



DEUTSCHE BÖRSE

16 May 2018

Agenda

Annual General Meeting of
Deutsche Börse Aktiengesellschaft

Deutsche Börse Aktiengesellschaft

Frankfurt/Main

Dear Shareholders,¹

We invite you to attend the 2018 Annual General Meeting on Wednesday, 16 May 2018, commencing at 10:00 a.m. in the Jahrhunderthalle Frankfurt, Pfaffenwiese 301, 65929 Frankfurt/Main.

1. Presentation of the adopted annual financial statements and the approved consolidated financial statements as well as the combined management report of Deutsche Börse Aktiengesellschaft and the Group as at 31 December 2017, the report of the Supervisory Board and the proposal for the appropriation of the unappropriated surplus

The documents pertaining to this agenda item are available online on the Company's website at www.deutsche-boerse.com/agm. They will also be available for inspection at the Annual General Meeting. In accordance with the statutory provisions, no resolution by the Annual General Meeting to approve the annual financial statements and the consolidated financial statements prepared by the Executive Board is required because the Supervisory Board has already done so.

2. Resolution on the appropriation of unappropriated surplus

The Executive Board and the Supervisory Board propose that the unappropriated surplus reported in the adopted annual financial statements as at 31 December 2017 totalling EUR 470,000,000.00 be appropriated as follows:

to pay a dividend of EUR 2.45 for each no-par value share carrying dividend rights, i.e. EUR 454,633,071.55 in total; and

to allocate EUR 15,366,928.45 to "other retained earnings".

¹ This translation is intended for convenience purposes only and solely the German version of the invitation to and agenda of the Annual General Meeting of Deutsche Börse Aktiengesellschaft is legally binding.

The proposal for the appropriation of the unappropriated surplus takes into account the treasury shares held either directly or indirectly by the Company as at the date on which the Annual General Meeting is convened that do not carry dividend rights in accordance with section 71b of the German Stock Corporation Act (*Aktiengesetz – AktG*). The number of shares carrying dividend rights may change prior to the Annual General Meeting. In such cases, an appropriately adjusted proposal will be put to the Annual General Meeting with regard to the appropriation of the unappropriated surplus, based on an unchanged distribution of EUR 2.45 for each no-par value share carrying dividend rights.

3. Resolution on the ratification of the actions of the members of the Executive Board

The Executive Board and the Supervisory Board propose that the actions of the Executive Board members who held office in financial year 2017 be ratified for said period.

Voting on the ratification is intended to be per individual member.

4. Resolution on the ratification of the actions of the members of the Supervisory Board

The Executive Board and the Supervisory Board propose that the actions of the Supervisory Board members who held office in financial year 2017 be ratified for said period.

Voting on the ratification is intended to be per individual member.

5. Resolution on amendments to the Articles of Incorporation relating to the composition and organisation of the Supervisory Board and chairing the Shareholders' Meeting

After the conclusion of the status proceedings pursuant to section 98 of the AktG the Supervisory Board of Deutsche Börse Aktiengesellschaft is pursuant to the decision of the Regional Court (LG) of Frankfurt/Main dated 16 February 2015 to be composed in accordance with the provisions of the German Co-determination Act (*Mitbestimmungsgesetz – MitbestG*) with effect as of the close of the Annual General Meeting dated 16 May 2018. This reflects the fact that the number of Deutsche Börse Aktiengesellschaft's employees has since exceeded the threshold of 2,000 employees under section 1 (1) no. 2 of the MitbestG.

In view of the future parity co-determination of the Supervisory Board pursuant to the provisions of the MitbestG and in order to reflect the increased demands placed on the Supervisory Board role in connection with the growth of the Company and the Group, in particular with regard to diversity and the internationalisation of the work of the Supervisory Board, the number of Supervisory Board members shall be increased from the current 12 to 16 members and the Articles of Incorporation of Deutsche Börse Aktiengesellschaft are to be amended accordingly.

Furthermore, in view of the future parity co-determination of the Supervisory Board pursuant to the provisions of the MitbestG, a resolution is to be adopted to amend article 13 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft in respect of the organisation of the Supervisory Board. These amendments relate to the procedure for meetings and adopting resolutions of the Supervisory Board. As regards the new Mediation Committee to be established pursuant to section 27 (3) of the MitbestG, it will also be clarified that the additional remuneration for members of a Supervisory Board Committee will only be due if the committee meets at least once in a given year. As such, the proposed amendments will affect article 13 (2) to (6) of the current version of the Articles of Incorporation; in addition, a new section (4) will be inserted and the numbering of the sections following will be adjusted accordingly.

