Consolidated Income Statement

for the period 1 January to 31 December 2009

	Note	2009 €m	2008 €m
Sales revenue	4	2,061.7	2,455.1
Net interest income from banking business	5	97.4	236.8
Own expenses capitalized	6	32.9	28.0
Other operating income	7	130.6	66.7
		2,322.6	**2,786.6**
Fee and commission expenses from banking business		–167.7	–177.8
Staff costs	8	–405.9	–421.4
Depreciation, amortization and impairment losses	13, 14	–569.1	–137.1
Other operating expenses	9	–537.3	–547.7
Result from equity investments	10	–4.8	5.8
Earnings before interest and tax (EBIT)		**637.8**	**1,508.4**
Financial income	11	51.0	237.6
Financial expense	11	–130.7	–277.1
Earnings before tax (EBT)		**558.1**	**1,468.9**
Income tax expense	12	–86.9	–418.6
Net profit for the year		**471.2**	**1,050.3**
thereof shareholders of parent company (net income)		496.1	1,033.3
thereof non-controlling interests		–24.9	17.0
Earnings per share (basic) (€)	40	**2.67**	**5.42**
Earnings per share (diluted) (€)	40	**2.67**	**5.41**

Statement of Recognized Income and Expense

for the period 1 January to 31 December 2009

	Note	2009 €m	2008 €m
Net profit for the year reported in consolidated income statement		**471.2**	**1,050.3**
Exchange rate differences[1)]	23	–38.5	56.4
Remeasurement of cash flow hedges		–9.4	6.1
Recognition of hidden reserves from fair value measurement		103.7	0
Remeasurement of other financial instruments		11.8	–17.4
Deferred taxes	23	11.0	–23.3
Other comprehensive income/(expense)		**78.6**	**21.8**
Total comprehensive income		**549.8**	**1,072.1**
thereof shareholders of parent company		581.6	1,040.4
thereof non-controlling interests		–31.8	31.7

1) Exchange rate differences include €–2.9 million (2008: €–0.5 million) taken directly to accumulated profit as part of the result from equity investments.

Consolidated Balance Sheet

as at 31 December 2009

Assets

	Note	2009 €m	2008 €m
NONCURRENT ASSETS			
Intangible assets	13		
Software		84.5	101.1
Goodwill		1,987.3	1,977.0
Payments on account and construction in progress		26.0	17.5
Other intangible assets		1,333.7	1,350.9
		3,431.5	**3,446.5**
Property, plant and equipment	14		
Fixtures and fittings		23.1	29.9
Computer hardware, operating and office equipment		61.5	75.0
Payments on account and construction in progress		14.8	4.0
		99.4	**108.9**
Financial assets	15		
Investments in associates		152.5	156.6
Other equity investments		60.0	52.8
Receivables and securities from banking business		1,468.2	756.3
Other financial instruments		29.0	6.8
		1,709.7	**972.5**
Composition of other noncurrent assets	16	5.6	13.5
Deferred tax receivables	12	4.8	3.5
Total noncurrent assets		**5,251.0**	**4,544.9**
CURRENT ASSETS			
Receivables and other current assets			
Financial instruments of Eurex Clearing AG	18	143,178.4	121,684.3
Receivables and securities from banking business	19	7,192.4	8,428.0
Trade receivables	20	207.4	210.7
Associate receivables		8.6	5.7
Receivables from other investors		1.5	1.0
Income tax receivables[1)]		48.8	96.0
Other current assets	21	167.1	60.5
		150,804.2	**130,486.2**
Restricted bank balances	22	4,745.6	10,364.7
Other cash and bank balances		559.7	482.8
Total current assets		**156,109.5**	**141,333.7**
Total assets		**161,360.5**	**145,878.6**

1) Thereof €14.8 million (2008: €18.3 million) with a remaining maturity of more than one year from corporation tax credits in accordance with section 37 (5) of the Körperschaftsteuergesetz (KStG, the German Corporation Tax Act)

Equity and liabilities

	Note	2009 €m	2008 €m
EQUITY	23		
Subscribed capital		195.0	195.0
Share premium		1,247.0	1,247.0
Treasury shares		–587.8	–596.4
Revaluation surplus		125.2	29.3
Accumulated profit		1,886.8	1,779.4
Shareholders' equity		**2,866.2**	**2,654.3**
Non-controlling interests		472.6	324.0
Total equity		**3,338.8**	**2,978.3**
NONCURRENT LIABILITIES			
Provisions for pensions and other employee benefits	25	30.1	18.8
Other noncurrent provisions	26, 27	80.5	72.9
Deferred tax liabilities	12	442.0	600.6
Interest-bearing liabilities[1)]	28	1,514.9	1,512.9
Other noncurrent liabilities		26.0	8.5
Total noncurrent liabilities		**2,093.5**	**2,213.7**
CURRENT LIABILITIES			
Tax provisions (thereof income tax due: €307.3 million; 2008: €230.9 million)	26, 29	316.8	239.3
Other current provisions	26, 30	67.4	83.5
Financial instruments of Eurex Clearing AG	18	143,178.4	121,684.3
Liabilities from banking business[2)]	31	7,221.0	7,916.3
Trade payables		95.1	112.3
Payables to associates		9.2	8.7
Payables to other investors		13.9	9.4
Cash deposits by market participants	32	4,741.5	10,220.7
Other current liabilities	33	284.9	412.1
Total current liabilities		**155,928.2**	**140,686.6**
Total liabilities		**158,021.7**	**142,900.3**
Total equity and liabilities		**161,360.5**	**145,878.6**

1) Thereof €11.2 million (2008: nil) payables to other investors
2) Thereof €198.0 million (2008: €278.0 million) liabilities to associates

Consolidated Cash Flow Statement

for the period 1 January to 31 December 2009

	Note	2009 €m	2008 €m
Net profit for the year		471.2	1,050.3
Depreciation, amortization and impairment losses	13, 14	569.1	137.1
Increase/(decrease) in noncurrent provisions	36	19.3	–47.5
Deferred tax income	12	–219.9	–29.5
Other non-cash expense	36	5.9	3.3
Changes in working capital, net of non-cash items:			
(Increase)/decrease in receivables and other assets	36	–42.6	265.3
Decrease in current liabilities	36	–2.3	–100.3
Increase in noncurrent liabilities		0.3	0.3
Net loss/(net gain) on disposal of noncurrent assets		0.5	–0.1
Cash flows from operating activities	36	**801.5**	**1,278.9**
Payments to acquire intangible assets and property, plant and equipment		–172.3	–94.5
Payments to acquire noncurrent financial instruments		–1,113.9	–344.0
Payments to acquire investments in associates		–1.4	–122.3
Payments to acquire subsidiaries, net of cash acquired		–51.0	0
Effects of the disposal of (shares in) subsidiaries, net of cash disposed		–5.9	–24.6
Proceeds from the disposal of shares in associates		7.5	16.8
Net decrease/(net increase) in current receivables, securities and liabilities from banking business with an original term greater than three months		165.6	–391.2
Proceeds from disposals of available-for-sale noncurrent financial instruments		88.7	19.9
Proceeds from disposals of other noncurrent assets		0	0.3
Cash flows from investing activities	37	**–1,082.7**	**–939.6**
Purchase of treasury shares		0	–380.5
Proceeds from sale of treasury shares		4.2	7.0
Net cash received from non-controlling interests		20.4	0
Repayment of long-term financing		–3.9	–500.0
Proceeds from long-term financing		11.1[1]	1,481.6
Repayment of short-term financing		–811.2	–1,941.7
Proceeds from short-term financing		715.1[2]	794.4
Finance lease payments		–0.4	–0.8
Dividends paid		–390.2	–403.0
Cash flows from financing activities	38	**–454.9**	**–943.0**
Net change in cash and cash equivalents		**–736.1**	**–603.7**

	Note	2009 €m	2008 €m
Net change in cash and cash equivalents (brought forward)		**–736.1**	**–603.7**
Effect of exchange rate differences[3)]		2.5	11.7
Cash and cash equivalents as at beginning of period[4)]		448.2	1,040.2
Cash and cash equivalents as at end of period[4)]	39	**–285.4**	**448.2**
Operating cash flow per share (basic) (€)		4.31	6.71
Operating cash flow per share (diluted) (€)		4.31	6.70
Interest income and other similar income		50.8	218.4
Dividends received[5)]		11.4	11.7
Interest paid		–144.7	–263.5
Income tax paid		–181.7	–474.4

1) Proceeds from loans from a non-controlling shareholder
2) Thereof €3.7 million from loans from a non-controlling shareholder
3) Primarily includes the exchange rate differences arising on translation of the ISE subgroup
4) Excluding cash deposits by market participants
5) Dividends received from investments in associates and other equity investments

Consolidated Statement of Changes in Equity

for the period 1 January to 31 December 2009

	Note	2009 €m	2008 €m	thereof included in total comprehensive income 2009 €m	2008 €m
Subscribed capital					
Balance as at 1 January		195.0	200.0		
Retirement of treasury shares		0	–5.0		
Balance sheet as at 31 December		**195.0**	**195.0**		
Share premium					
Balance as at 1 January		1,247.0	1,242.0		
Retirement of treasury shares		0	5.0		
Balance sheet as at 31 December		**1,247.0**	**1,247.0**		
Treasury shares					
Balance as at 1 January		–596.4	–589.8		
Purchase of treasury shares		0	–380.5		
Retirement of treasury shares		0	363.6		
Sales within the Group Share Plan		8.6	10.3		
Balance sheet as at 31 December		**–587.8**	**–596.4**		
Revaluation surplus	23				
Balance as at 1 January		29.3	32.1		
Remeasurement of cash flow hedges		–9.4	6.1	–9.4	6.1
Recognition of hidden reserves from fair value measurement		103.7	0	103.7	0
Remeasurement of other financial instruments		11.8	–17.4	11.8	–17.4
(Decrease)/increase in share-based payments		–10.8	11.0	0	0
Deferred taxes on remeasurement of financial instruments	12	0.6	–2.5	0.6	–2.5
Balance sheet as at 31 December		**125.2**	**29.3**		
Accumulated profit	23				
Balance as at 1 January		1,779.4	1,493.0		
Dividends paid	24	–390.2	–403.0	0	0
Net income		496.1	1,033.3	496.1	1,033.3
Exchange rate differences and other adjustments		–8.9	40.5	–31.6	41.7
Retirement of treasury shares		0	–363.6	0	0
Deferred taxes	12	10.4	–20.8	10.4	–20.8
Balance sheet as at 31 December		**1,886.8**	**1,779.4**		
Shareholders' equity as at 31 December		**2,866.2**	**2,654.3**	**581.6**	**1,040.4**

	Note	2009 €m	2008 €m	thereof included in total comprehensive income 2009 €m	2008 €m
Shareholders' equity (brought forward)		2,866.2	2,654.3	581.6	1,040.4
Non-controlling interests					
Balance as at 1 January		324.0	312.9		
Changes due to capital increases/(decreases)		180.6	–20.6		
Changes due to share in net gain of subsidiaries for the period		–24.9	17.0	–24.9	17.0
Exchange rate differences and other adjustments		–7.1	14.7	–6.9	14.7
Balance sheet as at 31 December		472.6	324.0	–31.8	31.7
Total equity as at 31 December		3,338.8	2,978.3	549.8	1,072.1

Notes to the Consolidated Financial Statements of Deutsche Börse AG

as at 31 December 2009

Basis of Preparation

1. General principles

Deutsche Börse AG ("the Company") is incorporated as a German public limited company ("Aktiengesellschaft") and is domiciled in Germany. The Company's registered office is Neue Börsenstraße 1, 60487 Frankfurt/Main.

In accordance with section 315a of the Handelsgesetzbuch (HGB, the German Commercial Code) ("Consolidated Financial Statements in Accordance with International Accounting Standards"), the consolidated financial statements for the year ended 31 December 2009 have been prepared in compliance with the International Financial Reporting Standards (IFRSs) and the related interpretations issued by the International Accounting Standards Board (IASB), as adopted by the European Union in accordance with Regulation No. 1606/2002 of the European Parliament and of the Council on the application of International Accounting Standards, as well as with full IFRSs.

In accordance with the requirements of the HGB, the annual financial report of the Group comprises the consolidated financial statements, the Group management report and the responsibility statement of the Executive Board. The disclosures required in accordance with HGB section 315a (1) have been made in the notes to the consolidated financial statements and the remuneration report, which forms part of the Group management report. The consolidated financial statements are also based on the interpretations issued by the Rechnungslegungs Interpretations Committee (Accounting Interpretations Committee) of the Deutsches Rechnungslegungs Standards Committee e.V. (Accounting Standards Committee of Germany), to the extent that these do not contradict the standards and interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) or the IASB.

Effects of new accounting standards – implemented in the year under review
The following standards and interpretations issued by the IASB and adopted by the European Commission became effective as at 1 January 2009 and were applied for the first time in the 2009 reporting period. In the year under review, Deutsche Börse Group implemented the amendments to IAS 39 "Financial instruments: Recognition and Measurement: Eligible Hedged Items", and effective for financial years beginning on or after 1 July 2009, prior to the effective date. The disclosures in parentheses relate to the respective date of issue by the IASB.

Changes resulting from the "Annual Improvement Project" (May 2008)
This collection of amendments to IFRSs is the outcome of the IASB's first annual improvements process project. The amendments relate to 20 standards and give rise to accounting changes for presentation, recognition, or measurement purposes as well as terminology or editorial changes with minimal effect on accounting.

Amendments to IFRS 2 "Share-based Payment: Vesting Conditions and Cancellations" (January 2008)
The amendments supplement IFRS 2 such that the rules on early cancellation apply regardless of whether the entity or another party cancels the share-based payment plan. The amendments also clarified that vesting conditions are exclusively service and performance conditions.

Amendments to IFRS 7 "Improving Disclosures about Financial Instruments" (March 2009)
The changes provide for expanded disclosures on fair value measurements and on liquidity risk.

IFRS 8 "Operating Segments" (November 2006)
IFRS 8 replaced IAS 14 "Segment Reporting". Under IFRS 8, the management approach must be used to report on the segments' economic situation. Information about the segments must be published based on internal reporting.

Amendments to IAS 1 "Presentation of Financial Statements: A Revised Presentation" (September 2007)
In particular the presentation of comprehensive income and certain information in the consolidated financial statements were adapted to comply with the revised standard.

Revised IAS 23 "Borrowing Costs" (March 2007)
The amendments require that borrowing costs directly attributable to the acquisition, construction, or production of a qualifying asset are capitalized as part of the cost of the asset.

Amendments to IAS 32 and IAS 1 "Puttable Financial Instruments and Obligations Arising on Liquidation" (February 2008)
The amendments relate to entities that have issued financial instruments that are either puttable or impose an obligation on the entity to pay a pro rata share of net assets in the event of liquidation to a third party.

Amendments to IAS 39 "Financial Instruments: Recognition and Measurement: Eligible Hedged Items" (July 2008)
The amendment clarifies how to apply hedge accounting when designating inflation risk as a hedged item as well as when designating a one-sided risk in a hedged item.

Amendments to IAS 39 and IFRS 7 "Reclassification of Financial Assets: Effective Date and Transition" (November 2008)
The amendments include the clarification of the effective date of the changes regarding the reclassification of financial instruments published on 13 October 2008 relating to IAS 39 "Financial Instruments: Recognition and Measurement" and IFRS 7 "Financial Instruments: Disclosures".

In addition, the interpretations IFRIC 12 "Service Concession Arrangements" (November 2006), IFRIC 15 "Agreements for the Construction of Real Estate" (July 2008) and IFRIC 16 "Hedges of a Net Investment in a Foreign Operation" (July 2008) were applied for the first time prior to the effective application date specified in the EU Regulation. IFRIC 13 "Customer Loyalty Programmes" (June 2007) was already applied in 2008 prior to the effective date.

New accounting standards – not implemented

The following standards and interpretations which Deutsche Börse Group did not adopt in 2009 prior to the effective date have been published by the IASB prior to the publication of this annual report and partially adopted by the European Commission. The disclosures in parentheses relate to the date of issue by the IASB.

Changes resulting from the "Annual Improvement Project" (April 2009)

This collection of amendments to various IFRSs gives rise to accounting changes for presentation, recognition, or measurement as well as terminology or editorial changes with a minimal effect on accounting. Most of the amendments are effective for financial years beginning on or after 1 January 2010.

Amendments to IFRS 2 "Group Cash-settled Share-based Payment Transactions" (June 2009)

The amendments serve to clarify the scope of IFRS 2 and its interaction with other standards. The amendments are effective retrospectively for financial years beginning on or after 1 January 2010.

Revised IFRS 3 "Business Combinations" and amendments to IAS 27 "Consolidated and Separate Financial Statements" (January 2008)

The amendments relate primarily to the measurement of shares held by non-controlling shareholders in connection with a business acquisition. In the case of future acquisitions of less than 100 percent, goodwill can be reported in full, including the share attributable to non-controlling interests (full goodwill method). Other significant changes relate to step acquisitions. If an entity's ownership interest in a subsidiary changes without the entity losing control of the subsidiary, the entity must recognize such changes in comprehensive income. In the future, acquisition-related costs must be fully expensed. The new standard and the amendments are to be applied to financial years beginning on or after 1 July 2009.

IFRS 9 "Financial Instruments" (November 2009)

IFRS 9 introduces new requirements for the classification and measurement of financial assets. These stipulate that all financial assets that have to date fallen within the scope of IAS 39 are recognized either at amortized cost or at fair value. The new standard must be applied for periods beginning on or after 1 January 2013.

Revised IAS 24 "Related Party Disclosures" (November 2009)
The revised version of the standard partially exempts state-controlled entities from disclosure requirements and defines "related parties" more precisely. The new standard must be applied for periods beginning on or after 1 January 2011.

Amendments to IAS 32 "Classification of Rights Issues" (October 2009)
The changes relate to the accounting treatment of rights issues (rights, options or warrants), denominated in a currency other than the functional currency of the issuer. In future, these rights must be classified as equity provided that certain criteria are met. The amendments are effective for periods beginning on or after 1 February 2010.

Amendments to IFRIC 9 and IAS 39 "Embedded Derivatives" (March 2009)
The amendments to IFRIC 9 and IAS 39 clarify that on reclassification of a financial asset out of the "fair value through profit or loss" category, all embedded derivatives have to be assessed and, if necessary, accounted for separately in the financial statements. The amendments are effective for periods beginning on or after 1 July 2009.

In addition, amendments to IFRIC 14 "Prepayments of a Minimum Funding Requirement" (November 2009), IFRIC 17 "Distributions of Non-cash Assets to Owners" (November 2008), IFRIC 18 "Transfers of Assets from Customers" (January 2009) and IFRIC 19 "Extinguishing Financial Liabilities" (November 2009) were issued.

Deutsche Börse Group does not expect the application of the new IFRSs, the revised IASs/IFRSs and the new interpretations (with the exception of IFRS 9, whose effects are currently being analyzed) to have any material impact on its consolidated financial statements.

2. Basis of consolidation

Deutsche Börse AG's equity interests in subsidiaries, associates and joint ventures as at 31 December 2009 included in the consolidated financial statements are presented in the following tables. Unless otherwise stated, the financial information is presented in accordance with the generally accepted accounting principles in the companies' countries of domicile.

