

DEUTSCHE BANK AKTIENGESELLSCHAFT

Form 424B2

October 10, 2014

Pricing Supplement 2231ZZ

To product supplement ZZ dated September 28, 2012,

prospectus supplement dated September 28, 2012

and prospectus dated September 28, 2012

Deutsche Bank

Registration Statement No. 333-184193

Dated October 8, 2014; Rule 424(b)(2)

Structured  
Investments

Deutsche Bank AG

\$24,500,000 Autocallable Securities Linked to the Performance of the Indonesian Rupiah Relative to the U.S. Dollar due October 28, 2015

General

- The securities are designed for investors who seek a return linked to the performance of the Indonesian rupiah (the “Underlying Currency”) relative to the U.S. dollar (the “Reference Currency”). The securities will be automatically called and will pay a premium if the Currency Performance, calculated as set forth below, on any Observation Date is positive or zero (meaning that the Indonesian rupiah strengthens or remains unchanged relative to the U.S. dollar), or is negative (meaning that the Indonesian rupiah weakens relative to the U.S. dollar) but the Currency Performance is greater than or equal to -1.50%. If the securities are not automatically called and the Currency Performance for the last Observation Date is less than -1.50% but is greater than or equal to -10.00%, investors will receive at maturity the Face Amount per \$1,000 Face Amount of securities. However, if the securities are not automatically called and the Currency Performance for the last Observation Date is less than -10.00%, for each \$1,000 Face Amount of securities, investors will lose 1.00% of the Face Amount for every 1.00% the Currency Performance is negative. Investors should be willing to lose a significant portion or all of their initial investment if the securities are not automatically called and the Indonesian rupiah weakens relative to the U.S. dollar such that the Currency Performance for the last Observation Date is less than -10.00%. The securities do not pay any coupons. Any payment on the securities is subject to the credit of the Issuer.
- Senior unsecured obligations of Deutsche Bank AG maturing October 28, 2015†
- Minimum purchase of \$10,000. Minimum denominations of \$1,000 (the “Face Amount”) and integral multiples thereof.
- The securities priced on October 8, 2014 (the “Trade Date”) and are expected to settle on October 14, 2014 (the “Settlement Date”).

Key Terms

Issuer: Deutsche Bank AG, London Branch

Issue Price: 100% of the Face Amount

Underlying: Indonesian rupiah (“IDR”)

Currency:

Reference Currency: U.S. dollar (“USD”)

Automatic Call: If the Currency Performance for any Observation Date is greater than or equal to -1.50%, the securities will be automatically called on the corresponding Call Settlement Date for a cash payment per \$1,000 Face Amount of securities equal to \$1,000 plus \$1,000 multiplied by the Call Premium for the relevant Observation Date. The Call Premiums reflect an annualized return of approximately 18.40%. The Observation Dates, expected Call Settlement Dates, Call Premiums and Call Payments are set forth in the table below.

Observation Dates†	Expected Call Settlement Dates	Call Premium	Call Payment (per \$1,000 Face Amount of securities)
January 12, 2015	January 15, 2015	4.60%	\$1,046.00
April 10, 2015	April 15, 2015	9.20%	\$1,092.00
July 10, 2015	July 15, 2015	13.80%	\$1,138.00
October 23, 2015 (Final Valuation Date)	October 28, 2015 (Maturity Date)	18.40%	\$1,184.00

Any payment upon an automatic call of the securities is subject to the credit of the Issuer.

Call Settlement Dates: The third business day following the relevant Observation Date.

Payment at Maturity: If the securities are not automatically called, the Payment at Maturity per \$1,000 Face Amount of securities will be:

- If the Currency Performance for the last Observation Date is greater than or equal to -10.00%, you will be entitled to receive a cash payment at maturity per \$1,000 Face Amount of securities equal to the Face Amount.
- If the Currency Performance for the last Observation Date is less than -10.00%, you will be entitled to receive a cash payment at maturity calculated as follows:

$$\$1,000 + (\$1,000 \times \text{Currency Performance})$$

If the securities are not automatically called and the Currency Performance for the last Observation Date is less than -10.00%, you will be fully exposed to the negative Currency Performance and, for each \$1,000 Face Amount of securities, you will lose 1.00% of the Face Amount for every 1.00% the Currency Performance is negative. In this circumstance, you will lose a significant portion or all of your investment at maturity. Because the Currency Performance is calculated by dividing the difference between the Initial Spot Rate and the Final Spot Rate by the Initial Spot Rate, you will lose all of your investment if the Final Spot Rate is greater than or equal to 200.00% of the Initial Spot Rate. In no event will the payment at maturity be less than zero. Any payment at maturity is subject to the credit of the Issuer.