Finally, article 17 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft is to be amended such that even if the chairman of the Supervisory Board is absent, the shareholder representatives will decide on who would chair the Shareholders' Meeting.

The Executive Board and the Supervisory Board therefore propose the following resolution to amend the Articles of Incorporation:

a) Article 9 (1) sentence 1 shall be amended and will now read as follows:

“The Supervisory Board comprises 16 members.”

b) Article 13 shall be deleted as a whole and replaced with the following new article 13:

“Article 13 Meetings, Resolutions, Minutes, Remuneration

(1) The Supervisory Board shall meet at least twice every calendar half year. Meetings shall be convened by the chairman of the Supervisory Board.

(2) A quorum shall be deemed present at Supervisory Board meetings if at least half of the members comprising it in accordance with the law and the Articles of Incorporation participate in a resolution to be voted upon. Unless mandatory law or the Articles of Incorporation provide to the contrary, resolutions will be adopted by a simple majority of the votes cast. In the event of a tie of votes, further voting on the same matter shall be conducted after the first voting if this is requested by a member of the Supervisory Board. If this voting also results in a tie of votes, the chairman shall have the casting vote according to section 29 para. 2 and section 31 para. 4 German Co-determination Act (*Mitbestimmungsgesetz – MitbestG*).

(3) As a general rule, resolutions of the Supervisory Board and its committees shall be adopted in meetings. Resolutions of the Supervisory Board may also be adopted outside of meetings by written vote, telephone, video-conference, fax or e-mail or in some

other electronic format or by a combination of such communications forms if the chairman of the Supervisory Board so stipulates in the individual case.

(4) In case not all members of the Supervisory Board participate in a vote, the decision shall be adjourned if this is requested by two members. In case of an adjournment, the new decision is taken in the next ordinary meeting provided that no extraordinary meeting of the Supervisory Board is convened. A further request of a minority to adjourn the decision is not permissible. If the chairman of the Supervisory Board participates in the vote, the right to adjourn according to sentence 1 does not apply, as long as an equal number of shareholder and employee representatives participates in the vote or individual members of the Supervisory Board do not participate in the vote thus balancing out a possible inequality.

(5) Meetings of the Supervisory Board and resolutions of the Supervisory Board shall be recorded in minutes, which shall be signed by the chairman or, in his absence, the deputy chairman.

(6) The members of the Supervisory Board shall receive a fixed annual remuneration of EUR 70,000.00. This remuneration shall be increased to EUR 170,000.00 for the chairman of the Supervisory Board and to EUR 105,000.00 for the deputy chairman.

(7) Members of Supervisory Board committees shall receive an additional fixed annual remuneration of EUR 30,000.00 for each committee membership, provided that the respective committee meets at least once annually, and members of the Audit Committee shall receive an additional fixed annual remuneration of EUR 35,000.00. The remuneration stipulated in the foregoing sentence shall be increased to EUR 40,000.00 for committee chairpersons, and to EUR 60,000.00 for the chairman of the Audit Committee.

(8) If a Supervisory Board member participates in multiple committees, the remuneration for their activities shall not exceed that for the two most highly remunerated committees in which they participate.

(9) Members of the Supervisory Board who only sit on the board for part of any given financial year shall receive one twelfth of the fixed remuneration under section (6) and any committee remuneration under section (7) for each month of membership commenced. Section (8) shall apply accordingly.

(10) The remuneration set out in sections (6), (7) and (8) above shall be due and payable after the Annual General Meeting, which is presented with or approves the consolidated financial statements for the remuneration year.

(11) In addition, the members of the Supervisory Board shall receive an attendance allowance of EUR 1,000 for every meeting of the Supervisory Board or its committees they personally attend as a member or guest. If several meetings are held on a single day or over consecutive days, the attendance fee shall only be payable once.

(12) The Supervisory Board remuneration under sections (6) and (7) and the attendance allowance under section (11) shall be net of statutory VAT.”

c) Article 17 (1) shall be deleted and revised as follows:

“(1) The Shareholders’ Meetings shall be chaired by the chairman of the Supervisory Board or, in his absence, a member of the Supervisory Board elected by the shareholder representatives of the Supervisory Board by simple majority of the votes cast (Chairman of the Meeting).”

The currently applicable Articles of Incorporation of Deutsche Börse Aktiengesellschaft may be accessed online at www.deutsche-boerse.com/agm and copies will also be available at the Annual General Meeting.

6. Resolution on the election of members of the Supervisory Board

The term of office of all Supervisory Board members elected by the Annual General Meeting will expire at the end of the Annual General Meeting on 16 May 2018.

