PROHIBITION OF SALES TO RETAIL INVESTORS IN THE UK – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is neither: (i) a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("**EUWA**"); nor (ii) a qualified investor as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024. Consequently no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

Final Terms no. 33 dated 7 July 2026

DEUTSCHE BANK AG

Legal Entity Identifier: 7LTWFZYICNSX8D621K86

Issue of up to 150,000 *Coupon Worst of Basket Certificates with Coupon Observation Dates and European Barrier Observation (Cash Settlement)*(corresponds to product no. C79 *in the Securities Note)* relating to a Basket of Indices

(the "**Securities**")

under its X-markets Programme for the Issuance of *Certificates, Warrants and Notes*

Issue Price: EUR 100 per *Security*

WKN/ISIN: DH5QUT / XS3402786233

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

Economic terms of the Securities

Terms and Conditions (Specific Terms of the Securities)

Further information about the offering of the Securities

Issue-specific summary

These Final Terms have been prepared for the purposes of Article 8(5) of the Prospectus Regulation and must be read in conjunction with the Base Prospectus, comprising the Securities Note dated 18 May 2026 and any further supplements (the "Securities Note") and the Registration Document dated 5 May 2026, as supplemented (the "Registration Document"), in order to obtain all relevant information. Full information on the Issuer and the Securities is only available on the basis of the combination of these Final Terms, the Securities Note and the Registration Document.

The Securities Note dated 18 May 2026, the Registration Document dated 5 May 2026, any supplements to the Base Prospectus or the Registration Document, and the Final Terms are published, in accordance with Article 21(2)(a) of the Prospectus Regulation, in electronic form on the Issuer's website (www.xmarkets.db.com).

In addition, the Securities Note dated 18 May 2026, and the Registration Document dated 5 May 2026 and any supplements to the Base Prospectus or the Registration Document shall be available free of charge at the registered office of the Issuer, Deutsche Bank AG, Mainzer Landstrasse 11-17, 60329 Frankfurt am Main, and its Milan branch, Via Filippo Turati 27, 20121 Milan, Italy.

A summary of the individual issuance is annexed to the Final Terms.

Terms not otherwise defined herein shall have the meaning given in the General Conditions of the Securities set out in the Terms and Conditions.

Economic terms of the Securities

The following description of the Security explains the economic terms of the Security and its characteristics.

Product No. C79: Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation (Cash Settlement)

The *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* is linked to the performance of the Basket Constituents. The way the product works results from three key features:

1. Coupon payments

Coupon Payment is conditional. If the coupon condition does not occur on a Coupon Observation Date, a missed Coupon Payment will be made at a later Coupon Payment Date, provided that the coupon condition does occur on the respective Coupon Observation Date.

a) If each Basket Constituent closes equal to or above the relevant Coupon Threshold on one of the Coupon Observation Dates, investors will receive the Coupon Amount (Coupon Payment) at the next Coupon Payment Date;

b) if at least one Basket Constituent closes below the relevant Coupon Threshold on a Coupon Observation Date, no Coupon Payment will be made at the next Coupon Payment Date. The Coupon Payment will be made at a later Coupon Payment Date, if each Basket Constituent closes equal to or above the relevant Coupon Threshold on one of the subsequent Coupon Observation Dates. If at least one Basket Constituent does not close equal to or above the relevant Coupon Threshold on one of the subsequent Coupon Observation Dates, no Coupon Payments will be made under the Coupon Worst of Basket Certificate with Coupon Observation Dates European Barrier Observation.

2. Early redemption

If all Basket Constituents close equal to or above the relevant Redemption Threshold on one of the Observation Dates, the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* will be redeemed early at the Specified Reference Level. Any Coupon Payments, will be made additionally should the coupon conditions occur.

3. Redemption at maturity

If there is no early redemption, investors will receive a Cash Amount on the Settlement Date which is determined depending on the performance of the Basket Constituents as follows:

a) If the Final Reference Level of each Basket Constituent is equal to or above the relevant Barrier, investors will receive a Cash Amount in the amount of the Specified Reference Level on the Settlement Date.

b) If the Final Reference Level of at least one Basket Constituent is below the relevant Barrier, the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* participates 1:1 in the negative performance of that Basket Constituent based on its Initial Reference Level, which based on its respective Initial Reference Level, has at maturity of the C*oupon Worst of Basket Certificate with Coupon Observation Dates and*

European Barrier Observation the worst performance of all Basket Constituents. Any Coupon Payments, will be made additionally should the coupon conditions occur.

Investors limit their return to the Specified Reference Level and Coupon Payments in return for the possibility of early redemption.

Investors have no claims to the/deriving from the Underlyings.

Terms and Conditions

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

Security Type	Certificate / Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation (Cash Settlement)
ISIN	XS3402786233
WKN	DH5QUT
Valoren	157798658
Common Code	340278623
Issuer	Deutsche Bank AG, Frankfurt am Main
Number of the Securities	up to 150,000 Securities at EUR 100 each with an aggregate nominal amount of up to EUR 15,000,000
Issue Price	100 percent of the Nominal Amount (EUR 100 per Certificate)
Issue Date	31 July 2026
Value Date	31 July 2026
Nominal Amount	EUR 100 per Certificate
Calculation Agent	The Issuer
Underlying	A Basket of assets comprised as follows:

Type of Basket	**Name of Basket**	**Index Sponsor of the Basket**	**Reference Source**	**Bloomberg Ticker**	

Constituent	Constituent	Constituent			
Index Multi- Exchange Index: applicable	EURO STOXX BANKS® INDEX	Stoxx Limited	as defined in §5 (3) (k) of the General Conditions	SX7E Index	
Index Multi- Exchange Index: applicable	STOXX 600 TECHNOLOGY ® INDEX	Stoxx Limited	as defined in §5 (3) (k) of the General Conditions	SX8P Index	
Name of the Basket Constituent	**Redemption Threshold**	**Relevant Basket Constituent Value**	**Coupon Threshold**	**Related Exchange**	**Basket Currency Exchange**
EURO STOXX BANKS® Index	100 percent of the Initial Reference Level	The official closing level on the Reference Source	65 percent of the Initial Reference Level	as defined in §5 (3) (m) of the General Conditions	EUR
STOXX 600 TECHNOLOGY ® INDEX	100 percent of the Initial Reference Level	The official closing level on the Reference Source	65 percent of the Initial Reference Level	as defined in §5 (3) (m) of the General Conditions	EUR

Settlement	Cash Settlement
Initial Reference Level	In relation to a Basket Constituent, the Reference Level of this Basket Constituent on the Initial Valuation Date.
Final Reference Level	In relation to a Basket Constituent, the Reference Level of such Basket Constituent on the Valuation Date.
Reference Level	In respect of each Basket Constituent and any relevant day, an amount (which shall be deemed to be a monetary value in the Settlement Currency) equal to the Relevant Reference Level Value of such Basket Constituent on such day quoted by or published on the Reference Source in respect of such Basket Constituent.

