financial intermediary (individual consent): Deutsche Bank AG, Brussels Branch, Avenue Marnixlaan 13-15, Brussels, Belgium</p> <p>Individual consent to the later resale and final placement of the Securities by the financial intermediaries is given in relation to Belgium,</p> <p>The subsequent resale or final placement of Securities by financial intermediaries can be made during the Subscription Period.</p>

FEES

Trailer Fee	Not applicable
Placement Fee	The Issue Price contains a fee of up to 2.00 per cent. of the Nominal Amount per Note
Distribution Fee	The Distributor will purchase the securities at a discount from the Issuer of up to 2.5 per cent. of the Nominal Amount of the Securities placed through it.
Total Fees	Therefore, where the distribution fee is at the maximum level of 2.5 per cent., the total fees would be 4.5 per cent., which would be equivalent to approximately 0.45 per cent. per annum over ten years.
Fees charged by the Issuer to the Securityholders post issuance	Not applicable

SECURITY RATINGS

Rating	The Securities have not been rated.
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INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Interests of Natural and Legal Persons involved in the Issue	Save for the Distributors regarding the fees as set out under "Fees" above, so far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer
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PUBLICATION OF NOTICES

Publication of notices	Notices will be published in accordance with §16(1)(a) or §16(1)(b)
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INFORMATION RELATING TO THE UNDERLYING

Information on the Underlying, on the past and future performance of the Underlying and its volatility can be obtained on Bloomberg page MGGDAAA LN <Equity>.

Further Information Published by the Issuer

The Issuer does not intend to provide any further information on the Underlying.

COUNTRY SPECIFIC INFORMATION:

Offers may be made in Belgium to any person which complies with all other requirements for investment as set out in the Base Prospectus or otherwise determined by the Issuer and/or the relevant financial intermediaries. In other EEA countries, offers will only be made pursuant to an exemption under the Prospectus Directive as implemented in such jurisdictions.

Additional information relating to Belgian law: In respect of public offers of Securities in Belgium, the Issuer could be required to comply with the provisions of the Belgian Code of Economic Law, especially the provisions on unfair terms in the application of the terms and conditions as set out in the Base Prospectus and the relevant Final Terms relating to such Securities in Belgium, insofar as these provisions are applicable. In this respect, every significant new factor, material mistake or inaccuracy relating to the information included in the Base Prospectus or in the Final Terms which is capable of affecting the assessment of the Securities and which arises or is noted between the time when the Base Prospectus is approved and the final closing of the offer of the Securities to the public or, as the case may be, the time when trading of the Securities on a regulated market begins, shall be mentioned in a supplement to the Base Prospectus and the Final Terms.

Agent in Belgium

The Agent in Belgium is Deutsche Bank AG, acting through its branch in Brussels, being as at the Issue Date at the following address: Avenue Marnixlaan 13-15, 1000 Brussels, Belgium.

Annex to the Final Terms

Issue-Specific Summary

Summaries are made up of disclosure requirements known as "Elements". These elements are numbered in Sections A – E (A.1 – E.7).

This Summary contains all the Elements required to be included in a summary for this type of securities and Issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the summary because of the type of securities and Issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the summary with the mention of 'not applicable'.