Pursuant to sections 96 (1), 101 (1) of the AktG and section 7 (1) no. 1 of the MitbestG and article 9 (1) sentence 1 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft, the Supervisory Board consists of 12 members, comprising 6 shareholder representatives and 6 employee representatives.

Once the amendment to the Articles of Incorporation to be resolved under agenda item 5 a) enters into effect, the Supervisory Board of Deutsche Börse Aktiengesellschaft will consist of 16 members, comprising 8 shareholder representatives and 8 employee representatives in accordance with section 7 (1) sentence 2, sentence 1 no. 2 of the MitbestG and article 9 (1) sentence 1 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft.

Section 96 (2) sentence 1 of the AktG provides that at least 30% of the seats on the Supervisory Board must be held by women and 30% must be held by men. The shareholder representatives have resolved pursuant to section 96 (2) sentence 2 of the AktG to object to the Supervisory Board's overall fulfilment of the minimum quotas. As such, the minimum quotas of 30% women and 30% men shall be calculated separately for the shareholder representatives and the employee representatives on the Supervisory Board. Pursuant to section 96 (2) sentence 4 of the AktG, this figure shall be mathematically rounded up or down to full numbers of persons. This means that the Supervisory Board of Deutsche Börse Aktiengesellschaft comprising 12 members must consist of at least two women and at least two men from the ranks of the shareholder representatives and at least two women and at least two men from the ranks of the employee representatives. Even after the amendment to the Articles of Incorporation to be resolved under agenda item 5 a) enters into effect and the Supervisory Board is increased to 16 members, at least two of those members must be women and at least two must be men from the ranks of the shareholder representatives and at least two members must be women and at least two must be men from the ranks of the employee representatives. These statutory minimum quotas would be satisfied for the shareholder representatives if the candidates proposed below are elected.

The elections to the Supervisory Board shall be held by individual vote.

The Supervisory Board proposes that the following persons be elected as members of the Supervisory Board as shareholder representatives for the specified term of office:

Title, name	Exercised profession	Residential address
a) Richard Berliand	Independent management consultant	Lingfield, Surrey, United Kingdom
b) Dr Joachim Faber	Independent management consultant	Grünwald
c) Karl-Heinz Flöther	Independent management consultant	Kronberg
d) Barbara Lambert	Member of the Board of Directors, Banque Pictet & Cie SA (from 1 April 2018)	La Rippe, Switzerland
e) Amy Yok Tak Yip	Partner, RAYS Capital Partners Limited	Hong Kong
f) Prof Dr Dr Ann-Kristin Achleitner	Scientific Co-Director of the Center for Entrepreneurial and Financial Studies (CEFS) and holder of the Chair for Entrepreneurial Finance, Technische Universität München (TUM)	Munich
g) Martin Jetter	Member of the Management Board, IBM Corporation; Senior Vice President, IBM Global Technology Services	White Plains, New York, USA
h) Prof Dr Joachim Nagel	Member of the Executive Board, KfW Group	Dreieich

The candidates a) to e) shall be elected with effect from the end of the 2018 Annual General Meeting. In accordance with section 9 (1) sentences 2 and 3 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft, the members shall be elected for a period that runs until the close of the Annual General Meeting which resolves on the ratification of the actions for the 2020 financial year.

Prof Dr Dr Ann-Kristin Achleitner shall be elected with effect from the end of the 2018 Annual General Meeting. In accordance with section 9 (1) sentence 4 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft, Prof Dr Dr Ann-Kristin Achleitner shall be elected for a period that runs until the close of the Annual General Meeting which resolves on the ratification of the actions for the 2018 financial year.

The candidates g) to h), Martin Jetter and Prof Dr Joachim Nagel, shall be elected with effect from the date on which the amendment to the Articles of Incorporation to be resolved under agenda item 5 a) enters into effect. In accordance with section 9 (1) sentences 2 and 3 of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft, the candidates Martin Jetter and Prof Dr Joachim Nagel shall also be elected for a period that runs until the close of the Annual General Meeting which resolves on the ratification of the actions for the 2020 financial year.

The aforementioned election proposals are based on recommendations of the Nomination Committee of the Supervisory Board and take into account the Supervisory Board's objectives resolved for its composition as well as the profile of skills and expertise for the Supervisory Board as a whole in accordance with section 5.4.1 (2) of the German Corporate Governance Code in the version dated 7 February 2017 (GCGC). The proposed candidates' CVs are contained in this invitation after the agenda.