Barrier Determination Amount	The official closing level of a Basket Constituent on the Reference Source.
Relevant Reference Level Value	The official closing level of a Basket Constituent on the Reference Source
Initial Valuation Date	31 July 2026
Valuation Date	24 July 2029
Settlement Date	The fifth Business Day following the earlier of: (a) the relevant Observation Date on which a Redemption Event occurs and (b) Valuation Date scheduled to fall on probably 31 July 2029.
Observation Date	25 January 2027 (the **"First Observation Date"**), 26 July 2027 (the **"Second Observation Date"**), 24 January 2028 (the **"Third Observation Date"**), 24 July 2028 (the **"Fourth Observation Date"**) and 24 January 2029 (the **"Fifth Observation Date"**).
Coupon Payment	Coupon Payment applies. In respect of each Basket Constituent: a) If the Relevant Reference Level Value of each Basket Constituent on a Coupon Observation Date is above or equal to its Coupon Threshold, the Coupon Payment will be made on the next Coupon Payment Date, or b) if the Relevant Reference Level Value of one or more Basket Constituent on a Coupon Observation Date is below its Coupon Threshold, no Coupon Payment will be made on the next Coupon Payment Date. In this case the Coupon Payment will be made at a later date if each Basket Constituent closes at or above the Coupon Threshold on a later Coupon Observation Date. If any Coupon Amount will be payable on the Coupon Payment Date falling on the Settlement Date, such Coupon Amount will be payable together with, if applicable, any Cash Amount payable on the Settlement Date.
Type of Coupon	Conditional Coupon
Coupon Observation Date	25 January 2027 (the **"First Coupon Observation Date"**), 26 July 2027 (the **"Second Coupon Observation Date"**), 24 January 2028 (the **"Third Coupon Observation Date"**), 24 July 2028 (the **"Fourth Coupon Observation Date"**), 24

January 2029 (the **"Fifth Coupon Observation Date"**) and 24 July 2029 (the **"Sixth Coupon Observation Date"**).

Coupon Threshold	In respect of each Basket Constituent, the amount set forth in the column "Coupon Threshold" in relation to such Basket Constituent under "Underlying" above.
Coupon Amount	The difference between: a) the Reference Amount multiplied by the Coupon Value multiplied by the number of Coupon Observation Dates preceding the relevant Coupon Payment Date, minus b) the Aggregate Preceding Coupon Amounts.
Reference Amount	EUR 100
Coupon Value	5.05 per cent.
Aggregate Preceding Coupon Amounts	In respect of a Coupon Payment Date, an amount equal to the aggregate amount of all Coupon Amounts (if any) paid in respect of all Coupon Payment Dates (if any) preceding such Coupon Payment Date, provided that if there are no preceding Coupon Payment Dates and/or no Coupon Amount has been paid prior to such Coupon Payment Date, then the Aggregate Preceding Coupon Amounts for such Coupon Payment Date shall be zero.
Coupon Payment Date	1 February 2027 (the **"First Coupon Payment Date"**), 2 August 2027 (the **"Second Coupon Payment Date"**), 31 January 2028 (the **"Third Coupon Payment Date"**), 31 July 2028 (the **"Fourth Coupon Payment Date"**), 31 January 2029 (the **"Fifth Coupon Payment Date"**) and 31 July 2029 (the **"Sixth Coupon Payment Date"**).

General Definitions applicable to Certificates

Barrier	In respect of each Basket Constituent, 65 percent of the Initial Reference Level of such Basket Constituent
Performance Factor	In relation to each Basket Constituent, a percentage equal to (a) minus (b) where: (a) is equal to the quotient of (i) (as a numerator) and (ii) (as a denominator) where: (i) is equal to the Final Reference Level for such Basket Constituent; and (ii) is equal to the Initial Reference Level for such Basket Constituent; and (b) is 1.

Specified Reference Level	100 per cent. of the Nominal Amount
Redemption Determination Amount	The official closing level of a Basket Constituent on the Reference Source.
Lowest Basket Constituent	In relation to the Valuation Date, the Basket Constituent with the lowest Performance Factor, provided that if two or more Basket Constituents have the same Performance Factor (the “**Equal Basket Constituents**”) the Basket Constituent of these Equal Basket Constituents that appears first in the definition of “Underlying” above.
Redemption Threshold	The amount set forth in the column "Redemption Threshold" in relation to such Basket Constituent under "Underlying" above.

Product no. C79: Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation

Cash Amount

(a) if on an Observation Date the Redemption Determination Amount of each Basket Constituent has been equal to or above the relevant Redemption Threshold (a "**Redemption Event**"), the Specified Reference Level or

(b) if a Redemption Event has not occurred:

(i) if, on the Valuation Date the Barrier Determination Amount of at least one Basket Constituent is below the relevant Barrier, an amount equal to:

the quotient of

(A) the product of (x) EUR 100 and (y) the Final Reference Level of the Lowest Basket Constituent (as numerator) and

(B) the Initial Reference Level of the Lowest Basket Constituent (as denominator),

(ii) if the provisions of (i) have not been satisfied, the Specified Reference Level.

Further Definitions Applicable to the Securities

Type of Exercise	European Style
Exercise Date	The Valuation Date
Automatic Exercise	Automatic Exercise is applicable.

