



**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:

Autorité des marchés financiers (AMF), France
Autoriteit Financiële Markten (AFM), The Netherlands
Financial Services and Markets Authority, 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 14/11/2012.

Name of Issuer:

- COMMERZBANK Aktiengesellschaft

Registered Office/Seat:

- Deutschland, Frankfurt am Main, Kaiserstraße 16 (Kaiserplatz)

Type of Securities:

1. Supplement dated 08/11/2012 to Base Prospectus dated 24/01/2012 -Reverse Convertible Notes-
2. Supplement dated 08/11/2012 to Base Prospectus dated 14/02/2012 -Warrants-
3. Supplement dated 08/11/2012 to Base Prospectus dated 23/03/2012 -Structured Notes-
4. Supplement dated 08/11/2012 to Base Prospectus dated 20/04/2012 -Warrants (Turbo/ Unlimited)-
5. Supplement dated 08/11/2012 to Base Prospectus dated 20/06/2012 -Reverse Convertible Notes-
6. Supplement dated 08/11/2012 to Base Prospectus dated 21/06/2012 -Warrants (Turbo/ Unlimited)-
7. Supplement dated 08/11/2012 to Base Prospectus dated 22/06/2012 -Warrants-
8. Supplement dated 08/11/2012 to Base Prospectus dated 27/06/2012 -Structured Notes-
9. Supplement dated 08/11/2012 to Base Prospectus dated 27/06/2012 -Structured Certificates-

Marie-Curie-Str. 24-28 - 60439 Frankfurt/Main - Germany - Tel.: +49(0)228 4108-0 - Fax+49(0)228 4108-123
Website: www.bafin.de

BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT
FEDERAL FINANCIAL SUPERVISORY AUTHORITY



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.

Yours faithfully,

C. Bienia

(Bienia)

Prospectus Group, Section PRO 1

Federal Financial Supervisory Authority

Securities Supervision / Asset Management

Date: 15/11/2012

Reference: PRO 1-Wp 7107-10100005-2012/0024

Attachments:

- Prospectus Supplement dated 08 November 2012