None of the proposed candidates has reached the regular age limit of 70 resolved by the Supervisory Board. Furthermore, with the exception of Richard Berliand, all of the proposed candidates are below the regular maximum term limit of 12 years resolved by the Supervisory Board. Mr Berliand has been a member of the Supervisory Board since October 2005. In an effort to strike the right balance between

new members on the Supervisory Board and ensuring the necessary continuity of its work and maintaining expertise and experience on the Board, Mr Berliand has also been nominated for re-election to the Supervisory Board. The proposal to extend the term of office of Mr Berliand beyond the regular maximum term limit is based in particular on his long-standing and profound experience with stock exchanges and their processes as well as his extensive knowledge of the financial market infrastructure industry.

Regarding section 5.4.1 (6) to (8) of the GCGC, it is hereby stated that, in the Supervisory Board's estimation, no personal or business relationships exist between the proposed nominees for election and Deutsche Börse Aktiengesellschaft, its Group companies, the governing bodies of Deutsche Börse Aktiengesellschaft or any shareholder with a material interest in Deutsche Börse Aktiengesellschaft that an objectively discerning shareholder would consider material to their election decision.

The Supervisory Board is convinced that the proposed candidates would be able to devote the necessary time.

Assuming he is elected, plans are to submit Dr Joachim Faber's name to the new Supervisory Board as nominee for the position of chairman of the Supervisory Board.

7. Resolution on the election of the auditor and Group auditor for financial year 2018 as well as the auditor for the review of the condensed financial statements and the interim management report for the first half of financial year 2018

The Supervisory Board proposes the appointment of

KPMG AG Wirtschaftsprüfungsgesellschaft,
Berlin,

as the auditor and Group auditor for financial year 2018 as well as the auditor for the review of the condensed financial statements and the interim management report for the first half of financial year 2018.

The Supervisory Board's proposal relating to the auditor under this agenda item 7 is based on the recommendation of the Audit Committee of the Supervisory Board.

The Audit Committee has stated that its recommendation is free of any undue influence by third parties and that it is not subject to any clauses restricting its selection within the meaning of article 16 (6) of the EU regulation on statutory audits (Regulation (EU) No 537/2014 of the European Parliament and of the Council of 16 April 2014).

Requirements for attending and voting at the Annual General Meeting

Registration

In accordance with article 16 (1) of the Articles of Incorporation of Deutsche Börse Aktiengesellschaft, all shareholders who have registered in due time and whose shares are entered in the share register of the Company have the right to attend and vote at the Annual General Meeting – either in person or by proxy. The Company must receive registrations by no later than midnight (24:00) of 9 May 2018. Shareholders who are registered in the share register can register with the Company to attend the Annual General Meeting by sending notice to

Deutsche Börse Aktiengesellschaft
c/o ADEUS Aktienregister-Service-GmbH
Postfach 57 03 64
22772 Hamburg

Fax: +49(0)89 20 70 37 95 2

E-mail: hv-service.deutsche-boerse@adeus.de

or by using the Company's password-protected online AGM services at

www.deutsche-boerse.com/agm

Shareholders may access the online services by entering their shareholder number and personal identification number (PIN), which can be found in the documents sent to them by mail together with the invitation to the Annual General Meeting. Should you not receive any invitation documents by mail – for example, because your registration in the share register has not been completed by 2 May 2018 or later – we will gladly send you the invitation documents at your request.

Admission tickets and voting ballots will be issued to the shareholders eligible to attend or to their appointed proxies. Admission tickets are issued merely for organisational purposes and are not required for attendees to participate in the meeting.

Free tradability of shares

Shares will not be frozen for trading upon registration for the Annual General Meeting. Shareholders will therefore still be able to trade their shares even after registration. Voting rights are determined by reference to the shareholding recorded in the share register on the day of the Annual General Meeting. This will correspond with the relevant shareholding at midnight (24:00) of 9 May 2018 (so-called Technical Record Date), for the reason that requests to modify the share register will not be processed in the period from 10 May 2018 up to and including 16 May 2018, the day of the Annual General Meeting.

Procedure for voting by proxy

Shareholders who have registered in due time and whose shares are entered in the share register of the Company may have their voting rights at the Annual General Meeting exercised by proxy, e.g. a credit institution or an association of shareholders. Please note that if more than one person is appointed proxy, the Company may reject one or more of these persons in accordance with section 134 (3) sentence 2 of the AktG.

The Articles of Incorporation of Deutsche Börse Aktiengesellschaft do not contain any special requirements in relation to the appointment of credit institutions, shareholder associations or other

equivalent persons or institutions (sections 135 (8) and (10), 125 (5) of the AktG) as proxies or for revocation and verification of such powers of proxy including the relevant form requirements. Statutory provisions shall apply, specifically section 135 of the AktG. Please note that credit institutions, shareholder associations and other equivalent persons or institutions (sections 135 (8) and (10), 125 (5) of the AktG) may stipulate certain requirements for their appointment as proxies, and shareholders should enquire directly with the relevant person or institution as to the relevant requirements.

