

COMMERZBANK AKTIENGESELLSCHAFT

Frankfurt am Main

Supplement

as of

February 22, 2013

in accordance with § 16 of the Securities Prospectus Act

to the following Base Prospectuses as of

- February 14, 2012 relating to Warrants
 - March 23, 2012 relating to Structured Notes
 - April 20, 2012 relating to TURBO Warrants and Unlimited TURBO Warrants
 - April 26, 2012 relating to Notes and Certificates
 - June 20, 2012 relating to Reverse Convertible Notes
 - June 21, 2012 relating to TURBO Warrants and Unlimited TURBO Warrants
 - June 21, 2012 relating to the Structured Credit linked Notes Programme
 - June 22, 2012 relating to Warrants
 - June 22, 2012 relating to Reverse Credit Linked Certificates
 - June 27, 2012 relating to Structured Notes
- and
- June 27, 2012 relating to Structured Certificates

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Right of withdrawal of the investors

Investors who have already agreed to purchase or subscribe for the securities before the supplement is published shall have the right, exercisable within a time limit which shall not be shorter than two working days after the publication of the supplement, to withdraw their acceptances, provided that the new factor arose before the final closing of the offer to the public and the delivery of the securities.

The withdrawal of acceptance must be addressed to the vendor of the securities. If Commerzbank was the counterparty in the purchase, the withdrawal has to be sent to Commerzbank AG, GS-MO 3.1.6 New Issues Warrants/Certificates, Kaiserstraße 16 (Kaiserplatz), 60311 Frankfurt am Main, Federal Republic of Germany.

I. On February 15, 2013 Commerzbank published unaudited figures for the fourth quarter as well as for the financial year 2012 as a whole. The above mentioned Base Prospectuses shall therefore be supplemented as described below.

The section "Commerzbank Aktiengesellschaft – Recent developments and outlook" shall be deleted and replaced as follows:

Recent developments and outlook

On February 15, 2013 Commerzbank published unaudited figures for the fourth quarter as well as for the financial year 2012 as a whole.

In the typically weaker fourth quarter of 2012 extraordinary charges of EUR 185 million from the sale of Bank Forum and depreciation on deferred tax assets in the amount of EUR 560 million led to a loss in the Group in the amount of EUR minus 716 million (2011: EUR 316 million). The loan loss provisions rose as expected, above all due to the ongoing high provisions in ship finance, to EUR 614 million (2011: EUR 381 million).

In the 2012 financial year Commerzbank substantially increased its operating profit and further reduced risks. The operating profit improved to EUR 1,216 million* (2011: EUR 507 million). Income before loan loss provisions was virtually unchanged at EUR 9.9 billion*; in contrast, due to a sustained increase in efficiency, it was possible to lower operating expenses to EUR 7.0 billion* (2011: EUR 8.0 billion). The loan loss provisions rose as expected, above all due to continuing high provisions in the field of ship finance, to just less than EUR 1.7 billion* (2011: EUR 1.4 billion). The consolidated profit attributable to Commerzbank shareholders of EUR 6 million* (2011: EUR 638 million) includes extraordinary charges, above all from the sale of Bank Forum (EUR 268 million) and depreciation on deferred tax assets (EUR 673 million).

In the context of the cost reductions in the material and personnel areas announced in November 2012, the Bank currently assumes that within the Group there will be job cuts on a scale of 4,000 to 6,000 full-time equivalents through to 2016. In this respect restructuring expenses of approximately EUR 500 million are expected in the first quarter of 2013.

The section "Trend Information" shall be deleted and replaced by the following:

Trend Information

Save as disclosed in the section "Commerzbank Aktiengesellschaft – Recent developments and outlook", there has been no material adverse change in the prospects of the Commerzbank Group since December 31, 2011.

Save as disclosed in the section "Commerzbank Aktiengesellschaft – Recent developments and outlook", no significant change in the financial position of the Commerzbank Group has occurred since September 30, 2012.

II. Furthermore, the following wording shall be included after the section "Recent developments and outlook":

The figures published on February 15, 2013 are based on the consolidated financial statements for the financial year 2012 prepared by the Board of Managing Directors of the Bank in accordance with the International Financial Reporting Standards, as adopted by the EU, and the additional accounting requirements under Section 315a(1) of the German Commercial Code (HGB).

The statutory auditor, PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprüfungsgesellschaft, has confirmed towards Commerzbank that – as of the current state of the non-completed audit – the financial information marked with *) in section I of this Second Supplement will be substantially consistent with the financial information shown in the audited consolidated financial statements of Commerzbank for the 2012 financial year.

Frankfurt am Main, February 22, 2013

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by: Reichle

by: Behringer