Settlement Currency	EUR
Business Day	A day on which the real-time gross settlement system operated by the Eurosystem (or any successor system) (T2) is open for the settlement of payments in Euro, and on which commercial banks and foreign exchange markets settle payments in the Business Day Locations specified in the Specific Terms of the Securities and on which each relevant Clearing Agent settles payments. Saturday and Sunday are not considered Business Days.
Business Day Locations	Frankfurt am Main and London
Eligible Liabilities Format	Not applicable
Form of Securities	Global Security in bearer form
Clearing Agent	Euroclear Bank S.A./N.V., 1 boulevard Albert II, 1210 Bruxelles, Belgium
	Clearstream Banking Luxembourg S.A., 42 avenue John F. Kennedy, L-1855 Luxembourg
Governing Law	German law

Further information about the offering of the Securities

Listing and trading

Listing and trading	Application will be made to admit to trading the Securities on the multilateral trading facility (MTF) EuroTLX of Borsa Italiana S.p.A., which is not a regulated market for the purposes of Directive 2014/65/EU (as amended). No application has been made to admit the Securities to the regulated market of any exchange.
Minimum trade size	One Security
Estimate of total expenses related to admission to trading	EUR 3,000

Offering of Securities

Investor minimum subscription amount	Fifty (50) Securities
Investor maximum subscription amount	Not Applicable
The subscription period	Applications to subscribe for the Securities may be made through the Distributor from 7 July 2026 (inclusively) until the "**Primary Market End Date**" which is 28 July 2026 (inclusively) (subject to adjustment) during the hours in which banks are generally open for business in Italy, except for the "*door-to-door*" offer for which the subscription period will be from, and including, 7 July 2026 to, and including, 24 July 2026. The Issuer reserves the right for any reason to reduce the number of Securities offered. In the event that during the subscription period the requests exceed the amount of the offer destined to prospective investors equal to the maximum aggregate nominal amount, the Issuer may proceed to early terminate the subscription period and may immediately suspend the acceptance of further requests. Any such change or any amendment to the subscription period will be communicated to investors by means of a notice published on the website of the Issuer (www. xmarkets.db.com).
Cancellation of the issuance of the Securities	The Issuer reserves the right for any reason to cancel the issuance of the Securities.

	Any such decision will be communicated to investors by means of a notice published on the website of the Issuer (www.xmarkets.db.com). For the avoidance of doubt, if any application has been made by a potential investor and the Issuer exercises such a right, each such potential investor shall not be entitled to subscribe or otherwise purchase any Securities.
Early closing of the subscription period of the Securities	The Issuer reserves the right for any reason to close the subscription period early. Any such decision will be communicated to investors by means of a notice published on the website of the Issuer (www.xmarkets.db.com).
Description of the application process:	Applications for the Securities can be made in Italy at participating branches of a Distributor. Applications will be in accordance with the relevant Distributor's usual procedures, notified to investors by the relevant Distributor Prospective investors will not be required to enter into any contractual arrangements directly with the Issuer relating to the subscription for the Securities
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not applicable
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. The Securities will be issued on the Issue Date and the Securities will be delivered on the Value 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 150,000 Securities The precise number of Securities to be issued will be published on the website of the Issuer (www.xmarkets.db.com) on or around the Issue Date The results of the offer will be available from the Distributor following the subscription period and prior to the Issue Date
Procedure for exercise of any right of pre-emption, negotiability of subscription	Not applicable

rights and treatment of subscription rights not exercised:	
Categories of potential investors to which the Securities are offered and whether tranche(s) have been reserved for certain countries:	Qualified investors within the meaning of the Prospectus Regulation and non-qualified investors The Offer may be made in Italy to any person which complies with all other requirements for investment as set out in the Securities Note 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 Regulation.
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 No dealings in the Security may take place prior to the Issue Date
Name(s) and address(es), to the extent known to the Issuer, of the placement agents in the various countries where the offer takes place.	Deutsche Bank S.p.A. of Piazza del Calendario 3, 20126, Milan, Italy (a "**Distributor**" and together with any other entities appointed as a distributor in respect of the Securities during the subscription period, the "**Distributors**"). The Issuer reserves the right to appoint other distributors during the subscription period, which will be communicated to investors by means of a notice published on the website of the Issuer (www.xmarkets.db.com). Deutsche Bank S.p.A. will act as lead manager of the placement syndicate (*Responsabile del Collocamento* as defined under article 93-bis of the Financial Services Act) (the "**Lead Manager**").
Consent to use of Prospectus:	The Issuer consents to the use of the Prospectus by the following financial intermediary (individual consent): Deutsche Bank S.p.A. of Piazza del Calendario 3, 20126, Milan, Italy. Individual consent to the later resale and final placement of the Securities by the financial intermediaries is given in relation to Italy. The subsequent resale or final placement of Securities by financial intermediaries can be made during the period from 7 July 2026 (inclusively) until 28 July 2026 (inclusively) and as long as this Prospectus is valid in accordance with Article 12 of the Prospectus Regulation.

Fees

Fees paid by the Issuer to the distributor

Trailer Fee	Not applicable
Placement Fee	up to 3.00 per cent of the Issue Price
Fees charged by the Issuer to the Securityholders post issuance	Not applicable

Costs/Distribution Fees

Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Ex-ante entry costs: EUR 5.49 Ex-ante exit costs : EUR 1.00 Ex-ante running costs on yearly basis: 0 Other expenses and taxes: none
Determination of the price by the Issuer	Both the Initial Issue Price of the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation (Cash Settlement)* and 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 costs of structuring, market making and settlement of the *Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation (Cash Settlement*, any applicable sales costs (distribution fee) and other costs.
Distribution fee	Placement fee: up to 3.00 per cent of the Issue Price. The Issuer will either pay the placement fee from the issue proceeds as a one-off turnover-related distribution fee to the bank that sold the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation (Cash Settlement)* to the customer (principal bank), or grant the latter a corresponding discount from the Initial Issue Price.

Security ratings

Rating	The Securities have not been rated.

Interests of natural and legal persons involved in the issue

Interests of natural and legal persons involved in the issue	Save for the Distributor 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.

Information relating to the Underlying

Information on each Underlying, on the past and future performance of the Underlying and its volatility can be obtained on the public website provided for each security or item composing the Underlying.