Element	Section A – Introduction and warnings	
A.1	Warning	<p>Warning that:</p> <ul style="list-style-type: none"> the Summary should be read as an introduction to the Prospectus; any decision to invest in the Securities should be based on consideration of the Prospectus as a whole by the investor; where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the EU member states, have to bear the costs of translating the Prospectus, before the legal proceedings are initiated; and civil liability attaches only to those persons who have tabled the Summary including any translation thereof, but only if the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Prospectus or it does not provide, when read together with the other parts of the Prospectus, key information in order to aid investors when considering whether to invest in such the Securities.
A.2	Consent to use of the Prospectus	<ul style="list-style-type: none"> The Issuer consents to the use of the Prospectus for subsequent resale or final placement of the Securities by the following financial intermediary (individual consent): Deutsche Bank AG, Brussels Branch, Avenue Marnixlaan 13-15, Brussels, Belgium The subsequent resale or final placement of Securities by financial intermediaries can be made from, and including, 8 January 2016 to, and including, 25 February 2016. Such consent is not subject to and given under any condition. In case of an offer being made by a financial intermediary, this financial intermediary will provide information to investors on the terms and conditions of the offer at the time the offer is made.
Element	Section B – Issuer	
B.1	Legal and Commercial Name of the Issuer.	The legal and commercial name of the Issuer is Deutsche Bank Aktiengesellschaft (" Deutsche Bank " or the " Bank ").
B.2	Domicile, Legal Form, Legislation, Country of Incorporation	<p>Deutsche Bank is a stock corporation (Aktiengesellschaft) under German law. The Bank has its registered office in Frankfurt am Main, Germany. It maintains its head office at Taunusanlage 12, 60325 Frankfurt am Main, Germany.</p> <p>Deutsche Bank AG, acting through its London branch ("Deutsche Bank AG, London Branch") is domiciled at Winchester House, 1 Great Winchester Street, London EC2N 2DB, United Kingdom.</p>
B.4b	Known trends affecting the Issuer and the industries in which it operates	With the exception of the effects of the macroeconomic conditions and market environment, litigation risks associated with the financial markets crisis as well as the effects of legislation and regulations applicable to financial institutions in Germany and the European Union, there are no known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the Issuer's prospects in its current financial year.

