

SECOND SUPPLEMENT DATED 11 SEPTEMBER 2008 TO THE PROSPECTUS DATED 20 JUNE 2008.

dbInvestor Solutions plc

Series 9

**Up to Euro 150,000,000 Secured Notes due 2013 relating to a Basket of Shares
ISIN: XS0371002931**

This supplement (the "**Second Supplement**") is dated 11 September 2008 and should be read in conjunction with the Prospectus dated 20 June 2008 (the "**Prospectus**") in respect of the Series 9 up to Euro 150,000,000 Secured Notes due 2013 relating to a Basket of Shares (the "**Securities**") of dbInvestor Solutions plc (the "**Issuer**") as supplemented by the first supplement to the Prospectus dated 18 July 2008. This Second Supplement constitutes a supplement to the Prospectus for the purposes of article 13 of the Luxembourg law of 10 July 2005 on prospectuses for securities (the "**Prospectus Act 2005**") and Article 16 of Directive 2003/71/EC. Terms defined in the Prospectus have the same meaning in this Second Supplement. Any information not updated or amended herein should be regarded as unchanged.

Subject as provided below, the Issuer accepts responsibility for the information contained in this Second Supplement. To the best of the knowledge of the Issuer (who has taken all reasonable care to ensure such is the case) the information contained in this Second Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information. The Issuer takes responsibility only for the accuracy of the extraction of the information relating to GDF Suez S.A. below as is reproduced herein and has made no independent investigation or verification thereof

Further to its public offer and issue of the Securities, and further to the occurrence of a Merger Event (as defined in the Prospectus) in respect of Suez SA., the Issuer gives notice that with effect on and from 11 September 2008, the Prospectus shall be amended as set out in the Annex to this Second Supplement.

In accordance with Article 13 paragraph 2 of the Prospectus Act 2005 investors who have agreed to purchase or subscribe for the Securities before this Supplement is published have the right, exercisable within a time period of a minimum of two working days after the publication of this Supplement, to withdraw their acceptances.

This Second Supplement will be available on the Luxembourg Stock Exchange website (www.bourse.lu) and the following website: (www.it.investmentprodukte.db.com).

ANNEX 1

The Prospectus shall be amended as follows:

1. All references to "Suez SA." contained therein shall be deleted and replaced by "GDF Suez S.A."
2. The information relating to Suez SA. set out in the "Information relating to the Underlying" section on pages 59 and 60 of the Prospectus shall be deleted and replaced with the following:

"GDF Suez

General

GDF Suez S.A. ("**GDF Suez**") is incorporated in France. GDF Suez is a gas company. GDF Suez offers a full range of natural gas and associated energy services throughout the world. GDF Suez produces, trades, transports, stores and distributes natural gas, and offers energy management and climatic and thermal engineering services. Its registered office is 23 rue Philibert Delorme, 75840 Paris Cedex 17, France. The market capitalisation of GDF Suez on 2 September 2008 was EUR 87,059m. GDF Suez's financial reports are available from <http://www.gdfsuez.com/en/finance/investisseurs/>.

The above information has been extracted from Bloomberg. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by Bloomberg, no facts have been omitted which would render the reproduced information inaccurate or misleading.

GDF Suez Shares

As at 16 July 2008, the subscribed capital of GDF Suez amounted to EUR 2,191,532,680 comprised of 2,191,532,680 ordinary shares (the "**GDF Suez Shares**") of nominal value EUR 1 each. The GDF Suez Shares are listed on EN Paris Stock Exchange. (ISIN FR0010208488, Bloomberg Ticker GSZ FP Equity).

The above information has been extracted from Bloomberg and from a regulatory filing of GDF Suez dated 12 August 2008. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published in those sources, no facts have been omitted which would render the reproduced information inaccurate or misleading.

None of the GDF Suez Shares will actually be held by the Issuer in connection with the Securities.

Recent GDF Suez Shares Price History

The table below shows the closing prices of the GDF Suez Shares for the dates indicated.

Date	Prices (EUR)
02/09/2008	39.99
01/09/2008	40.00
29/08/2008	39.40
28/08/2008	39.88
27/08/2008	39.24
26/08/2008	39.09
25/08/2008	38.23
22/08/2008	38.51
21/08/2008	37.87
20/08/2008	37.83
19/08/2008	36.95
18/08/2008	36.97
15/08/2008	37.01
14/08/2008	37.21
13/08/2008	36.64
12/08/2008	36.27

11/08/2008	36.87
08/08/2008	37.60
07/08/2008	38.30
06/08/2008	37.70
05/08/2008	38.68
04/08/2008	38.69
01/08/2008	39.57
31/07/2008	40.34
30/07/2008	40.56
29/07/2008	40.61
28/07/2008	40.27
25/07/2008	41.80
24/07/2008	42.48
23/07/2008	43.50
22/07/2008	42.00
21/07/2008	43.76
18/07/2008	42.42
17/07/2008	40.36
16/07/2008	39.85

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Dividend Information

GDF Suez has not paid any dividends since its creation.

The above information has been extracted from Bloomberg. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by Bloomberg, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Further Information Relating to GDF Suez

GDF Suez maintains an Internet Site at the following address where further information may be available in respect of GDF Suez: <http://www.gdfsuez.com/en/finance/investisseurs/>.

Information on past and future performance and volatility of the GDF Suez Shares can be obtained from various internationally recognized published or electronically displayed sources, for example, Bloomberg."