The sponsor of each index composing the Underlying also maintains an Internet Site at the following address where further information may be available free of charge in respect of the Underlying (including a description of the essential characteristics of the index, comprising, as applicable, the type of index, the method and formulas of calculation, a description of the individual selection process of the index components and the adjustment rules).

Name of the index	**Sponsor**	**Internet Site**	**Name of Basket Constituent**
EURO STOXX Banks® Index	STOXX Limited	www.stoxx.com/	EURO STOXX Banks® Index (Bloomberg Ticker: SX7E Index)
STOXX 600 TECHNOLOGY® INDEX	STOXX Limited	www.stoxx.com/	STOXX 600 TECHNOLOGY® INDEX (Bloomberg Ticker: SX8P Index)

Index Disclaimers (EURO STOXX Banks Index and STOXX 600 Technology® Index)

STOXX Limited ("**STOXX**") and its licensors (the "**Licensors**") have no relationship to the Issuer, other than the licensing of the *EURO STOXX Banks® Index and STOXX 600 Technology® Index* and the related trademarks for use in connection with the Securities.

STOXX and its Licensors do not:

- Sponsor, endorse, sell or promote the Securities.
- Recommend that any person invest in the Securities or any other securities.
- Have any responsibility or liability for or make any decisions about the timing, amount or pricing of Securities.
- Have any responsibility or liability for the administration, management or marketing of the Securities.
- Consider the needs of the Securities or the owners of the Securities in determining, composing or calculating the *EURO STOXX Banks Index and STOXX 600 Technology® Index* or have any obligation to do so.

STOXX and its Licensors will not have any liability in connection with the Securities. Specifically, STOXX and its Licensors do not make any warranty, express or implied and disclaim any and all warranty about:

- **The results to be obtained by the Securities, the owner of the Securities or any other person in connection with the use of the *EURO STOXX Banks® Index and STOXX 600 Technology® Index* and the data included therein;**
- **The accuracy or completeness of the *EURO STOXX Banks® Index and STOXX 600 Technology® Index* and their data;**
- **The merchantability and the fitness for a particular purpose or use of the *EURO STOXX Banks® Index and STOXX 600 Technology® Index* and their data**
- **STOXX and its Licensors will have no liability for any errors, omissions or interruptions in the *EURO STOXX Banks® Index and STOXX 600 Technology® Index* or their data;**
- **Under no circumstances will STOXX or its Licensors be liable for any lost profits or indirect, punitive, special or consequential damages or losses, even if STOXX or its Licensors knows that they might occur.**

The licensing agreement between the Issuer and STOXX is solely for their benefit and not for the benefit of the owners of the Securities or any other third parties

Further information published by the Issuer

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

Country specific information:

Italy

Agent in Italy	The Agent in Italy is Deutsche Bank S.p.A. acting through its principal office in Milan being as at the Issue Date at the following address: Piazza del Calendario, 3 – 20126, Milan, Italy.

Annex to the Final Terms Issue-specific summary

Section A – Introduction containing warnings
Warnings
a) The summary should be read as an introduction to the Prospectus. b) Investors should base any decision to invest in the securities on a consideration of the Prospectus as a whole. c) Investors could lose all (total loss) or part of their invested capital. d) Where a claim relating to the information contained in the Prospectus is brought before a court, the plaintiff investors might, under national law, have to bear the costs of translating the Prospectus, including any supplements, as well as the corresponding Final Terms before the legal proceedings are initiated. e) Civil liability attaches only to those persons who have tabled and submitted the summary including any translation thereof, but only where the summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Prospectus, or where 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 securities. f) You are about to purchase a product that is not simple and may be difficult to understand
Introductory information
Name and international securities identification number The Certificates (the "**Securities**") offered under this Prospectus have the following securities identification numbers: ISIN: XS3402786233 **Contact details of the issuer** The Issuer (with Legal Entity Identifier (LEI) 7LTWFZYICNSX8D621K86) has its registered office at Taunusanlage 12, 60325 Frankfurt am Main, Federal Republic of Germany (telephone: +49-69-910-00). **Approval of the prospectus; competent authority** The Prospectus consists of a Securities Note and a Registration Document. The Securities Note has been approved by the Commission de Surveillance du Secteur Financier ("**CSSF**") on 18 May 2026. The Registration Document has been approved by the CSSF on 5 May 2026. The business address of the CSSF is: 283, route d'Arlon, L-1150 Luxembourg, Luxembourg (telephone: +352 (0)26 251-1).

Section B – Key information on the Issuer
Who is the issuer of the securities?
Domicile and legal form, law under which the Issuer operates and country of incorporation Deutsche Bank Aktiengesellschaft (commercial name: Deutsche Bank) is a credit institution and a stock corporation incorporated in Germany and accordingly operates under the laws of Germany. The Legal Entity Identifier (LEI) of Deutsche Bank is 7LTWFZYICNSX8D621K86. The Bank has its registered office in Frankfurt am Main, Germany. It maintains its head office at Taunusanlage 12, 60325 Frankfurt am Main, Germany. **Issuer's principal activities** 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 realize 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. Deutsche Bank is organized into the following business segments: Private Bank; Asset Management; Corporate Bank; Investment Bank; and Corporate & Other. In addition, Deutsche Bank has a country and regional organizational layer to facilitate a consistent implementation of global strategies. The Bank has operations or dealings with existing and potential customers in most countries in the world. These operations and dealings include working through: subsidiaries and branches, representative offices, and one or more representatives assigned to serve customers. **Major shareholders, including whether it is directly or indirectly owned or controlled and by whom** Deutsche Bank is neither directly nor indirectly majority-owned or controlled by any other corporation, by any government or by any other natural or legal person severally or jointly. Pursuant to German law and Deutsche Bank's Articles of Association, to the extent that the Bank may have major shareholders at any time, it may not give them different voting rights from any of the other shareholders. Deutsche Bank is not aware of arrangements which may at a subsequent date result in a change of control of the company. The German Securities Trading Act (*Wertpapierhandelsgesetz*) requires investors in publicly-traded corporations whose investments reach certain thresholds to notify both the corporation and the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*) of such change within four trading days. The minimum disclosure threshold is 3 per cent. of the corporation's issued voting share capital. To the Bank's knowledge, there are only three shareholders holding more than 3 per cent. of Deutsche Bank shares or to whom more than 3 per cent. of voting rights are attributed, and none of these shareholders holds more than 10 per cent. of Deutsche Bank shares or voting rights. **Key managing directors** The key managing directors of the issuer are members of the Issuer's Executive Board. These are: Christian Sewing, James von Moltke, Raja Akram, Fabrizio Campelli, Marcus Chromik, Marie-Jeanne Deverdun, Stefan Hoops, Bernd Leukert, Alexander von zur Mühlen, Laura Padovani, Claudio de Sanctis and Rebecca Short.