B.5	Description of the group and the Issuer's position within the group	Deutsche Bank is the parent company of a group consisting of banks, capital market companies, fund management companies, property finance companies, instalment financing companies, research and consultancy companies and other domestic and foreign companies (the " Deutsche Bank Group ").																																											
B.9	Profit forecasts or estimate.	Not applicable; no profit forecast or estimate is made.																																											
B.10	Qualifications in the audit report.	Not applicable. There are no qualifications in the audit report on the historical financial information.																																											
B.12	Selected historical financial information. <div>key</div>	<p>The following table shows an overview from the balance sheet of Deutsche Bank AG which has been extracted from the respective audited consolidated financial statements prepared in accordance with IFRS as of 31 December 2013 and 31 December 2014 as well as from the unaudited consolidated interim financial statements as of 30 September 2014 and of 30 September 2015.</p> <table><tr><th></th><th>31 December 2013 (IFRS, audited)</th><th>30 September 2014 (IFRS, unaudited)</th><th>31 December 2014 (IFRS, audited)</th><th>30 September 2015 (IFRS, unaudited)</th></tr><tr><td>Share capital (in EUR)</td><td>2,609,919,078.40</td><td>3,530,939,215.36*</td><td>3,530,939,215.36</td><td>3,530,939,215.36*</td></tr><tr><td>Number of ordinary shares</td><td>1,019,499,640</td><td>1,379,273,131*</td><td>1,379,273,131</td><td>1,379,273,131*</td></tr><tr><td>Total assets (in million Euro)</td><td>1,611,400</td><td>1,709,189</td><td>1,708,703</td><td>1,719,374</td></tr><tr><td>Total liabilities (in million Euro)</td><td>1,556,434</td><td>1,639,083</td><td>1,635,481</td><td>1,650,495</td></tr><tr><td>Total equity (in million Euro)</td><td>54,966</td><td>70,106</td><td>73,223</td><td>68,879</td></tr><tr><td>Core Tier 1 capital ratio / Common Equity Tier 1 capital ratio^{1,2}</td><td>12.8%</td><td>14.7%</td><td>15.2%</td><td>13.4%³</td></tr><tr><td>Tier 1 capital ratio²</td><td>16.9%</td><td>15.5%</td><td>16.1%</td><td>15.0%⁴</td></tr></table> <p>*Source: Issuer's website under https://www.deutsche-bank.de/ir/en/content/ordinary_share.htm; date: 14 December 2015 (and the information appearing on such website does not form part of this Prospectus).</p> <p>¹ The CRR/CRD 4 framework replaced the term Core Tier 1 by Common Equity Tier 1.</p> <p>² Capital ratios for 2014 and 2015 are based upon transitional rules of the CRR/CRD 4 capital framework; prior periods are based upon Basel 2.5 rules excluding transitional items pursuant to the former section 64h (3) of the German Banking Act.</p> <p>³ The Common Equity Tier 1 capital ratio as of 30 September 2015 on the basis of CRR/CRD 4 fully loaded was 11.5%.</p> <p>⁴ The Tier 1 capital ratio as of 30 September 2015 on the basis of CRR/CRD 4 fully loaded was 12.6%.</p>					31 December 2013 (IFRS, audited)	30 September 2014 (IFRS, unaudited)	31 December 2014 (IFRS, audited)	30 September 2015 (IFRS, unaudited)	Share capital (in EUR)	2,609,919,078.40	3,530,939,215.36*	3,530,939,215.36	3,530,939,215.36*	Number of ordinary shares	1,019,499,640	1,379,273,131*	1,379,273,131	1,379,273,131*	Total assets (in million Euro)	1,611,400	1,709,189	1,708,703	1,719,374	Total liabilities (in million Euro)	1,556,434	1,639,083	1,635,481	1,650,495	Total equity (in million Euro)	54,966	70,106	73,223	68,879	Core Tier 1 capital ratio / Common Equity Tier 1 capital ratio ^{1,2}	12.8%	14.7%	15.2%	13.4% ³	Tier 1 capital ratio ²	16.9%	15.5%	16.1%	15.0% ⁴
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	No material adverse change in the prospects	There has been no material adverse change in the prospects of Deutsche Bank Group since 31 December 2014.
	Significant changes in the financial or trading position	Not applicable. There has been no significant change in the financial or trading position of Deutsche Bank Group since 30 September 2015
B.13	Recent events material to the Issuer's solvency	Not applicable. There are no recent events particular to the Issuer which are to a material extent relevant to the evaluation of the Issuer's solvency.
B.14	Dependence upon group entities	Please read the following information together with Element B.5. Not applicable. The Issuer is not dependent upon other entities.
B.15	Issuer's principal activities.	<p>The objects of Deutsche Bank, as laid down in its Articles of Association, include the transaction of all kinds of banking business, the provision of financial and other services and the promotion of international economic relations. The Bank may realise these objectives itself or through subsidiaries and affiliated companies. To the extent permitted by law, the Bank is entitled to transact all business and to take all steps which appear likely to promote the objectives of the Bank, in particular: to acquire and dispose of real estate, to establish branches at home and abroad, to acquire, administer and dispose of participations in other enterprises, and to conclude enterprise agreements.</p> <p>As of 31 December 2014, the Bank was organized into the following five corporate divisions:</p> <ul style="list-style-type: none"> • Corporate Banking & Securities (CB&S); • Global Transaction Banking (GTB); • Deutsche Asset & Wealth Management (Deutsche AWM); • Private & Business Clients (PBC); and • Non-Core Operations Unit (NCOU). <p>The five corporate divisions are supported by infrastructure functions. In addition, Deutsche Bank has a regional management function that covers regional responsibilities worldwide.</p> <p>Deutsche Bank will reorganize its business operations under a new segment structure. Effective January 1, 2016, a business division called Corporate & Investment Banking will be created by combining the Corporate Finance business in CB&S and Global Transaction Banking (GTB). CB&S's sales and trading activities will be combined in a newly created business division called Global Markets. The name "CB&S" will cease to exist. Additional changes will affect Deutsche Asset & Wealth Management. High net worth clients will be served by Private Wealth Management which will be run as an independent business unit within the Private & Business Clients business division. Deutsche Asset Management will become a stand-alone business division and focus exclusively on institutional clients and the funds business.</p> <p>The Bank has operations or dealings with existing or potential customers in most countries in the world. These operations and dealings include:</p> <ul style="list-style-type: none"> • subsidiaries and branches in many countries; • representative offices in other countries; and