Fully consolidated subsidiaries

Company	Domicile	Equity interest as at 31 Dec. 2009 direct (indirect) %
Avox Ltd.	United Kingdom	76.82
Clearstream Holding AG[2]	Germany	100.00
Clearstream International S.A.	Luxembourg	(100.00)[4]
Clearstream Banking S.A.	Luxembourg	(100.00)
Clearstream Banking Japan, Ltd.	Japan	(100.00)
Clearstream Banking AG	Germany	(100.00)
Clearstream Services S.A.	Luxembourg	(100.00)
Clearstream Operations Prague s.r.o.	Czech Republic	(100.00)
Deutsche Börse Systems AG	Germany	100.00
Deutsche Boerse Systems Inc.	USA	(100.00)
Deutsche Gesellschaft für Wertpapierabwicklung mbH	Germany	100.00
Eurex Zürich AG	Switzerland	50.00[5]
Eurex Frankfurt AG	Germany	(50.00)[5]
Eurex Bonds GmbH	Germany	(39.72)[6]
Eurex Clearing AG	Germany	(50.00)[5]
Eurex Repo GmbH	Germany	(50.00)[5]
Eurex Services GmbH	Germany	(50.00)[5]
U.S. Exchange Holdings, Inc.	USA	(50.00)[5]
International Securities Exchange Holdings, Inc.	USA	(50.00)[5]
ETC Acquisition Corp.	USA	(50.00)[5]
International Securities Exchange, LLC	USA	(50.00)[5]
Longitude LLC	USA	(50.00)[5]
Finnovation Financial Services GmbH	Germany	100.00
Finnovation S.A.	Luxembourg	100.00
Infobolsa S.A.[7]	Spain	50.00
Difubolsa, Serviços de Difusão e Informaçao de Bolsa, S.A.	Portugal	(50.00)
Infobolsa Deutschland GmbH	Germany	(50.00)
Market News International Inc.	USA	100.00
Need to Know News, LLC	USA	(100.00)
Risk Transfer Re S.A.	Luxembourg	100.00
STOXX Ltd.	Switzerland	50.10
Xlaunch GmbH	Germany	100.00
Deutsche Börse Services s.r.o.	Czech Republic	(100.00)

1) Includes capital reserves and retained earnings, accumulated gains or losses and net profit or loss for the year and, if necessary, further components according to the respective local GAAP
2) Formerly Deutsche Börse Dienstleistungs AG
3) Before profit transfer or loss absorption
4) Thereof 51 percent held indirectly and 49 percent held directly
5) Beneficial interest in profit or loss: 85 percent
6) Beneficial interest in profit or loss: 67.52 percent
7) Control according to IAS 27.13 (d) (power to govern the majority of votes in the governing body)

Currency	Ordinary share capital thousands	Equity[1] thousands	Total assets thousands	Sales revenue 2009 thousands	Net profit/loss 2009 thousands	Initially consolidated
£	0	437	2,073	4,256	528	2005
€	100,000	852,291	852,426	0	–165[3]	2007
€	25,000	798,130	818,489	64,676	297,239	2002
€	57,808	490,189	8,389,673	479,809	164,402	2002
JPY	1	7,431	69,778	80,625	6,431	26 Mar. 2009
€	25,000	242,618	820,308	354,935	92,150	2002
€	30,000	51,993	114,698	187,461	8,618	2002
CZK	35,200	45,964	68,641	129,052	14,441	30 Apr. 2008
€	2,000	85,808	168,839	313,052	83,393	1993
US$	400	3,307	3,598	10,455	115	2000
€	25	33	44	0	–10	2006
CHF	10,000	209,901	231,612	0	48,102	1998
€	6,000	1,486,387	1,520,781	0	–436,449	1998
€	3,600	4,085	4,966	3,126	233	2001
€	25,000	112,250	4,962,921	0	772[3]	1998
€	100	550	6,431	7,525	4,917[3]	2001
€	25	1,182,469	1,183,291	0	75,822[3]	2007
US$	1,000	265,530	1,998,400	0	–698,279	2003
US$	0	2,076,255	3,012,823	0	–296,645	2007
US$	0	1,466	1,941	1,100	625	2007
US$	0	253,776	389,254	295,718	55,053	2007
US$	0	–1,464	20	147	–20	2007
€	25	23	23	0	–1	2007
€	37,400	27,084	29,768	0	–7,359	26 Mar. 2008
€	331	11,425	12,783	8,547	147	2002
€	50	40	109	260	–17	2002
€	100	1,124	1,164	86	34	2003
US$	9,911	11,019	11,185	17,500	937	26 Jan. 2009
US$	0	–46	5,550	468	–46	20 Nov. 2009
€	1,225	5,574	8,475	0	709	2004
CHF	1,000	118,250	175,565	78,556	44,136	29 Dec. 2009
€	25	725	737	0	–12	2006
CZK	200	40,637	59,071	0	19,851	2006

Changes to consolidated subsidiaries

	Germany	Foreign	Total
As at 1 January 2009	14	21	35
Additions	0	4	4
Disposals	–2	–4	–6
As at 31 December 2009	**12**	**21**	**33**

On 26 January 2009, Deutsche Börse AG acquired Market News International Inc. (MNI), New York, USA, for a purchase price of US$10.8 million (of which acquisition-related costs: US$0.9 million) net of cash acquired (US$2.3 million). The purchase price includes goodwill of US$7.8 million, which relates to access to global, trade-related information by MNI, such as news from authorities and supranational organizations. MNI was included in the consolidated financial statements for the first time as a wholly owned subsidiary in the first quarter of 2009.

ISE Ventures, LLC, which was previously included in full in the consolidated financial statements as a wholly owned subsidiary of International Securities Exchange Holdings, Inc., was deconsolidated following its liquidation on 29 May 2009.

In the year under review, Deutsche Börse IT Holding GmbH and Deutsche Börse Finance S.A., which, as wholly-owned subsidiaries of Deutsche Börse AG, were previously included in full in the consolidated financial statements, were liquidated and deconsolidated.

With effect from 20 November 2009, MNI acquired an interest of 100 percent in Need to Know News, LLC, Chicago, USA. The purchase price is made up of a cash component in the amount of US$2.3 million (including acquisition-related costs of US$0.6 million), and an earnout component representing 20 percent of sales revenue of Need to Know News, LLC, which is payable over the next three financial years. Goodwill amounting to US$3.9 million arose from the acquisition. The company was included in the consolidated financial statements for the first time as at the balance sheet date.

Deutsche Börse AG's share in STOXX Ltd., Zurich, Switzerland, which was previously recognized as an associate, was increased from 33.33 percent to 50.1 percent on 29 December 2009. For the acquisition of the 16.77 percent stake, a purchase price of €86.6 million was agreed (including acquisition-related costs of €1.7 million). It comprises an immediately payable cash component (€68.5 million), the waiving of dividend rights for the acquirer's interest (€4.9 million) and an earnout component. The earnout component was recognized at a fair value of €11.5 million. As part of the acquisition, €22.0 million was paid to the capital reserves of STOXX Ltd. on 29 December 2009.

The following table shows the preliminary calculation of goodwill of STOXX Ltd. as at 31 December 2009:

Goodwill from the acquisition of STOXX Ltd.

	Preliminary goodwill calculation 31 Dec. 2009 €m
Purchase price	84.9
Cash acquired	–27.1
Transaction costs	1.7
Total acquisition cost	**59.5**
STOXX trade name	–357.0
Customer relationships	–37.0
Deferred taxes	82.7
Other assets and liabilities	–8.2
Non-controlling interests	173.0
Fair value of existing interest in STOXX Ltd. prior to acquisition	115.5[1)]
Goodwill	**28.5**

1) The carrying amount of STOXX Ltd. when it was previously an associate amounted to €11.8 million. Remeasurement as part of purchase price allocation resulted in an increase in the carrying amount of €103.7 million, which was recognized in the revaluation surplus.

Goodwill results primarily from the strong position of STOXX Ltd. in European indices, growth prospects in the production and sale of tick data for indices, the development, maintenance and enhancements of index formulas as well as from the customizing of indices.

The following table shows the amounts recognized for each category of assets, liabilities and contingent liabilities of the acquired company as at the acquisition date in the course of purchase price allocation, as well as the IFRS carrying amounts immediately preceding the combination:

Assets and liabilities of STOXX Ltd. at the acquisition date

	Carrying amounts before acquisition €m	Adjustments €m	Carrying amount at acquisition date €m
Intangible assets	0	468.0	468.0
Receivables and other assets	15.4	0	15.4
Bank balances	27.1	0	27.1
Total assets	**42.5**	**468.0**	**510.5**
Noncurrent liabilities	0.1	105.2	105.3
Current liabilities	7.1	7.5	14.6
Total liabilities	**7.2**	**112.7**	**119.9**

In the pro forma income statement of Deutsche Börse Group, only those transactions that would have a material impact on the consolidated financial statements are considered. The following table shows, in accordance with IFRS 3, the sales revenue and results of Deutsche Börse Group under the assumption that STOXX Ltd. had already been included in the consolidated financial statements as at 1 January 2009.

Pro forma income statement of Deutsche Börse Group for the period 1 January to 31 December 2009 (key figures)

	2009 €m	Pro forma adjustments €m	2009 pro forma €m
Sales revenue	2,061.7	25.1	2,086.8
Depreciation and amortization expense	–569.1	–8.6	–577.7
Total expenses (including depreciation and amortization expense)	–1,680.0	–7.7	–1,687.7
Earnings before interest and tax (EBIT)	637.8	6.1	643.9
Net income	496.1	–4.9	491.2
Earnings per share (basic and diluted)	2.67	–0.03	2.64

With effect from 8 January 2010, Deutsche Börse AG acquired a share of 75.0 percent in Tradegate Exchange GmbH, Berlin, Germany, for a purchase price of €0.4 million. The company will be fully included in the consolidated financial statements for the first time in the first quarter of 2010. At the reporting date purchase price allocation was not yet completed.

Associates and joint ventures accounted for using the equity method as at 31 December 2009 in accordance with IAS 28 or IAS 31:

Associates and joint ventures

Company	Segment[1]	Equity interest as at 31 Dec. 2009 direct (indirect) %	Ordinary share capital € thous.	Assets[2] € thous.	Liabilities[2] € thous.	Sales revenue 2009[2] € thous.	Net profit/loss 2009[2] € thous.	Associate since
BrainTrade Gesellschaft für Börsensysteme mbH, Germany	Xetra	14.29	1,400	5,601	3,237	20,798	908	2007
BSP Regional Energy Exchange LLC, Slovenia	Eurex	(33.00)[3]	2,250	1,146	928	195	–1,357	8 Apr. 2008
Deutsche Börse Commodities GmbH, Germany	Xetra	16.20	1,000	754,537	682,133	1,719	360	2007
Direct Edge Holdings, LLC, USA	Eurex	(15.77)	207,356[4)9)]	256,189[4]	48,833[4]	831,746[4]	38,090[4]	29 Dec. 2008
European Energy Exchange AG, Germany[5]	Eurex	(17.62)	40,050	1,720,250	1,626,980	34,603	7,006	1999
Link-Up Capital Markets, S.L., Spain	Clearstream	(17.48)	3	6,406	702	559	–2,061	2 Apr. 2008
Scoach Holding S.A., Luxembourg[5]	Xetra	50.01	100	28,511	7,172	46,240	–6,776	31 Dec. 2009
Indexium AG, Switzerland	Market Data & Analytics	49.90	100[6]	n.a.[7]	n.a.[7]	n.a.[7]	n.a.[7]	29 Dec. 2009
The Options Clearing Corporation, USA[8]	Eurex	(10.00)	600[4]	5,882,240[4]	5,870,294[4]	111,095[4]	–1,437[4]	2007
U.S. Futures Exchange LLC, USA[8]	Eurex	(13.85)	–8,622[4)9)]	6,772[4]	15,394[4]	1,335[4]	–25,506[4]	2006

1) For associates and joint ventures allocated to the Eurex segment, the figures reported reflect 50 percent of the Eurex subgroup's equity interest. The beneficial interest in profit or loss amounts to 85 percent of the Eurex subgroup's equity interest.
2) Preliminary figures
3) No control over operating and financial decisions, therefore classified as an associate
4) US$ thousands
5) Subgroup figures
6) CHF thousands
7) Newly established under Swiss law, including exercise of the option of an extended financial year ending 31 December 2010
8) Figures as at 31 December 2008
9) Equity figures

The Clearing Corporation Inc. was merged with ICE U.S. Trust Holding Company LP with effect from 6 March 2009. Since then U.S. Exchange Holdings, Inc. has an interest of 6.3 percent in ICE U.S. Trust Holding Company LP. Since the date of the merger, the company is accounted for at cost.

Scoach Holding S.A., which had previously been included in full in the consolidated financial statements, was deconsolidated effective 31 December 2009 and accounted for as an associate because Deutsche Börse AG no longer controls the company. Since then, Scoach Holding S.A. has been recognized as joint venture as defined by IAS 31 by Deutsche Börse AG and SIX Swiss Exchange AG and accounted for using the equity method.

With effect from 29 December 2009, Deutsche Börse AG and SIX Swiss Exchange AG established Indexium AG, Zurich, Switzerland, in which Deutsche Börse AG holds a 49.9 percent share. The company is classified as an associate and accounted for using the equity method.

Deutsche Börse AG's 50.0 percent interest in FDS Finanz-Daten-Systeme GmbH & Co. KG, which had previously been recognized as an associate, was sold for €1.2 million effective 31 December 2009.

3. Accounting policies

The consolidated financial statements have been prepared in euros. Unless stated otherwise, all amounts are shown in millions of euros (€m). The annual financial statements of subsidiaries included in the consolidated financial statements have been prepared on the basis of the Group-wide accounting principles based on IFRSs that are described in the following. For reasons of materiality, the single-entity financial statements of associates were not adjusted to comply with uniform Group accounting policies.

Recognition of revenue and expenses

Trading, clearing and settlement fees are recognized on the trade day and billed on a monthly basis. Custody revenue and revenue for systems development and systems operation are generally recognized ratably and billed on a monthly basis. Sales of price information are billed on a monthly basis. Fees charged to trading participants in connection with International Securities Exchange, LLC's expenses for supervision by the U.S. Securities and Exchange Commission (SEC) are recognized at the settlement date.

International Securities Exchange, LLC earns market data revenue from the sale of trade and quote information on options through the Options Price Reporting Authority (OPRA, the regulatory authority responsible for distributing market data revenues among the US options exchanges.) Pursuant to SEC regulations, US exchanges are required to report trade and quote information to OPRA. International Securities Exchange, LLC earns a portion of the income of the US option exchange association based on its share of eligible trades for option securities. Revenue is recorded as transactions occur on a trade date basis and is collected quarterly.

As a rule, sales allowances are deducted from sales revenue. They are recognized as an expense to the extent that they exceed the associated sales revenue.

Risk Transfer Re S.A.'s premium income and acquisition costs from reinsurance contracts are recognized over the life of the contracts. The activities of this company are immaterial in the context of the consolidated financial statements of Deutsche Börse Group.

Interest income and expenses are recognized using the effective interest method over the respective financial instrument's term to maturity. Interest income is recognized when it is probable that the economic benefits associated with the transaction will flow to the entity and the income can be measured reliably. Interest expenses are recognized as an expense in the period in which they are incurred. Interest income and expenses from banking business are netted in the consolidated income statement and disclosed separately in note 5. Dividends are recognized in the result from equity investments if the right to receive payment is based on legally assertable claims.

Government grants
A government grant is not recognized until there is reasonable assurance that the entity will comply with the conditions attaching to it, and that the grant will be received. Government grants related to assets are presented as deferred income in the consolidated balance sheet and are recognized as income over the life of the depreciable asset. Grants related to income are deducted in reporting the expense which they are intended to compensate over the periods in which the latter occur. If the payment date for government grants falls after the expenses to be compensated have been incurred and it is probable that the conditions for receiving the grants will be met, they are recognized in profit or loss when the corresponding expenses are incurred.

Research and development costs
Research costs are expensed in the period in which they are incurred. Development costs are capitalized, provided that they satisfy the recognition criteria set out in IAS 38. These development costs include direct labour costs, costs of purchased services (external consultants) and workplace costs, including proportionate overheads that can be directly attributed to the preparation of the respective asset for use, such as costs for the software development environment. Development costs that do not meet the requirements for capitalization in accordance with IAS 38 are recognized in the consolidated income statement. Interest expense which cannot be allocated directly to one of the developments was therefore recognized in profit or loss in the year under review and not included in production cost.

Intangible assets
Capitalized development costs are generally amortized over the expected useful life of five years, starting on the date of first use.

Purchased software is carried at cost and reduced by systematic amortization and, where necessary, impairment losses. Amortization is charged using the straight-line method over the expected useful life or at most until the right of use in question has expired.

Useful life of software

Assets	Amortization method	Amortization period
Standard software	straight-line	3 to 10 years
Purchased custom software	straight-line	4 to 6 years
Internally developed custom software	straight-line	3 to 5 years

Intangible assets are derecognized on disposal or when no further economic benefits are expected to flow from them.

The amortization period for intangible assets with finite useful lives is reviewed at least at the end of each financial year. If the expected useful life of an asset differs from previous estimates, the amortization period is changed accordingly.

Goodwill is recognized at cost and tested at least once a year for impairment.

The cost of the other intangible assets acquired in the course of business combinations corresponds to the fair value as at the acquisition date. Assets with a finite useful life are amortized. Amortization is recognized using the straight-line method over the expected useful life.

Useful life of other intangible assets arising out of business combinations

Asset	Amortization method	Amortization period
ISE's exchange license	n.a.	n.a.
Member relationships	straight-line	12, 30 years
Market data customer relationships of ISE	straight-line	30 years
ISE trade name	straight-line	10 years
STOXX trade name	n.a.	n.a.
Historical data	straight-line	5 years
Restrictions on competition	straight-line	1 to 3 years

As the exchange license of ISE does not have a finite term and ISE expects to retain the license as part of its overall business strategy, the useful life of this asset is estimated as indefinite. A review is performed in each reporting period to determine whether the events and circumstances still justify estimating the useful life of the license as indefinite.

The STOXX trade name includes the trade name itself, the index methodologies and the Internet domains because these can generally not be transferred separately. There are no indications that time limitations exist with regard to the useful life of the STOXX trade name.

Property, plant and equipment

Property, plant and equipment is carried at cost and reduced by depreciation for wear and tear. The cost of an item of property, plant and equipment comprises all costs directly attributable to the production process, as well as an appropriate proportion of production overheads. Financing costs were not recognized in the year under review, as they could not be directly allocated to the respective development.

Useful life of property, plant and equipment

Asset	Amortization method	Amortization period
Computer hardware	straight-line	3 to 5 years
Office equipment	straight-line	5 to 25 years
Leasehold improvements	straight-line	based on lease term
Land	not depreciated	n.a.

Repair and maintenance costs are expensed as incurred.

If it is probable that the future economic benefits associated with an item of property, plant and equipment will flow to the Group and the cost of the respective asset can be reliably determined, expenditure subsequent to acquisition is added to the carrying amount of the asset as incurred. The carrying amounts of the parts of the asset that have been replaced are derecognized.

Provided that the criteria for classification as a finance lease have been satisfied, leased property, plant and equipment is recognized in accordance with IAS 17 and depreciated, a corresponding finance lease liability is recognized.

Financial assets
Financial assets comprise investments in associates and financial assets as described in the "Financial instruments" section.

Investments in associates consist of investments in joint ventures and other associates. They are generally measured at cost on initial recognition and accounted for using the equity method upon subsequent measurement. Joint ventures or other associates that are insignificant for the presentation of a true and fair view in the consolidated financial statements are not accounted for using the equity method, but are carried at cost.

Impairment testing
In accordance with IAS 36, noncurrent non-financial assets are tested for impairment. At each balance sheet date, the Group assesses whether there is any indication that an asset may be impaired. In this case, the carrying amount is compared with the recoverable amount (the higher of value in use and fair value less costs to sell) to determine the amount of any potential impairment. The value in use is estimated on the basis of the discounted estimated future cash flows from continuing use of the asset and from its ultimate disposal, before taxes. For this purpose, discount rates are estimated based on the prevailing pre-tax weighted average cost of capital. If no recoverable amount can be determined for an asset, the recoverable amount of the cash-generating unit is calculated that the respective asset can be allocated to.

Irrespective of any indications of impairment, intangible assets with indefinite useful lives and intangible assets not yet available for use must be tested for impairment annually. If the estimated recoverable amount is lower than the carrying amount, an impairment loss is recognized, and the net book value of the asset is reduced to its estimated recoverable amount.

Goodwill is allocated to identifiable groups of assets (cash-generating units) or groups of cash-generating units that create synergies from the respective acquisition. This corresponds to the lowest level at which Deutsche Börse Group monitors goodwill. An impairment loss is recognized if the carrying amount of the cash-generating unit to which goodwill is allocated (including the carrying amount of this goodwill) is higher than the recoverable amount of this groups of assets. The impairment loss is first allocated to the goodwill, then to the other assets in proportion to their carrying amounts.

A review is conducted at every balance sheet date to see whether there is any indication that an impairment loss recognized on noncurrent assets (excluding goodwill) in the previous period no longer applies. If this is the case, the carrying amount of the asset is increased and the difference is recognized in profit or loss. The maximum amount of this reversal is limited to the carrying amount that would have resulted if no impairment loss had been recognized in previous periods. Reversals for goodwill are not permitted.

Financial instruments

Financial instruments comprise financial assets and liabilities. For Deutsche Börse, financial assets are, in particular, other equity investments, receivables and securities from banking business, other financial instruments and other loans, receivables and other assets as well as bank balances. Financial liabilities relate primarily to interest-bearing liabilities, other noncurrent liabilities, liabilities from banking business, financial instruments of Eurex Clearing AG, cash deposits by market participants as well as trade payables.

Recognition of financial assets and liabilities

Financial assets and liabilities are recognized when a Group company becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities are generally recognized at the trade date. Loans and receivables from banking business, available-for-sale financial assets from banking business as well as purchases and sales of equities via the central counter-party (i.e. Eurex Clearing AG) are recognized at the settlement date.

Financial assets are initially measured at fair value; in the case of a financial asset that is not measured at fair value through profit or loss in subsequent periods, this includes transaction costs.

Subsequent measurement of financial assets and liabilities

Subsequent measurement of financial instruments follows the categories to which they are allocated in accordance with IAS 39 and which are described below. As in previous years, Deutsche Börse Group did not take advantage of the option to allocate financial assets to the “held-to-maturity investments” category in the year under review. In addition, the Group waived the possibility to designate financial assets or liabilities at fair value through profit and loss (fair value option).

Assets held for trading

Derivatives that are not designated as hedging instruments as well as financial instruments of Eurex Clearing AG (see details below) are measured at fair value through profit or loss. Apart from financial instruments of Eurex Clearing AG this category includes in particular interest rate swaps, currency swaps and forward foreign exchange transactions.

Fair value of these derivatives is calculated based on observable current market rates. If resulting from banking business, realized and unrealized gains and losses are immediately recognized in the consolidated income statement as other operating income and other operating expenses or, if incurred outside the banking business, as financial income and financial expenses.

Available-for-sale financial assets

Non-derivative financial assets are classified as “available-for-sale financial assets”, if they cannot be allocated to the “loans and receivables” and “assets held for trading” categories. These assets comprise debt and equity investments recognized in the “other equity investments” and “other financial instruments” items as well as debt instruments recognized in the current and noncurrent receivables and securities from banking business items.

Available-for-sale financial assets are generally measured at their fair values, based on observable current market prices. Unrealized gains and losses are recognized directly in equity in the revaluation surplus. Impairment and effects of exchange rates on monetary items are excluded from this general rule; they are recognized in profit or loss.