Statutory auditors

With effect as of 1 January 2020, EY GmbH & Co. KG Wirtschaftsprüfungsgesellschaft ("**EY**") has been appointed as independent auditor of Deutsche Bank. EY is a member of the German chamber of public accountants (*Wirtschaftsprüferkammer*).

What is the key financial information regarding the issuer?

The key financial information included in the tables below as of and for the financial years ended 31 December 2024 and 31 December 2025 has been extracted or derived from Deutsche Bank's audited consolidated financial statements for the financial year 2025, prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("**IASB**") and adopted by the European Union ("**EU**") ("**IFRSs**") and the additional requirements of German commercial law pursuant to Sec. 315e (1) of the German Commercial Code (*Handelsgesetzbuch*, "**HGB**"). Deutsche Bank's audited consolidated financial statements for the financial years ended 31 December 2024 and 31 December 2025 were prepared in accordance with IFRSs and the additional requirements of German commercial law pursuant to Sec. 315e (1) HGB.

The key financial information included in the tables below as of 31 March 2026 and for the three months ended 31 March 2025 and 31 March 2026 has been extracted from the unaudited interim consolidated financial information for the three months ended 31 March 2026, prepared on the basis of the applicable recognition, measurement and consolidation principles of IFRSs.

Where financial information in the following tables is labelled "audited", it has been extracted from Deutsche Bank's audited consolidated financial statements mentioned above. The label "unaudited" is used to indicate that financial information in the following tables has not been extracted from Deutsche Bank's audited consolidated financial statements mentioned above but has been extracted or derived from Deutsche Bank's unaudited interim consolidated financial information mentioned above, Deutsche Bank's accounting records or management reporting or has been calculated on the basis of financial information from the above-mentioned sources.

Statement of income (in million Euro)	**Year ended 31 December 2025 (audited)**	**Year ended 31 December 2024 (audited)**	**Three months ended 31 March 2026 (unaudited)**	**Three months ended 31 March 2025 (unaudited)**
Net interest income	15,691	13,065	4,204	3,670
Net commission and fee income	10,891	10,372	2,805	2,752
Provision for credit losses	1,707	1,830	519	471
Net gains (losses) on financial assets/liabilities at fair value through profit or loss	5,160	5,987	1,732	1,837
Profit (loss) before income taxes	9,731	5,291	3,041	2,837
Profit (loss)	7,139	3,505	2,174	2,012

Balance sheet (amounts in million Euro, unless indicated otherwise)	**31 December 2025 (audited, unless indicated otherwise)**	**31 December 2024 (audited, unless indicated otherwise)**	**31 March 2026 (unaudited)**
Total assets	1,435,067	1,387,177	1,483,027
Senior debt (bonds and notes) (unaudited)	80,201	82,611	N/A
Subordinated debt (bonds and notes) (unaudited)	8,212	11,626	N/A
Loans at amortized cost	472,620	478,921	479,725
Deposits	691,828	666,261	686,658
Total equity	80,203	79,432	79,646
Common Equity Tier 1 capital ratio (as percentage of risk-weighted assets)	14.2 %	13.8 %	13.8 %
Total capital ratio (as percentage of risk-weighted assets)	19.5 %	19.2 %	18.7 %
Leverage ratio (unaudited)	4.6 %	4.6 %	4.4 %

What are the key risks that are specific to the issuer?
The Issuer is subject to the following key risks: **Macroeconomic, Geopolitical and Market Environment:** Deutsche Bank is materially affected by global macroeconomic, geopolitical and market conditions. Significant challenges may arise from evolving global trade tensions, political instability, asset deterioration, market volatility and a deteriorating macroeconomic environment. These risks could negatively affect the business environment, leading to weaker economic activity and a broader correction in the financial markets. Materialization of these risks could negatively affect Deutsche Bank's results of operations and financial condition as well as Deutsche Bank's ability to achieve its strategic plans and financial targets. Deutsche Bank takes steps to manage these risks through its risk management and hedging activities but remains exposed to these macroeconomic and market risks. **Strategy and Business:** If Deutsche Bank is unable to meet its 2028 financial targets due to a significant deterioration in the global macroeconomic environment, an adverse change in market confidence in the banking sector and/or client behavior, Deutsche Bank may incur unexpected losses or experience lower than planned profitability. This could result in an erosion of Deutsche Bank's capital or liquidity base, which could adversely affect its ability to access the debt capital markets or to sell assets during periods of market or firm specific liquidity constraints. This may significantly impact Deutsche Bank's business model, results of operations, and ability to make desired cash distributions and share buybacks. **Regulation and Supervision:** Prudential reforms and heightened regulatory scrutiny affecting the financial sector continue to have a significant impact on Deutsche Bank, which may adversely affect its business and, in cases of non-compliance, could lead to regulatory sanctions against Deutsche Bank, including prohibitions against Deutsche Bank making dividend payments, share repurchases or payments on its regulatory capital instruments, or increasing regulatory capital and liquidity requirements. Regulatory changes may impact how key subsidiaries are funded which could affect how businesses operate and negatively impact results. Regulatory actions may also require Deutsche Bank to change its business model or result in some business activities becoming unviable. **Internal Control Environment:** A robust and effective internal control environment and adequate infrastructure (comprising people, policies and procedures, controls, testing, IT systems and data) are necessary to ensure Deutsche Bank conducts its business and performs its processes in compliance with applicable laws, regulations, and associated supervisory expectations. While Deutsche Bank seeks to enhance the effectiveness of its internal control environment to align with updated regulatory requirements and to close gaps identified by Deutsche Bank and/or by regulators and monitors, if progress is slower than anticipated or Deutsche Bank fails to deliver durable improvements, Deutsche Bank's reputation, regulatory position and financial results could be adversely affected. **Technology, Data and Innovation:** The speed of innovation in areas such as artificial intelligence (AI) and new market entrants may increase competition, disrupt Deutsche Bank's businesses and increase investment costs. AI has the potential to amplify existing risk factors across various domains. The emergence of agentic AI solutions has the potential to enable autonomous decision making within processes, increasing the probability of undetected mistakes. If Deutsche Bank does not address these emerging risks, it may face compliance issues, operational inefficiencies and potential losses, along with reputational risks that could weaken the market's confidence in Deutsche Bank's ability to apply AI responsibly. **Litigation, Regulatory Enforcement Matters, Investigations and Tax Examinations:** Deutsche Bank operates in a highly regulated and litigious environment, potentially exposing Deutsche Bank to liability and other costs, the amounts of which may be substantial and difficult to estimate, as well as to legal and regulatory sanctions and reputational harm. **Climate Change and Environmental, Social and Governance (ESG)-Related Matters:** The impacts of rising global temperatures, nature degradation and the associated policy, technology and behavioral changes required to limit global warming to no greater than 1.5ºC above pre-industrial levels have led to emerging sources of financial and non-financial risks. These include the physical risk impacts from extreme weather events and the risk that financial institutions face from increased scrutiny from governments, regulators, shareholders, and other bodies. The emergence of significantly diverging (and sometimes conflicting) ESG regulatory and/or disclosure standards across jurisdictions could lead to higher costs, including compliance costs, and increased risks of failing to meet the respective regulatory requirements in each jurisdiction. **Other Risks:** Deutsche Bank's risk management policies, procedures and methods leave Deutsche Bank exposed to unidentified or unanticipated risks, which could lead to material losses.