Currency Performance: The performance of the Underlying Currency from the Initial Spot Rate to the Final Spot Rate, calculated as follows:

$$\frac{\text{Initial Spot Rate} - \text{Final Spot Rate}}{\text{Initial Spot Rate}}$$

Because the Currency Performance is calculated by dividing the difference between the Initial Spot Rate and the Final Spot Rate by the Initial Spot Rate, the maximum positive Currency Performance will equal 100%. There is no comparable limit on the negative Currency Performance. The Currency Performance will be less than -100.00% if the Final Spot Rate is greater than 200.00% of the Initial Spot Rate. However, in no case will the payment at maturity be less than zero.

(Key Terms continued on next page)

Investing in the securities involves a number of risks. See “Risk Factors” beginning on page 8 of the accompanying product supplement and “Selected Risk Considerations” beginning on page 8 of this pricing supplement.

The Issuer’s estimated value of the securities on the Trade Date is \$975.00 per \$1,000 Face Amount of securities, which is less than the Issue Price. Please see “Issuer’s Estimated Value of the Securities” on page 3 of this pricing supplement for additional information.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of the securities or passed upon the accuracy or the adequacy of this pricing supplement or the accompanying product supplement, prospectus supplement or prospectus. Any representation to the contrary is a criminal offense.

	Price to Public	Fees(1)	Proceeds to Issuer
Per security	\$1,000.00	\$6.50	\$993.50
Total	\$24,500,000.00	\$159,250.00	\$24,340,750.00

(1) JPMorgan Chase Bank, N.A. and J.P. Morgan Securities LLC, which we refer to as JPMS LLC, or one of its affiliates will act as placement agents for the securities. Please see “Supplemental Plan of Distribution” in this pricing supplement for more information about fees.

The securities are not bank deposits and are not insured or guaranteed by the Federal Deposit Insurance Corporation or any other governmental agency.

#### CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price	Amount of Registration Fee
Notes	\$24,500,000.00	\$2,846.90
	JPMorgan	

Placement Agent

October 8, 2014

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(Key Terms continued from previous page)

**Spot Rate:** The IDR/USD Spot Rate on each date of calculation will be the Indonesian rupiah/U.S. dollar weighted average spot rate in the interbank market based on traded IDR/USD spot foreign exchange transactions, expressed as the amount of Indonesian rupiah per one U.S. dollar, for settlement in two business days, published by Bank Indonesia at approximately 10:00 a.m., Jakarta time as the Jakarta Interbank Spot Dollar Rate USD – IDR on Bank Indonesia’s website ([www.bi.go.id](http://www.bi.go.id)) or otherwise made available by Bank Indonesia (or its successor as administrator).

A higher Spot Rate indicates a weakening of the Indonesian rupiah against the U.S. dollar, while a lower Spot Rate indicates a strengthening of the Indonesian rupiah against the U.S. dollar. Without limitation and in addition to any provisions in the accompanying product supplement, if the foregoing Spot Rate is unavailable (or is published in error), the Spot Rate may be selected by the calculation agent in good faith and in a commercially reasonable manner and/or the Observation Dates (including the Final Valuation Date) may be postponed by up to five currency business days.

**Initial Spot Rate:** 12,241.00, equal to the Spot Rate for the Underlying Currency on the Trade Date

**Final Spot Rate:** For any Observation Date (including the Final Valuation Date), the Spot Rate for the Underlying Currency on such Observation Date

**Trade Date:** October 8, 2014

**Settlement Date:** October 14, 2014

**Final Valuation Date†:** October 23, 2015

**Maturity Date†:** October 28, 2015

**Listing:** The securities will not be listed on any securities exchange.

**CUSIP/ISIN:** 25152RRN5 / US25152RRN51

† Subject to postponement as described under “Description of Securities — Adjustments to Valuation Dates and Payment Dates” in the accompanying product supplement.