Where a current market price is unavailable and alternative valuation methods for equity instruments are inappropriate, assets are carried at cost subject to an impairment review. Equity instruments for which no active market exists are measured on the basis of current comparable market transactions.

Realized gains and losses are generally recognized under financial income or financial expense. Interest income is recognized in the consolidated income statement in net interest income from banking business based on the effective interest rate method. Other realized gains and losses are recognized in the consolidated income statement in other operating income and other operating expenses.

If debt instruments of banking business are hedged instruments under fair value hedges, hedge accounting is applied for fair value adjustments corresponding to the hedged item (see "Fair value hedges" below).

Loans and receivables
Loans and receivables comprise in particular current and noncurrent receivables from banking business, trade receivables as well as other current receivables. They are recognized at amortized cost, taking into account any potential impairment losses, if applicable. Premiums and discounts are included in the amortized cost of the instrument concerned and are amortized using the effective interest method; they are contained in "net interest income from banking business" if they relate to banking business, or in "financial income" and "financial expense".

Derecognition of financial assets and liabilities
Financial assets are derecognized when the contractual rights to the cash flows expire or when substantially all the risks and rewards of ownership of the financial assets are transferred. Financial liabilities are derecognized when the obligations specified in the contracts are discharged, cancelled or have expired.

Clearstream Banking S.A. acts as principal in securities borrowing and lending transactions in the context of the ASLplus securities lending system. Legally, it operates between the lender and the borrower without being an economic contracting partner (transitory items). In these transactions, the securities borrowed and lent match each other. Consequently, these transactions are not recognized in the consolidated balance sheet.

Netting of financial assets and liabilities
Financial assets and liabilities are offset and only the net amount is presented in the consolidated balance sheet when a Group company currently has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Impairment of financial assets

Financial assets that are not measured at fair value through profit or loss are tested at each balance sheet date to establish whether there is any indication of impairment.

The amount of an impairment loss for a financial asset measured at amortized cost is the difference between the carrying amount and the present value of the estimated future cash flows, discounted at the original effective interest rate. A subsequent reversal is recognized at a maximum at the carrying amount that would have resulted if no impairment loss had been recognized.

The amount of an impairment loss for a financial asset (non-listed equity instrument) measured at cost is the difference between the carrying amount and the present value of the estimated future cash flows, discounted at a current market interest rate. Subsequent reversal is not permitted.

In the case of available-for-sale financial assets, the impairment loss is calculated as the difference between cost and fair value. Any reduction in fair value already recognized in equity is reclassified to profit or loss upon determination of the impairment loss. A subsequent reversal may only be recognized for debt instruments if the reason for the original impairment loss no longer applies.

Financial liabilities not measured at fair value through profit and loss

Financial liabilities not held for trading are carried at amortized cost. These liabilities comprise issued bonds and private placements. The borrowing costs associated with the placement of financial liabilities are included in the carrying amount if they are directly attributable. Discounts reduce the carrying amount of liabilities and are amortized over the term of the liabilities.

Financial liabilities measured at fair value through profit and loss

According to IAS 32.18 (b), a financial instrument that gives the holder the right to put it back to the issuer for cash or another financial asset (a “puttable instrument”) is a financial liability. Because of the put option that is held in favour of the non-controlling interest shareholders, the non-controlling interests in Avox Ltd. are classified as such and carried at fair value. They are reported under “other noncurrent liabilities”.

Derivatives and hedges

Derivatives are used to hedge interest rate risk or foreign exchange risk associated with the activities of Deutsche Börse Group. All derivatives are carried at their fair values. The fair value of interest rate swaps is determined on the basis of current observable market interest rates. The fair value of forward foreign exchange transactions is determined on the basis of forward foreign exchange rates at the balance sheet date for the remaining period to maturity.

Hedge accounting is applied for derivatives that are part of a hedging relationship determined to be highly effective under IAS 39 and for which the conditions of IAS 39.88 are met, as follows.

Cash flow hedges

The portion of the gain or loss on the hedging instrument determined to be highly effective is recognized directly in equity. This gain or loss eventually adjusts the value of the hedged cash flow, i.e. the gain or loss from the hedging instrument is recognized in profit or loss as soon as the hedged item is recognized in the balance sheet or in profit or loss. The ineffective portion of the gain or loss is recognized immediately in the consolidated income statement.

Fair value hedges

The gain or loss on the hedging instrument, together with the gain or loss on the hedged item (underlying) attributable to the hedged risk, is recognized immediately in the consolidated income statement. Any gain or loss on the hedged item adjusts its carrying amount.

Hedges of a net investment in a foreign operation

The effective portion of the gain or loss from a hedging transaction that is designated as a highly effective hedge is recognized directly in equity. It is recognized in profit or loss when the foreign operation is sold. The ineffective portion of the gain or loss is recognized immediately in the consolidated income statement.

Derivatives that are not part of a hedging relationship

Gains or losses on derivative instruments that are not part of a highly effective hedging relationship are recognized immediately in the consolidated income statement.

Financial instruments of Eurex Clearing AG (central counterparty)

Eurex Clearing AG acts as the central counterparty and guarantees the settlement of all transactions involving futures and options on the Eurex exchanges (Eurex Deutschland and Eurex Zürich AG). As the central counterparty, it also guarantees the settlement of all transactions for Eurex Bonds (bond trading platform) and Eurex Repo (repo trading platform), certain exchange transactions in equities on Frankfurter Wertpapierbörse (FWB, the Frankfurt Stock Exchange) and certain cash market transactions on the Irish Stock Exchange. In addition, Eurex Clearing AG guarantees the settlement of all OTC (over-the-counter, i.e. off-exchange) transactions entered in the trading system of the Eurex exchanges, Eurex Bonds, Eurex Repo, the Frankfurt Stock Exchange and the Irish Stock Exchange. These transactions are only executed between Eurex Clearing AG and a clearing member.

In accordance with IAS 39.38, purchases and sales of equities via the central counterparty are recognized and simultaneously derecognized at the settlement date.

For products that are marked to market (futures and options on futures), Eurex Clearing AG recognizes gains and losses on open positions of clearing members on each exchange day. By means of the variation margin, profits and losses on open positions resulting from market price fluctuations are settled on a daily basis. The difference between this and other margin types is that the variation margin does not comprise collateral, but is a daily offsetting of profits and losses in cash. In accordance with IAS 39.17 (a) and IAS 39.39, futures are therefore not reported in the consolidated balance sheet. For options on futures (future-style options), the option premium is not required to be paid in full until the end of the term or upon exercise. Option premiums are carried in the consolidated balance sheet as receivables and liabilities at their fair value on the trade date.

"Traditional" options, for which the buyer must pay the option premium in full upon purchase, are carried in the consolidated balance sheet at fair value. Fixed-income bond forwards are recognized as derivatives and carried at fair value until the settlement date. Receivables and liabilities from repo transactions are classified as held for trading and carried at fair value. Receivables and liabilities from variation margins and cash collateral that is determined on the reporting date and only paid on the following day are carried at their nominal amount.

The fair values recognized in the consolidated balance sheet are based on daily settlement prices. These are calculated and published by Eurex Clearing AG in accordance with the rules set out in the contract specifications (see also the Clearing Conditions of Eurex Clearing AG).

Cash or securities collateral of Eurex Clearing AG
As Eurex Clearing AG guarantees the settlement of all traded contracts, it has established a multi-level collateral system. The central pillar of the collateral system is the determination of the overall risk per clearing member (margin) to be covered by cash or securities collateral. Losses calculated on the basis of current prices and potential future price risks are covered up to the date of the next collateral payment.

In addition to these daily collateral payments, each clearing member must make contributions to the clearing fund (for further details, see the risk report in the Group management report). Cash collateral is reported in the consolidated balance sheet under "cash deposits by market participants" and the corresponding amounts under "restricted bank balances". In accordance with IAS 39.20 (b) in conjunction with IAS 39.37, securities collateral is not derecognized by the clearing member providing the collateral. As the transfer of securities does not meet the conditions for derecognition, the securities are not recognized as assets in accordance with IAS 39 AG 34.

Treasury shares
The treasury shares held by Deutsche Börse AG at the reporting date are deducted directly from shareholders' equity. In accordance with IAS 32.33, gains or losses on treasury shares are taken directly to equity. The transaction costs directly attributable to the acquisition of treasury shares are accounted for as a deduction from shareholders' equity (net of any related income tax benefit).

Recognition of measurement adjustments
Net profit for the year includes changes in the measurement of financial assets and liabilities at fair value through profit and loss that are presented under "current receivables and securities from banking business", as well as "liabilities from banking business"; adjustments in the measurement of derivatives presented under "other noncurrent and current assets and liabilities" that are not part of a hedging relationship; the ineffective portion of cash flow hedges; adjustments in the measurement of fair value hedges; and adjustments in the measurement of investments in associates that are not recognized in equity.

Changes in the measurement of other noncurrent financial instruments, other noncurrent loans and available-for-sale financial assets held within receivables and securities from banking business are taken directly to shareholders' equity until realized, or until an impairment loss is recognized, at which time the cumulative gain or loss previously taken to equity is included in net profit for the year.

Other current assets
Receivables, other assets, and cash and cash equivalents are carried at their nominal amount. Adequate valuation allowances take account of identifiable risks.

Restricted bank balances include cash deposits by market participants which are invested overnight, mainly in the form of reverse repurchase agreements with banks. Cash funds attributable to the Clearstream subgroup arising from minimum reserve requirements at central banks are also included in this item.

Provisions for pensions and other employee benefits
Provisions for pension obligations are measured using the projected unit credit method on the basis of actuarial reports in accordance with IAS 19. The obligations are measured at the balance sheet date each year using actuarial methods that conservatively estimate the relevant parameters. The pension benefits expected on the basis of projected salary growth are spread over the remaining length of service of the employees. The calculations are based on generally accepted industry mortality tables. In Germany, the "2005 G" mortality tables (generation tables) developed by Prof Dr Klaus Heubeck are used, modified by information from the life tables 2005 to 2007 published by the German Federal Statistical Office.

In accordance with IAS 19.92, Deutsche Börse Group recognizes a portion of its actuarial gains and losses as income or expense if the net cumulative unrecognized actuarial gains or losses of each company and plan at the end of the previous reporting period have exceeded the greater of 10 percent of the present value of the defined benefit obligation before deduction of plan assets and 10 percent of the fair value of plan assets. The portion of actuarial gains and losses recognized is the excess determined above, divided by the expected average remaining working lives of the employees participating in the retirement benefit plans.

Retirement provision for Group employees is ensured by a variety of retirement benefit plans, the use of which varies from country to country.

There has been a deferred compensation plan for employees of Deutsche Börse Group in Germany since 1 July 1999. Since its introduction, new commitments have been entered into on the basis of this deferred compensation plan; the existing pension plans were closed for new staff as at 30 June 1999. Employees with pension commitments under the old retirement benefit arrangements were given an option to participate in the deferred compensation plan by converting their existing pension rights. Individual commitment plans exist for members of the executive boards of Group companies.

A new scheme for the retirement provisions for senior executives in Germany was agreed as at 1 January 2004. The benefits are based on performance and no longer exclusively on the principle of providing benefits. The old pension system based on pensionable income was replaced by a "capital component system". This system builds on annual income received composed of both the fixed annual salary and the variable remuneration paid. Individual professional performance is thus directly reflected in the future pension payments. Every year, Group companies provide for an amount that corresponds to a certain percentage of the pensionable income. This amount is multiplied by a capitalization factor depending on age, resulting in the "annual capital component". The benefit assets equal the total of the acquired capital components of the individual years and are converted into a lifelong pension once the benefits fall due. Since 1 July 2006, this benefit has been no longer available to new senior executives.

The employees of the Clearstream subgroup in Luxembourg participate in separate defined benefit pension plans.

The defined benefit pension plan in favour of Luxembourg employees of the Clearstream subgroup is funded by means of cash contributions to an "association d'épargne pension" (ASSEP) organized in accordance with Luxembourg law. Contributions may or may not cover the entire provisions calculated as per IAS 19, but they must cover pension provisions as determined under Luxembourg law.

Deutsche Börse Group uses external funds to cover some of its pension obligations. The amount of the annual net pension expense is reduced by the expected return on the plan assets of the funds. The defined benefit obligations are offset against the fair value of the plan assets taking into account unrecognized actuarial gains and losses as well as past service cost as yet unrecognized. In addition, the pension obligations of Deutsche Börse Group are secured in part by reinsurance policies. The capitalized surrender value of these reinsurance policies is carried under "other noncurrent assets".

Employees of STOXX Ltd. participate in a separate defined benefit pension plan. The employees are insured by a pension fund from SIX Swiss Exchange AG at PREVAS Sammelstiftung, Zurich. Assets attributable to the employees of STOXX Ltd. from this pension fund are recognized as plan assets in accordance with IAS 19.

There are defined contribution pension plans for employees working in Germany, Luxembourg, Switzerland, the Czech Republic, the UK or the USA. The employer pays contributions to these employees' private pension funds.

Other long-term benefits for employees and members of executive boards (total disability pension, transitional payments and surviving dependents' pensions) are also measured using the projected unit credit method. In accordance with IAS 19.127, actuarial gains and losses and past service cost are recognized immediately and in full.

Other provisions

Provisions are recognized if the Group has a present obligation from an event in the past, an outflow of resources with economic benefit to settle the obligation is probable and it is possible to reliably estimate the amount of this obligation. The amount of the obligation corresponds to the best possible estimate of the expense which is necessary to settle the obligation at the balance sheet date. A provision for restructuring is only recognized when an entity has a detailed formal plan for the restructuring and has raised a valid expectation in those affected that the restructuring measures will be implemented, for example by starting to implement that plan or announcing its main features to those affected by it.

Group Share Plan, phantom stock option plan and Stock Bonus Plan

Accounting for the Group Share Plan, the phantom stock option plan and the Stock Bonus Plan follows IFRS 2 "Share-based payment".

Group Share Plan

Under the Group Share Plan, shares are granted at a discount to the market price. The expense of this discount is recognized in the income statement at the grant date. Options granted follow the accounting principles for share-based payments with a choice of settlement in cash or equity instruments. As the Company does not have an obligation to settle in cash at the grant date, the options are recognized as equity-settled share-based payments. The options are measured at their fair values at the grant date and recognized in the income statement over the two-year vesting period, with a corresponding increase in shareholders' equity. The 2003 tranche, which was recognized as cash-settled share-based payment, expired on 30 June 2009.

The cost of the GSP shares offered to the employees of the US subsidiary International Securities Exchange Holdings, Inc. at a discount is recognized in the income statement at the grant date. The GSP shares granted follow the accounting principles for share-based payments with a choice of settlement in cash or equity instruments. As the Company does not have an obligation to settle in cash at the grant date, the options are recognized as equity-settled share-based payments. The GSP shares are measured at their fair value at the grant date and recognized in the income statement over the one- to three-year vesting period, with a corresponding increase in shareholders' equity.

Phantom stock option plan

Options granted follow the accounting principles for cash-settled share-based payments. The cost of the options is estimated using an option pricing model (fair value measurement) and recognized in staff costs in the income statement.

Stock Bonus Plan (SBP)

The SBP shares granted follow the accounting principles for share-based payments where Deutsche Börse AG has a choice of settlement in cash or equity instruments. In 2009, the Company decided to settle the tranche due in 2010 in cash. Against this backdrop, there is a present assumption that all SBP shares will be settled in cash according to IFRS 2. Accordingly, Deutsche Börse Group has measured the SBP shares as cash-settled share-based payment transactions since the above decision. The cost of the options is estimated using an option pricing model (fair value measurement) and recognized in staff costs in the income statement.

Deferred tax assets and liabilities

Deferred tax assets and liabilities are computed using the balance sheet approach in accordance with IAS 12. The deferred tax calculation is based on temporary differences between the carrying amounts in the tax accounts and the carrying amounts in the IFRS financial statements that lead to a future tax liability or benefit when assets are used or sold or liabilities are settled. Deferred taxes are only recognized on differences resulting from the recognition of goodwill, if the goodwill in question was acquired externally.

The deferred tax assets or liabilities are measured using the tax rates that are currently expected to apply when the temporary differences reverse, based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax assets are recognized for the carryforward of unused tax losses only to the extent that it is probable that future taxable profit will be available. Deferred tax assets and deferred tax liabilities are offset where a legally enforceable right to set off current tax assets against current tax liabilities exists and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

Currency translation

In accordance with IAS 21, foreign currency transactions are translated at the exchange rate prevailing at the transaction date.

At the balance sheet date, monetary balance sheet items in foreign currency are measured at the exchange rate at the balance sheet date, while non-monetary balance sheet items recognized at historical cost are measured at the exchange rate on the transaction day. Non-monetary balance sheet items measured at fair value are translated at the closing rate. Exchange rate differences are recorded as other operating income or expense in the period in which they arise unless the underlying transactions are hedged. Gains and losses from a monetary item that forms part of a net investment in a foreign operation are recognized directly in accumulated profit.

Consolidation

Acquisition accounting uses the purchase method in accordance with IFRS 3. The acquiree's identifiable assets, liabilities and contingent liabilities are recognized at their fair values at the acquisition date. Any excess of cost over the acquirer's interest in the net fair value of the subsidiary is recognized as goodwill and carried at cost. Goodwill is measured in subsequent periods at cost less accumulated impairment losses.

Intragroup assets and liabilities are eliminated. Income arising from intragroup transactions is eliminated against the corresponding expenses. Profits or losses arising from deliveries of intragroup goods and services, as well as dividends distributed within the Group, are eliminated. Deferred tax assets or liabilities are recognized for consolidation adjustments where these are expected to reverse in subsequent years.

Interests in equity attributable to non-controlling interest shareholders are carried under "non-controlling interests" within equity. Where these are classified as "puttable instruments", they are reported under "other noncurrent liabilities".

Deutsche Börse AG's functional currency is the euro. Investments in subsidiaries outside the euro area, as well as investee equity items, are translated at historical exchange rates. Assets and liabilities of companies whose functional currency is not the euro are translated into euros at the closing rate. In accordance with IAS 21, income statement items are translated using average exchange rates. Resulting exchange differences are recognized directly in accumulated profit. When a subsidiary is disposed of, the cumulative exchange rate differences that relate to this subsidiary and that were recognized in accumulated profit are recognized in consolidated profit in the period in which the deconsolidation gain or loss is recognized.

The following euro exchange rates of consequence to Deutsche Börse Group were applied:

Exchange rates

		Average rate 2009	Average rate 2008	Closing rate as at 31 Dec. 2009	Closing rate as at 31 Dec. 2008
Swiss francs	CHF	1.5094	1.5602	1.4858	1.4888
US dollars	USD (US$)	1.4092	1.5012	1.4413	1.4062
Czech koruny	CZK	26.2347	25.1561	26.4224	26.6629
Pounds sterling	GBP (£)	0.8946	0.8395	0.8934	0.9744

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising from initial consolidation are presented in the functional currency of the foreign operation and translated at the closing rate.

Key sources of estimation uncertainty and management judgements
The application of accounting policies, presentation of assets and liabilities and recognition of income and expenses requires the Executive Board to make certain judgements and estimates. Estimated amounts may differ from actual amounts. Adjustments in this context are taken into account in the period the change was made as well as in subsequent periods, where necessary.

Note 13 contains information on the assumptions applied in performing annual impairment tests on goodwill and intangible assets with an indefinite useful life. In each case, the respective business plans serve as the basis for determining any impairment. These plans contain projections of the future financial performance of the cash-generating units. If their actual financial performance fails to meet these expectations, corresponding adjustments may be necessary.

Accounting for provisions for pensions and similar obligations requires the application of certain actuarial assumptions (e.g. discount rate, staff turnover rate) so as to estimate their carrying amounts (see above). Note 25 shows the present value of the obligations at each balance sheet date. These assumptions may fluctuate considerably, for example because of changes in the macroeconomic environment, and may thus materially affect provisions already recognized. However, this effect is mitigated by application of the corridor method.

Note 45 contains disclosures on the valuation model used for the options. Where the estimates of the valuation parameters originally applied differ from the actual values available when the options are exercised, adjustments are necessary; such adjustments are recognized in the consolidated income statement for the period if they relate to cash-settled share-based payment transactions.

In addition, the probable utilization applied when establishing provisions for expected losses from rental agreements is estimated (see note 27). In the creation of personnel-related restructuring provisions, certain assumptions were made with regard to, for example, fluctuation rate, discount rate and salary trends. Should the actual values deviate from these assumptions, adjustments may be necessary.

Consolidated Income Statement Disclosures

4. Sales revenue

Composition of external sales revenue by segment

	2009 €m	2008 €m
Xetra		
Xetra trading fees	109.2	187.3
Clearing and settlement fees	47.8	97.4
Scoach trading fees	46.3	55.7
Floor trading fees	23.1	34.1
Listing fees	13.3	12.2
Income from cooperation agreements	8.2	8.4
Other sales revenue	3.1	4.3
	251.0	**399.4**
Eurex		
Equity index derivatives	358.9	450.0
Interest rate derivatives	149.9	211.1
Equity derivatives	41.8	58.6
US options (ISE)	153.7	176.6
Other sales revenue	99.7	113.8
	804.0	**1,010.1**
Clearstream		
Custody fees	441.1	459.1
Transaction fees	114.2	140.2
Global Securities Financing	68.6	83.5
Other sales revenue	96.9	86.5
	720.8	**769.3**
Market Data & Analytics		
Sales of price information	144.7	142.6
Other sales revenue	43.8	38.0
	188.5	**180.6**
Information Technology		
Systems operation	86.3	86.1
Systems development	11.1	9.6
	97.4	**95.7**
Total	**2,061.7**	**2,455.1**

Xetra and Eurex sales revenue is composed principally of trading and clearing revenue. Xetra charges a fee per executed order and depending on order value, Eurex charges a fee per contract. The Eurex trading and clearing fees represent the contractual 85 percent of transaction fees invoiced by Eurex Clearing AG. The remaining 15 percent are paid to SIX Swiss Exchange AG and are not included in Deutsche Börse Group's consolidated financial statements.

