# Open End Turbo Put linked to SMI®

SSPA Product Type: Warrant with Knock-Out (2200) Valor: 47367174, ISIN: DE000DC4E9Z4, WKN: DC4E9Z

Definitive Simplified Prospectus

www.xmarkets.ch

x-markets.ch@db.com

Tel. +41 (0) 44 227 3420\*

This product is not a collective investment scheme as per the Swiss Federal Act on Collective Investment Schemes (CISA) and is not subject to the authorization or supervision of the Swiss Financial Market Supervisory Authority FINMA. Investors bear the issuer risk.

Investors should carefully read the section "Significant Risks for the Investors" below. This simplified prospectus does neither constitute the provision of investment advice nor an invitation for an offer.

This simplified prospectus can be obtained free of charge at Deutsche Bank AG, Frankfurt, Zurich Branch, Postfach 8730, 8021 Zurich.

This simplified prospectus is available only in English.

## **1. Product Description**

An Open End Turbo Put enables investors to participate more than proportionately (with leverage) in the negative development of the Underlying. Conversely, investors also participate more than proportionately in the positive development of the Underlying and additionally bear the risk of losing their entire investment. If the Underlying reaches or goes above the Knock-Out Barrier at any time during the life of an Open End Turbo Put, it expires worthless immediately. Because an Open End Turbo Put does not have a fixed term, the Knock-Out Barrier does not remain constant during the life of the Open End Turbo Put but is adjusted regularly. In contrast to plain vanilla warrants, volatility only has a marginal effect on the price of the Open End Turbo Put.

### **Issuer Information**

Issuer		Deutsche Bank AG, Frankfurt am Main
Registered office of	the Issuer	Taunusanlage 12, 60325 Frankfurt am Main, Germany
Prudential Superv Issuer	ision of the	The Issuer is licensed to carry on banking business and to provide financial services. Supervisory authorities: The European Central Bank (ECB) and the German Federal Financial Supervisory Authority ('Bundesanstalt für Finanzdienstleistungsaufsicht' or 'BaFin')
Ratings		The Securities themselves are not rated, however at the time of production of this document, Deutsche Bank AG has been assigned the following ratings for Preferred Senior Obligations (up-to-date ratings are available under https://www.db.com/ir/en/current-ratings.htm): Standard & Poor's BBB+, Moody's A3

**Product Details** 

SSPA Product Type	Warrant with Knock-Out (2200) (internet: <u>www.svsp-verband.ch</u> )
Security Numbers	Valor: 47367174, ISIN: DE000DC4E9Z4, WKN: DC4E9Z
Underlying	SMI®, Reuters RIC: .SSMI, Sponsor: SIX Swiss Exchange AG Reference Source: SIX Swiss Exchange AG, Zürich ISIN: CH0009980894
Initial Level of the Underlying	9,750
Initial Knock-Out Barrier	10,900

# **Deutsche Bank**



Multiplier	0.01 (equals a ratio of 100 : 1)
Issue Size	2,499,999 Open End Turbos
Issue Price	CHF 11.70
Settlement	Cash
Settlement Currency	CHF
Reference Currency	CHF
Status of the Warrants	The Warrants will constitute unsecured and unsubordinated preferred liabilities of the Issuer ranking pari passu among themselves and pari passu with all other unsecured and unsubordinated preferred liabilities of the Issuer, subject, however, to statutory priorities conferred to certain unsecured and unsubordinated preferred liabilities in the event of resolution measures imposed on the Issuer or in the event of the dissolution, liquidation, insolvency, composition or other proceedings for the avoidance of insolvency of, or against, the Issuer.
Rights attached to the Warrants	In case of an exercise by the investor or Issuer Call, if no Knock-Out Event has occurred, the Warrants provide investors on the Settlement Date with a claim for payment of the Cash Amount.
Limitations to the Rights	Under the conditions set out in the Terms and Conditions, the Issuer is entitled to terminate and cancel the Warrants and to amend the Terms and Conditions.