		<ul style="list-style-type: none">one or more representatives assigned to serve customers in a large number of additional countries																				
B.16	Controlling persons.	Not applicable. Based on notifications of major shareholdings pursuant to sections 21 et seq. of the German Securities Trading Act (<i>Wertpapierhandelsgesetz - WpHG</i>), there are only three shareholders holding more than 3 but less than 10 per cent. of the Issuer's shares. To the Issuer's knowledge there is no other shareholder holding more than 3 per cent. of the shares. The Issuer is thus not directly or indirectly owned or controlled.																				
B.17	Credit ratings to the Issuer and the Securities	<p>Deutsche Bank is rated by Moody's Investors Service, Inc. ("Moody's"), Standard & Poor's Credit Market Services Europe Limited ("S&P"), Fitch Deutschland GmbH ("Fitch") and DBRS, Inc. ("DBRS", together with Fitch, S&P and Moody's, the "Rating Agencies").</p> <p>S&P and Fitch are established in the European Union and have been registered in accordance with Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009, as amended, on credit rating agencies ("CRA Regulation"). With respect to Moody's, the credit ratings are endorsed by Moody's office in the UK (Moody's Investors Service Ltd.) in accordance with Article 4(3) of the CRA Regulation. With respect to DBRS, the credit ratings are endorsed by DBRS Ratings Ltd. in the UK in accordance with Article 4(3) of the CRA Regulation. Moody's Investors Service Ltd. and DBRS Ratings Limited are established in the European Union and have been registered in accordance with the CRA Regulation.</p> <p>As of the date of the Prospectus, the following ratings were assigned to Deutsche Bank:</p> <table><tr><td><i>Rating Agency</i></td><td><i>Long term</i></td><td><i>Short term</i></td><td><i>Outlook</i></td></tr><tr><td>Moody's</td><td>A3</td><td>P-2</td><td>negative</td></tr><tr><td>S&P</td><td>BBB+</td><td>A-2</td><td>stable</td></tr><tr><td>Fitch</td><td>A-</td><td>F1</td><td>stable</td></tr><tr><td>DBRS</td><td>A</td><td>R-1 (low)</td><td>stable</td></tr></table> <p>The Securities are not rated.</p>	<i>Rating Agency</i>	<i>Long term</i>	<i>Short term</i>	<i>Outlook</i>	Moody's	A3	P-2	negative	S&P	BBB+	A-2	stable	Fitch	A-	F1	stable	DBRS	A	R-1 (low)	stable
<i>Rating Agency</i>	<i>Long term</i>	<i>Short term</i>	<i>Outlook</i>																			
Moody's	A3	P-2	negative																			
S&P	BBB+	A-2	stable																			
Fitch	A-	F1	stable																			
DBRS	A	R-1 (low)	stable																			
Element	Section C – Securities																					
C.1	Type and the class of the securities, including any security identification number.	<p>Type of Securities</p> <p>The Securities are Notes (the "Securities"). For a further description see Elements C.9 and C.10.</p> <p>Security identification number(s) of Securities</p> <p>ISIN: XS0461339789</p> <p>WKN: DB1YZ8</p> <p>Common Code: 046133978</p> <p>RIC: DEDB1YZ8=DBBL</p>																				
C.2	Currency of the securities issue.	Euro (EUR)																				
C.5	Restrictions on the free transferability of the securities.	Each Security is transferable in accordance with applicable law and any rules and procedures for the time being of any Clearing Agent through whose books such Security is transferred.																				
C.8	Rights attached to the securities.																					