### Issuer's Estimated Value of the Securities

The Issuer's estimated value of the securities is equal to the sum of our valuations of the following two components of the securities: (i) a bond and (ii) an embedded derivative(s). The value of the bond component of the securities is calculated based on the present value of the stream of cash payments associated with a conventional bond with a principal amount equal to the Face Amount of securities, discounted at an internal funding rate, which is determined primarily based on our market-based yield curve, adjusted to account for our funding needs and objectives for the period matching the term of the securities. The internal funding rate is typically lower than the rate we would pay when we issue conventional debt securities on equivalent terms. This difference in funding rate, as well as the agent's commissions, if any, and the estimated cost of hedging our obligations under the securities, reduces the economic terms of the securities to you and is expected to adversely affect the price at which you may be able to sell the securities in any secondary market. The value of the embedded derivative(s) is calculated based on our internal pricing models using relevant parameter inputs such as expected interest rates and mid-market levels of price and volatility of the assets underlying the securities or any futures, options or swaps related to such underlying assets. Our internal pricing models are proprietary and rely in part on certain assumptions about future events, which may prove to be incorrect.

The Issuer's estimated value of the securities on the Trade Date (as disclosed on the cover of this pricing supplement) is less than the Issue Price of the securities. The difference between the Issue Price and the Issuer's estimated value of the securities on the Trade Date is due to the inclusion in the Issue Price of the agent's commissions, if any, and the cost of hedging our obligations under the securities through one or more of our affiliates. Such hedging cost includes our or our affiliates' expected cost of providing such hedge, as well as the profit we or our affiliates expect to realize in consideration for assuming the risks inherent in providing such hedge.

The Issuer's estimated value of the securities on the Trade Date does not represent the price at which we or any of our affiliates would be willing to purchase your securities in the secondary market at any time. Assuming no changes in market conditions or our creditworthiness and other relevant factors, the price, if any, at which we or our affiliates would be willing to purchase the securities from you in secondary market transactions, if at all, would generally be lower than both the Issue Price and the Issuer's estimated value of the securities on the Trade Date. Our purchase price, if any, in secondary market transactions will be based on the estimated value of the securities determined by reference to (i) the then-prevailing internal funding rate (adjusted by a spread) or another appropriate measure of our cost of funds and (ii) our pricing models at that time, less a bid spread determined after taking into account the size of the repurchase, the nature of the assets underlying the securities and then-prevailing market conditions. The price we report to financial reporting services and to distributors of our securities for use on customer account statements would generally be determined on the same basis. However, during the period of approximately three months beginning from the Trade Date, we or our affiliates may, in our sole discretion, increase the purchase price determined as described above by an amount equal to the declining differential between the Issue Price and the Issuer's estimated value of the securities on the Trade Date, prorated over such period on a straight-line basis, for transactions that are individually and in the aggregate of the expected size for ordinary secondary market repurchases.

Additional Terms Specific to the Securities

You should read this pricing supplement together with product supplement ZZ dated September 28, 2012, the prospectus supplement dated September 28, 2012 relating to our Series A global notes of which these securities are a part and the prospectus dated September 28, 2012. You may access these documents on the website of the Securities and Exchange Commission (the “SEC”) at [www.sec.gov](http://www.sec.gov) as follows (or if such address has changed, by reviewing our filings for the relevant date on the SEC website):

Product supplement ZZ dated September 28, 2012:

[http://www.sec.gov/Archives/edgar/data/1159508/000095010312005086/crt\\_dp33013-424b2.pdf](http://www.sec.gov/Archives/edgar/data/1159508/000095010312005086/crt_dp33013-424b2.pdf)

Prospectus supplement dated September 28, 2012:

<http://www.sec.gov/Archives/edgar/data/1159508/000119312512409437/d414995d424b21.pdf>

Prospectus dated September 28, 2012:

<http://www.sec.gov/Archives/edgar/data/1159508/000119312512409372/d413728d424b21.pdf>

Our Central Index Key, or CIK, on the SEC website is 0001159508. As used in this pricing supplement, “we,” “us” or “our” refers to Deutsche Bank AG, including, as the context requires, acting through one of its branches.

The trustee has appointed Deutsche Bank Trust Company Americas as its authenticating agent with respect to our Series A global notes.

This pricing supplement, together with the documents listed above, contains the terms of the securities and supersedes all other prior or contemporaneous oral statements as well as any other written materials including preliminary or indicative pricing terms, correspondence, trade ideas, structures for implementation, sample structures, brochures or other educational materials of ours. You should carefully consider, among other things, the matters set forth in this pricing supplement and in “Risk Factors” in the accompanying product supplement, as the securities involve risks not associated with conventional debt securities. We urge you to consult your investment, legal, tax, accounting and other advisers before deciding to invest in the securities.

