



Deutsche Bank Corporate Finance Pre-Trade Costs and Charges Disclosure 2018



This document provides you with key information about the costs and charges relating to our services. It is not marketing material.

This document relates to our financial advisory services in relation to mergers and acquisitions transactions.

What are the Costs?

The costs and charges for our financial advisory services in relation to mergers and acquisitions transactions are, typically, made up of the following components:

- (a) a retainer or other ongoing fee;
- (b) a base fee or other fee, whether as a fixed amount or as an amount to be calculated as a percentage of the aggregate consideration paid or, as the case may be, received pursuant to the relevant mergers and acquisitions transaction;
- (c) at your absolute discretion, an incentive fee up to a fixed amount or as an amount to be calculated as a percentage of the aggregate consideration paid or, as the case may be, received pursuant to the relevant mergers and acquisitions transaction;
- (d) depending on the particular mergers and acquisitions transaction, an announcement fee;
- (e) if requested by you, a fee for our provision of an opinion to your board of directors or management board (or special committee) regarding the fairness to you or, as applicable, another person, from a financial point of view, of the consideration to be paid or, as the case may be, received, by you or, as applicable, such other person (or the exchange ratio, as the case may be), in connection with the relevant mergers and acquisitions transaction;
- (f) in case of a public mergers and acquisitions transaction under German law, if requested by the Client, a fee for the provision of a financing confirmation in accordance with section 13 of the German Securities Acquisition and Takeover Act (WpÜG);
- (g) if, in connection with a mergers and acquisitions transaction that is not completed, you receive a termination fee, a fee calculated as a percentage of such termination fee;
- (h) a fee payable in the event that our engagement in relation to the relevant mergers and acquisitions transaction is terminated and such mergers and acquisitions transaction or any transaction analogous thereto is completed by you within a period to be agreed between us of such termination; and/or
- (i) any fees, expenses, disbursements or other costs incurred by us for which reimbursement will be sought from you.

In addition, we may receive payments from third parties in relation to mergers and acquisitions transactions.

Further Information

If you have any questions in relation to the costs and charges associated with our services in relation to mergers and acquisitions transactions, please raise them with your usual Deutsche Bank contact.

You will be provided with further information about the costs and charges relating to the mergers and acquisitions transaction in relation to which we are providing you with services in our engagement letter. Subsequently, if applicable, you will be provided with information about the costs and charges actually incurred by us in relation to such mergers and acquisitions transaction.

In accordance with applicable laws and regulations, we are permitted to agree with you to a limited application of the detailed requirements for the disclosure of costs and charges that would otherwise apply. By continuing our engagement after receiving this document, you agree to us providing the information on costs and charges that is contained in this document and in the other materials referred to in it. In particular, we will not provide you with information in relation to any currency conversion rates and costs involved, where any part of our costs and charges is denominated in a foreign currency, or an illustration showing the cumulative effect of costs on the return of investments.