The 37 percent decline in sales revenue in the Xetra segment to €251.0 million (2008: €399.4 million) is largely due to the fall in revenue from Xetra trading fees and clearing and settlement fees. This in turn is attributable to the 51 percent decrease in the Xetra trading volume to €1,060.6 billion (2008: €2,149.0 billion). Floor trading revenue on the Frankfurt Stock Exchange was also down 32 percent due to the drop in the trading volume. Furthermore, the "Automated Trading Program (ATP)" rebate model, which was launched by the Xetra segment in 2004, was replaced by a pricing model with reduced transaction fees for all speed-optimized orders as of 2 November 2009. Speed-optimized orders are those placed as "non-persistent" orders (i.e. not stored additionally in the Xetra system) via the new "Enhanced Transaction Solution" high-speed interface. The new pricing model reduces transaction fees for Xetra trading participants by an average of 13 percent. In addition, the ATP rebate model was extended to all Xetra orders in clearing. In this context, the fixed clearing fee was also lowered in two steps, on 1 July and 2 November 2009, from an initial €0.18 to €0.06 per executed order. Transaction fees for clearing customers have thus been reduced by an average of 28 percent.

The 20 percent decline in sales revenue in the Eurex segment to €804.0 million (2008: €1,010.1 million) is largely due to the 17 percent fall in the number of traded contracts (including US options of ISE) and the merger of ISE Stock Exchange, LLC (sales revenue in 2008: €25.7 million) and Direct Edge Holdings, LLC, which has been accounted for as an associate since 29 December 2008.

At €720.8 million, sales revenue in the Clearstream segment was down 6 percent on the previous year's level (2008: €769.3 million). Transaction revenue recorded the sharpest decline, falling 19 percent year-on-year to €114.2 million. This was mainly due to the 11 percent fall in the number of transactions to 102.0 million. Moreover, revenue from Global Securities Financing (GSF) was down 18 percent year-on-year, while the average GSF volume rose 21 percent to €483.6 billion. This was caused by the increase in the percentage attributable to Xemac from 53 percent to 69 percent.

Sales revenue in the Market Data & Analytics segment rose by 4 percent to €188.5 million (2008: €180.6 million). This is due entirely to Market News International Inc. (€10.0 million), which has been fully consolidated since 26 January 2009.

Information Technology develops and operates systems for internal and external customers. External sales revenue increased by 2 percent to €97.4 million (2008: €95.7 million).

5. Net interest income from banking business

Composition of net interest income from banking business

	2009 €m	2008 €m
Loans and receivables	133.9	396.3
Financial liabilities measured at amortized cost	–86.4	–199.9
Available-for-sale financial assets	44.7	25.0
Financial assets or liabilities measured at fair value through profit or loss:		
Interest income	8.4	17.0
Interest expense	–13.1	–19.3
Interest income – interest rate swaps – cash flow hedges	16.9	45.0
Interest income – interest rate swaps – fair value hedges	2.3	8.6
Interest expense – interest rate swaps – cash flow hedges	–3.8	–28.9
Interest expense – interest rate swaps – fair value hedges	–5.5	–7.0
Total	**97.4**	**236.8**

Net interest income from banking business decreased by 59 percent to €97.4 million.

Net interest income on financial assets or liabilities measured at fair value through profit or loss results from derivatives held for trading.

6. Own expenses capitalized

Own expenses capitalized relate solely to development costs of internally developed software, involving the following systems and projects in the individual segments:

Research and development costs

	Total expense for software development		of which own expenses capitalized	
	2009 €m	2008 €m	2009 €m	2008 €m
Xetra				
Xetra software	6.0	11.2	2.4	6.1
CCP releases[1]	7.5	4.7	4.5	2.2
	13.5	**15.9**	**6.9**	**8.3**
Eurex				
Eurex software	26.8	24.3	13.8	14.4
Global Trading System	23.5	8.7	17.4	6.2
	50.3	**33.0**	**31.2**	**20.6**
Clearstream				
Collateral Management and Settlement	26.3	34.1	8.5	5.8
Custody	14.7	16.0	1.3	0.8
Connectivity	2.5	10.5	0.2	1.1
Investment funds	4.1	7.3	0	1.5
	47.6	**67.9**	**10.0**	**9.2**
Market Data & Analytics				
CEF data feeds	5.4	5.3	0	0
Other	0.4	0.3	0.4	0.3
	5.8	**5.6**	**0.4**	**0.3**
Information Technology				
Other	1.0	1.1	0	0
	1.0	**1.1**	**0**	**0**
Total of all segments	**118.2**	**123.5**	**48.5**	**38.4**
less intercompany profits	–29.0	–20.6	–15.6	–10.4
Total	**89.2**	**102.9**	**32.9**	**28.0**

1) CCP releases comprise the Equity Central Counterparty, CCP, FI-CCP, ISE-CCP and Integrated Clearer systems, which are managed as part of a joint project. The development costs were allocated to the Xetra segment on the basis of the resources used.

7. Other operating income

Composition of other operating income

	2009 €m	2008 €m
Termination of financial loss liability insurance	66.7	0
Income from agency agreements	27.7	33.2
Income from exchange rate differences	10.1	9.2
Gains on the disposal of equity investments	7.0	9.4
Rental income from sublease contracts	5.3	8.1
Miscellaneous	13.8	6.8
Total	**130.6**	**66.7**

Other operating income includes income resulting from the termination of the financial loss liability insurance amounting to €66.7 million.

Income from agency agreements results largely from the operational management of the Eurex Zürich derivatives market for SIX Swiss Exchange AG.

Gains on the disposal of equity investments amounting to €7.0 million include mainly gains on the merger of The Clearing Corporation Inc. with ICE U.S. Trust Holding Company LP (see note 2) and gains on the sale of the interest in London Stock Exchange plc.

For details of rental income from sublease contracts see note 44.

Miscellaneous other operating income includes income from cooperation agreements and from training, employee contributions to company cars and valuation adjustments.

8. Staff costs

Composition of staff costs

	2009 €m	2008 €m
Wages and salaries	339.6	363.9
Social security contributions, retirement and other benefits	66.3	57.5
Total	**405.9**	**421.4**

In 2009, wages and salaries expense fell by 7 percent to €339.6 million (2008: €363.9 million). This was due to several effects: bonus expenses fell to €46.8 million (2008: €65.2 million). This was offset by the wages and salaries of employees of Market News International Inc. amounting to €4.8 million included for the first time in financial year 2009 and a severance payment of €5.8 million made to the former Chief Financial Officer.

Social security contributions, retirement and other benefit costs increased by 15 percent to €66.3 million (2008: €57.5 million), of which €24.1 million (2008: €24.0 million) related to contributions to defined contribution pension plans. The first-time inclusion of Market News International Inc. accounted for €1.2 million of this. Pension expenses for defined benefit plans rose to €17.8 million (2008: €15.7 million). For details on defined benefit pension plans, see note 25.

9. Other operating expenses

Composition of other operating expenses

	2009 €m	2008 €m
Costs for IT services providers and other consulting services	128.7	128.1
Premises expenses	96.6	74.5
IT costs	64.8	54.7
Purchase of price information	47.6	51.3
Non-recoverable input tax	33.6	45.1
Communication costs (including network costs)	26.4	26.9
Cost of agency agreements	22.2	22.6
Advertising and marketing costs	19.2	23.8
Travel, entertainment and corporate hospitality expenses	15.6	19.3
Expenses for liquidity supply: Scoach	14.9	15.1
Insurance premiums, contributions and fees	12.1	14.2
Xontro system operation	10.1	10.6
Non-wage labour costs and voluntary social benefits	10.0	12.0
Sales revenue-related costs: ISE	8.1	12.7
Cost of exchange rate differences	5.8	6.5
Supervisory Board remuneration	5.1	4.1
Rent and leases (excluding IT and buildings)	2.1	2.0
Office supplies	2.1	2.0
Fees payable to Nasdaq OMX Group, Inc.	1.9	2.5
Postage and transport costs	1.8	2.0
Valuation allowances and bad debt losses	1.7	5.9
Miscellaneous	6.9	11.8
Total	**537.3**	**547.7**

Costs for IT services providers and other consulting services relate mainly to expenses in conjunction with software development. An analysis of development costs is presented in note 6. These costs also contain costs of strategic and legal consulting services as well as of audit activities.

The total fees for the auditor consist of the following items:

Composition of fees for the auditor

	2009 €m	2008 €m
Statutory audit	2.2	1.3
Tax advisory services	0.5	0.5
Other assurance or valuation services	0.2	0.1
Other services	1.2	0.5
Total	**4.1**	**2.4**

The increase is the result of the disclosure of total fees for the auditor required since 2009, whereas in the previous year, only the fee for the auditor of the consolidated financial statements, KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, Germany, had been reported.

Premises expenses relate primarily to the cost of providing office space. They include rent, maintenance, security, energy, cleaning and miscellaneous premises expenses. The rise is mainly the result of provisions for anticipated losses and restorations, which rose by €15.2 million year-on-year.

IT costs contain the costs for rental, leasing and maintenance of hardware and software. The 18 percent increase in the year under review is based on additional expenses for the system changeovers in office communications and the operation of the ISE system, as well as a provision for anticipated losses for the Eurex Credit Clear system.

Costs for the purchase of price information are incurred for data and information from other exchanges.

Non-recoverable input tax results mainly from the VAT-free trading and clearing fees charged in the Eurex segment, and from tax-free service fees from payment services. The decline is mainly the result of the change in service relationships with Eurex companies.

Communication costs include costs for the participant network, the SWIFT network and telephone charges.

The cost of agency agreements relates to the costs of SIX Swiss Exchange AG, which renders services for the Eurex subgroup and Scoach Schweiz AG.

The costs of operating the Xontro system were lower than in the previous year due to the decline in trading volumes.

In 2009, the U.S. Securities and Exchange Commission (SEC) increased its Section 31 fees, which are recharged to customers by ISE. This led to both higher sales revenue and higher costs at ISE. Despite this cost-increasing effect, ISE's sales revenue-related costs have fallen to €8.1 million as a result of the deconsolidation of ISE Stock Exchange, LLC (2008: €12.7 million).

Miscellaneous other operating expenses include license fees, donations, cash transaction and processing error costs, maintenance fees, external labour and losses from the disposal of noncurrent assets.

10. Result from equity investments

Composition of result from equity investments

	2009 €m	2008 €m
Equity method-accounted result of associates		
STOXX Ltd.[1]	10.2	12.9
European Energy Exchange AG	9.3	3.3
Deutsche Börse Commodities GmbH	0.1	0
BrainTrade Gesellschaft für Börsensysteme mbH	0	0.6
FDS Finanz-Daten-Systeme GmbH & Co. KG	0	0.1
Total income from equity method measurement	**19.6**	**16.9**
Direct Edge Holdings, LLC	–19.4	0
BSP Regional Energy Exchange LLC	–1.2	–0.3
Other	–0.9	–1.4
Total losses[2] from equity method measurement from associates	**–21.5**	**–1.7**
Result from associates	**–1.9**	**15.2**
Result from other equity investments	**–2.9**	**–9.4**
Result from equity investments	**–4.8**	**5.8**

1) Until 29 December 2009; see note 2 for details.
2) Including impairments (see note 15)

The result from associates in financial year 2009 includes impairment losses in the amount of €27.4 million (2008: nil). Dividends of €11.1 million (2008: €10.2 million) were received in the year under review on account of investments in associates.

The result from other equity investments includes impairment losses on available-for-sale investments amounting to €3.3 million (2008: €10.0 million) and dividends amounting to €0.4 million (2008: €0.6 million).

Gains and losses on the disposal of equity investments are reported in other operating income.

11. Financial result

Composition of financial income

	2009 €m	2008 €m
Interest on reverse repurchase agreements categorized as “loans and receivables”	40.2	166.7
Interest on bank balances categorized as “loans and receivables”	6.6	46.2
Other interest and similar income	2.9	0.7
Interest-like income from derivatives held as hedging instruments	0.7	2.5
Interest-like income from revaluation of derivatives held for trading	0.3	2.1
Income from available-for-sale securities	0.3	0.3
Interest-like income from noncurrent receivables	0	0.9
Income from exchange rate differences	0	18.2
Total	**51.0**	**237.6**

Due to the low interest rates, interest income from reverse repurchase agreements fell by 76 percent year-on-year (2008: increase of 77 percent). Compounded by Deutsche Börse Group’s continuing conservative investment strategy, these effects led to a decline in interest on bank balances classified as “loans and receivables”.

Composition of financial expense

	2009 €m	2008 €m
Interest on noncurrent loans[1]	93.4	60.8
Interest paid on Eurex participants’ cash deposits	26.6	166.8
Interest on current liabilities[1]	4.0	37.3
Subsequent valuation of derivatives held for trading	2.6	0.8
Transaction costs of noncurrent liabilities[1]	1.6	0.9
Interest-like expenses from derivatives held as hedging instruments	0.6	5.6
Interest-like expenses for exchange rate differences on liabilities[1]	0	3.0
Other costs	1.9	1.9
Total	**130.7**	**277.1**

1) Measured at amortized cost

For the aforementioned reasons, the interest paid on Eurex participants’ cash deposits also fell significantly year-on-year. Interest on noncurrent loans increased due to the issue of euro and US dollar senior bonds and a hybrid bond in June and July 2008. Interest on current liabilities includes €3.3 million (2008: €6.8 million) for the commercial paper program. In the previous year, it had also contained interest expenses of €29.6 million for the interim financing of the acquisition of ISE. Other costs relate to commitment fees for credit facilities.

12. Income tax expense

Composition of income tax expense (main components)

	2009 €m	2008 €m
Current income taxes:		
of the year under review	288.2	450.3
from previous years	18.6	–2.2
Deferred tax income on current temporary differences	–219.9	–29.5
Total	**86.9**	**418.6**

Tax rates of 26 to 32 percent were used in the year under review to calculate deferred taxes for the German companies (2008: 26 to 32 percent). These reflect trade income tax at multipliers of 460 and 280 percent (2008: 460 and 280 percent) on the tax base value of 3.5 percent (2008: 3.5 percent), corporation tax of 15 percent (2008: 15 percent) and the 5.5 percent solidarity surcharge (2008: 5.5 percent) on the corporation tax.

A tax rate of 28.59 percent (2008: 28.59 percent) was used for the Luxembourg companies, reflecting trade income tax at a rate of 6.75 percent (2008: 6.75 percent) and corporation tax at 22 percent (2008: 22 percent).

Tax rates of 20 to 45 percent were applied to the companies in the UK, the USA, Spain, Switzerland, the Czech Republic and Portugal (2008: 21 to 45 percent).

The following table shows the carrying amounts of deferred tax assets and liabilities as well as the related tax expenses recognized in income or directly in equity.

Composition of deferred taxes

	Deferred tax assets		Deferred tax liabilities		Exchange rate differences	Deferred tax expense/(income)		Tax expense/(income) recognized directly in equity	
	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2009 €m	2008 €m	2009 €m	2008 €m
Pension provisions and other employee benefits	12.3	9.0	0	0	0	–3.3	–0.7	0	0
Other provisions	20.5	12.8	0	–2.1	0	–9.8	–4.9	0	0
Interest-bearing liabilities	0	0	–1.6	–2.0	0	–0.4	2.0	0	0
Intangible assets	0	1.4	–11.5	–12.8	0	0.1	–2.5	0	0
Intangible assets from purchase price allocation	0	0	–450.1[1]	–585.2	–12.1	–206.1[2]	–19.9	0	0
Noncurrent assets	0	0	–3.3	–2.6	0	0.7	–2.7	0	0
Securities	0	0	–5.9	–7.1	0	–0.6	1.3	–0.6[3]	2.5[3]
Other noncurrent assets	0	0	–0.6	–1.2	0	–0.6	0.5	0	0
Other assets	0	0.3	0	–0.2	0	0.1	–2.6[4]	0	0
Exchange rate differences	3.0	0	0	–7.4	–	0	0	–10.4[5]	20.8[5]
Gross amounts	**35.8**	**23.5**	**–473.0**	**–620.6**	**–12.1**	**–219.9**	**–29.5**	**–11.0**	**23.3**
Netting of deferred taxes	–31.0	–20.0	31.0	20.0	–	–	–	–	–
Total	**4.8**	**3.5**	**–442.0**	**–600.6**	**–12.1**	**–219.9**	**–29.5**	**–11.0**	**23.3**

1) Thereof €–83.1 million from changes in the basis of consolidation that result from the acquisition of shares in Need to Know News, LLC and STOXX Ltd.
2) Thereof €–175.5 million from impairments of other intangible assets of ISE
3) Separate disclosure in the consolidated statement of changes in equity under "revaluation surplus"
4) Thereof €0.3 million netted against "Accumulated profit"
5) Separate disclosure in the consolidated statement of changes in equity under "accumulated profit"

Changes taken directly to equity relate to deferred taxes on changes in the measurement of noncurrent financial assets carried at fair value (see also note 23).

€12.3 million (2008: €9.3 million) of deferred tax assets and €450.7 million (2008: €570.7 million) of deferred tax liabilities have an expected remaining maturity of more than one year.

Deferred tax liabilities have not been recognized in respect of the tax on future dividends that may be paid from retained earnings by subsidiaries and associated companies. In accordance with section 8b (5) of the Körperschaftsteuergesetz (KStG, the German Corporation Tax Act), 5 percent of dividends and similar income received by German companies is treated as non-deductible expenses for tax purposes.

Reconciliation between the expected and the reported tax expense

	2009 €m	2008 €m
Expected income taxes derived from earnings before tax	161.8	470.0
Used tax losses and non-tax-deductible losses carried forward	–14.2	–2.8
Tax increases due to other non-tax-deductible expenses	3.9	6.0
Effects resulting from different tax rates	–23.3	–20.2
Tax decreases due to dividends and income from the disposal of equity investments	–49.8	–30.1
Exchange rate differences	–9.6	–4.6
Other	–0.5	2.5
Income tax expense arising from current year	**68.3**	**420.8**
Prior-period income taxes	18.6	–2.2
Income tax expense	**86.9**	**418.6**

To determine the expected tax expense, earnings before tax have been multiplied by the composite tax rate of 29 percent assumed for 2009 (2008: 32 percent).

As at 31 December 2009, accumulated unused tax losses amounted to €16.6 million (2008: €144.2 million), for which no deferred tax assets were recognized. Tax losses of €37.4 million were utilized in 2009 (2008: €8.8 million).

The losses can be carried forward in Germany subject to the minimum taxation rules, and in Luxembourg and the UK indefinitely as the law now stands. Losses in other countries can be carried forward for periods of up to 20 years.

Consolidated Balance Sheet Disclosures

13. Intangible assets

Intangible assets

	Purchased software €m	Internally developed software €m	Goodwill €m	Payments on account and construction in progress[1] €m	Other intangible assets €m	Total €m
Historical cost as at 1 Jan. 2008	**272.3**	**710.6**	**1,944.6**	**8.8**	**1,326.8**	**4,263.1**
Changes in the basis of consolidation	–0.5	0	0	0	0	–0.5
Additions	10.4	9.9	0	19.8	0	40.1
Reclassifications	1.1	10.3	0	–11.4	0	0
Exchange rate differences	0	1.0	39.9	0.3	61.4	102.6
Historical cost as at 31 Dec. 2008	**283.3**	**731.8**	**1,984.5**	**17.5**	**1,388.2**	**4,405.3**
Changes in the basis of consolidation[2]	0.7	0	32.7	0	468.0	501.4
Additions	28.0	8.8	0	24.1	0.4	61.3
Disposals	–13.6	0	0	0	0	–13.6
Reclassifications	0.5	14.8	0	–15.3	0	0
Exchange rate differences	–0.2	–0.6	–22.4	–0.3	–33.8	–57.3
Historical cost as at 31 Dec. 2009	**298.7**	**754.8**	**1,994.8**	**26.0**	**1,822.8**	**4,897.1**
Amortization and impairment losses as at 1 Jan. 2008	**242.0**	**613.6**	**7.5**	**0**	**0**	**863.1**
Changes in the basis of consolidation	–0.2	0	0	0	0	–0.2
Amortization	12.9	38.6	0	0	35.1	86.6
Impairment losses	0	7.0	0	0	0	7.0
Exchange rate differences	0	0.1	0	0	2.2	2.3
Amortization and impairment losses as at 31 Dec. 2008	**254.7**	**659.3**	**7.5**	**0**	**37.3**	**958.8**
Amortization	17.5	31.6	0	0	38.0	87.1
Impairment losses	15.0	5.0	0	0	415.6	435.6
Disposals	–13.6	0	0	0	0	–13.6
Exchange rate differences	–0.1	–0.4	0	0	–1.8	–2.3
Amortization and impairment losses as at 31 Dec. 2009	**273.5**	**695.5**	**7.5**	**0**	**489.1**	**1,465.6**
Carrying amount as at 1 Jan. 2008	30.3	97.0	1,937.1	8.8	1,326.8	3,400.0
Carrying amount as at 31 Dec. 2008	28.6	72.5	1,977.0	17.5	1,350.9	3,446.5
Carrying amount as at 31 Dec. 2009	**25.2**	**59.3**	**1,987.3**	**26.0**	**1,333.7**	**3,431.5**

1) Additions in payments on account and construction in progress in the year under review relate exclusively to internally developed software.
2) This relates exclusively to additions as part of the acquisition of Market News International Inc., STOXX Ltd. and Need to Know News, LLC as well as to the disposal of the deconsolidation of Scoach Holding S.A.