Section C – Key information on the securities
What are the main features of the securities?
Type of securities The Securities are *Certificates*. **Class of securities** The Securities will be represented by a global security (the "**Global Security**"). No definitive Securities will be issued. The Securities will be issued in bearer form. **Securities identification number(s) of the securities** ISIN: XS3402786233/ WKN: DH5QUT **Applicable law of the securities** The Securities will be governed by German law. The constituting of the Securities may be governed by the laws of the jurisdiction of the Clearing Agent. **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. **Status of the securities** The Securities 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. **Ranking of the securities**

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 of the Issuer, including but not limited to derivatives, structured products and deposits not subject to protection. The liabilities under the Securities rank below liabilities protected in Insolvency or excluded from Resolution Measures, such as certain protected deposits.

Rights attached to the securities

The Securities provide holders of the Securities, on redemption or upon exercise, subject to a total loss, with a claim for payment of a cash amount. The Securities may also provide holders with an entitlement for the payment of a coupon.

The *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* is linked to the performance of the Basket Constituents. The way the product works results from three key features:

1.. *Coupon payments*:- Coupon Payment is conditional. If the coupon condition does not occur on a Coupon Observation Date, a missed Coupon Payment will be made at a later Coupon Payment Date, provided that the coupon condition does occur on the respective Coupon Observation Date. a) If each Basket Constituent closes equal to or above the relevant Coupon Threshold on one of the Coupon Observation Dates, investors will receive the Coupon Amount (Coupon Payment) at the next Coupon Payment Date; b) if at least one Basket Constituent closes below the relevant Coupon Threshold on a Coupon Observation Date, no Coupon Payment will be made at the next Coupon Payment Date. Coupon Payment will be made at a later Coupon Payment Date, if each Basket Constituent closes equal to or above the relevant Coupon Threshold on one of the subsequent Coupon Observation Dates. If at least one Basket Constituent does not close equal to or above the relevant Coupon Threshold on one of the subsequent Coupon Observation Dates, no Coupon Payments will be made under the Coupon Worst of Basket Certificate with Coupon Observation Dates European Barrier Observation.

2.. *Early redemption* - If all Basket Constituents close equal to or above the relevant Redemption Threshold on one of the Observation Dates, the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* will be redeemed early at the Specified Reference Level. Any Coupon Payments, will be made additionally should the coupon conditions occur.

3.. *Redemption at maturity* - If there is no early redemption, investors will receive a Cash Amount on the Settlement Date which is determined depending on the performance of the Basket Constituents as follows: a) If the Final Reference Level of each Basket Constituent is equal to or above the relevant Barrier, investors will receive a Cash Amount in the amount of the Specified Reference Level on the Settlement Date. b) If the Final Reference Level of at least one Basket Constituent is below the relevant Barrier, the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* participates 1:1 in the negative performance of that Basket Constituent based on its Initial Reference Level, which based on its respective Initial Reference Level, has at maturity of the *Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation* the worst performance of all Basket Constituents. Any Coupon Payments, will be made additionally should the coupon conditions occur.

Investors limit their return to the Specified Reference Level and Coupon Payments in return for the possibility of early redemption. Investors have no claims to the/deriving from the Underlyings.

Security Type	Certificate / Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation (Cash Settlement)
Issue Date	31 July 2026
Value Date	31 July 2026
Nominal Amount	EUR 100 per Certificate
Initial Reference Level	In relation to a Basket Constituent, the Reference Level of this Basket Constituent on the Initial Valuation Date.
Final Reference Level	In relation to a Basket Constituent, the Reference Level of such Basket Constituent on the Valuation Date.
Reference Level	In respect of each Basket Constituent and any relevant day, an amount (which shall be deemed to be a monetary value in the Settlement Currency) equal to the Relevant Reference Level Value of such Basket Constituent on such day quoted by or published on the Reference Source in respect of such Basket Constituent.
Barrier Determination Amount	The official closing level of a Basket Constituent on the Reference Source.
Relevant Reference Level Value	The official closing level of a Basket Constituent on the Reference Source
Coupon Threshold	In relation to a Basket Constituent, 65 percent of the Initial Reference Level of such Basket Constituent.

