

Terms of Reference
for the Nomination Committee of the Supervisory Board of
Deutsche Bank AG
(as at October 30, 2007)

§ 1
Composition and Chair

- (1) The Nomination Committee comprises the Chairperson of the Supervisory Board, the further shareholder representative on the Chairman's Committee and a further Supervisory Board member from among shareholders elected by the shareholder representatives.
- (2) The Nomination Committee is chaired by the Chairperson of the Supervisory Board.

§ 2
Tasks

- (1) The Nomination Committee prepares the suggestions of the Supervisory Board to the General Meeting for the election and judicial appointments of Supervisory Board members from among shareholders.
- (2) For the performance of its duties, the Nomination Committee may, at its professional discretion, use the services of internal and external consultants. The costs are borne by the company.
- (3) The Nomination Committee forms a quorum if all members participate in the voting.

§ 3
Meetings

- (1) Nomination Committee meetings are convened by its Chairperson subject to notice of at least two weeks.
- (2) The convening of and the taking of minutes at Nomination Committee meetings, the method of taking resolutions and reporting to the Supervisory Board are governed by the regulations in the Terms of Reference of the Supervisory Board.

§ 4
Statements

Insofar as statements must be issued or accepted for the execution of resolutions of the Nomination Committee, the Chairperson of the Nomination Committee acts for the Nomination Committee.

§ 5
Secrecy

Members of the Nomination Committee and other persons who attend a Nomination Committee meeting must maintain silence on all documents they receive, on the contents of deliberations and on all confidential information and secrets of the bank and its customers, particularly operating and business secrets that are disclosed to them in the course of their work on the Nomination Committee.