	including ranking and limitations to those rights	<p>Rights attached to the Securities</p> <p>The Securities provide holders of the Securities, on redemption or upon exercise, with a claim for payment of a cash amount.</p> <p>Governing law of the Securities</p> <p>The Securities will be governed by, and construed in accordance with, English law. The constituting of the Securities may be governed by the laws of the jurisdiction of the Clearing Agent</p> <p>Status of the Securities</p> <p>The Securities will constitute direct, unsecured and unsubordinated obligations of the Issuer ranking <i>pari passu</i> among themselves and <i>pari passu</i> with all other unsecured and unsubordinated obligations of the Issuer except for any obligations preferred by law.</p> <p>Limitations to the rights attached to the Securities</p> <p>Under the terms and conditions of the Securities, the Issuer is entitled to terminate and cancel the Securities and to amend the terms and conditions of the Securities.</p>	
C.9	The nominal interest rate, the date from which interest becomes payable and the due dates for interest, where the rate is not fixed, description of the underlying on which it is based, maturity date and arrangements for the amortization of the loan, including the repayment procedures, an indication of yield, name of representative of debt security holders	<p>Coupon Payment Date:</p> <p>Settlement Date and Redemption:</p> <p>Yield:</p> <p>Name of representative of debt security holders:</p>	<p>Each of 28 February 2017, 28 February 2018, 28 February 2019, 28 February 2020, 26 February 2021, 28 February 2022, 28 February 2023, 29 February 2024, 28 February 2025 or, in each case, if later, the fifth Business Day following the Coupon Observation Date immediately preceding such date, and the Settlement Date.</p> <p>The later of (a) 27 February 2026, and (b) the fifth Business Day after the last Coupon Observation Date.</p> <p>The Securities redeem on the Settlement Date at a cash amount equal to 100 per cent. of the nominal amount (being EUR 1,000 per Security) (the "Nominal Amount"). The redemption is not guaranteed by a third party, but solely assured by the Issuer and is therefore dependent on the Issuer's ability to meet its payment obligations</p> <p>Not applicable; the Securities do not pay a fixed coupon</p> <p>Not applicable; there is no representative of debt security holders</p>
C.10	Derivative component in the interest payment.	<p>In respect of each Coupon Observation Date, a Coupon Payment will be made on the next following Coupon Payment Date.</p> <p>The amount of coupon paid on a Coupon Payment Date depends on the value, price or level of the Underlying on the Coupon Observation Date falling immediately prior to such Coupon Payment Date and whether such Coupon Observation Date falls earlier or later in the term of the Note.</p> <p>The Coupon Payment on a Coupon Payment Date will be calculated as (i) the Nominal Amount, multiplied by (ii) the Participation Factor, multiplied by (iii) one divided by the Coupon Divisor, and further multiplied by (iv) the Reference Level of the Underlying on the Coupon Observation Date falling immediately prior to such Coupon Payment Date divided by the Initial Reference Level of the Underlying, minus one (the "Underlying Return"). The Coupon Payment will not be less than the Minimum Amount and will not be greater than the Maximum Amount.</p> <p>The Coupon Divisor may be different for each Coupon Observation Date, and the Coupon Divisor may be higher for later Coupon Observation Dates, which will result in a larger proportional reduction of Coupon Payments for Coupon Payment Dates falling later in time.</p> <p>Coupon Observation Dates:</p> <p>Coupon Divisor:</p>	