### Dates

Pricing Date, Issue Date	03 May 2019
Exercise Date	The first Business Day following the 7th calendar day of June of each calendar year.
Valuation Date	The date when (a) the Open End Turbos are exercised by the investor or (b) the Open End Turbos are redeemed by the Issuer, if such a date is not a trading day for the Underlying, the next following trading day for the Underlying.
Redemption Date	The date on which the redemption becomes effective as specified in the notice given by the Issuer when exercising the Issuer Call Right.
Settlement Date	The fourth Business Day following the day on which a Knock-Out Event occurred or the Valuation Date.
Business Day	A day on which the Trans-European Automated Real-time Gross Settlement Express Transfer (TARGET2) system is open and on which each relevant Clearing Agent settles payments. Saturday and Sunday are not considered Business Days.

## **Redemption and Settlement**

Investor Exercise Right	Starting on the Issue Date, the investor is entitled to exercise the Open End Turbo on each Exercise Date. The Agent in Switzerland must have received the corresponding notice by 12.00 Zurich time.
Issuer Call Right	Starting on the Issue Date, the Issuer is entitled to early redeem the Open End Turbo in whole, but not in part, by giving 4 weeks notice to the investors, specifying the Redemption Date.
Knock-Out Event	A Knock-Out Event occurs when in the determination of the Calculation Agent the level of the Underlying is at any time during the period between and including the Issue Date and the Valuation Date at or above the Knock-Out Barrier. A Knock-Out Event may occur at any time during the trading hours of the Underlying and potentially even outside the trading hours of the Open End Turbo Put. Upon occurrence of a Knock-Out Event, the Open End Turbo Put will expire worthless immediately. A Knock-Out Event will override both the Issuer Call Right and the



	Investor Exercise Right.
Cash Amount	In case of an exercise by the investor or Issuer Call for each Open End Turbo Put the following amount is paid back to the investor:
	(Knock-Out Barrier – Final Reference Level) x Multiplier
	Such amount cannot be negative.
	In case of a Knock-Out Event any entitlements to a Cash Amount become void.
Final Reference Level	In case of exercise by the investor or call by the Issuer, the Final Reference Leve is the closing level of the Underlying on the Valuation Date, as determined and published by the Sponsor of the Underlying.
Knock-Out Barrier	The Knock-Out Barrier will be determined by the Calculation Agent on a daily basis commencing from the Initial Knock-Out Barrier in accordance with the following formula:
	$B = B_{AD} + \frac{(r - FS) \times B_{AD} \times N}{365} - div$
	B: Knock-Out Barrier
	B <sub>w</sub> : Knock-Out Barrier from the immediately preceding Adjustment Date
	r: the prevailing interest rate for deposits in the Reference Currency as determined by the Calculation Agent on the Interest Rate Adjustment Date
	FS: the Financing Spread is equal to 3%. The Financing Spread is an interest margir set by the Calculation Agent.
	N: the number of calendar days between the immediately preceding Adjustmen Date (excluding) and the current day (including).
	div: dividends or other cash distributions net of applicable taxes and othe deductions as determined by the Calculation Agent adjusted to reflect the weighting of the relevant constituent of the Underlying on the day immediately preceding the day on which the constituent is traded ex dividend.
Adjustment Date	Following (and excluding) the Issue Date, each of the following days: the firs Business Day following the tenth calendar day of each month and each day immediately preceding the day on which a constituent is traded ex dividend or, i any such day is not a Business Day, the next following Business Day.
Interest Rate Adjustment Date	Following (and excluding) the Issue Date, the first Business Day following the tenth calendar day of each month.

## **General information**

Governing Law	German Law
Place of Jurisdiction	Frankfurt am Main
Public Offer	Switzerland
Listing	The Warrant is not listed.
Form of Securities	Uncertificated SIS Securities
Swiss Agent	Deutsche Bank AG Frankfurt, Zurich Branch, Uraniastrasse 9, P.O. Box 3604, CH – 8021 Zurich, Tel. +41 (0) 44 227 3420*
Calculation and Paying Agent	Deutsche Bank AG Frankfurt am Main The Calculation Agent shall have no responsibility for good faith errors or omissions in respect of any calculations or determinations contemplated herein, and its calculations and determinations shall, in the absence of manifest error, be final, conclusive and binding on security holders.



Clearing Agent	SIS SegaInterSettle AG
Minimum Trade Size	1 Warrant
Minimum Investment Size	1 Warrant
Minimum Exercise Amount	1 Warrant
Market Making	It is foreseen that under normal market conditions, Deutsche Bank AG will quote bid/offer prices on <u>www.xmarkets.ch</u> , Reuters, Bloomberg.
Publication of notifications and adjustments	All notifications to investors concerning the Warrants and adjustments to the product terms (e.g. due to corporate actions) are published under the area "Downloads" of the respective product page on <u>www.xmarkets.ch</u> .