Redemption Threshold	In relation to a Basket Constituent, 100 percent of the Initial Reference Level of such Basket Constituent.
Initial Valuation Date	31 July 2026
Valuation Date	24 July 2029
Settlement Date	The fifth Business Day following the earlier of: (a) the relevant Observation Date on which a Redemption Event occurs and (b) Valuation Date scheduled to fall on probably 31 July 2029.
Observation Date	25 January 2027 (the **"First Observation Date"**), 26 July 2027 (the **"Second Observation Date"**), 24 January 2028 (the **"Third Observation Date"**), 24 July 2028 (the **"Fourth Observation Date"**) and 24 January 2029 (the **"Fifth Observation Date"**).
Coupon Payment	Coupon Payment applies. In respect of each Basket Constituent: a) If the Relevant Reference Level Value of each Basket Constituent on a Coupon Observation Date is above or equal to its Coupon Threshold, the Coupon Payment will be made on the next Coupon Payment Date, or b) if the Relevant Reference Level Value of one or more Basket Constituent on a Coupon Observation Date is below its Coupon Threshold, no Coupon Payment will be made on the next Coupon Payment Date. In this case the Coupon Payment will be made at a later date if each Basket Constituent closes at or above the Coupon Threshold on a later Coupon Observation Date. If any Coupon Amount will be payable on the Coupon Payment Date falling on the Settlement Date, such Coupon Amount will be payable together with, if applicable, any Cash Amount payable on the Settlement Date.
Coupon Observation Date	25 January 2027 (the **"First Coupon Observation Date"**), 26 July 2027 (the **"Second Coupon Observation Date"**), 24 January 2028 (the **"Third Coupon Observation Date"**), 24 July 2028 (the **"Fourth Coupon Observation Date"**), 24 January 2029 (the **"Fifth Coupon Observation Date"**) and 24 July 2029 (the **"Sixth Coupon Observation Date"**).
Aggregate Preceding Coupon Amounts	In respect of a Coupon Payment Date, an amount equal to the aggregate amount of all Coupon Amounts (if any) paid in respect of all Coupon Payment Dates (if any) preceding such Coupon Payment Date, provided that if there are no preceding Coupon Payment Dates and/or no Coupon Amount has been paid prior to such Coupon Payment Date, then the Aggregate Preceding Coupon Amounts for such Coupon Payment Date shall be zero.
Reference Amount	EUR 100
Coupon Value	5.05 per cent.
Coupon Amount	The difference between: a) the Reference Amount multiplied by the Coupon Value multiplied by the number of Coupon Observation Dates preceding the relevant Coupon Payment Date, minus b) the Aggregate Preceding Coupon Amounts.
Coupon Payment Date	1 February 2027 (the **"First Coupon Payment Date"**), 2 August 2027 (the **"Second Coupon Payment Date"**), 31 January 2028 (the **"Third Coupon Payment Date"**), 31 July 2028 (the **"Fourth Coupon Payment Date"**), 31 January 2029 (the **"Fifth Coupon Payment Date"**) and 31 July 2029 (the **"Sixth Coupon Payment Date"**).
Barrier	In respect of each Basket Constituent, 65 percent of the Initial Reference Level of such Basket Constituent
Performance Factor	In relation to each Basket Constituent, a percentage equal to (a) minus (b) where: (a) is equal to the quotient of (i) (as a numerator) and (ii) (as a denominator) where: (i) is equal to the Final Reference Level for such Basket Constituent; and (ii) is equal to the Initial Reference Level for such Basket Constituent; and (b) is 1.
Specified Reference Level	100 per cent. of the Nominal Amount
Redemption Determination Amount	The official closing level of a Basket Constituent on the Reference Source.
Lowest Basket Constituent	In relation to the Valuation Date, the Basket Constituent with the lowest Performance Factor, provided that if two or more Basket Constituents have the same Performance Factor (the "Equal Basket Constituents") the Basket Constituent of these Equal Basket Constituents that appears first in the definition of Underlying above.
Cash Amount	(a) If on an Observation Date the Redemption Determination Amount of each Basket Constituent has been equal to or above the relevant Redemption Threshold (a Redemption Event), the Specified Reference Level or (b) if a Redemption Event has not occurred: (i) if, on the Valuation Date the Barrier Determination Amount of at least one Basket Constituent is below the relevant Barrier, an amount equal to: the quotient of (A) the product of (x) EUR 100 and (y) the Final Reference Level of the Lowest Basket Constituent (as numerator) and (B) the Initial Reference Level of the Lowest Basket Constituent (as denominator), (ii) if the provisions of (i) have not been satisfied, the Specified Reference Level.

Number of Securities:	up to 150,000 Securities at EUR 100.00 each with an aggregate nominal amount of up to EUR 15,000,000
Currency:	**Euro** (“**EUR**”)
Name and address of the Paying Agent:	Deutsche Bank AG, Taunusanlage 12, 60325 Frankfurt am Main, Germany
Name and address of the Calculation Agent:	Deutsche Bank AG, Taunusanlage 12, 60325 Frankfurt am Main, Germany
Underlying	*Type: Index Name: EURO STOXX Banks® Index (Bloomberg Ticker: SX7E Index) Index Sponsor: Stoxx Limited Reference Currency: EUR*
	Type: Index Name: STOXX 600 Technology® Index (Bloomberg Ticker: SX8P Index) Index Sponsor: Stoxx Limited Reference Currency: EUR

Information on the historical and ongoing performance of the Underlying and its volatility can be obtained on the public website under https://www.stoxx.com/ and on the Bloomberg page as provided for each item composing the Underlying

Limitations to the rights attached to the Securities

Under the conditions set out in the Terms and Conditions, the Issuer is entitled to terminate the Securities and to amend the Terms and Conditions.

Where will the securities be traded?

Application will be made to admit to trading the Securities on the multilateral trading facility (MTF) EuroTLX of Borsa Italiana S.p.A., which is not a regulated market for the purposes of Directive 2014/65/EU (as amended).

What are the key risks that are specific to the securities?