If no such credit institution or association of shareholders or other equivalent person or institution (sections 135 (8) and (10), 125 (5) of the AktG) is appointed as proxy, the grant of proxy, its revocation and the verification of such appointment to the Company must be effected in text form (section 126b of the German Civil Code (*Bürgerliches Gesetzbuch* – BGB)). The Company can be notified of proxy appointments by e-mail to the aforementioned e-mail address, via the aforementioned online AGM services, as well as by notice to the aforementioned postal address or fax number. Proxies may also provide the Company verification of their appointment by producing the grant of proxy to the admission desk on the day of the Annual General Meeting.

The grant of proxy and verification thereof can also be done using the registration and proxy form sent to you.

The following special rules apply to Company-appointed proxies: Deutsche Börse Aktiengesellschaft also offers its shareholders the option of being represented at the Annual General Meeting by Company-appointed proxies who will represent the shareholders according to their instructions. Proxies may be issued and revoked, and instructions to Company-appointed proxies may be modified by using any of the channels specified in the section “Requirements for attending and voting at the Annual General Meeting – Registration” above and must be effected in text form (section 126b of the BGB). On the day of the Annual General Meeting, we would ask to be notified in this regard by the end of the general discussion. Company appointed proxies exercise voting rights exclusively in accordance with the instructions given by the shareholder. Please note that Company appointed proxies will not accept instructions to make comments,

lodge objections to resolutions taken by the Annual General Meeting, ask questions or propose motions or make points of order.

Shareholders who wish to appoint one of the Company-appointed proxies and issue instructions via the Internet will require their shareholder number and personal identification number (PIN). Shareholders will receive their shareholder number and PIN in the mail together with the invitation to the Annual General Meeting. Should you not receive any invitation documents by mail – for example, because your registration in the share register has not been completed by 2 May 2018 or later – we will gladly send you the invitation documents at your request.

A credit institution may exercise the voting rights attaching to shares which it does not own but which are registered in the share register under its name only subject to the shareholder's authorisation.

Procedure for voting by postal ballot

Shareholders who are entered in the share register may cast their votes by postal ballot, even if they do not attend the Annual General Meeting. Exercise of voting rights by postal ballot will be subject to the condition that shareholders have duly registered by the aforementioned final registration date.

Please use and complete the form you received with the invitation in your mail and return this by mail, fax or e-mail to the respective above-mentioned address/fax number, or make use of the online AGM services at the aforementioned Internet address (www.deutsche-boerse.com/agm). If you wish to avail yourself of the online service, you will need your shareholder number and PIN, which you can find in the documents mailed to you with the invitation to the Annual General Meeting. Should you not receive any invitation documents by mail – for example, because your registration in the share register has not been completed by 2 May 2018 or later – we will gladly send you the invitation documents at your request.

Shareholders may vote by postal ballot and submit modifications to (including the revocation of) votes issued by postal ballot by using any of the channels specified above. On the day of the Annual General Meeting, we would ask to be notified in this regard by the end of the general discussion.

Credit institutions, associations of shareholders or other equivalent persons or institutions (sections 135 (8) and (10), 125 (5) of the AktG) and other authorised representatives that have been appointed as proxies also have the option of voting by postal ballot.

Information on using the online AGM service to vote by proxy or postal ballot

Please note that if you make use of the password-protected online AGM services mentioned above, you will not be able to participate in the voting on any counter-motions or election nominations by shareholders concerning a particular agenda item nor issue any instructions or vote by postal ballot thereon, unless the relevant counter-motion or election nomination was sent to the Company in advance and published on the Company's website in accordance with the specific requirements of sections 126, 127 of the AktG. As such, users of the password-protected online AGM services will not be able to vote or issue instructions on any counter-motions or election nominations that are presented for the first time at the Annual General Meeting without having been communicated to the Company beforehand. By the same token, comments or questions from shareholders cannot be received via the online AGM services.

Information on shareholder rights in accordance with sections 122 (2), 126 (1), 127, 131 (1) of the AktG

Motions to amend the agenda pursuant to section 122 (2) of the AktG

Shareholders whose combined shareholdings equal or exceed one-twentieth of the share capital (9,650,000 shares) or represent a proportionate interest in the share capital of EUR 500,000 (500,000 shares) may request that items be placed on the agenda and announced. Requests must be addressed in writing to the Company's Executive Board at

Vorstand der Deutsche Börse Aktiengesellschaft
"Hauptversammlung"
60485 Frankfurt/Main

and must be received no later than by midnight (24:00) of 15 April 2018. Each new agenda item must be accompanied by supporting information or a draft resolution.