Deutsche Bank AG has filed a registration statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this pricing supplement relates. Before you invest, you should read the prospectus in that registration statement and the other documents relating to this offering that Deutsche Bank AG has filed with the SEC for more complete information about Deutsche Bank AG and this offering. You may obtain these documents without cost by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, Deutsche Bank AG, any agent or any dealer participating in this offering will arrange to send you the prospectus, prospectus supplement, product supplement and this pricing supplement if you so request by calling toll-free 1-800-311-4409.

You may revoke your offer to purchase the securities at any time prior to the time at which we accept such offer by notifying the applicable agent. We reserve the right to change the terms of, or reject any offer to purchase, the securities prior to their issuance. We will notify you in the event of any changes to the terms of the securities, and you will be asked to accept such changes in connection with your purchase of any securities. You may also choose to reject such changes, in which case we may reject your offer to purchase the securities.

### What Is the Payment on the Securities, Assuming a Range of Hypothetical Performances for the Spot Rate?

The tables and hypothetical examples set forth below are for illustrative purposes only. The actual returns applicable to a purchaser of the securities will be determined on the Observation Dates (including the Final Valuation Date). The following results are based solely on the hypothetical examples cited. You should consider carefully whether the securities are suitable to your investment goals. The numbers appearing below may have been rounded for ease of analysis.

If the securities are called:

If the Currency Performance for any Observation Date is greater than or equal to -1.50%, the securities will be automatically called on the corresponding Call Settlement Date for a cash payment per \$1,000 Face Amount of securities equal to \$1,000 plus \$1,000 multiplied by the Call Premium for the relevant Observation Date. The following table illustrates the hypothetical Call Payment upon an automatic call on any of the Observation Dates and reflects the Call Premiums of 4.60%, 9.20%, 13.80% and 18.40% for the respective Observation Dates.

Observation Dates	Expected Call Settlement Dates	Call Premium	Call Payment (per \$1,000 Face Amount of securities)
January 12, 2015	January 15, 2015	4.60%	\$1,046.00
April 10, 2015	April 15, 2015	9.20%	\$1,092.00
July 10, 2015	July 15, 2015	13.80%	\$1,138.00
October 23, 2015 (Final Valuation Date)	October 28, 2015 (Maturity Date)	18.40%	\$1,184.00

If the securities are not called:

The following table illustrates how the hypothetical Payments at Maturity per \$1,000 Face Amount of securities are calculated if the securities are not automatically called. The actual Initial Spot Rate is set forth on the cover of this pricing supplement. The numbers appearing below may have been rounded for ease of analysis.

Currency Performance (%)	Payment at Maturity (\$)	Return on the Securities (%)
50.00%	N/A	N/A
40.00%	N/A	N/A
30.00%	N/A	N/A
20.00%	N/A	N/A
15.00%	N/A	N/A
10.00%	N/A	N/A
5.00%	N/A	N/A
0.00%	N/A	N/A
-1.50%	N/A	N/A
-5.00%	\$1,000.00	0.00%
-7.50%	\$1,000.00	0.00%
-10.00%	\$1,000.00	0.00%

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-15.00%	\$850.00	-15.00%
-20.00%	\$800.00	-20.00%
-30.00%	\$700.00	-30.00%
-40.00%	\$600.00	-40.00%
-60.00%	\$400.00	-60.00%
-80.00%	\$200.00	-80.00%
-100.00%	\$0.00	-100.00%
-110.00%	\$0.00	-100.00%

N/A: Not applicable because the securities will be automatically called if the Currency Performance is greater than or equal to -1.50% on the last Observation Date.

The following hypothetical examples illustrate how the hypothetical Payments at Maturity or hypothetical Call Payments set forth in the two tables above are calculated.