Software, payments on account and construction in progress
Additions to and reclassifications of software relate primarily to the development of software products for the Clearstream segment and to the expansion of the Xetra and Eurex electronic trading systems. The changes in the basis of consolidation (see note 2) result from the addition of Need to Know News, LLC.

Purchased software includes leased assets of which, in accordance with IAS 17, the Group is the beneficial owner. The net carrying amount of the leased assets amounted to €0.8 million as at 31 December 2009 (2008: €1.4 million).

Payments on account and construction in progress relate mainly to software. Amortization of and impairment losses on software and other intangible assets are reported in the income statement under "depreciation, amortization and impairment losses". Impairment losses on internally developed and purchased software relate to the Eurex Credit Clear, options and Longitude systems in the Eurex segment as well as the Converter system in the Clearstream segment (2008: the Self Collateralisation system in the Clearstream segment).

Carrying amounts and remaining amortization periods of software

	Carrying amount as at		Remaining amortization period as at	
	31 Dec. 2009 €m	31 Dec. 2008 €m	31 Dec. 2009 years	31 Dec. 2008 years
Xetra				
Xetra Release 10.0	3.1	0	4.5	0
Xetra Release 9.0	4.3	5.6	3.3	4.3
Xetra Release 8.0	1.1	1.6	2.4	3.4
CCP 5.0	2.8	0	4.8	0
CCP 4.1	1.2	1.5	3.8	4.8
CCP 4.0	1.4	1.8	3.6	4.6
Eurex				
Eurex Option Trading (ISE)	3.7	11.4	1.0	2.0
Eurex Release 12.0	4.7	0	4.9	0
Eurex Release 11.0	5.1	6.5	3.8	4.8
Eurex Release 10.0	4.3	5.7	2.9	3.9
Eurex Release 9.0	1.7	2.6	1.9	2.9
Eurex Release 8.0	1.7	3.8	0.9	1.9
Eurex OCC Link[1)]	1.6	0	5.0	0
Clearstream				
Collateral Management	5.6	6.4	2.8	3.0
Central Facility for Funds (CFF)	3.2	4.4	3.2	4.1
X-List	2.1	0	4.9	0
Lending Integration	1.2	0	4.0	0
ASLplus	1.1	0	4.4	0
Tax Box	1.0	0	4.4	0
Other software assets[2)]	**35.2**	**49.8**		
Total	**86.1**	**101.1**		

1) This relates to construction in progress.
2) Each with a carrying amount of less than €1.0 million

Goodwill

Changes in goodwill

	Eurex €m	Clearstream €m	STOXX €m	Other €m	Total goodwill €m
Balance as at 1 Jan. 2009	**902.1**	**1,063.8**	**0**	**11.1**	**1,977.0**
Changes in the basis of consolidation	0	0	28.5	4.2[1)]	32.7
Exchange rate differences	–22.0	0	0	–0.4	–22.4
Balance as at 31 Dec. 2009	**880.1**	**1,063.8**	**28.5**	**14.9**	**1,987.3**

1) Including the disposal of the goodwill of Scoach Holding S.A. as well as additions through the acquisition of Market News International Inc. and Need to Know News, LLC

Goodwill, the stock exchange license acquired as part of the acquisition of ISE as well as the acquired trade name of STOXX Ltd. are intangible assets with an indefinite useful life. The recoverable amounts of the cash-generating units to which goodwill is allocated are based on their values in use.

Key assumptions made to determine these values vary depending on the cash-generating unit. Pricing or market share assumptions are based on past experience or market research. Other key assumptions are mainly based on external factors. Significant macro-economic indicators include, for instance, equity index levels, volatility of equity indices, as well as interest rates, exchange rates, GDP growth, unemployment levels, or government debt.

Eurex
The net carrying amount of goodwill resulting from the acquisition of ISE is allocated to the Eurex segment.

Since the ISE goodwill had been calculated in US dollars, an exchange rate difference of €–22.0 million occurred in 2009 (2008: €39.9 million).

Assumptions on volumes in index and interest rate derivatives and volumes in the US equity options market were the key criteria used to determine the values in use.

Cash flows were projected over a five-year period (2010 to 2014) for European as well as American activities. Cash flow projections beyond this period are extrapolated assuming a 5.0 percent growth rate (2008: 4.0 percent) for US activities and a 4.0 percent growth rate (2008: 4.0 percent) for European activities. The pre-tax discount rate used is 9.8 percent (2008: 10.4 percent).

Clearstream
Assumptions on assets held in custody, transaction volumes and market interest rates were the key criteria used to determine the value in use of Clearstream International.

Cash flows were projected over a three-year period (2010 to 2012). Cash flow projections beyond 2012 are extrapolated assuming a 4.0 percent (2008: 4.0 percent) perpetual annuity. The pre-tax discount rate used is 9.8 percent (2008: 13.4 percent).

STOXX

Deutsche Börse AG's interest in STOXX Ltd., which had previously been recognized as an associate, was increased to 50.1 percent in the year under review, resulting in goodwill of €28.5 million.

Goodwill arising from the acquisition of STOXX Ltd. has been allocated to the Market Data & Analytics segment. The company's potential from the use of the trade name, customer relationships and the non-compete agreements entered into with the seller were key assumptions in determining the value in use. Cash flows were projected over a five-year period, with projections for periods beyond this extrapolated assuming a 2.0 percent perpetual annuity. The pre-tax discount rate used is 10.5 percent.

Goodwill of US$7.9 million arose as part of the acquisition of Market News International Inc. (MNI), New York, USA, by Deutsche Börse AG, which was allocated to the Market Data & Analytics segment and relates to access to global, trade-related information, such as news from authorities and supranational organizations.

In the year under review, MNI acquired a 100 percent interest in Need to Know News, LLC, Chicago, USA. The purchase price consists of a cash component of US$1.7 million and an earnout component of 20 percent of Need to Know News, LLC's sales revenue to be paid over the next three financial years. The acquisition of the company resulted in goodwill of US$3.9 million, which was likewise allocated to the Market Data & Analytics segment.

The value in use of the Market Data & Analytics segment was determined as at the balance sheet date. Cash flows were projected over a five-year period, with projections for periods beyond 2014 extrapolated assuming a 4.0 percent perpetual annuity. The pre-tax discount rate used is 9.8 percent.

Other intangible assets: Group

Changes in other intangible assets

	ISE's exchange license €m	Member relation-ships of ISE €m	Market data customer relation-ships of ISE €m	ISE trade name €m	STOXX trade name €m	Customer relation-ships of STOXX Ltd. €m	Miscella-neous intangible assets €m	Total €m
Balance as at 1 Jan. 2009	**312.9**	**962.4**	**55.0**	**19.2**	**0**	**0**	**1.4**	**1,350.9**
Changes in the basis of consolidation	0	0	0	0	420.0	37.0	11.0	468.0
Additions	0	0	0	0	0	0	0.4	0.4
Amortization	0	–33.2	–1.9	–2.1	0	0	–0.8	–38.0
Impairment losses	–99.1	–294.3	–16.8	–5.4	0	0	0	–415.6
Exchange rate differences	–7.6	–22.6	–1.3	–0.4	0	0	–0.1	–32.0
Balance as at 31 Dec. 2009	**206.2**	**612.3**	**35.0**	**11.3**	**420.0**	**37.0**	**11.9**	**1,333.7**
Remaining amortization period (years)	**–**	**28**	**28**	**8**	**–**	**12**		

Other intangible assets: ISE

ISE's other intangible assets were tested for impairment at the end of the year. Key assumptions were based on the expected volumes on the US options market. Cash flows were projected over a five-year period (2010 to 2014). A 5.0 percent growth rate was assumed beyond 2014 (2008: 5.0 percent). The pre-tax discount rate used is 10.4 percent (2008: 11.0 percent).

Exchange license of ISE

In the course of the purchase price allocation carried out in December 2007, the fair value of the exchange license was determined. The exchange license, granted in 2000 by the U.S. Securities and Exchange Commission, permits the ISE subgroup to operate as a regulated securities exchange in the United States.

The exchange license held by the ISE subgroup is estimated to have an indefinite useful life, because the license itself does not have a finite term and Eurex management expects to maintain the license as part of its overall business strategy.

The exchange license does not generate cash flows largely independent from those generated by the ISE subgroup as a whole. Consequently, the exchange license is allocated to the ISE subgroup as the cash-generating unit.

An impairment loss amounting to €99.1 million was recognized on the exchange license of ISE as at the balance sheet date. The net carrying amount of the exchange license as at 31 December 2009 was €206.2 million (31 December 2008: €312.9 million).

Member relationships and market data customer relationships of ISE

In the context of the purchase price allocation, the fair values of member and customer relationships were calculated. Both assets will be amortized over a period of 30 years using the straight-line method. Cash flows do not result from either the member or the customer relationships which would be independent of the entire ISE subgroup. Consequently, both items are allocated to the ISE subgroup as the cash-generating unit. Impairment losses amounting to €294.3 million and €16.8 million, respectively, were recognized on member and customer relationships of ISE as at the balance sheet date.

ISE trade name

The ISE trade name is registered as a trade name and therefore meets the IFRS criterion for recognition separately from goodwill. In accordance with the purchase price allocation of December 2007, the asset is amortized over a period of ten years using the straight-line method. As there are no cash flows that are generated independently from the ISE subgroup, the trade name is also allocated to the ISE subgroup as cash-generating unit. An impairment loss amounting to €5.4 million was recognized on the ISE trade name as at the balance sheet date.

Other intangible assets: STOXX

The STOXX trade name, the company's customer relationships, non-compete agreements and other intangible assets were identified as part of the acquisition of STOXX Ltd. and allocated to the STOXX Ltd. cash-generating unit.

STOXX trade name

The changes in the basis of consolidation include the STOXX Ltd. trade name, whose fair value was estimated in the context of the purchase price allocation using the relief-from-royalty method. The STOXX trade name includes the trade name itself, the index methodologies and the Internet domains because these can generally not be transferred separately. As the trade name is registered, it meets the IFRS criterion for recognition separately from goodwill. There are no indications that time limitations exist with regard to the useful life of the STOXX trade name.

Customer relationships of STOXX

STOXX Ltd. has relationships with customers, which are based on signed contracts and thus meet the identifiability criterion for recognition separately from goodwill. The customer relationships were measured based on the excess earnings method.

Non-compete agreements of STOXX

Non-compete agreements were entered into with the seller for a certain period of time as part of the acquisition of STOXX Ltd. These agreements give STOXX a competitive advantage as they allow the acquirer to operate for a certain period of time without competition resulting from the prohibition of the duplication of indices by the seller. The intangible assets generated in this way, which are reported under "other intangible assets", are amortized depending on the agreed period of time. The measurement of these agreements was based on the incremental cash flow method.

14. Property, plant and equipment

Property, plant and equipment

	Fixtures and fittings €m	Computer hardware, operating and office equipment €m	Payments on account and construction in progress €m	Total €m
Historical cost as at 1 Jan. 2008	**48.5**	**293.0**	**0.4**	**341.9**
Changes in the basis of consolidation	0	–0.1	0	–0.1
Additions	15.7	34.8	3.9	54.4
Disposals	0	–10.2	0	–10.2
Reclassifications	0	0.3	–0.3	0
Exchange rate differences	0.2	0	0	0.2
Historical cost as at 31 Dec. 2008	**64.4**	**317.8**	**4.0**	**386.2**
Changes in the basis of consolidation[1]	0	0.4	0	0.4
Additions	3.1	21.7	12.2	37.0
Disposals	–3.2	–68.4	0	–71.6
Reclassifications	0.8	0.6	–1.4	0
Exchange rate differences	–0.2	–0.1	0	–0.3
Historical cost as at 31 Dec. 2009	**64.9**	**272.0**	**14.8**	**351.7**
Depreciation and impairment losses as at 1 Jan. 2008	**27.0**	**216.6**	**0**	**243.6**
Depreciation	7.4	36.1	0	43.5
Disposals	0	–10.0	0	–10.0
Exchange rate differences	0.1	0.1	0	0.2
Depreciation and impairment losses as at 31 Dec. 2008	**34.5**	**242.8**	**0**	**277.3**
Depreciation	10.4	36.0	0	46.4
Disposals	–3.0	–68.1	0	–71.1
Exchange rate differences	–0.1	–0.2	0	–0.3
Depreciation and impairment losses as at 31 Dec. 2009	**41.8**	**210.5**	**0**	**252.3**
Carrying amount as at 1 Jan. 2008	21.5	76.4	0.4	98.3
Carrying amount as at 31 Dec. 2008	29.9	75.0	4.0	108.9
Carrying amount as at 31 Dec. 2009	**23.1**	**61.5**	**14.8**	**99.4**

1) This relates primarily to Market News International Inc.

15. Financial assets

Financial assets

	Investments in associates €m	Other equity investments €m	Receivables and securities from banking business €m	Other financial instruments and loans €m
Historical cost as at 1 Jan. 2008	**53.0**	**53.5**	**510.5**	**8.1**
Additions	124.7	10.9	333.3	0
Disposals	–7.4	0	–19.9	–0.1
Reclassifications	0	0	–76.1[1]	0
Exchange rate differences	–1.6	0	0.8	0
Historical cost as at 31 Dec. 2008	**168.7**	**64.4**	**748.6**	**8.0**
Changes in the basis of consolidation	–0.4	0	0	0
Additions	24.6	16.1	1,078.6	21.2
Disposals	–26.1	–12.3	0	0
Addition/(reversal) premium/discount	0	0	–1.0	0
Reclassifications	0.7	0	–369.3[1]	–0.7
Exchange rate differences	–1.4	–1.7	–8.0	0
Historical cost as at 31 Dec. 2009	**166.1**	**66.5**	**1,448.9**	**28.5**
Revaluation as at 1 Jan. 2008	**–17.1**	**13.3**	**4.4**	**4.5**
Net income from equity method measurement[2]	5.0	0	0	0
Other fair value changes recognized in profit or loss[3]	0	–4.4	0	0
Other fair value changes recognized directly in equity	0	–20.5	0	0
Market price changes recognized directly in equity	0	0	2.5	–5.7
Market price changes recognized in profit or loss[3]	0	0	4.8	0
Reclassifications	0	0	–4.0[1]	0
Revaluation as at 31 Dec. 2008	**–12.1**	**–11.6**	**7.7**	**–1.2**
Disposals of impairment losses	9.2	5.2	0	0
Net income from equity method measurement[2]	14.5	0	0	0
Currency translation differences recognized in profit or loss	–0.6	0	0	0
Currency translation differences recognized directly in equity	–0.7	0	0	0
Other fair value changes recognized directly in equity	3.6[4]	0	0	0
Other fair value changes recognized in profit or loss[5]	–27.4	–3.5	0	–0.1
Market price changes recognized directly in equity	0	3.4	10.6	1.7
Market price changes recognized in profit or loss[3]	0	0	2.1	0
Reclassifications	–0.1	0	–1.1[1]	0.1
Revaluation as at 31 Dec. 2009	**–13.6**	**–6.5**	**19.3**	**0.5**
Carrying amount as at 1 Jan. 2008	35.9	66.8	514.9	12.6
Carrying amount as at 31 Dec. 2008	156.6	52.8	756.3	6.8
Carrying amount as at 31 Dec. 2009	**152.5**	**60.0**	**1,468.2**	**29.0[5]**

1) Reclassified as current receivables and securities from banking business
2) Included in the result from equity investments
3) Included in net interest income from banking business
4) Recognized in accumulated profit
5) Thereof €30.7 million disclosed in the result from equity investments and €0.3 million recognized in other operating expenses
6) Thereof part of a release of pledge and pledge agreement with the Industrie- und Handelskammer (IHK, the Chamber of Commerce) Frankfurt/Main: €4.0 million

For details on revaluations and market price changes recognized directly in equity, see also note 23. Other equity investments include available-for-sale shares.

In the year under review, impairment losses amounting to €30.8 million were recognized in the income statement (2008: €10.0 million), €27.4 million of which relates to investments in associates (2008: nil; see note 10 for details) and €3.3 million of which relates to listed shares (2008: €5.6 million). A further €0.1 million is accounted for by non-listed debt instruments (2008: nil). No impairment losses were recognized in the income statement on non-listed equity instruments (2008: €4.4 million).

As in the previous year, no impairment losses on securities from banking business and other securities were recognized in the year under review.

Composition of receivables and securities from banking business

	31 Dec. 2009 €m	31 Dec. 2008 €m
Fixed-income securities		
from sovereign issuers	243.3	189.3
from multilateral banks	354.7	32.4
from other credit institutions	338.2	197.9
from regional or local public bodies	332.0	136.7
Other receivables[1)]	200.0	200.0
Total	**1,468.2**	**756.3**

1) Secured through total return swaps

Securities from banking business include financial instruments listed on a stock exchange amounting to €1,268.2 million (2008: €556.3 million).

16. Other noncurrent assets

Composition of other noncurrent assets

	31 Dec. 2009 €m	31 Dec. 2008 €m
Insurance recoverables	3.4	8.0
Surplus from defined benefit pension plans	1.6	5.1
Miscellaneous derivative assets	0	0.4
Miscellaneous	0.6	0
Total	**5.6**	**13.5**

Derivatives are presented in detail in note 17; defined benefit pension plans are explained in detail in note 25.

€0.6 million (2008: €0.8 million) of insurance recoverables was pledged to the Industrie- und Handelskammer (IHK, the Chamber of Commerce) Frankfurt/Main.

17. Derivatives and hedges

Deutsche Börse Group generally uses derivative financial instruments to hedge existing or highly probable forecast transactions. The derivatives are included in the positions other noncurrent assets and other current assets, other noncurrent liabilities and other current liabilities as well as receivables and securities from banking business and liabilities from banking business.

Derivatives (fair value)

	Note	Assets		Note	Liabilities	
		31 Dec. 2009 €m	31 Dec. 2008 €m		31 Dec. 2009 €m	31 Dec. 2008 €m
Fair value hedges						
long-term	16	0	0		–5.9	–4.2
short-term		0	0	31	0	–0.1
Cash flow hedges						
long-term	16	0	0		–0.4	–1.2
short-term	19, 21	0	9.1	31, 33	–0.8	–0.6
Derivatives held for trading						
long-term	16	0	0.4		0	–0.4
short-term	19, 21	18.8	2.1	31, 33	–0.9	–92.9
Total		**18.8**	**11.6**		**–8.0**	**–99.4**

Private placements denominated in US dollars that were designated as currency risk hedges of the net investment in ISE are presented under “interest-bearing liabilities”. Please refer to “Hedges of a net investment” further below for details.

Fair value hedges
Interest rate swaps, under which a fixed interest rate is paid and a variable rate is received, have been used to hedge the value of certain fixed-rate available-for-sale financial instruments (fair value hedges).

The following table gives an overview of the notional amount of the positions covered by fair value hedges at 31 December 2009 and the corresponding weighted average interest rates:

Outstanding positions fair value hedges

		31 Dec. 2009	31 Dec. 2008
Notional amount of pay-fixed interest rate swaps	€m	112.3	165.7
Fair value of pay-fixed interest rate swaps	€m	–5.9	–4.3
Average pay rate in the reporting period	%	4.09	3.97
Average receive rate in the reporting period	%	1.78	4.88

The gains and losses resulting from the hedged risk on the positions covered by fair value hedges and the hedging instruments are indicated in the following table:

Gains/losses by fair value hedges

	31 Dec. 2009 €m	31 Dec. 2008 €m
Gains on hedged items	2.1	6.5
Losses on hedging instruments	–2.1	–6.4
Net hedging ineffectiveness	**0**	**0.1**

Cash flow hedges

Interest rate swaps, under which a variable rate of interest is paid and a fixed rate is received, were used to hedge part of the expected cash flows from the investment of cash balances from the settlement business (cash flow hedges). On 30 September 2009, the Clearstream subgroup revoked the designation of the hedging relationship. These interest rate swaps have therefore been reclassified from hedging to trading. Interest rate swaps entered into in 2007 to hedge 2008 interest rate risk ceased to be highly effective on 1 October 2008. Average pay rates and average receive rates until 30 September 2009 and 30 September 2008 respectively are included in the following table:

Outstanding positions interest rate swaps

		31 Dec. 2009	31 Dec. 2008
Notional amount of pay-variable interest rate swaps	€m	0	500.0
Fair value of pay-variable interest rate swaps	€m	0	8.1
Average pay rate in the hedging period	%	0.86	3.46
Average receive rate in the hedging period	%	3.24	4.60

Composition of outstanding positions

Currency	Notional amount	Equivalent		Term		Receive rate
		31 Dec. 2009	31 Dec. 2008	from	until	
	million	€m	€m			%
€	500.0	0	500.0	17 Oct. 2008	27 Dec. 2009	3.2400

Deutsche Börse AG hedged a portion of the expected US dollar cash flows in 2009 by using forward foreign exchange transactions against a devaluation of the US dollar. Two forward foreign exchange transactions in the amount of US$40.0 million each, previously classified as held for trading, were sold against receipt of euros.