To the extent not already announced in the notice of meeting, amendments to the agenda that require publication will be announced promptly upon receipt of the request in the Federal Gazette (*Bundesanzeiger*) and forwarded for publication to such media outlets as can be expected to disseminate the information throughout the entire European Union. Any such amendments will also be published online at www.deutsche-boerse.com/agm and communicated to shareholders in accordance with the statutory requirements.

Motions and nominations by shareholders in accordance with section 126 (1) and section 127 of the AktG

Pursuant to section 126 (1) of the AktG, shareholders may submit counter-motions against any proposal of the Executive Board and Supervisory Board on a particular agenda item. Motions by shareholders concerning the agenda within the meaning of section 126 (1) of the AktG must be sent along with supporting information to

Deutsche Börse Aktiengesellschaft
“Hauptversammlung”
60485 Frankfurt/Main

or by fax to:

+49-(0) 69-2 11-1 43 32

or by e-mail to:

hauptversammlung@deutsche-boerse.com

We will publish shareholder counter-motions that must be made available and which we have received at one of the aforementioned addresses by midnight (24:00) of 1 May 2018 promptly upon receipt online at the above-mentioned Internet address. Any opinions expressed by management on the counter-motions will also be made available online at the above web address.

The Company may elect not to publish a counter-motion and its supporting information under certain circumstances set forth in section 126 (2) of the AktG, for example where the counter-motion would result in a resolution by the Annual General Meeting that is illegal or in violation of the Articles of Incorporation. Information in support of counter-motions need not be made available if the text exceeds 5,000 characters in total.

Pursuant to section 127 of the AktG, the foregoing applies *mutatis mutandis* to shareholder nominations of Supervisory Board or auditor candidates, although election nominations need not be accompanied by supporting information. Except in the cases set forth in section 126 (2) of the AktG, nominations for election need not be published if the nomination does not contain the name, exercised profession and residential address of the nominee(s) and, in the case of nominations for election to the Supervisory Board, information on any positions held by such nominee(s) on other supervisory boards to be created by law. In the case of Supervisory Board elections, nominations should, but are not required to, contain information about positions held on comparable domestic and foreign supervisory bodies of commercial enterprises.

Please note that counter-motions or election nominations, which the Company has received in due time in advance, will be considered at the Annual General Meeting only if they are actually put forward at the meeting. The foregoing shall not affect any shareholder's right to submit counter-motions to agenda items during the Annual General Meeting without giving advance notice to the Company.

Right to information under section 131 (1) of the AktG

Each shareholder and proxy attending the Annual General Meeting may request information on the Company's affairs to the extent necessary to make a proper evaluation of the agenda (see section 131 (1) of the AktG). The duty to provide information generally also extends to legal and business relations between the Company and its affiliates as well as the position of Deutsche Börse Group as a whole and that of the entities included in the consolidated financial statements of Deutsche Börse Aktiengesellschaft; in this case also, the information is provided only to the extent it is necessary to make a proper evaluation of the agenda. Requests for information at the Annual General Meeting must be made during discussion time.

The Executive Board may decide not to answer individual questions for the reasons set out in section 131 (3) of the AktG, for example because providing the information could, based on prudent business judgment, have a material adverse effect on the Company or one of its affiliates (e.g. no disclosure of business secrets).

Pursuant to the Articles of Incorporation, the meeting chairman is authorised to reasonably limit the time shareholders have to speak and ask questions, and may in particular at the beginning or during the course of the meeting set a reasonable timetable for the meeting overall, for specific agenda items or for specific questions or comments.

Further information

Further information in relation to the aforementioned shareholder rights pursuant to sections 122 (2), 126 (1), 127 and 131 (1) of the AktG can be found on the Company's website at:

www.deutsche-boerse.com/agm

Total number of shares and voting rights

On the day the Annual General Meeting is convened, the share capital of the Company amounts to EUR 193,000,000 and is divided into 193,000,000 no-par value registered shares. Each share carries one vote. As such, 193,000,000 voting rights exist as at the date on which the Annual General Meeting is convened pursuant to the Articles of Incorporation. However, in accordance with section 71b of the AktG, treasury shares do not confer any rights on the Company. As at the date on which the Annual General Meeting is convened, the Company holds 7,435,481 shares in treasury which confer no voting rights on the Company.