		<p>to fall on (i) 21 February 2017, one, (ii) 21 February 2018, two, (iii) 21 February 2019, three, (iv) 21 February 2020, four, (v) 19 February 2021, five, (vi) 21 February 2022, six, (vii) 21 February 2023, seven, (viii) 22 February 2024, eight, (ix) 21 February 2025, nine, (x) 20 February 2026, ten.</p> <p>Initial Reference Level: The Reference Level on the Initial Valuation Date</p> <p>Initial Valuation Date: 29 February 2016</p> <p>Maximum Amount: EUR 50</p> <p>Minimum Amount: zero</p> <p>Participation Factor 80 per cent.</p> <p>Reference Level: The official net asset value of the Underlying for any day</p> <p>Underlying</p> <p>Type: Fund Share</p> <p>Name: M&G Dynamic Allocation A EUR Acc</p> <p>ISIN: GB00B56H1S45</p> <p>Information on the historical and ongoing performance of the Underlying and its volatility can be obtained on the Bloomberg page MGGDAAA LN <Equity></p>
C.11	Application for admission to trading, with a view to their distribution in a regulated market or other equivalent markets with indication of the markets in questions.	Not applicable; the Securities will not be admitted to trading on the regulated market of any exchange.
Element	Section D – Risks	
D.2	Key information on the key risks that are specific to the issuer.	<p>Investors will be exposed to the risk of the Issuer becoming insolvent as result of being overindebted or unable to pay debts, i.e. to the risk of a temporary or permanent inability to meet interest and/or principal payments on time. The Issuer's credit ratings reflect the assessment of these risks.</p> <p>Factors that may have a negative impact on Deutsche Bank's profitability are described in the following:</p> <ul style="list-style-type: none"> • Even as the U.S. economy has gradually improved, Europe continues to experience tepid economic growth, high levels of structural debt, persistent long-term unemployment and very low inflation. These persistently challenging market conditions have contributed to political uncertainty in many member countries of the eurozone and continue to negatively affect Deutsche Bank's results of operations and financial condition in some of Deutsche Bank's businesses, while a continuing low interest environment and competition in the financial services industry have compressed margins in many Deutsche Bank's businesses. If these conditions persist or worsen, Deutsche Bank could determine that it needs to make changes to its business model. • Regulatory and political actions by European governments in response to the European sovereign debt crisis may not be sufficient to prevent the crisis from spreading or to prevent departure of one or more member countries from the common currency. In

		<p>particular, anti-austerity populism in Greece and other member countries of the eurozone could undermine confidence in the continued viability of those countries' participation in the euro. The default or departure from the euro of any one or more countries could have unpredictable political consequences as well as consequences for the financial system and the greater economy, potentially leading to declines in business levels, write-downs of assets and losses across Deutsche Bank's businesses. Deutsche Bank's ability to protect itself against these risks is limited.</p> <ul style="list-style-type: none"> • Deutsche Bank may be required to take impairments on its exposures to the sovereign debt of European or other countries as the European sovereign debt crisis continues. The credit default swaps into which Deutsche Bank has entered to manage sovereign credit risk may not be available to offset these losses. • Deutsche Bank has a continuous demand for liquidity to fund its business activities. It may suffer during periods of market-wide or firm-specific liquidity constraints, and liquidity may not be available to it even if its underlying business remains strong. • Regulatory reforms enacted and proposed in response to weaknesses in the financial sector, together with increased regulatory scrutiny more generally, have created significant uncertainty for Deutsche Bank and may adversely affect its business and ability to execute its strategic plans. • Regulatory and legislative changes require Deutsche Bank to maintain increased capital and may significantly affect its business model and the competitive environment. Any perceptions in the market that Deutsche Bank may be unable to meet its capital requirements with an adequate buffer, or that it should maintain capital in excess of the requirements, could intensify the effect of these factors on Deutsche Bank's business and results. • The increasingly stringent regulatory environment to which Deutsche Bank is subject, coupled with substantial outflows in connection with litigation and enforcement matters, may make it difficult for Deutsche Bank to maintain its capital ratios at levels above those required by regulators or expected in the market. • Legislation in the United States and in Germany as well as proposals in the European Union regarding the prohibition of proprietary trading or its separation from the deposit-taking business may materially affect Deutsche Bank's business model. • European and German legislation regarding the recovery and resolution of banks and investment firms as well as proposals published by the Financial Stability Board proposing a new minimum capital requirement for "total loss absorbing capacity" (TLAC) could result in higher refinancing costs and, if resolution measures were imposed on Deutsche Bank, significantly affect its business operations and lead to losses for its creditors. • Other regulatory reforms adopted or proposed in the wake of the financial crisis – for example, extensive new regulations governing Deutsche Bank's derivatives activities, bank levies or a possible financial transaction tax – may materially increase Deutsche Bank's operating costs and negatively impact its business model. • Adverse market conditions, historically low prices, volatility and cautious investor sentiment have affected and may in the future materially and adversely affect Deutsche Bank's revenues and profits, particularly in its investment banking, brokerage and other commission- and fee-based businesses. As a result, Deutsche Bank has in the past incurred and may in the future incur significant losses from its trading and investment activities. • Since Deutsche Bank published its Strategy 2015+ targets in 2012, macroeconomic and market conditions as well as the regulatory environment have been much more challenging than originally anticipated, and as a result, Deutsche Bank has updated its aspirations to reflect these challenging conditions and developed the next phase of its
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D.3	Key information on the risks that are specific and individual to the securities.	<p>Securities are linked to the Underlying</p> <p>Amounts payable or assets deliverable periodically or on exercise or redemption of the Securities, as the case may be, are linked to the Underlying which may comprise one or more Reference Items. The purchase of, or investment in, Securities linked to the Underlying involves substantial risks.</p> <p>The Securities are not conventional securities and carry various unique investment risks which prospective investors should understand clearly before investing in the Securities. Each prospective investor in the Securities should be familiar with securities having characteristics similar to the Securities and should fully review all documentation for and understand the terms and conditions of the Securities and the nature and extent of its exposure to risk of loss.</p> <p>Potential investors should ensure that they understand the relevant formula in accordance with which the amounts payable and/or assets deliverable are calculated, and if necessary seek advice from their own adviser(s).</p>