In addition, there were the following outstanding transactions to hedge a subsidiary's pound sterling functional currency as at the balance sheet date:

Outstanding positions of forward foreign exchange transactions in US$ against £

		31 Dec. 2009	31 Dec. 2008
Notional amount of forward foreign exchange transactions	US$m	7.8	11.7
Fair value of forward foreign exchange transactions	€m	–0.8	–1.8

€0.4 million of the negative fair value is reported under "other current liabilities" and €0.4 million under "other noncurrent liabilities".

Composition of outstanding positions

Currency	Notional amount	Equivalent		Term		Agreed exchange rate
		31 Dec. 2009	31 Dec. 2008	from	until	
	million	£m	£m			
US$	3.9	0	2.0	2 June 2008	8 Sep. 2009	1.9038
US$	3.9	2.1	2.1	2 June 2008	7 Sep. 2010	1.8771
US$	3.9	2.1	2.1	2 June 2008	6 Sep. 2011	1.8614

In September 2009, the Clearstream subgroup entered into twelve forward foreign exchange transactions amounting to US$2.2 million (October 2008: US$3.0 million) each, maturing at the end of each month in the period from January 2010 to December 2010 (2008: January 2009 to December 2009) to hedge part of the expected US dollar sales revenues by converting them into euro mitigating the risk of a weaker US dollar. The contracts had a negative fair value of €0.4 million as at 31 December 2009 (2008: positive fair value of €1.0 million) and were included in the "liabilities from banking business" item (2008: "current receivables and securities from banking business" item), see note 19.

Development of cash flow hedges

	2009 €m	2008 €m
Cash flow hedges as at 1 January	7.3	8.3
Amount recognized in equity during the year	–8.8	15.3
Amount recognized in profit or loss during the year	10.1	–9.2
Ineffective hedge portion recognized in profit or loss[1]	3.6	–2.3
Realized losses	–13.4	–4.8
Cash flow hedges as at 31 December	**–1.2**	**7.3**

1) Disclosed under net interest income from banking business (€3.6 million; 2008: €2.1 million) as well as under financial result (nil; 2008: €0.2 million)

Hedges of a net investment

In connection with the private placements in the USA, the bonds of the series A to C were designated as hedges against currency risk arising from the translation of the foreign functional currency US dollar into euro in order to hedge the net investment in the ISE subgroup.

Composition of private placements[1]

Type	Issue volume	Equivalent			Term	
		as at 31 Dec. 2009	as at 31 Dec. 2008	as at emission date	from	until
	US$m	€m	€m	€m		
Series A	170.0	117.9	120.9	110.2	12 June 2008	10 June 2015
Series B	220.0	152.6	156.4	142.7	12 June 2008	10 June 2018
Series C	70.0	48.6	49.8	45.4	12 June 2008	10 June 2020
Total	**460.0**	**319.1**	**327.1**	**298.3**		

1) Presented under interest-bearing liabilities. See Group management report.

Effective exchange rate differences from the private placements are reported in the balance sheet item "accumulated profit", as are exchange rate differences from the translation of foreign subsidiaries. €20.6 million (2008: €28.6 million) was recognized in this item directly in equity. There was no ineffective portion of the net investment hedges in 2009.

Derivatives held for trading

Foreign exchange swaps as at 31 December 2009 expiring in less than three months with a notional value of €2,241.1 million (2008: €2,004.7 million) had a positive fair value of €18.5 million (2008: negative fair value of €92.9 million). These swaps were entered into to convert foreign currencies received through the issue of commercial paper from the banking business into euros, and to hedge short-term foreign currency receivables and liabilities in euros economically. These are reported under "current receivables and securities from banking business" in the balance sheet (2008: under "liabilities from banking business"), see also notes 19 and 31.

Interest rate swaps listed below were classified as cash flow hedges until 30 September 2009 and 1 October 2008, respectively, when the corresponding hedging relationships ceased to qualify as highly effective hedges under IAS 39 and the interest rate swaps were consequently reclassified under held for trading. Average pay rates and average receive rates correspond to the period during which they were classified as trading instruments.

Outstanding positions interest rate swaps

		31 Dec. 2009	31 Dec. 2008
Notional amount of pay-fixed interest rate swaps	€m	0	726.7
Fair value of pay-fixed interest rate swaps	€m	0	0.3
Average pay rate in the period	%	0.50	3.79
Average receive rate in the period	%	3.31	5.36

The table below presents the outstanding positions of additional interest rate swaps which matured during 2009. They had been classified as cash flow hedges until 30 September 2008, at which date this designation was revoked.

Composition of outstanding positions

Currency	Notional amount	Equivalent		Term		Receive rate
		31 Dec. 2009	31 Dec. 2008	from	until	
	million	€m	€m			%
US$	600.0	0	426.7	4 Jan. 2008	5 Jan. 2009	5.2925
€	300.0	0	300.0	4 Jan. 2008	5 Jan. 2009	4.3300
€	500.0	0	500.0	17 Oct. 2008	27 Dec. 2009	3.2400

As at 31 December 2009, there were two forward foreign exchange transactions in US dollars that were classified as held for trading, since they did not meet the requirements for hedge accounting at the balance sheet date. These transactions are intended to hedge a future foreign currency receivable within the Group that had not yet arisen at the balance sheet date. Both forward foreign exchange transactions will be designated as cash flow hedges when the receivable is recognized. The transactions outstanding as at 31 December 2008 were designated as cash flow hedges since 1 January 2009 and settled during 2009.

Outstanding positions of forward foreign exchange transactions in US$ against €

		31 Dec. 2009	31 Dec. 2008
Notional amount of forward foreign exchange transactions	US$m	40.0	80.0
Fair value of forward foreign exchange transactions	€m	–0.6	1.8

Composition of outstanding positions

Currency	Notional amount	Equivalent		Term		Agreed exchange rate
		31 Dec. 2009	31 Dec. 2008	from	until	
	million	€m	€m			
US$	20.0	13.6	–	17 Sep. 2009	3 Aug. 2010	1.4720
US$	20.0	13.6	–	17 Sep. 2009	30 Dec. 2010	1.4723
US$	40.0	–	29.7	16 Oct. 2008	3 Aug. 2009	1.3467
US$	40.0	–	29.8	16 Oct. 2008	30 Dec. 2009	1.3439

18. Financial instruments of Eurex Clearing AG

Composition of financial instruments of Eurex Clearing AG

	31 Dec. 2009 €m	31 Dec. 2008 €m
Options[1]	23,816.7	37,724.9
Forward transactions in bonds and repo transactions	119,279.1	83,315.9
Other	82.6	643.5
Total	**143,178.4**	**121,684.3**

1) Fair value of traditional options and option premiums for future-style options

Receivables and liabilities that may be offset against a clearing member are reported net.

See note 42 for details on the deposited collateral held by Eurex Clearing AG relating to its financial instruments.

19. Current receivables and securities from banking business

In addition to noncurrent receivables and securities from banking business that are classified as noncurrent financial assets (see note 15), the following receivables and securities from banking business, attributable solely to the Clearstream subgroup, were classified as current assets as at 31 December 2009.

Composition of current receivables and securities from banking business

	31 Dec. 2009 €m	31 Dec. 2008 €m
Loans to banks and customers		
Reverse repurchase agreements	2,955.8	2,910.9
Money market lendings	1,598.7	2,876.7
Balances on nostro accounts	1,475.9	1,349.2
Overdrafts from settlement business	405.7	722.3
	6,436.1	**7,859.1**
Available-for-sale fixed-income securities – money market instruments	272.0	147.2
Available-for-sale debt instruments	448.1	331.9
Interest receivables	17.7	80.4
Forward foreign exchange transactions[1]	18.5	1.0
Interest rate swaps – cash flow hedges[1]	0	8.1
Interest rate swaps – held for trading	0	0.3
Total	**7,192.4**	**8,428.0**

1) See note 17.

Overdrafts from settlement business represent short-term loans of up to two days' duration that are usually secured by collateral. Potential concentrations of credit risk are monitored against counterparty credit limits (see note 42).

Remaining maturity of loans to banks and customers

	31 Dec. 2009 €m	31 Dec. 2008 €m
Not more than 3 months	6,436.1	7,859.1
Total	**6,436.1**	**7,859.1**

All of the money market instruments held as at 31 December 2009 and 2008 were issued by sovereign or sovereign-guaranteed issuers. All of the securities held as at 31 December 2009 were listed, while all of those held as at 31 December 2008 were not listed. As at 31 December 2009, the remaining maturity of the money market instruments was not more than three months (31 December 2008: more than three months and not more than one year).

Remaining maturity of available-for-sale debt instruments

	31 Dec. 2009 €m	31 Dec. 2008 €m
Not more than 3 months	213.1	100.0
3 months to 1 year	235.0	231.9
Total	**448.1**	**331.9**

Available-for-sale debt instruments with a remaining maturity not exceeding one year included as at 31 December 2008 a put option exercised on 9 February 2009. The fair value of the put option had not been recognized separately due to immateriality.

20. Development of allowance against trade receivables

As in the previous year, there were no trade receivables due after more than one year as at 31 December 2009.

Allowance account

	€m
Balance as at 1 Jan. 2008	**4.9**
Additions	7.6
Utilization	–0.9
Reversal	–0.8
Balance as at 31 Dec. 2008	**10.8**
Additions	1.5
Changes in the basis of consolidation	–0.1
Utilization	–0.4
Reversal	–0.6
Balance as at 31 Dec. 2009	**11.2**

Uncollectible receivables of €0.1 million for which no allowance had previously been recognized were derecognized in 2009 (2008: €0.2 million).

21. Other current assets

Composition of other current assets

	31 Dec. 2009 €m	31 Dec. 2008 €m
Termination of financial loss liability insurance	66.7	0
Other receivables from CCP transactions	56.2	9.8
Prepaid expenses	11.0	13.4
Tax receivables (excluding income taxes)	9.6	17.2
Collection business of Deutsche Börse Systems AG	5.6	8.3
Government bonds	5.2	0
Interest receivables	0.4	2.4
Interest rate swaps	0.3	0
Forward foreign exchange transactions	0	1.8
Miscellaneous	12.1	7.6
Total	**167.1**	**60.5**

For details on derivatives reported under other current assets, see note 17.

22. Restricted bank balances

Amounts reported separately under liabilities as cash deposits by market participants are restricted. Such amounts totalling €4,741.5 million (2008: €10,220.7 million) are mainly invested via bilateral or triparty reverse repurchase agreements and in the form of overnight deposits at banks (restricted bank balances). Government or government-guaranteed bonds, mortgage bonds and bank bonds with an external rating of at least AA– are accepted as collateral for the reverse repurchase agreements.

Cash funds amounting to €4.1 million (2008: €144.0 million) attributable to the Clearstream subgroup are restricted due to minimum reserve requirements.

23. Equity

Changes in equity are presented in the consolidated statement of changes in equity. As at 31 December 2009, the number of no-par value shares of Deutsche Börse AG issued was 195,000,000 (31 December 2008: 195,000,000).

Subject to the agreement of the Supervisory Board, the Executive Board is authorized to increase the subscribed share capital by the following amounts:

Composition of authorized share capital

	Amount in €	Date of authorization by the shareholders	Expiry date	Existing shareholders' pre-emptive rights may be disapplied for fractioning and/or may be disapplied if the share issue is:
Authorized share capital I	5,200,000	24 May 2006	23 May 2011	■ against non-cash contributions for the purpose of acquiring companies, parts of companies, interests in companies, or other assets
Authorized share capital II	14,800,000	21 May 2008	20 May 2013	■ for cash at an issue price not significantly lower than the stock exchange price up to a maximum amount of 10 percent of the share capital ■ to employees of the Company or affiliated companies within the meaning of sections 15ff. of the Aktiengesetz (AktG, German Stock Corporation Act), with the pro rata amount of the share capital not allowed to exceed €3 million ■ against non-cash contributions for the purpose of acquiring companies, parts of companies, interests in companies, or other assets
Authorized share capital IV	6,000,000	11 May 2007	10 May 2012	■ to Executive Board members and employees of the Company as well as to the executive boards, management and employees of affiliated companies within the meaning of sections 15ff. of the AktG, with no more than 900,000 new shares allowed to be issued per financial year

In addition to authorized share capital I, II and IV, the Company has a contingent capital I, which allows it to issue up to 6,000,000 shares to settle stock options under the Group Share Plan (see note 45).

There were no further subscription rights for shares as at 31 December 2009 or 31 December 2008.

Revaluation surplus

The revaluation surplus results from the revaluation of securities and other current and noncurrent financial instruments at their fair value less deferred taxes, as well as the value of the stock options under the Group Share Plan for which no cash settlement was provided at the balance sheet date (see note 45). This item also contains reserves from an existing investment in an associate, which were recognized in connection with the acquisition of further shares, as the company was fully consolidated as of this date (see note 2).

Revaluation surplus

	Recognition of hidden reserves from fair value measurement €m	Other equity investments (financial assets) €m	Securities from banking business (financial assets) €m	Other financial instruments (financial assets) €m	Current securities from banking business €m	Cash flow hedges €m	GSP and SBP options €m	Total €m
Balance as at 1 Jan. 2008	**0**	**15.2**	**2.6**	**4.5**	**0**	**4.0**	**5.8**	**32.1**
Fair value measurement	0	–20.5	2.5	–5.7	3.1	15.3	0	–5.3
Increase in share-based payments	0	0	0	0	0	0	11.0	11.0
Reversal to profit or loss	0	5.6	–2.3	0	–0.1	–9.2	0	–6.0
Deferred taxes	0	–0.1	0.4	0	–1.2	–1.6	0	–2.5
Balance as at 31 Dec. 2008	**0**	**0.2**	**3.2**	**–1.2**	**1.8**	**8.5**	**16.8**	**29.3**
Fair value measurement	103.7	3.4	10.6	1.7	–3.5	2.4	0	118.3
Increase in share-based payments	0	0	0	0	0	0	–10.8	–10.8
Reversal to profit or loss	0	–0.7	–1.1	0	1.4	–11.8	0	–12.2
Deferred taxes	0	0	–3.1	0	1.0	2.7	0	0.6
Balance as at 31 Dec. 2009	**103.7**	**2.9**	**9.6**	**0.5**	**0.7**	**1.8**	**6.0**	**125.2**

Overall, deferred taxes amounting to €–5.0 million (2008: €–5.6 million) are recognized in the revaluation surplus.

Accumulated profit

The "accumulated profit" item includes exchange rate differences amounting to €–26.1 million (2008: €5.5 million). €39.6 million was withdrawn due to currency translation for foreign subsidiaries in the year under review (2008: €–70.3 million) and €8.0 million was added relating to a net investment hedge that was used to hedge the net investment in ISE against currency risk (2008: €–28.6 million).

Capital management program

The purpose of the capital management program is the analysis of the balance sheet structure and an increase in capital efficiency. Deutsche Börse Group's business operations, and in particular its securities custody and settlement activities, depend on a strong credit rating. In order to safeguard the current rating of its securities custody and settlement subsidiary Clearstream Banking S.A., the parent company Deutsche Börse AG has publicly declared its intention to comply with certain key performance indicators that the Company believes correspond to an AA rating. For example, the so-called tangible equity (equity less intangible assets) should not fall below €700 million at Clearstream International S.A., and €250 million at Clearstream Banking S.A. An additional goal is to maintain the profit participation rights of €150 million issued by Clearstream Banking S.A. to Deutsche Börse AG. Deutsche Börse Group aims to maintain an interest coverage ratio (ratio of EBITDA to interest expenses from financing activities) of at least 16 at the Group level. For the Clearstream subgroup, the objective is to maintain an interest coverage ratio of at least 25, insofar as the financial liabilities result from non-banking business.

Available equity that is surplus to requirements will be distributed to shareholders in the form of dividend payments or as part of a share buy-back program: both the targeted dividend distribution ratio of 40 to 60 percent of consolidated net income for the year and share buy-backs are subject to capital and investment requirements and general liquidity considerations.

Relevant key performance indicators of the capital management program

		2009	2008
Interest coverage ratio Deutsche Börse Group		15.8	18.9
Interest coverage ratio Clearstream subgroup[1]		–	–
Tangible equity Clearstream International S.A. (as at balance sheet date)	€m	798.0	720.6
Tangible equity Clearstream Banking S.A.[2] (as at balance sheet date)	€m	640.0	663.3

1) As in the previous year, there were no financial liabilities from non-banking business during 2009
2) Including €150.0 million from profit participation rights issued by Clearstream Banking S.A. to Deutsche Börse AG

Interest expenses used to calculate the interest coverage ratio include the consolidated interest costs of financing, but exclude interest costs relating to the Group's financial institution companies, including Clearstream Banking S.A. and Clearstream Banking AG as well as Eurex Clearing AG, and exclude interest charges not related to financing. 50 percent of the interest expense on the hybrid bond issued in 2008 is excluded from the interest coverage calculation reflecting the assumed equity component of the hybrid bond.

Regulatory capital requirements and regulatory capital ratios
The Clearstream subgroup and the Group companies Clearstream Banking S.A. and Clearstream Banking AG as well as Eurex Clearing AG are subject to solvency supervision by the Luxembourg or German banking supervisory authorities (Commission de Surveillance du Secteur Financier, CSSF, and Bundesanstalt für Finanzdienstleistungsaufsicht, BaFin, respectively). All Group companies are non-trading-book institutions. Market risk positions consist only of a relatively small open foreign currency position. As a result of the Group companies' specific businesses, their risk-weighted assets are subject to sharp fluctuations and their solvency ratios are correspondingly volatile.

Due to intragroup restructuring, Deutsche Börse AG contributed 51 percent of shares in Clearstream International S.A. to Clearstream Holding AG on 9 July 2009 by means of a capital increase against non-cash contributions. As a result, Clearstream Holding AG is now classified as a financial holding company as defined in the Kreditwesengesetz (KWG, German Banking Act) and together with other Clearstream companies forms a financial holding group under German law. The resulting Clearstream Holding Group is thus subject to solvency supervision by the BaFin on a consolidated basis. In return, the CSSF is no longer responsible for solvency supervision of the previous Clearstream subgroup. In order to implement the extensive amendments to supervisory reporting resulting from this change within a reasonable period, and given that Clearstream Holding AG acts solely as a holding company for the interest in Clearstream International S.A. and does not have material additional risk positions, the two supervisory authorities involved have agreed to maintaining the current reporting channels for 2009 and to implement the new reporting obligations only in 2010. For this reason, the following disclosures relate to the previous Clearstream subgroup and the reporting obligations are in accordance with Luxembourg regulatory legislation.

The Group companies' minimum capital requirements are subject to the individual companies' national regulations. These are based on EU Banking and Capital Requirements Directives and thus "Basel II". Deutsche Börse Group applies the standardized approach for credit risk across the companies concerned. Eurex Clearing AG uses the basic indicator approach for operational risk, while the Clearstream subgroup applies the AMA (advanced measurement approach).

Deutsche Börse Group companies subject to solvency supervision have only a very limited amount of Tier 2 regulatory capital. The solvency ratio must be a minimum of 8 percent. The Group companies' capital resources sufficiently reflect the fluctuation in risk-weighted assets, which can lead to extremely high overall capital ratios. Stress testing is used to determine the capital required for expected peaks and to add additional reserves for unexpected events. The capital requirements determined in this way are met through the capital resources. Since the actual capital requirements are below the expected peaks – significantly so under normal circumstances – this may lead to a very high solvency ratio, especially at the reporting date.

Owing to the increased volatility and the situation in the money markets as a result of the global financial crisis, the clearing members of Eurex Clearing AG had deposited considerably more collateral in the fourth quarter of 2008. As a result, Eurex Clearing AG increased equity by a total of €60 million. The deposited cash collateral fell significantly back again in 2009 (see also note 42). In addition, Eurex Clearing AG successfully implemented several measures to optimize the cash deposit strategy, which led to a reduction in not only credit and counterparty risks, but also in capital requirements.

The regulatory minimum requirements were complied with at all times by all companies during the year under review and in the period up to the preparation of the financial statements.

Regulatory capital ratios

	Own funds requirements		Regulatory equity		Solvency ratio	
	31 Dec. 2009 €m	31 Dec. 2008 €m	31 Dec. 2009 €m	31 Dec. 2008 €m	31 Dec. 2009 %	31 Dec. 2008 %
Clearstream subgroup	354.3	287.1	799.4	659.3	18.1	18.4
Clearstream Banking S.A.	278.0	221.6	402.8	397.9	11.6	14.4
Clearstream Banking AG	86.7	86.7	149.8	149.7	13.8	13.8
Eurex Clearing AG	15.3	16.0	97.1	110.8	50.6	55.4

Eurex Clearing AG has been accredited by the Financial Services Authority (FSA) in the UK as a Recognised Overseas Clearing House (ROCH). The FSA expects regulatory capital equivalent to at least half the operating expenses of the previous year to be maintained; the regulatory capital amounted to €22.5 million as at 31 December 2009 (2008: €40.6 million).

24. Shareholders' equity and appropriation of net profit at Deutsche Börse AG

The annual financial statements of the parent company Deutsche Börse AG, prepared as at 31 December 2009 in accordance with the provisions of the Handelsgesetzbuch (HGB, the German Commercial Code), report net profit for the year of €453.1 million (2008: €971.2 million) and shareholders' equity of €2,185.8 million (2008: €2,114.4 million). Due to deferred tax assets recognized in accordance with HGB section 274 (2), an amount of €2.1 million (2008: €1.4 million) included in retained earnings is restricted from distribution as at 31 December 2009.