Publication on the Company's website

The following information and documents will be available on the Company's website at www.deutsche-boerse.com/agm (see section 124a of the AktG):

- the contents of the notice of meeting together with information relating to the missing resolution on item 1 of the agenda and the total number of shares and voting rights as at the date of the notice of meeting;
- the documents required to be made available at the meeting;
- forms that can be used for voting by proxy or voting by postal ballot.

Information on the Annual General Meeting is also available online at:

www.deutsche-boerse.com/agm

The results of the voting will be announced after the Annual General Meeting at the above web address.

Comprehensive information on the Company

Comprehensive information on matters concerning Deutsche Börse Aktiengesellschaft and Deutsche Börse Group can be found on the Company's website at: www.deutsche-boerse.com.

Internet broadcast of the Annual General Meeting

The entire Annual General Meeting may be broadcast on the Internet at the above address.

Supplemental information on agenda item 6

Information concerning the Supervisory Board candidates nominated under agenda item 6:

a) Richard Berliand

Born 1962

Nationality: British

Professional background:

since 2011 Independent management consultant, Lingfield, Surrey, United Kingdom

2015–2017 Chairman of the Management Committee, Renshaw Bay LLP, London

1987–2011 J.P. Morgan Chase & Co – Managing Director

2001–2010

Responsible for J.P. Morgan's Prime Services business (encompassing Securities Prime Brokerage & Finance, FX Prime Brokerage, Futures & Options and OTC Clearing and Broker Dealer Services)

2006–2009

Responsible for J.P. Morgan's global Cash Equities business

Education: Law (M.A.) – University of Cambridge

Board memberships:

I. Statutory supervisory boards:

- Deutsche Börse AG, Frankfurt/Main (since 7 October 2005; listed; group mandate)
- Eurex Frankfurt AG, Frankfurt/Main (group mandate)

II. Comparable German and foreign control bodies of business enterprises:

- CloudMargin Limited, London
- Earth-i Ltd., Guildford (ends prior to AGM on 16 May 2018)
- Eurex Zürich AG, Zurich (group mandate)
- Man Group plc, London (listed)
- Rothesay Life Holdco UK Limited, London (Rothesay group mandate)
- Rothesay Life plc, London (Rothesay group mandate)
- Saranac Partners Limited, London

b) Dr Joachim Faber

Born 1950

Nationality: German

Professional background:

since 2012 Chairman of the Supervisory Board, Deutsche Börse AG, Frankfurt/Main;
Independent management consultant, Grünwald

2000–2012 Member of the Executive Board, Allianz SE;
CEO, Allianz Global Investors AG

1997–2000 Board Member (CFO), Allianz Versicherungs-AG

1983–1997 Citicorp, various positions in Frankfurt and London

1995–1997

Head of Capital Market Business Europe, North America and Japan

Education: Studies in law (fully qualified lawyer)

Doctorate (Dr. rer. publ.)

Board memberships:

I. Statutory supervisory boards:

- Deutsche Börse AG, Frankfurt/Main (since 20 May 2009; listed)

II. Comparable German and foreign control bodies of business enterprises:

- Coty Inc., New York (listed)
- HSBC Holding plc., London (until 30 April 2018) (listed)
- Joh.A. Benckiser SARL, Luxembourg

c) Karl-Heinz Flöther

Born 1952

Nationality: German

Professional background:

since 2012 Independent management consultant, Kronberg

1979–2012 Accenture PLC

2011

International Chairman

2009–2011

Chief Strategy & Corporate Development Officer

2005–2009

Chief Executive System Integration and Technology

1999–2005

Group Chief Executive Financial Services

Education: University degree in Economics

Board memberships:

I. Statutory supervisory boards:

- Commerzbank AG, Frankfurt/Main (listed)
- Deutsche Börse AG, Frankfurt/Main (since 16 May 2012; listed)

d) Barbara Lambert

Born 1962

Nationality: German, Swiss

Professional background:

since 2008 Banque Pictet & Cie SA, Geneva

from 1 April 2018

Member of the Board of Directors

2014–2018 (until 31 March 2018)

Group Chief Risk Officer, Member of the Executive Management Committee

2008–2013

Head of Group Internal Audit

1987–2007 Arthur Andersen, Switzerland (until 2002) /
(from 2002) Ernst & Young, Switzerland

2002–2007

Member of the Board of Directors, Ernst & Young,
Switzerland

1999–2007

Partner

2006–2007

Head Audit Banking & Insurance Clients, Ernst & Young,
Switzerland

2003–2006

Group Leader Financial Services Sector, Ernst & Young,
Romandie

Education: Certified accountant (Switzerland)

License Economics

Banker

Board memberships:

I. Comparable German and foreign control bodies of business enterprises:

- from 1 April 2018: Banque Pictet & Cie SA, Geneva

e) Amy Yok Tak Yip

Born 1951

Nationality: Chinese (Hong Kong)

