



**Certificate of Approval of a Base Prospectus  
pursuant to Sections 17 and 18 German Securities Prospectus Act  
transposing Articles 17 and 18 of Directive 2003/71/EC**

**To:**

Autoriteit Financiële Markten, The Netherlands  
Autorité des marchés financiers (AMF), France  
Comisión Nacional del Mercado de Valores, Spain  
Financial Services and Markets Authority, Belgium

**From:**

**Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin)**  
Federal Financial Supervisory Authority, Germany

We hereby certify that the Base Prospectus detailed below has been drawn up in accordance with the German Securities Prospectus Act transposing Directive 2003/71/EC and was approved by us on 01.08.2016.

**Name of Issuer:**

COMMERZBANK Aktiengesellschaft

**Registered Office/Seat:**

Germany, Frankfurt am Main, Kaiserstraße 16 (Kaiserplatz)

**Type of Security :**

Notifizierung BP v. 21.07.2016 (Notes) (relating to BE, ES, FR, NL) [Prospectus Identifier: 16383129]

**References to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up:** Annex XI, Annex XII, Annex XXII (XI), Annex XXII (XII), Annex XXX

**Guarantor (if any):** n.a.



Yours faithfully,

(Kotowski)

**This CoA is valid without signature**

Prospectus Group, Section WA 52  
Federal Financial Supervisory Authority  
Securities Supervision / Asset Management  
Date: 02.08.2016  
Reference: WA 52-Wp 7107-10100005-2016/0058

Attachments:

- (1) Base Prospectus dated 21.07.2016
- (2) Summary (NL, FR, ES)