		<p>Risks associated with the Underlying</p> <p>Because of the Underlying's influence on the entitlement from the Security, as with a direct investment in the Underlying, investors are exposed to risks both during the term and also at maturity, which are also generally associated with an investment in the respective fund share and investments in funds in general.</p> <p>Currency risks</p> <p>Investors face an exchange rate risk if the Settlement Currency is not the currency of the investor's home jurisdiction.</p> <p>Early Termination</p> <p>The terms and conditions of the Securities include a provision pursuant to which, either at the option of the Issuer or otherwise where certain conditions are satisfied, the Issuer is entitled to redeem or cancel the Securities early. Upon such early redemption or cancellation, depending on the event which resulted in such early redemption or cancellation, the Issuer will pay either a specified minimum amount in respect of each nominal amount, plus, in certain circumstances, an additional coupon, or, in limited circumstances, only the market value of the Securities less the direct and indirect costs to the issuer of unwinding or adjusting any underlying related hedging arrangements, which may be zero. As a result, the Securities may have a lower market value than similar securities which do not contain any such Issuer's right for redemption or cancellation. During any period where the Securities may be redeemed or cancelled in this way the market value of the Securities generally will not rise substantially above the price at which they may be redeemed or cancelled. The same applies where the terms and conditions of the Securities include a provision for an automatic redemption or cancellation of the Securities (e.g., "knock-out" or "auto call" provision).</p> <p>Regulatory bail-in and other resolution measures</p> <p>If the competent supervisory authority or the competent resolution authority determines that the Issuer is failing or likely to fail and certain other conditions are met, the competent resolution authority has the power to write down, including to write down to zero, claims for payment of the principal and any other claims under the Securities respectively, interest or any other amount in respect of the Securities to convert the Securities into ordinary shares or other instruments qualifying as common equity tier 1 capital (the write-down and conversion powers are hereinafter referred to as the "Bail-in tool"), or to apply any other resolution measure including (but not limited to) a transfer of the Securities to another entity, an amendment of the terms and conditions of the Securities or a cancellation of the Securities</p> <p>Risks at maturity</p> <p>The Coupon Payment on a Coupon Payment Date depends on (i) the Nominal Amount, multiplied by (ii) the Participation Factor, multiplied by (iii) the Underlying Return on the Coupon Observation Date immediately preceding such Coupon Payment Date, further multiplied by (iv) one divided by the relevant Coupon Divisor for such Coupon Observation Date. The Coupon Payment will not be less than the Minimum Amount and will not be greater than the Maximum Amount.</p> <p>The Coupon Divisor may be different for each Coupon Observation Date, and may be higher for later Coupon Observation Dates, which will result in a larger proportional reduction of Coupon Payments for Coupon Payment Dates falling later in time during the term of the Note.</p> <p>Consequently, even if the Reference Level of the Underlying on a later Coupon Observation Date is higher than its Reference Level on the earlier Coupon Observation Date(s), an investor could receive the minimum Coupon Payment on the following Coupon Payment Date.</p> <p>It is thus possible that the total Coupon Payments made throughout the term of the Note will be the aggregate of the minimum Coupon Payments made on each Coupon Payment Date. If this occurs, while an investor will receive on the Settlement Date 100% of the Nominal Amount of each Note (subject to the credit risk of the Issuer), the investor will not receive any return beyond this and the coupons received on and prior to the Settlement Date.</p>
Element	Section E – Offer	
E.2b	Reasons for the offer, use of proceeds, estimated net proceeds	Not applicable, making profit and/or hedging certain risks are the reasons for the offer.