The substantial year-on-year decline in net profit relates primarily to lower sales revenue due to significantly lower business volumes as a consequence of the financial and economic crisis. Dividend payments from Clearstream International S.A. were also significantly lower than in the previous year. This was due, among other things, to a special effect from the sale of buildings in financial year 2008. Moreover, the US subsidiary International Securities Exchange Holdings, Inc. (ISE) calculated and implemented an impairment loss following the impairment testing of intangible assets. Consequently, Deutsche Börse AG also charged write-downs on the profit rights acquired in connection with the financing of the ISE acquisition. Net profit for the year was also negatively influenced by the fact that the profit and loss transfer agreement with Deutsche Börse Systems AG no longer existed at the end of the year, so the company's net profit for the year was not transferred as in the previous years. While interest expenses decreased in the year under review, total costs increased only slightly.

Proposal on the appropriation of the unappropriated surplus

	31 Dec. 2009 €m	31 Dec. 2008 €m
Net profit for the year	453.1	971.2
Appropriation to other retained earnings in the annual financial statements	–53.1	–471.2
Unappropriated surplus	**400.0**	**500.0**
Proposal by the Executive Board:		
Distribution of a dividend to the shareholders of €2.10 per share for 185,943,021 no-par value shares carrying dividend rights (in 2009 from net profit for 2008: €2.10)	390.5	390.2
Appropriation to retained earnings	9.5	109.8

The proposed dividend for 2009 corresponds to a distribution ratio of 78.7 percent of the consolidated net income (2008: 37.8 percent).

No-par value shares carrying dividend rights

	Number
Number of shares issued as at 31 December 2009	**195,000,000**
Shares acquired under the share buy-back program and scheduled to be retired	–9,077,310
Number of shares outstanding as at 31 December 2009	**185,922,690**
Shares issued under the Group Share Plan prior to the preparation date of the financial statements	20,331
Total	**185,943,021**

The proposal on the appropriation of the unappropriated surplus reflects treasury shares held directly or indirectly by the Company that are not eligible to receive dividends under section 71b of the Aktiengesetz (AktG, the German Stock Corporation Act). The number of shares eligible to receive dividends can change up until the Annual General Meeting through the repurchase of further shares (irrespective of whether or not such shares are subsequently retired) or through the sale of treasury shares. In this case, without changing the dividend of €2.10 per eligible share, an amended resolution for the appropriation of the unappropriated surplus will be proposed to the Annual General Meeting.

25. Provisions for pensions and other employee benefits

Provisions for pension plans and other employee benefits are measured annually at the balance sheet date using actuarial methods. The following assumptions were applied to the calculation of the actuarial obligations for the pension plans:

Actuarial assumptions

	31 Dec. 2009 %	31 Dec. 2008 %
Discount rate[1)]	3.25 / 5.30	6.25
Expected return on plan assets[2)]	4.00 / 4.30 / 4.60	5.25 / 5.85
Salary growth[3)]	2.00 / 3.50	3.50
Pension growth[4)]	0.25 / 1.75 / 2.50	1.75 / 2.50
Staff turnover rate[5)]	2.00	2.00

1) Switzerland 3.25 percent; Germany and Luxembourg 5.30 percent
2) Expected return in 2009 for 2010: Switzerland 4.00 percent; Germany 4.60 percent and Luxembourg 4.30 percent. The expected return on plan assets is calculated on the basis of the assumed short-term (0.43 percent; 2008: 4.43 percent) and long-term (3.40 percent; 2008: 4.25 percent) interest rates, plus a premium for the equity component of the investment portfolio (2.00 percent; 2008: 2.00 percent). The equity component of the Luxembourgian portfolio is expected to be at 45.00 percent (2008: 50.00 percent), while the equity component of the German portfolio is expected to be 60.00 percent (2008: 80.00 percent).
3) Switzerland 2.00 percent; Germany and Luxembourg 3.50 percent
4) Switzerland 0.25 percent; Germany and Luxembourg 1.75 percent and 2.50 percent respectively (2008: 1.75 and 2.50 percent) for plans for which this percentage was contractually agreed
5) No turnover assumed for employees over the age of 50 and in respect of deferred compensation plans

The present value of defined benefit obligations (DBOs) can be reconciled with the provisions shown in the balance sheet as follows:

Net liability of defined benefit obligations

	31 Dec. 2009 €m	31 Dec. 2008 €m
Unfunded defined benefit obligations	0.6	0.6
Partly or wholly funded defined benefit obligations	183.7	147.0
Defined benefit obligations	**184.3**	**147.6**
Fair value of plan assets	– 123.2	– 104.5
Net unrecognized actuarial losses	– 32.6	– 28.6
Net unrecognized past service cost	0	– 0.8
Net liability	**28.5**	**13.7**
Amount recognized in the balance sheet		
Other noncurrent assets	– 1.6	– 5.1
Provisions for pensions and other employee benefits	30.1	18.8
Net liability	**28.5**	**13.7**

Changes in defined benefit obligations

	2009 €m	2008 €m
As at 1 January	147.6	154.5
Current service cost	11.5	12.1
Past service cost	1.9	0
Interest cost	9.2	8.0
Changes in actuarial losses	18.0	–22.5
Benefits paid	–5.3	–4.5
Changes in the basis of consolidation	1.4	0
As at 31 December	**184.3**	**147.6**

The pension-related expenses contained in staff costs in the consolidated income statement are composed of the following items:

Composition of expenses recognized

	2009 €m	2008 €m
Current service cost	11.5	12.1
Past service cost	2.7	3.0
Interest cost	9.2	8.0
Expected return on plan assets	–6.0	–7.7
Net actuarial loss recognized	0.4	0.3
Total	**17.8**	**15.7**

The expected costs of defined benefit plans will amount to approximately €19.4 million for the 2010 financial year (for 2009: €13.6 million).

Changes in fair value of plan assets

	2009 €m	2008 €m
As at 1 January	104.5	132.1
Expected return on plan assets	6.0	7.7
Actuarial return/(loss) on plan assets	13.6	–51.1
Employer contributions	3.0	20.3
Benefits paid	–5.3	–4.5
Changes in the basis of consolidation	1.4	0
As at 31 December	**123.2**	**104.5**

The actual gains on plan assets amounted to €19.6 million in the year under review (2008: loss of €38.5 million). The calculation of the expected return on plan assets had been based on return rates of 5.25 to 5.85 percent (2008: 5.55 to 6.15 percent).

Composition of plan assets

	31 Dec. 2009 %	31 Dec. 2008 %
Bonds	48.0	26.1
Investment funds	44.0	56.1
Other assets	8.0[1]	17.8[2]
Total	**100.0**	**100.0**

1) 7.9 percent cash
2) Exclusively cash

Plan assets do not include any of the Group's own financial instruments. Neither do they include any property occupied or other assets used by the Group.

The following table shows the experience adjustments to pension obligations and plan assets:

Adjustments to pension obligations and plan assets

	2009 €m	2008 €m	2007 €m	2006 €m	2005 €m
Actuarial present value of pension obligations	184.3	147.6	154.5	149.0	128.9
Fair value of plan assets	–123.2	–104.5	–132.1	–115.2	–80.3
Underfunding	**61.1**	**43.1**	**22.4**	**33.8**	**48.6**
Experience adjustments	–16.0	47.7	–0.8	–2.4	1.5
thereof attributable to plan liabilities	–2.4	–3.4	–2.3	–1.9	0.1
thereof attributable to plan assets	–13.6	51.1	1.5	–0.5	1.4

26. Changes in other provisions

Changes in other provisions

	Other noncurrent provisions €m	Tax provisions €m	Other current provisions €m	Total €m
Balance as at 1 Jan. 2009	**72.9**	**239.3**	**83.5**	**395.7**
Changes in the basis of consolidation	0	0.4	0	0.4
Reclassification	–2.6[1]	–1.7	24.5[1]	20.2
Utilization	–3.0	–6.8	–51.1	–60.9
Reversal	–13.5	0	–13.3	–26.8
Additions	26.7	85.6	23.8	136.1
Balance as at 31 Dec. 2009	**80.5**	**316.8**	**67.4**	**464.7**

1) Primarily reclassification of the Stock Bonus Plan to provisions and of provisions for anticipated losses and restructuring from noncurrent to current provisions

27. Other noncurrent provisions

Other noncurrent provisions have more than one year to maturity.

Composition of other noncurrent provisions

	31 Dec. 2009 €m	31 Dec. 2008 €m
Provisions for anticipated losses	23.5	12.0
Other provisions:		
Restructuring program	17.6	38.5
Stock Bonus Plan	17.6	0
Pension obligations to IHK[1]	9.1	8.2
Early retirement benefits	4.5	5.6
Miscellaneous	8.2	8.6
Total	**80.5**	**72.9**
thereof with remaining maturity between 1 and 5 years	68.4	65.5
thereof with remaining maturity of more than 5 years	12.1	7.4

1) Industrie- und Handelskammer (Chamber of Commerce)

As at 31 December 2009, the provisions for anticipated losses contained provisions for anticipated losses from rental expenses amounting to €29.8 million (2008: €15.8 million), of which €6.3 million (2008: €4.4 million) were allocated to current provisions. The provisions classified as noncurrent are not expected to be utilized before 2011. They were calculated on the basis of existing rental agreements for each building. A discount rate of 2.40 percent was applied (2008: 2.70 percent). Additions include interest rate effects amounting to €0.3 million (2008: €0.4 million), of which €0.2 million (2008: €0.2 million) result from the discount rate change.

Provisions for restructuring include provisions for one-time expenses amounting to €16.4 million (2008: €27.4 million) for the restructuring and efficiency program resolved in September 2007. For details see the Group management report.

Provisions for pension obligations to the Industrie- und Handelskammer (IHK, the Chamber of Commerce) are recognized on the basis of the number of eligible employees. Provisions for early retirement benefits are calculated on the basis of the active and former employees involved.

For details on the Stock Bonus Plan, see note 45.

28. Liabilities

The euro and US dollar bonds reported under "interest-bearing liabilities" and a hybrid bond denominated in euros have a carrying amount of €1,514.9 million and a fair value of €1,596.5 million. For further details, see the Group management report.

The liabilities recognized in the balance sheet were not secured by liens or similar rights, either as at 31 December 2009 or as at 31 December 2008.

29. Tax provisions

Composition of tax provisions

	31 Dec. 2009 €m	31 Dec. 2008 €m
Income tax expense: current year	42.2	53.6
Income tax expense: previous years	265.1	177.3
Capital tax and value added tax	9.5	8.4
Total	**316.8**	**239.3**

The estimated remaining maturity of the tax provisions is less than one year.

30. Other current provisions

Composition of other current provisions

	31 Dec. 2009 €m	31 Dec. 2008 €m
Restructuring costs[1)]	23.2	17.1
Recourse, litigation and interest rate risks	15.2	15.1
Stock Bonus Plan	7.3	0
Provisions for anticipated losses	6.3	4.4
Phantom stock options	4.5	33.6
Rent and incidental rental costs	1.1	2.7
Stock options from Group Share Plan	0	0.5
Miscellaneous	9.8	10.1
Total	**67.4**	**83.5**

1) Thereof provisions amounting to €4.5 million (2008: €10.5 million) for the restructuring and efficiency program resolved in 2007.

For details on phantom stock options and on the Stock Bonus Plan, see note 45.

31. Liabilities from banking business

The liabilities from banking business are attributable solely to the Clearstream subgroup.

Composition of liabilities from banking business

	31 Dec. 2009 €m	31 Dec. 2008 €m
Customer deposits from securities settlement business	6,096.9	6,896.5
Money market lendings	910.6	712.8
Issued commercial paper	180.0	35.0
Overdrafts on nostro accounts	30.3	165.5
Interest liabilities	2.8	13.5
Forward foreign exchange transactions	0.4	92.9
Fair value hedges – interest rate swaps	0	0.1
Total[1)]	**7,221.0**	**7,916.3**

1) Thereof €198.0 million (2008: €278.0 million) are attributable to associates, see note 48.

Remaining maturity of liabilities from banking business

	31 Dec. 2009 €m	31 Dec. 2008 €m
Not more than 3 months	7,220.7	7,916.3
More than 3 months but not more than 1 year	0.3	0
Total	**7,221.0**	**7,916.3**

32. Cash deposits by market participants

Composition of cash deposits by market participants

	31 Dec. 2009 €m	31 Dec. 2008 €m
Liabilities from margin payments to Eurex Clearing AG by members	4,737.0	10,216.2
Liabilities from cash deposits by participants in equity trading	4.5	4.5
Total	**4,741.5**	**10,220.7**

33. Other current liabilities

Composition of other current liabilities

	31 Dec. 2009 €m	31 Dec. 2008 €m
Issued commercial paper	99.9	201.2
Interest payable	45.7	45.7
Payables to Eurex participants	37.0	23.6
Special payments and bonuses	36.2	56.7
Tax liabilities (excluding income taxes)	21.8	25.7
Vacation entitlements, flexitime and overtime credits	12.1	14.7
Puttable instruments[1)]	2.2	0
Derivatives	1.3	0.6
Miscellaneous	28.7	43.9
Total	**284.9**	**412.1**

1) See note 35.

The “Miscellaneous” item includes liabilities resulting from reimbursement claims and collection business, liabilities resulting from finance lease transactions (see note 44), as well as the expected remuneration for the members of the Supervisory Board for financial year 2009, which will only be paid in the following year.

34. Maturity analysis of financial assets and liabilities

Underlying contractual maturities of the financial assets and liabilities at the balance sheet date

	Contractual maturity	
	Sight	
	2009 €m	2008 €m
Non-derivative financial liabilities		
Interest-bearing liabilities[1]	0	0
Liabilities from finance leases (gross)	0	0
Other non-derivative noncurrent financial liabilities	0	0
Non-derivative liabilities from banking business	7,036.9	7,814.0
Trade payables, payables to associates, payables to other investors and other current liabilities	0	0
Cash deposits by market participants	4,741.5	10,220.7
Total non-derivative financial liabilities (gross)	**11,778.4**	**18,034.7**
less non-derivative financial assets:		
Noncurrent receivables and securities from banking business	0	0
Other noncurrent financial instruments and other loans	0	0
Other non-derivative noncurrent financial assets	0	0
Current receivables and securities from banking business	–3,498.9	–4,888.6
Trade receivables, associate receivables, receivables from other investors and other current assets	0	0
Restricted bank balances	–2,751.2	–10,364.7
Other cash and bank balances	–366.4	–370.5
Total non-derivative financial assets	**–6,616.5**	**–15,623.8**
Total non-derivative financial liabilities, net	**5,161.9**	**2,410.9**
Derivatives and financial instruments of Eurex Clearing AG		
Financial liabilities and derivatives of Eurex Clearing AG	32,382.4	14,075.2
less financial assets and derivatives of Eurex Clearing AG	–32,382.4	–14,075.2
Cash inflow – derivatives and hedges		
Cash flow hedges	0	0
Fair value hedges	0.1	0
Derivatives held for trading	1,110.8	70.1
Cash outflow – derivatives and hedges		
Cash flow hedges	0	0
Fair value hedges	0	0
Derivatives held for trading	–1,098.9	–60.1
Total derivatives and hedges	**12.0**	**10.0**

1) Included in noncurrent interest-bearing liabilities and other current liabilities
2) Includes the traditional options and option premiums of future-style options in the amount of €23,816.7 million (2008: €37,840.8 million). The various series have different maximum durations: 36 months for single-stock futures, 60 months for equity options, 9 months for index futures and 119 months for index options. As the respective asset and liability sides of the options are always of the same duration, no analysis of the individual durations is presented for reasons of immateriality, and the total outstanding is presented as having a contractual maturity of not more than 3 months.

	Contractual maturity								Reconciliation to carrying amount		Carrying amount	
	Not more than 3 months		More than 3 months but not more than 1 year		More than 1 year but not more than 5 years		Over 5 years					
	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m
	0	0	91.7	92.6	1,499.7	1,571.5	348.0	427.1	−424.5	−578.3	1,514.9	1,512.9
	0.2	0	0.4	0	0	0	0	0	−0.1	0	0.5	0
	0	0	0	0	0	2.6	0	0	0	0	0	2.6
	180.7	9.3	0	0	0	0	0	0	3.0	0	7,220.6	7,823.3
	353.9	496.2	45.7	45.7	0	0	0	0	0	0	399.6	541.9
	0	0	0	0	0	0	0	0	0	0	4,741.5	10,220.7
	534.8	**505.5**	**137.8**	**138.3**	**1,499.7**	**1,574.1**	**348.0**	**427.1**	**−421.6**	**−578.3**	**13,877.1**	**20,101.4**
	−4.3	0	−18.4	0	−896.3	−327.8	−660.0	−428.5	110.8	0	−1,468.2	−756.3
	0	0	−0.1	0	−4.1	0	−16.5	0	−68.3	−59.6	−89.0	−59.6
	0	0	0	0	0	0	0	0	−5.6	−13.1	−5.6	−13.1
	−3,438.3	−3,144.0	−247.1	−386.0	0	0	0	0	10.4	0	−7,173.9	−8,418.6
	−384.6	−276.1	0	0	0	0	0	0	0	0	−384.6	−276.1
	−1,994.4	0	0	0	0	0	0	0	0	0	−4,745.6	−10,364.7
	−193.3	−112.3	0	0	0	0	0	0	0	0	−559.7	−482.8
	−6,014.9	**−3,532.4**	**−265.6**	**−386.0**	**−900.4**	**−327.8**	**−676.5**	**−428.5**	**47.3**	**−72.7**	**−14,426.6**	**−20,371.2**
	−5,480.1	**−3,026.9**	**−127.8**	**−247.7**	**599.3**	**1,246.3**	**−328.5**	**−1.4**	**−374.3**	**−651.0**	**−549.5**	**−269.8**
	98,676.6[2]	95,813.9[2]	12,119.4	11,795.2	0	0	0	0	0	0	143,178.4	121,684.3
	−98,676.6[2]	−95,813.9[2]	−12,119.4	−11,795.2	0	0	0	0	0	0	−143,178.4	−121,684.3
	4.5	6.4	13.5	32.1	0	−4.1	0	0				
	0.1	1.3	0.7	5.3	2.1	15.2	0	0				
	1,148.6	2,031.5	0	59.5	0	0	0	0				
	−4.6	−6.7	−14.2	−37.0	−0.4	5.7	0	0				
	−1.3	−2.2	−3.4	−5.4	−10.5	−17.2	0	0				
	−1,142.1	−1,980.1	−0.6	−57.4	0	0	0	0				
	5.2	**50.2**	**−4.0**	**−2.9**	**−8.8**	**−0.4**	**0**	**0**				

35. Classification of financial instruments under IAS 39

The following table shows an analysis of the financial instruments in the balance sheet in accordance with their classification under IAS 39 as well as the corresponding carrying amounts:

Classification of financial instruments

Consolidated balance sheet item (classification)	Note	Category	Measured at	Carrying amount 31 Dec. 2009 €m	Carrying amount 31 Dec. 2008 €m
Other equity investments	15	AFS[1]	Historical cost	46.9	32.5
		AFS[1]	Fair value	13.1	20.3
Noncurrent receivables and securities from banking business	15	AFS[1]	Fair value	1,268.2	556.3
		Loans and receivables	Amortized cost	200.0	200.0
Other financial instruments	15	AFS[1]	Fair value	29.0	6.8
Other noncurrent assets	16, 17	Held for trading	Fair value	0	0.4
Financial instruments of Eurex Clearing AG	18	Held for trading	Fair value	143,178.4	121,684.3
Current receivables and securities from banking business	19	AFS[1]	Fair value	720.1	479.1
		Cash flow hedges	Fair value	0	9.1
		Loans and receivables	Amortized cost	6,453.8	7,939.5
		Held for trading	Fair value	18.5	0.3
Trade receivables		Loans and receivables	Amortized cost	207.4	210.7
Associate receivables		Loans and receivables	Amortized cost	8.6	5.7
Receivables from other investors		Loans and receivables	Amortized cost	1.5	1.0
Other current assets	17, 21	Held for trading	Fair value	0.3	1.8
		Loans and receivables	Amortized cost	131.3	19.2
		AFS[1]	Fair value	5.2	0
Restricted bank balances	22	Loans and receivables	Amortized cost	4,745.6	10,364.7
Other cash and bank balances		Loans and receivables	Amortized cost	559.7	482.8
Interest-bearing liabilities (excluding finance leases)	28	Liabilities at amortized cost	Amortized cost	1,195.8	1,186.8
		Net investment hedge[2]	Amortized cost	319.1	325.6

Consolidated balance sheet item (classification)	Note	Category	Measured at	Carrying amount 31 Dec. 2009 €m	Carrying amount 31 Dec. 2008 €m
Other noncurrent liabilities	17	Cash flow hedges	Fair value	0.4	1.2
		Fair value hedges	Fair value	5.9	4.2
		Held for trading	Fair value	0	0.4
		Puttable instruments[3]	Fair value	0	1.4
Financial instruments of Eurex Clearing AG	18	Held for trading	Fair value	143,178.4	121,684.3
Liabilities from banking business	31	Liabilities at amortized cost	Amortized cost	7,220.6	7,823.3
		Fair value hedges	Fair value	0	0.1
		Held for trading	Fair value	0	92.9
		Cash flow hedges	Fair value	0.4	0
Trade payables		Liabilities at amortized cost	Amortized cost	95.1	112.3
Payables to associates		Liabilities at amortized cost	Amortized cost	9.2	8.7
Payables to other investors		Liabilities at amortized cost	Amortized cost	13.9	9.4
Cash deposits by market participants		Liabilities at amortized cost	Amortized cost	4,741.5	10,220.7
Other current liabilities	17, 33	Cash flow hedges	Fair value	0.4	0.6
		Liabilities at amortized cost	Amortized cost	195.9	246.9
		Puttable instruments[3]	Fair value	2.2	0
		Held for trading	Fair value	0.9	0

1) Available-for-sale (AFS) financial assets
2) This relates to the private placements designated as hedging instruments of a net investment hedge (see note 17).
3) These are puttable equity instruments in accordance with IAS 32.18b that are attributable to the non-controlling shareholder and are required to be measured at fair value at the respective balance sheet date.