Example 1: The Final Spot Rate is less than the Initial Spot Rate (the Indonesian rupiah strengthens relative to the U.S. dollar), resulting in a Currency Performance of 20.00% on the first Observation Date. Because the Currency Performance for the first Observation Date is greater than -1.50%, the securities are automatically called, and the investor will receive a cash payment of \$1,046.00 per \$1,000 Face Amount of securities on the related Call Settlement Date, calculated as follows:

$$\begin{aligned} & \$1,000 + (\$1,000 \times \text{Call Premium for the first Observation Date}) \\ & \$1,000 + (\$1,000 \times 4.60\%) = \$1,046.00 \end{aligned}$$

Example 2: The securities have not been automatically called prior to the last Observation Date and the Final Spot Rate is less than the Initial Spot Rate (the Indonesian rupiah strengthens relative to the U.S. dollar), resulting in a Currency Performance of 10.00% on the last Observation Date. Because the Currency Performance for the last Observation Date is greater than -1.50%, the securities are automatically called, and the investor will receive a cash payment of \$1,184.00 per \$1,000 Face Amount of securities on the related Call Settlement Date (the Maturity Date), calculated as follows:

$$\begin{aligned} & \$1,000 + (\$1,000 \times \text{Call Premium for the last Observation Date}) \\ & \$1,000 + (\$1,000 \times 18.40\%) = \$1,184.00 \end{aligned}$$

Example 3: The securities have not been automatically called prior to the last Observation Date and the Final Spot Rate is greater than the Initial Spot Rate (the Indonesian rupiah weakens relative to the U.S. dollar), resulting in a Currency Performance of -5.00% on the last Observation Date. Because the Currency Performance for the last Observation Date is less than -1.50%, the securities are not automatically called on the last Observation Date. Even though the Currency Performance of -5.00% is negative, because the Currency Performance is greater than -10.00%, the investor will receive a Payment at Maturity of \$1,000.00 per \$1,000 Face Amount of securities.

Example 4: The securities have not been automatically called prior to the last Observation Date and the Final Spot Rate is less than the Initial Spot Rate (the Indonesian rupiah weakens relative to the U.S. dollar), resulting in a Currency Performance of -40.00% on the last Observation Date. Because the Currency Performance for the last Observation Date is less than -1.50%, the securities are not automatically called on the last Observation Date. Since the Currency Performance of -40.00% is less than -10.00%, the investor will receive a Payment at Maturity of \$600.00 per \$1,000 Face Amount of securities, calculated as follows:

$$\begin{aligned} & \$1,000 + (\$1,000 \times \text{Currency Performance}) \\ & \$1,000 + (\$1,000 \times -40.00\%) = \$600.00 \end{aligned}$$

Example 5: The securities have not been automatically called prior to the last Observation Date and the Final Spot Rate is greater than 200.00% of the Initial Spot Rate (the Indonesian rupiah weakens relative to the U.S. dollar), resulting in a Currency Performance of less than -100.00% on the last Observation Date. Because the Currency Performance for the last Observation Date is less than -1.50%, the securities are not automatically called on the last Observation Date. Since the Currency Performance is less than -100.00%, the investor will receive a Payment at Maturity of \$0.00 per \$1,000 Face Amount of securities.

#### Selected Purchase Considerations

- **FIXED APPRECIATION POTENTIAL IF THE SECURITIES ARE AUTOMATICALLY CALLED** — The securities are designed for investors who believe that the Indonesian rupiah will not weaken relative to the U.S. dollar over the term of the securities such that the Currency Performance is less than -1.50%, and who are willing to risk losing up to 100.00% of their initial investment if the securities are not automatically called and the Currency

Performance for the last Observation Date is less than -10.00%. If the securities are automatically called, you will receive a positive return reflecting the Call Premium for the applicable Observation Date.

- **LIMITED PROTECTION AGAINST LOSS** — If the securities are not automatically called and the Currency Performance is greater than or equal to -10.00% on the last Observation Date, you will receive at maturity the Face Amount per \$1,000 Face Amount of securities. If the Currency Performance is less than -10.00% on the last Observation Date, for each \$1,000 Face Amount of securities, you will lose 1.00% of the Face Amount for every 1.00% the Currency Performance is negative. In this circumstance, you will lose a significant portion or all of your investment. Any payment on the securities is subject to our ability to satisfy our obligations as they become due.
- **POTENTIAL EARLY EXIT WITH APPRECIATION AS A RESULT OF THE AUTOMATIC CALL FEATURE** — While the original term of the securities is approximately 12 months, the securities will be called if the Currency Performance is greater than or equal to -1.50% on any Observation Date, and you will be entitled to a return on the securities on the applicable Call Settlement Date of approximately 18.40% per annum, or approximately 4.60% on a quarterly basis.
- **EXPOSURE TO THE UNDERLYING CURRENCY RELATIVE TO THE REFERENCE CURRENCY** — The return on the securities, which may be positive, zero or negative, is linked to the performance of the Indonesian rupiah, which we refer to as the Underlying Currency, relative to the U.S. dollar, which we refer to as the Reference Currency, as described herein. Accordingly, the Currency Performance will increase as the Underlying Currency strengthens relative to the U.S. dollar, and will decrease as the Underlying Currency weakens relative to the U.S. dollar.