E.3	Terms and conditions of the offer.	<p>Conditions to which the offer is subject:</p> <p>Offers of the Securities are conditional on their issue.</p> <p>Number of the Securities: An aggregate nominal amount of up to EUR 30,000,000.</p> <p>The Subscription Period: Applications to subscribe for the Securities may be made through the Distributor(s) from 8 January 2016 until the "Primary Market End Date" which is 25 February 2016 (subject to adjustment) during the hours in which banks are generally open for business in Belgium.</p> <p>The Issuer reserves the right for any reason to change the number of Securities offered.</p> <p>Cancellation of the Issuance of the Securities: The Issuer reserves the right for any reason to cancel the issuance of the Securities.</p> <p>Early Closing of the Subscription Period of the Securities: The Issuer reserves the right for any reason to close the Subscription Period early.</p> <p>Investor minimum subscription amount: The minimum allocation per investor will be EUR 1,000.</p> <p>Investor maximum subscription amount: The maximum allocation of Securities will be subject only to availability at the time of application.</p> <p>Description of the application process: Applications to purchase Securities should be made through Deutsche Bank AG, Brussels Branch, Avenue Marnixlaan 13-15, Brussels, Belgium.</p> <p>Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants: Not Applicable; there is no possibility to reduce subscriptions and therefore no manner for refunding excess amount paid by applicants.</p> <p>Details of the method and time limits for paying up and delivering the Securities: Investors will be notified by the relevant Distributor of their allocations of Securities and the settlement arrangements in respect thereof. The Securities will be issued and delivered on the Issue Date against payment to the Issuer by the relevant Distributor of the net subscription price.</p> <p>Manner in and date on which results of the offer are to be made public: The Issuer will in its sole discretion determine the final amount of Securities to be issued (which will be dependent on the outcome of the offer), up to a limit of an aggregate nominal amount of EUR 30,000,000.</p> <p>The results of the offer will be available from the Distributors following the Subscription Period and prior to the Issue Date.</p> <p>Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: Not applicable; a procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights is not planned.</p> <p>Categories of potential investors to which the Securities are offered and whether tranche(s) have been reserved for certain countries: Offer may be made in Belgium to any person who complies with all other requirements for investment as set out in the Base Prospectus or otherwise determined by the Issuer and/or the relevant financial intermediaries. In other EEA countries,</p>
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E.4	Interest that is material to the issue/offer including confliction interests.	Save for the Distributors regarding the fees, as far as the Issuer is aware, no person involved in the issue of the Securities has an interest material to the offer.
E.7	Estimated expenses charged to the investor by the issuer or offeror.	Save for the Issue Price (which includes the commissions payable by the Issuer to the Distributors of up to 4.5 per cent. of the Nominal Amount (2.0% Placement Fee and 2.5% Distributor Fee as described above) equivalent to approximately 0.45 per cent. per annum of the Securities placed through it), the Issuer is not aware of any expenses and taxes specifically charged to the subscriber or purchaser.