### **Tax Treatment in Switzerland**

Swiss Federal Income Tax	For private investors residing in Switzerland and holding the Warrants as private assets, the Warrants are not subject to Swiss Income Tax.
Issue Stamp Duty	The Warrants should not be subject to the Swiss Issue Stamp Duty.
Transfer Stamp Duty	No Swiss Transfer Stamp Duty on secondary market transactions.
Swiss Withholding Tax	Income derived from the Warrants should not be subject to the Swiss Withholding Tax.
Automatic Exchange of Information in Tax Matters	of Switzerland has implemented the Automatic Exchange of Information in Tax Matters ("AEOI") as of 1st January 2017 with the EU and various other countries and is negotiating the introduction of the AEOI with further countries. The website " <u>www.sif.admin.ch</u> " provides an overview of all partner states Switzerland has signed an agreement for the introduction of the AEOI. In this context the EU Savings Tax for Swiss paying agents and the Final Withholding Tax with UK and Austria have been repealed as of 1st January 2017.

The above is a non-binding summary of the main tax consequences applicable to private investors resident in Switzerland and does not take special circumstances of investors into consideration. Tax laws and the tax authorities' practice may change, possibly with retroactive effect. Investors should consult their own tax advisor. Deutsche Bank AG expressly excludes all liability in respect of any tax implications.

## 2. Prospects of Profits and Loss

#### Market expectation

Investors in an Open End Turbo Put expect that the level of the Underlying will fall.

#### **Profit Potential**

An Open End Turbo Put benefits more than proportionately from a negative performance of the Underlying. The profit potential for an Open End Turbo Put is limited given the Underlying cannot go below zero.

#### Loss potential

An Open End Turbo Put loses value if the Underlying shows a positive performance. Investors may lose some of their invested capital if the Cash Amount is less than the purchase price of the Open End Turbo Put paid by the investor. If the Underlying does not move, an Open End Turbo Put loses value over time if the interest margin set by the Calculation Agent is greater than the interest rate for deposits. An Open End Turbo Put has no fixed maturity, but it expires worthless immediately if the level of the Underlying reaches or goes above the Knock-Out Barrier.

#### Market price determining factors during the term

In particular, the following factor has a negative effect on the price of the Open End Turbo Put: a rising Underlying level. Conversely, this factor has a positive impact on the price of the Open End Turbo Put. Unlike with plain vanilla warrants, volatility only has a marginal effect on the price of the Open End Turbo.

## 3. Significant Risks for the Investors

#### Product specific risks

Due to the leverage effect, the value of the Warrant will fluctuate more than the value of the Underlying. An investment in a Warrant therefore bears a higher risk than a direct investment in the Underlying, not only because of the leverage effect but also because of the possibility of the occurrence of a Knock-Out Event. The closer the Underlying quotes to the Knock-Out Barrier, the higher the leverage effect is, but also the risk of a Knock-Out Event occurring. Investors in this Warrant should be experienced investors being familiar with derivative products, leverage, the exchange rate and the Underlying.

Investors may lose their capital partially or in full, if the Warrant has to be redeemed early due to reasons beyond the control of the Issuer.

#### Market risks

An investment in the Warrant involves risks. These risks may include, among others, equity market, bond market, foreign exchange, interest rate, market volatility and economic, political and regulatory risks and any combination of these and other risks.

An investment in the Warrant should only be made after assessing the direction, timing and magnitude of potential future changes in the value of the Underlying, and/or in the composition or method of calculation of the Underlying, as the return of any such investment will be dependent, inter alia, upon such changes. More than one risk factor may have simultaneous effect with regard to the Warrant such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Warrant.

#### Secondary market risks

Under normal market conditions, Deutsche Bank AG intends but is not obliged to maintain a secondary market on a regular basis throughout the life of the Warrant. There is no obligation to provide bid and/or ask prices for a specific order or volume and there is no guarantee of a specific liquidity or of a specific market making spread. In extraordinary market situations or in the case of technical disruptions, it may be temporarily difficult or impossible to buy or sell the Warrant. Hence investors cannot rely on being able to purchase or sell the Warrant on a specific date or at a specific price.