•**TAX CONSEQUENCES** — Due to the lack of direct legal authority, there is substantial uncertainty regarding the U.S. federal income tax consequences of an investment in the notes. In determining our responsibilities for information reporting and withholding, if any, we intend to treat the securities as prepaid financial contracts that are not debt, with the consequences described below. Our special tax counsel, Davis Polk & Wardwell LLP, has advised that while it believes this treatment to be reasonable, it is unable to conclude that it is more likely than not that this treatment will be upheld, and that other reasonable treatments are possible that could materially and adversely affect the timing and character of income or loss on your securities. If the securities are treated as prepaid financial contracts that are not debt, you should not recognize taxable income or loss prior to the taxable disposition of your securities (including at maturity or pursuant to a call). The remainder of this discussion assumes that the treatment of the securities as prepaid financial contracts that are not debt is respected, except where otherwise indicated.

Your gain or loss on the securities should be treated as ordinary income or loss under Section 988 of the Internal Revenue Code (the “Code”) unless, before the close of the day on which you acquire the securities, you make a valid election pursuant to the applicable Treasury regulations under Section 988 to treat such gain or loss as capital gain or loss (a “capital gain election”). Assuming that the securities are properly treated as prepaid financial contracts that are not debt, our special tax counsel believes that it is reasonable to treat the capital gain election as available and that, even if the securities are not so treated, there should be no adverse consequences as a result of having made a protective capital gain election. However, because there is no direct legal authority addressing the availability of the capital gain election for instruments such as the securities, our special tax counsel is unable to conclude that it is more likely than not that the election is available.

To make the capital gain election (assuming it is available), you must, in accordance with the detailed procedures set forth in the regulations under Section 988, either (a) clearly identify the securities on your books and records on the day you acquire them as being subject to the election and file a prescribed statement verifying the election with your federal income tax return or (b) obtain “independent verification” of the election. Assuming that you are permitted to, and do, make the election, your gain or loss on the securities should be short-term capital gain or loss unless you have held the securities for more than one year, in which case your gain or loss should be long-term capital gain or loss. The deductibility of capital losses is subject to limitations. If you do not make a valid capital gain election, special reporting rules could apply if your ordinary losses under Section 988 exceed a specified threshold.

It is possible that the securities might be treated as “foreign currency contracts” under the mark-to-market regime of Section 1256 of the Code. If Section 1256 were to apply, you would be required to mark your securities to market at the end of each year (i.e., recognize income or loss as if the securities had been sold for fair market value). Under this treatment, if applicable, gain or loss recognized on marking the securities to market and on the disposition of the securities would be ordinary in character absent a valid capital gain election (as described above). If the election is available and a valid election is made, gain or loss recognized on marking the securities to market and on maturity or disposition of the securities would be treated as 60% long-term capital gain or loss and 40% short-term capital gain or loss, without regard to how long you had held your securities.

In 2007, the U.S. Treasury Department and the Internal Revenue Service (the “IRS”) released a notice requesting comments on various issues regarding the U.S. federal income tax treatment of “prepaid forward contracts” and similar instruments. The notice focuses in particular on whether beneficial owners of these instruments should be required to accrue income over the term of their investment. It also asks for comments on a number of related topics, including the character of income or loss with respect to these instruments; the relevance of factors such as the nature of the underlying property to which the instruments are linked; the degree, if any, to which income (including any mandated accruals) realized by non-U.S. persons should be subject to withholding tax; and whether these instruments are or

should be subject to the “constructive ownership” regime, which very generally can operate to recharacterize certain long-term capital gain as ordinary income and impose a notional interest charge. While the notice requests comments on appropriate transition rules and effective dates, any Treasury regulations or other guidance promulgated after consideration of these issues could materially and adversely affect the tax consequences of an investment in the securities, possibly with retroactive effect.