Risks at Maturity - If the Final Reference Level of at least one Basket Constituent is below the relevant Barrier, the Coupon Worst of Basket Certificate with Coupon Observation Dates and European Barrier Observation involves a risk of loss depending on the price or level of the Basket Constituent which, based on its respective Initial Reference Level, has at maturity of this product the worst performance of all Basket Constituents. The lower the price or level of the Worst Performing Basket Constituent at maturity, the greater the loss. In the worst-case scenario, this may result in the total loss of the capital invested.

Risks associated with Market Disruptions - Subject to certain conditions being met, the Calculation Agent may determine that a Market Disruption has occurred. This means that the price or level of the Underlying cannot be determined, at least temporarily. Market Disruptions may occur on an exchange relevant for the Underlying, particularly in the event of trade interruptions. This may have an effect on the timing of valuation and may delay payments on or the settlement of the Securities.

Risks associated with Adjustment and Termination Events - Subject to certain conditions being met, the Issuer may replace Underlyings, adjust the Final Terms or terminate the Securities. In case of a termination, the Issuer will pay, usually prior to the scheduled settlement date of the Securities, an amount determined by the Calculation Agent. Such amount may be significantly less than an investor's initial investment in Securities and in certain circumstances may be zero. Any adjustment or termination of the Securities or replacement of an Underlying may lead to a loss in value of the Securities or may at maturity lead to the realisation of losses or even to the total loss of the invested amount. It is also not excluded that an adjustment measure will later prove to be incorrect or to be disadvantageous for Securityholders. A Securityholder could also be put in an economically worse position by the adjustment measure than before such adjustment measure.

Risks associated with Underlying - Market risk is the most significant cross-product risk factor in connection with Underlyings of all kinds. An investment in Securities linked to any Underlying may bear similar market risks to a direct investment in the relevant index**.** The performance of Securities depends on the performance of the price or level of the Underlying and therefore on the value of the embedded option. This value may be subject to major fluctuations during the term. The higher the volatility of the Underlying is, the greater the expected intensity of such fluctuations is. Changes in the price or level of the Underlying will affect the value of the Securities, but it is impossible to predict whether the price or level of the Underlying will rise or fall. Securityholders thus bear the risk of unfavourable performance of the Underlying, which may lead to loss in value of the Securities or a reduction of the cash amount, up to and including total loss.

Risks associated with an early redemption or termination right for the Issuer - The Securities may be terminated on the occurrence of certain events. Therefore, they are likely to have a lower Market Value than otherwise identical Securities which do not contain such an early redemption or termination right. During any period when the Issuer may effect an early redemption of the Securities or a termination may occur, the Market Value of those Securities generally will not rise substantially above the price at which early redemption or termination may be effected. This effect may occur in advance of such periods. In such a case, investors may suffer a loss.

The Securities may be Illiquid - It is not possible to predict if and to what extent a secondary market may develop in the Securities or at what price the Securities will trade in the secondary market or whether such market will be liquid. Insofar and as long as the Securities are listed or quoted or admitted to trading on a stock exchange, no assurance is given that any such listing or quotation or admission to trading will be maintained. Higher liquidity does not necessarily result from a listing, quotation or admission to trading. If the Securities are not listed or quoted or admitted to trading on any stock exchange or quotation system, pricing information for the Securities may be more difficult to obtain and the liquidity of the Securities may be adversely affected. The liquidity of the Securities may also be affected by restrictions on offers and sales of the Securities in some jurisdictions. Even where an investor is able to realise its investment in the Securities by selling this may be at a substantially lower value than its original investment in the Securities. Depending on the structure of the Securities, the realisation value at any time may be zero (0), which means a total loss of the capital invested. In addition, a transaction fee may be payable in respect of a sale of the Securities.

Regulatory Bail-in and other Resolution Measures - Laws enable the competent resolution authority to also take measures in respect of the Securities. These measures may have an adverse effect on the Securityholders. If the legal requirements are met in respect of the Issuer, BaFin as the resolution authority, may, in addition to other measures, write down Securityholders' claims from the Securities in part or in full or convert them into equity (shares) of the Issuer ("**Resolution Measures**"). Other Resolution Measures available include (but are not limited to) transferring the Securities to another entity, varying the terms and conditions of the Securities (including, but without limitation to, varying the maturity of the Securities) or cancelling the Securities. The competent resolution authority may apply Resolution Measures individually or in any combination. If the resolution authority takes Resolution Measures, Securityholders bear the risk of losing their claims from the Securities. In particular, this includes their claims for payment of the cash amount or redemption amount or for delivery of the delivery item.

Section D – Key information on the offer of securities to the public and/or the admission to trading on a regulated market

Under which conditions and timetable can I invest in this security?

General terms, conditions and expected timetable of the offer

Offering Period

The offer of the Securities starts on 7 July 2026 and ends with the close of 28 July 2026 (end of primary market), except for the "*door-to-door*" offer for which the subscription period will be from, and including, 7 July 2026 to, and including, 24 July 2026. In any case the offer ends with expiry of the validity of the Prospectus, unless another prospectus provides for a continued offer.

The Issuer reserves the right for any reason to reduce the number of Securities offered.

Cancellation of the issuance of the *Securities*

The Issuer reserves the right for any reason to cancel the issuance of the Securities.

Early closing of the offering period of the Securities

The Issuer reserves the right for any reason to close the Offering Period early.

Categories of potential investors to which the Securities are offered and whether tranche(s) have been reserved for certain countries

Qualified investors within the meaning of the Prospectus Regulation and non-qualified investors. The offer may be made in Italy to any person which complies with all other requirements for investment as set out in the Securities Note 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 Regulation.

Issue price

EUR 100 per Certificate

Amount of any expenses and taxes specifically charged to the subscriber or purchaser

Expenses included in the price (per Security):	ex-ante entry costs: EUR 5.49
	ex-ante exit costs: EUR 1.00
	ex-ante running costs on yearly basis: Not applicable
Other expenses and taxes:	none

Details of the admission to trading on a regulated market

No application has been made to admit the Securities to the regulated market of any exchange.

Why is this prospectus being produced?

Reasons for the offer

The reasons for the offer are making profit and hedging certain risks.

Material conflicts of interest pertaining to the offer or the admission to trading

Save for the distributor 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.