Deutsche Bank AG may provide a secondary market and bid and ask prices for the Warrant taking into account prevailing market conditions. There will be a price difference between bid and ask prices (i.e. the spread). The bid and ask prices quoted by the Issuer during its term are based on the Issuer's internal pricing models. Accordingly, unlike in an on exchange trading, for example for shares, the prices quoted during the term are not based on supply and demand. The prices in particular contain a margin which the Issuer determines at its free discretion and which may cover, in addition to the Issuer's proceeds, the structuring costs of the Warrant, any applicable sales costs and other costs. It is not possible to predict the price at which the Warrant will trade in the market.

#### Issuer risk

The value of the Warrant may depend not only on the performance of the Underlying, but also on the creditworthiness of the Issuer, which may change during the lifetime of the Warrant. The investor is exposed to the risk that the Issuer is unable to meet its obligations under the Warrant, for instance in the event of bankruptcy (inability to pay / over-indebtedness) or an official directive for resolution action. Such a directive may be issued if, for example, the Issuer's assets fall below the amount of its liabilities, the Issuer cannot, at present or in the near future, pay off its liabilities at maturity or requires extraordinary financial support, and may, among other things, result in a write-down or write-off of the claims arising from the Warrant or in conversion of the Warrant into shares of the Issuer. A total loss of the invested amount is possible. The Warrant is a debt security and as such not subject to any deposit protection.

#### Risk of termination and cancellation / Reinvestment risk

The Issuer may terminate the Warrant with immediate effect in the event of obvious written or mathematical errors in the Terms of the Warrant or if certain extraordinary events provided in the Terms of the Warrant occur. Extraordinary events are:

- changes, particularly in connection with the Underlying, which have a material effect on the objective ability or method of determination of the price or level of the Underlying or its theoretical economic value; these include in particular ceasing to calculate the Underlying and
- events, in particular due to changes in actual, economic, legal and tax conditions, which:



- affect the Issuer's Hedging Arrangements and hinder it in meeting its obligations in connection with the Warrant;
- cause a substantial adverse change for the Issuer in the basis of the calculation of the issue price of the Warrant.

Instead of immediate termination, the Issuer may also amend the terms and conditions. In case of immediate termination, investors receive payment of an amount equivalent to the market price to be determined by the Issuer at this time. This may also be significantly lower than the purchase price paid by the investor. The investor is exposed to the risk that the Warrant may be terminated at a time that is unfavorable for him and that he will be able to reinvest the amount received only on less favorable terms.

## **Legal Notice**

#### **Product documentation**

This simplified prospectus was prepared in accordance with art. 5 Swiss Federal Act on Collective Investment Schemes (CISA) for the purpose of distribution of the Warrants in Switzerland. It is a summary description of the Warrant and is intended to contain the information items required in accordance with Art. 5 CISA and the guidelines of the Swiss Bankers Association. This simplified prospectus, and the information contained therein, does not constitute an issue prospectus according to the articles 652a and 1156 of the Swiss Code of Obligations ("CO").

The relevant terms and conditions for the Warrants are contained in the "Terms and Conditions" and in this simplified prospectus. In the event of any inconsistency between the Terms and Conditions and the provisions in the simplied prospectus, the Terms and Conditions shall prevail. The Terms and Conditions can be obtained free of charge at Deutsche Bank AG, Frankfurt, Zurich Branch, Postfach 8730, 8021 Zurich.

#### Selling restrictions

The distribution of these Warrants is prohibited in some jurisdictions. In particular these Warrants may not be offered or sold in the United States, in the UK, Canada, Japan, in the European Economic Area or to U.S. persons.

This simplified prospectus and the information contained herein may only be distributed and published in jurisdictions in which such distribution and publication is permitted. In particular this simplified prospectus may not be distributed to U.S. persons or published in the United States, in the UK, Canada, Japan or in the European Economic Area.

PROHIBITION OF SALES TO RETAIL INVESTORS IN THE EUROPEAN ECONOMIC AREA: The Securities are not intended to be offered, sold or otherwise made available to any retail investor, as defined in point (11) of Article 4(1) of Directive 2014/65/EU ("MiFID II"), in the European Economic Area ("EEA"). Consequently no key information document required by Regulation (EU) No 1286/2014 (the "PRIIPs Regulation") for offering or selling the Securities or otherwise making them available to retail investors in the EEA has been prepared. Therefore, offering or selling the Securities or otherwise making them available to any such retail investor is unlawful under the PRIIPs Regulation.