In 2007, the IRS also released a revenue ruling holding that a particular financial instrument with some similarity to the securities is properly treated as a debt instrument denominated in a foreign currency. The securities are distinguishable from the instrument described in the revenue ruling, but if the reach of the revenue ruling were extended, it could materially and adversely affect the tax consequences for U.S. holders of an investment in the securities, possibly with retroactive effect.

You should review carefully the section of the accompanying product supplement entitled “U.S. Federal Income Tax Consequences.” The preceding discussion, when read in combination with that section, constitutes the full opinion of our special tax counsel regarding the material U.S. federal income tax consequences of owning and disposing of the securities.

Under current law, the United Kingdom will not impose withholding tax on payments made with respect to the securities.

For a discussion of certain German tax considerations relating to the securities, you should refer to the section in the accompanying prospectus supplement entitled “Taxation by Germany of Non-Resident Holders.”

You should consult your tax adviser regarding the U.S. federal tax consequences of an investment in the securities (including the availability of the capital gain election, possible alternative treatments and the issues presented by the 2007 notice and ruling), as well as tax consequences arising under the laws of any state, local or non-U.S. taxing jurisdiction.

#### Selected Risk Considerations

An investment in the securities involves significant risks. Investing in the securities is not equivalent to investing directly in the Underlying Currency. In addition to these selected risk considerations, you should review the “Risk Factors” section of the accompanying product supplement.

- **YOUR INVESTMENT IN THE SECURITIES MAY RESULT IN A LOSS** — The securities do not guarantee any return of your investment. The return on the securities at maturity is linked to the performance of the Indonesian rupiah relative to the U.S. dollar and will depend on whether the securities are automatically called, and if the securities are not automatically called, on the Currency Performance. If the securities are not automatically called, you will not receive a positive return on the securities. Moreover, if the securities are not automatically called and the Currency Performance for the last Observation Date, calculated as set forth herein, is less than -10.00%, your investment will be fully exposed to the negative Currency Performance and, for each \$1,000 Face Amount of securities, you will lose 1.00% of the Face Amount for every 1.00% the Currency Performance is negative. In this circumstance, you will lose a significant portion or all of your investment in the securities. Any payment on the securities is subject to our ability to satisfy our obligations as they become due.
- **THE MAXIMUM RETURN TO THE SECURITIES IS LIMITED TO THE CALL PREMIUM** — The return on the securities is limited to the pre-specified Call Premium on the relevant Observation Date, regardless of the performance of the Underlying Currency relative to the Reference Currency. In addition, since the securities could be called as early as the first Observation Date, the term of your investment could be as short as three months, and your return on the securities would be less than what you would receive if the securities were automatically called on a later Observation Date. If the securities are not automatically called, you will not realize a positive return on the securities, and you may lose up to 100.00% of your initial investment if the Currency Performance is less than -10.00%.
- **REINVESTMENT RISK** — If your securities are automatically called, the term of the securities may be reduced to as short as three months. There is no guarantee that you would be able to reinvest the proceeds from an investment in the securities at a comparable return for a similar level of risk in the event the securities are automatically called prior to the Maturity Date.
- **THE SECURITIES DO NOT PAY ANY COUPONS** — Unlike ordinary debt securities, the securities do not pay any coupons and do not guarantee any return of the initial investment at maturity.
- **THE SECURITIES ARE SUBJECT TO OUR CREDITWORTHINESS** — The securities are senior unsecured obligations of the Issuer, Deutsche Bank AG, and are not, either directly or indirectly, an obligation of any third party. Any payment(s) to be made on the securities depends on the ability of Deutsche Bank AG to satisfy its obligations as they come due. An actual or anticipated downgrade in Deutsche Bank AG’s credit rating or increase in

the credit spreads charged by the market for taking our credit risk will likely have an adverse effect on the value of the securities. As a result, the actual and perceived creditworthiness of Deutsche Bank AG will affect the value of the securities and in the event Deutsche Bank AG were to default on its obligations, you might not receive any amount(s) owed to you under the terms of the securities and you could lose your entire investment.

- **THE ISSUER'S ESTIMATED VALUE OF THE SECURITIES ON THE TRADE DATE WILL BE LESS THAN THE ISSUE PRICE OF THE SECURITIES** — The Issuer's estimated value of the securities on the Trade Date (as disclosed on the cover of this pricing supplement) is less than the Issue Price of the securi