



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

To:

Autoriteit Financiële Markten (AFM), Netherlands
Commission Bancaire, Financière et des Assurances (CBFA), Belgium

From:

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

We hereby certify that the Prospectus Supplement 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 21 April 2010.

Name of Issuer:

COMMERZBANK Aktiengesellschaft

Registered Office/Seat:

Deutschland, Frankfurt am Main, Kaiserstraße 16 (Kaiserplatz)

Type of Securities:

Supplement/ Nachtrag dated 15.04.2010 to BP dated 09.10.2009

References to the annexes of Regulation EC 809/2004 according to which the Prospectus Supplement was drawn up:

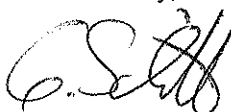
n.a.

Guarantor (if any): n.a.

BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT
FEDERAL FINANCIAL SUPERVISORY AUTHORITY



Yours faithfully,


(Schmitt)

Prospectus Group, Section PRO 1
Federal Financial Supervisory Authority
Securities Supervision / Asset Management
Date: 2010-04-28
Reference: PRO 1-Wp 7107-10100005-2010/0007

Attachments:

Prospectus Supplement dated [26 April 2010]