#### Ranking

The ranking of the Issuer's liabilities in insolvency or in the event of the imposition of resolution measures, such as a bail-in, is determined by German law. The Securities are unsecured unsubordinated preferred liabilities that would rank higher than the Issuer's regulatory capital, its subordinated liabilities and its unsecured unsubordinated non-preferred liabilities. The liabilities under the Securities rank pari passu with other unsecured unsubordinated preferred liabilities, including but not limited to derivatives, structured products and deposits not subject to protection. The liabilities under the Securities rank below liabilities protected in bankruptcy or excluded from resolution measures, such as certain protected deposits.

#### Disclaimer

Investing in these Warrants entails risks. Prospective investors should consider all risks described in this simplified prospectus in the section "Significant Risks for the Investors", all information provided in the Terms and Conditions as well as in the brochure entitled "Special Risks in Securities Trading" (2008) (which is available on the Swiss Bankers Association's website: <u>www.swissbanking.org/en/home/shop.htm</u> or may be obtained from their relationship manager upon request) carefully prior to investing in the Warrants. Prospective investors should consult their own professional independent financial, legal, accounting, and/or tax adviser with respect to an investment in the Warrants. For further information, prospective investors should contact their personal client advisor.

All opinions contained herein are based on the current view of the Issuer, and may be amended without prior notice. The Issuer does not make any representation, recommendation or warranty, regarding the accuracy, adequacy, reasonableness or completeness of the information contained herein, even though all information contained herein

## **Deutsche Bank**



originates from reliable sources. All rates and prices are subject to changes and are published for information purpose only and not as indicator for tradable rates and prices.

Past performance is not indicative of future results.

The Issuer or its affiliates or persons associated with it or such affiliates ("Associated Persons") may: maintain a long or short position in securities referred to herein, or in related futures or options, purchase or sell, make a market in, or engage in any other transaction involving such securities, and earn brokerage or other compensation.

"Deutsche Bank" means Deutsche Bank AG and its affiliated companies, as the context requires.

MiFID: Further risk disclosures according to MiFID can be obtained on www.globalmarkets.db.com/riskdisclosures

#### **Index Disclaimer**

SIX Swiss Exchange AG ("SIX Swiss Exchange") and its licensors ("Licensors") have no relationship to Deutsche Bank AG, other than the licensing of the SMI® Index and the related trademarks for use in connection with the security described above.

#### SIX Swiss Exchange and its Licensors do not:

sponsor, endorse, sell or promote the security described above.

recommend that any person invest in the products or any other securities.

have any responsibility or liability for or make any decisions about the timing, amount or pricing of security described above.

have any responsibility or liability for the administration, management or marketing of the security described above. consider the needs of the security described above or the owners of the security described above in determining, composing or calculating the SMI® Index or have any obligation to do so.

SIX Swiss Exchange and its Licensors give no warranty, and exclude any liability (whether in negligence or otherwise), in connection with the security described above or their performance.

SIX Swiss Exchange does not assume any contractual relationship with the purchasers of the security described above or any other third parties.

#### Specifically,

SIX Swiss Exchange and its Licensors do not give any warranty, express or implied, and exclude any liability for: The results to be obtained by the security described above, the owner of the security described above or any other

person in connection with the use of the SMI® Index and the data included in the SMI® Index;

The accuracy, timeliness, and completeness of the SMI® Index and its data;

The merchantability and the fitness for a particular purpose or use of the SMI® Index and its data;

The performance of the security described above generally.

SIX Swiss Exchange and its Licensors give no warranty and exclude any liability, for any errors, omissions or interruptions in the SMI® Index or its data;

Under no circumstances will SIX Swiss Exchange or its Licensors be liable (whether in negligence or otherwise) for any lost profits or indirect, punitive, special or consequential damages or losses, arising as a result of such errors, omissions or interruptions in the SMI® Index or its data or generally in relation to the security described above, even in circumstances where SIX Swiss Exchange or its Licensors are aware that such loss or damage may occur. The licensing Agreement between the Deutsche Bank AG and SIX Swiss Exchange is solely for their benefit and not for the benefit of the owners of the security described above or any other third parties.

\*Calls on this line are recorded. By calling this number we assume that you agree to this business practice.