Professional background:

since 2010 Partner, RAYS Capital Partners Limited, Hong Kong

2006–2010 DBS Bank, Singapore

DBS Bank Limited, Hong Kong, Chief Executive Officer
and Country Head Hong Kong

Group Head Wealth Management (Private Bank & Asset
Management)

DBS Asset Management Limited, Singapore, Chairperson
of the Management Board

1996–2006 Hong Kong Monetary Authority, Executive Director
(Reserves Management)

1991–1996 Citibank Private Bank, North Asia, Vice President,
Private Banking, North Asia

1988–1991 Rothschild Asset Management, Hong Kong, Director

1986–1987 Management Analysis Centre, Strategic Consultant,
Boston and Hong Kong

1978–1985 Morgan Guaranty Trust, Hong Kong, Banker

Education: Master in Business Administration,
Harvard Business School
Bachelor of Arts in Asian History, Brown University

Board memberships:

I. Statutory supervisory boards:

- Deutsche Börse AG, Frankfurt/Main (since 13 May 2015; listed)

II. Comparable German and foreign control bodies of business enterprises:

- AIG Insurance Hong Kong Limited, Hong Kong
- Fidelity Funds SICAV, Luxembourg (listed)
- Temenos Group AG, Geneva (listed)

f) Prof Dr Dr Ann-Kristin Achleitner

Born 1966

Nationality: German

Professional background:

since 2003 Scientific Co-Director of the Center for Entrepreneurial and Financial Studies (CEFS), Technische Universität München (TUM)

since 2001 Holder of the Chair for Entrepreneurial Finance, Technische Universität München (TUM)

2009 Visiting Professor of Entrepreneurial Finance, University of St. Gallen (HSG), Switzerland

1995–2001 European Business School (International University Schloss Reichartshausen), Oestrich-Winckel, Holder of the Endowed Chair for Banking and Finance and Chair of the Board of the Institute for Financial Management

1994–1995 McKinsey & Company, Inc., Frankfurt/Main, Consultant

1992–1994 University of St. Gallen (HSG), Switzerland
University lecturer in Finance and External Auditing

1991–1992 MS Management Service AG, St. Gallen, Switzerland, Consultant

Education: Doctorate in Law
Doctorate in Business Administration
and postdoctoral thesis

Board memberships:

I. Statutory supervisory boards:

- Deutsche Börse AG, Frankfurt/Main (since 11 May 2016; listed)
- Linde AG, Munich (listed)
- Münchener Rückversicherungs-Gesellschaft AG, Munich (listed)

II. Comparable German and foreign control bodies of business enterprises:

- ENGIE SA, Paris (listed)

g) Martin Jetter

Born 1959

Nationality: German

Professional background:

since 1986 IBM Corporation

since 2015

Member of the Management Board, IBM Corporation;
Senior Vice President, IBM Global Technology Services

2012–2014

General Manager, IBM Japan

2011–2012

Vice President, IBM Corporate Strategy and General
Manager, Enterprise Initiatives

2006–2011

General Manager, IBM Germany

2005–2006

General Manager, IBM Global Business Services,
IBM North-East Europe

2004–2005

General Manager, IBM Business Consulting Services,
IBM Central Europe and Eastern Europe

2001–2004

General Manager and Managing Director

2000

General Manager, IBM Global Product Lifecycle
Management Business Unit

Education: University degree in Engineering

Board memberships:

I. Statutory supervisory boards:

- IBM Deutschland GmbH, Ehningen (group mandate)
- IBM Central Holding GmbH, Ehningen (group mandate)
- IBM Deutschland Management & Business Support GmbH, Ehningen (group mandate)

II. Comparable German and foreign control bodies of business enterprises:

- IBM Japan Ltd, Tokyo (group mandate)
- IBM Österreich Internationale Büromaschinen GmbH, Vienna (group mandate)

h) Prof Dr Joachim Nagel

Born 1966

Nationality: German

Professional background:

since 2016 KfW Group

since 2017

Member of the Executive Board

2016–2017

General Manager

1999–2016 Deutsche Bundesbank

2010–2016

Member of the Executive Board

2008–2010

Head of the Markets Department

2004–2008

Head of the Market Analysis and Portfolios Division

2003–2004

Head of the Market Analysis and Reporting Section

Education: Doctorate in Economics

Board memberships:

I. Statutory supervisory boards:

- Deutsche Investitions- und Entwicklungsgesellschaft mbH, Cologne (group mandate)
- KfW IPEX-Bank GmbH, Frankfurt/Main (group mandate)

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