The carrying amount of other loans, current receivables and other assets as well as current and noncurrent receivables from banking business measured at amortized cost, restricted bank balances, and other cash and bank balances corresponds to their fair value.

The “other equity investments” item, which is carried at historical cost less any impairment losses, comprises non-listed equity instruments whose fair value cannot generally be reliably determined on a continuous basis. For the year under review, their fair value is estimated to be close to their carrying amount.

The bonds reported under interest-bearing liabilities have a fair value of €1,258.0 million (2008: €1,128.8 million). The fair values are the quoted prices of the bonds as at 31 December 2009. The fair value of the private placements is €327.3 million (2008: €359.3 million). This figure was calculated as the present value of the cash flows relating to the private placements on the basis of market parameters.

The carrying amount of current liabilities and cash deposits by market participants represents a reasonable approximation of fair value.

The financial assets and liabilities that are measured at fair value are to be allocated to the following three hierarchy levels: financial assets and liabilities are to be allocated to level 1 if there is a quoted price for identical assets and liabilities in an active market. They are allocated to level 2 if the inputs on which the fair value measurement is based are observable either directly (as prices) or indirectly (derived from prices). Financial assets and liabilities are allocated to level 3 if the fair value is determined on the basis of unobservable inputs.

Fair value hierarchy

	Fair value as at 31 Dec. 2009	thereof attributable to:		
		Level 1	Level 2	Level 3
	€m	€m	€m	€m
ASSETS				
Financial assets held for trading				
Derivatives				
Financial instruments of Eurex Clearing AG	143,178.4	143,178.4	0	0
Current receivables and securities from banking business	18.5	0	18.5	0
Other current assets	0.3	0	0.3	0
Total	**143,197.2**	**143,178.4**	**18.8**	**0**
Available-for-sale financial assets				
Equity instruments				
Other equity investments	13.1	9.3	3.8	0
Total	**13.1**	**9.3**	**3.8**	**0**
Debt instruments				
Other financial instruments	29.0	29.0	0	0
Current receivables and securities from banking business	720.1	720.1	0	0
Other current assets	5.2	5.2	0	0
Noncurrent receivables and securities from banking business	1,268.2	1,268.2	0	0
Total	**2,022.5**	**2,022.5**	**0**	**0**
Total assets	**145,232.8**	**145,210.2**	**22.6**	**0**
LIABILITIES				
Financial liabilities held for trading				
Derivatives				
Financial instruments of Eurex Clearing AG	143,178.4	143,178.4	0	0
Other current liabilities	0.9	0	0.9	0
Puttable instruments				
Other current liabilities	2.2	0	0	2.2
Total liabilities	**143,181.5**	**143,178.4**	**0.9**	**2.2**

Only puttable equity instruments are allocated to hierarchy level 3. As a result of measuring these instruments at fair value, an amount of €0.8 million was recognized in other operating expenses.

Consolidated Cash Flow Statement Disclosures

36. Cash flows from operating activities

After adjustments to net profit for the year for non-cash items, cash flows from operating activities amounted to €801.5 million (2008: €1,278.9 million). Operating cash flow per share (basic and diluted) was €4.31 (2008: basic and diluted operating cash flow per share €6.71 and €6.70, respectively). The entire cash flow from the net financial result (net interest income and result from equity investments) has been allocated to operating activities.

Noncurrent provisions increased by €19.3 million in the year under review (2008: decrease by €47.5 million). This is primarily due to the increase of €11.3 million in provisions for pensions and other employee benefits (see note 25).

The other non-cash expense consists of the following items:

Composition of other non-cash expense

	2009 €m	2008 €m
Fair value measurement of forward foreign exchange transactions at Clearstream	–18.2	0
Gains on the disposal of subsidiaries and equity investments	–16.5	–9.4
Equity method measurement	10.9	–5.0
Exchange rate differences relating to the short-term financing of the acquisition of ISE	0	–18.5
Miscellaneous	29.7	36.2
Total	**5.9**	**3.3**

Most of the gains on the disposal of subsidiaries and equity investments amounting to €–16.5 million relate to Scoach Holding AG (€–12.5 million). In 2008, this item included gains on the termination of a joint venture.

The increase in depreciation, amortization and impairment losses of €432.0 million (2008: increase of €11.1 million) is primarily due to impairment losses recognized on other intangible assets of ISE amounting to €415.6 million. In addition, the item includes an impairment loss on software of €20.0 million (see note 13).

The increase in deferred tax income of €190.4 million (2008: increase of €14.4 million) is primarily due to the reversal of deferred tax liabilities of €175.5 million in connection with the impairment of intangible assets of ISE.

The rise in current receivables and other assets of €42.6 million results in particular from an increase in current assets of €103.2 million, most of which is due to the termination of the financial loss liability insurance, net of the decrease in tax receivables of €45.1 million. In the previous year, the decline in current receivables and other assets was mainly driven by a decrease of €237.7 million in the open clearing positions of Eurex Clearing AG.

The decline in current liabilities by €2.3 million contains a decrease in trade payables and other current liabilities (excluding commercial paper) totalling €77.0 million, which was almost fully offset by a €74.7 million increase in tax provisions. The year-on-year change of €98.0 million is mainly attributable to the decline of €111.3 million in provisions for phantom stock options.

37. Cash flows from investing activities

Composition of payments to acquire noncurrent assets (excluding other noncurrent assets)

	2009 €m	2008 €m
Payments to acquire intangible assets, property, plant and equipment		
Payments to acquire intangible assets	135.3	40.1
Payments to acquire property, plant and equipment	37.0	54.4
Total payments to acquire intangible assets, property, plant and equipment	**172.3**	**94.5**
Payments to acquire noncurrent financial instruments	1,113.9	344.0
Payments to acquire investments in associates	1.4	122.3
Total	**1,287.6**	**560.8**

The acquisition of shares in subsidiaries led to a cash outflow of €51.0 million. It related to the acquisition of shares in STOXX Ltd., Market News International Inc. and Need to Know News, LLC. In the prior year, no shares had been acquired in subsidiaries.

Payment to acquire subsidiaries

	2009 €m	2008 €m
Purchase price	97.9	0
thereof earnout components outstanding	–18.0	0
less cash received	–28.9	0
Acquisition cost	**51.0**	**0**
Intangible assets	–394.7	0
Other noncurrent assets	–1.0	0
Receivables and other current assets	–16.7	0
Current and noncurrent liabilities	92.6	0
Non-controlling interests, revaluation surplus	288.5	0
Total assets and liabilities acquired	**–31.3**	**0**
Adjustment to earnout components recognized as liabilities	18.0	0
Remaining difference	**37.7**	**0**

The previously fully consolidated Scoach Holding S.A. was deconsolidated effective 31 December 2009 and classified as an associate because it is no longer controlled by Deutsche Börse AG. This resulted in the surrender of cash amounting to €5.9 million. Cash amounting to €24.6 million had been surrendered in the prior year in connection with the merger of ISE Stock Exchange, LLC and Direct Edge Holdings, LLC.

Effects of the disposal of subsidiaries, net of cash disposed

	2009 €m	2008 €m
Disposal proceeds	0	0
less cash disposed	–5.9	–24.6
Proceeds from the disposal of (shares in) subsidiaries and other equity investments, net of cash disposed	**–5.9**	**–24.6**
less assets and liabilities disposed		
Property, plant and equipment	0	–0.3
Other noncurrent assets	–1.8	0
Receivables and other current assets	–14.1	–2.9
Non-controlling interests	14.3	22.7
Merger of shareholders' equity into Direct Edge Holdings, LLC	0	2.5
Current liabilities	7.5	2.6
Gains on the disposal of equity investments	**0**	**0**

The net cash proceeds from the sale of available-for-sale noncurrent financial instruments amounted to €88.7 million (2008: €19.9 million). As in the previous year, the proceeds for 2009 largely correspond to the repayment at maturity of fixed-income securities.

38. Cash flows from financing activities

Net cash received from non-controlling shareholders relates to the acquisition of STOXX Ltd.; payments into the company's reserves were made in connection with this transaction. As part of the transaction, STOXX Ltd. took out long-term loans amounting to €11.1 million and short-term funds amounting to €3.7 million from non-controlling shareholders.

Repayment of long-term financing of €3.9 million relates to the repurchase of the hybrid bond issued in 2008. Proceeds from long-term financing of €1,481.6 million reported in the previous year relate to the acquisition of ISE in financial year 2007.

In addition, Deutsche Börse AG utilizes the commercial paper program to ensure appropriate liquidity. As at 31 December 2009, commercial paper with a nominal value of €100.0 million (31 December 2008: €202.0 million) was outstanding.

In 2009, a dividend of €390.2 million was distributed for 2008 (in 2008 for 2007: €403.0 million).

39. Reconciliation to cash and cash equivalents

To prevent receivables and liabilities from banking business from distorting the operating cash flow, such items with an original maturity of more than three months have been reported within cash flows from investing activities. Items with an original maturity of not more than three months are classified as cash and cash equivalents.

Commercial paper issued by Deutsche Börse AG was attributed to cash flows from financing activities.

Reconciliation to cash and cash equivalents

	31 Dec. 2009 €m	31 Dec. 2008 €m
Cash and bank balances	5,305.3	10,847.5
Reconciliation to cash and cash equivalents		
Current receivables from banking business	7,192.4	8,428.0
less loans to banks and customers with an original maturity of more than 3 months	–272.4	–202.1
less available-for-sale debt instruments	–448.1	–331.9
less available-for-sale fixed-income securities – money market instruments with an original maturity of more than 3 months	–82.0	–147.2
less derivative assets	–18.5	–9.1
Current liabilities from banking business	–7,221.0	–7,916.3
less derivative assets	0.4	0
Current liabilities from cash deposits by market participants	–4,741.5	–10,220.7
	–5,590.7	**–10,399.3**
Cash and cash equivalents	**–285.4**	**448.2**

In accordance with IAS 7 "Cash Flow Statements", cash flows arising from transactions in a foreign currency are recorded in the entity's functional currency. To this end, the foreign currency amount is translated into the functional currency at the exchange rate between the entity's functional currency and the foreign currency at the date of the cash flow.

Cash flows of a subsidiary in a different functional currency than that of the parent are adjusted by non-cash exchange rate differences arising from the translation into the functional currency, the euro.

The effect of exchange rate differences on cash and cash equivalents held in a foreign currency is reported separately in the cash flow statement in order to reconcile cash and cash equivalents at the beginning and the end of the period. The effect of exchange rate differences on cash and cash equivalents in financial year 2009 amounted to €2.5 million (2008: €11.7 million).

Cash and bank balances as at 31 December 2009 included restricted bank balances amounting to €4,745.6 million (2008: €10,364.7 million); for details see note 22.

Other Disclosures

40. Earnings per share

In accordance with IAS 33, earnings per share are calculated by dividing the net income by the weighted average number of shares outstanding.

In order to determine the average number of shares, the shares repurchased and reissued under the Group Share Plan (GSP) were included ratably in the calculation. The shares bought back under the share buy-back program in 2008 were removed from the calculation of the number of shares at the date of repurchase. In order to determine diluted earnings per share, the number of potentially dilutive ordinary shares that may be acquired under the GSP, the Stock Bonus Plan (SBP) or the ISE Group Share Plan, respectively (see also note 45), was added to the average number of shares. In order to calculate the number of potentially dilutive ordinary shares, the exercise prices were adjusted to reflect the fair value of the services still to be provided.

In contrast to the previous year, the 2007 tranche of SBP shares was no longer classified as potentially dilutive in the year under review, because the Company resolved to settle in cash the entitlements of this SBP tranche for 2010. The calculation of the number of potentially dilutive ordinary shares for 2008 was adjusted accordingly. In order to determine diluted earnings per share, all SBP tranches for which cash settlement has not been resolved are assumed to be settled with equity instruments – regardless of actual accounting in accordance with IFRS 2.

There were the following potentially dilutive rights to purchase shares as at 31 December 2009:

Calculation of the number of potentially dilutive ordinary shares

Tranche	Exercise price	Adjusted exercise price in accordance with IAS 33	Average number of outstanding options	Average price for the period[1]	Number of potentially dilutive ordinary shares as at
	€	€	2009	€	31 Dec. 2009
2004[2]	26.88	26.88	15,364	51.06	14,552
2005[2]	40.20	40.20	34,278	51.06	14,581
2006[2]	64.78	64.78	51,340	51.06	0
2007[3]	0	14.02	20,516	51.06	14,883
2008[4]	0	13.48	536,849	51.06	78,880
2009[5]	0	36.53	444,235	51.06	126,414
Total					**249,310**

1) Volume-weighted average price of Deutsche Börse AG shares on Xetra for the period 1 January to 31 December 2009
2) The 2004 to 2006 tranches comprise options under the Group Share Plan (GSP).
3) This relates to rights to GSP shares under the ISE Group Share Plan.
4) Potentially dilutive ordinary shares relate to rights to GSP shares under the ISE Group Share Plan and the Stock Bonus Plan (SBP) of ISE. This results in an adjusted exercise price of potentially dilutive ordinary shares of €15.72 per share. The options on SBP shares (422,876 options) included in the average number of outstanding options are not dilutive as at 31 December 2009.
5) This relates to rights to shares under the SBP for Executive Board members and senior executives as well as to rights to GSP shares under the ISE Group Share Plan.

As the volume-weighted average share price was higher than the adjusted exercise prices for the 2004 and 2005 tranches as well as for the 2007 to 2009 tranches, these stock options are considered dilutive under IAS 33. There were no further rights to subscribe for shares that could have potentially diluted earnings per share either as at 31 December 2009 or as at 31 December 2008.

Calculation of earnings per share (basic and diluted)

	2009[1]	2008[1]
Number of shares outstanding as at beginning of period	185,790,599	191,888,548
Number of shares outstanding as at end of period	185,922,690	185,790,599
Weighted average number of shares outstanding	185,859,470	190,529,299
Number of potentially dilutive ordinary shares	249,310	249,172[2]
Weighted average number of shares used to compute diluted earnings per share	186,108,780	190,778,471
Net income (€m)	496.1	1,033.3
Earnings per share (basic) (€)	2.67	5.42
Earnings per share (diluted) (€)	2.67	5.42[2]

1) Due to the switch to cash settlement, the SBP tranche 2007 was no longer included in the calculation of the potentially dilutive ordinary shares.
2) The numer of potentially dilutive ordinary shares was adjusted for the SBP shares of the 2007 tranche in order to enhance comparability with disclosures for the year under review. As a result, diluted earnings per share increased from €5.41 to €5.42.

41. Segment reporting

Segment reporting is governed by the internal organizational and reporting structure, which is broken down by markets and services into the following segments:

Internal organizational and reporting structure

Segment	Business areas
Xetra	■ Cash market using the Xetra electronic trading system and floor trading ■ Central counterparty for equities ■ Admission of securities to listing
Eurex	■ Electronic derivatives market trading platform Eurex ■ Electronic equity options trading platform ISE ■ Over-the-counter (OTC) trading platforms Eurex Bonds and Eurex Repo ■ Central counterparty for bonds, derivatives and repo transactions
Clearstream	■ Custody, administration and settlement services for domestic and foreign securities ■ Global securities financing services ■ Investment funds services
Market Data & Analytics	■ Sales of price information and information distribution ■ Index development and sales
Information Technology	■ Development, implementation and operation of technical infrastructures ■ Provision of IT solutions
Corporate Services	■ Group strategy ■ Responsibility for central functions

In accordance with IFRS 8, which Deutsche Börse Group applied for the first time in 2009, information on the segments is presented on the basis of internal reporting (management approach). Consequently, net segment assets were not reported.

Sales revenue is presented separately by external sales revenue and internal (inter-segment) sales revenue. Inter-segment services are charged on the basis of measured quantities or at fixed prices (e.g. the provision of data by Eurex to Market Data & Analytics). Services that are measured at a market price are charged on an arm's length or a cost-plus basis; these include services of the Information Technology segment, such as application development hours or data center services.

Segment reporting

	Xetra		Eurex		Clearstream	
	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m
External sales revenue	251.0	399.4	804.0	1,010.1	720.8	769.3
Internal sales revenue	0	0	0.3	0	8.3	8.7
Total sales revenue	**251.0**	**399.4**	**804.3**	**1,010.1**	**729.1**	**778.0**
Net interest income from banking business	0	0	0	0	97.4	236.6
Own expenses capitalized	6.9	8.3	31.2	20.6	10.0	9.2
Other operating income	15.3	14.7	73.4	78.3	4.8	0.5
Fee and commission expenses from banking business	0	0	0	0	–167.7	–177.8
Staff costs	–21.4	–25.6	–67.2	–62.3	–81.8	–102.2
Depreciation, amortization and impairment losses	–7.7	–7.2	–494.4	–61.9	–19.8	–24.3
Other operating expenses	–146.4	–165.3	–374.0	–385.1	–236.9	–230.4
Result from equity investments	–3.5	–4.9	–11.1	–2.2	–0.4	0
Earnings before interest and tax (EBIT)	**94.2**	**219.4**	**–37.8**	**597.5**	**334.7**	**489.6**
Net financial result	0.1	0.3	17.3	24.5	0	0
Earnings before tax (EBT)	**94.3**	**219.7**	**–20.5**	**622.0**	**334.7**	**489.6**
Investments in intangible assets, property, plant and equipment	6.9	8.5	45.7	20.9	14.3	12.1
Employees (as at 31 December)	165	177	395	355	1,009	964
EBIT margin (%)[3]	**37.5**	**54.9**	**–4.7**	**59.2**	**46.4**	**63.6**

1) The reconciliation column shows the elimination of intragroup sales revenue and profits.
2) Excluding investments in intangible assets relating to the acquisition of STOXX Ltd. (€74.0 million)
3) Including result from equity investments
4) Based on the total of internal and external sales revenue

Further services are billed to users on the basis of fully absorbed costs using an allocation key, for example the billing of building usage at absorbed costs (excluding rental expense provisions, which remain in the Corporate Services segment), on the basis of used space.

The calculation of the underlying quantities is based on the relevant usage; price changes are driven by changes in costs. Overall, there were no material changes required to be reported under IFRS 8.

Due to their insignificance to segment reporting, the “financial income” and “financial expense” items have been combined to produce the “net financial result”.

Market Data & Analytics		Information Technology		Corporate Services		Total of all segments		Reconciliation[1]		Group	
2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m	2009 €m	2008 €m
188.5	180.6	97.4	95.7	0	0	2,061.7	2,455.1	0	0	2,061.7	2,455.1
9.9	11.3	409.5	393.1	0	0	428.0	413.1	–428.0	–413.1	0	0
198.4	**191.9**	**506.9**	**488.8**	**0**	**0**	**2,489.7**	**2,868.2**	**–428.0**	**–413.1**	**2,061.7**	**2,455.1**
0	0	0	0	0	0	97.4	236.6	0	0.2	97.4	236.8
0.4	0.3	0	0	0	0	48.5	38.4	–15.6	–10.4	32.9	28.0
1.6	2.5	17.0	17.2	306.1	230.7	418.2	343.9	–287.6	–277.2	130.6	66.7
0	0	0	0	0	0	–167.7	–177.8	0	0	–167.7	–177.8
–20.5	–16.7	–144.2	–143.0	–70.8	–71.6	–405.9	–421.4	0	0	–405.9	–421.4
–1.6	–2.0	–39.0	–37.6	–16.5	–13.5	–579.0	–146.5	9.9	9.4	–569.1	–137.1
–82.6	–82.0	–220.6	–206.2	–192.1	–169.9	–1,252.6	–1,238.9	715.3	691.2	–537.3	–547.7
10.2	12.9	0	0	0	0	–4.8	5.8	0	0	–4.8	5.8
105.9	**106.9**	**120.1**	**119.2**	**26.7**	**–24.3**	**643.8**	**1,508.3**	**–6.0**	**0.1**	**637.8**	**1,508.4**
0.1	0.4	0	0	–97.2	–64.7	–79.7	–39.5	0	0	–79.7	–39.5
106.0	**107.3**	**120.1**	**119.2**	**–70.5**	**–89.0**	**564.1**	**1,468.8**	**–6.0**	**0.1**	**558.1**	**1,468.9**
1.0	0.4	24.2	39.1	21.8	23.9	113.9	104.9	–15.6	–10.4	98.3[2]	94.5
272	160	1,266	1,258	493	481	3,600	3,395	0	0	3,600	3,395
56.2	**59.2**	**23.7[4]**	**24.4[4]**	**n.a.**	**n.a.**	**n.a.**	**n.a.**	**n.a.**	**n.a.**	**30.9**	**61.4**

In gross terms, i.e. including intercompany profits and losses and costs that cannot be capitalized at the Group level, which are all eliminated, impairment losses on intangible assets (excluding software) of ISE of €415.6 million and on ISE software amounting to €2.1 million (2008: €5.0 million on ISE software) were recognized in the Eurex segment. In addition, impairment losses of €13.2 million were recognized on the Eurex Credit Clear system in the Eurex segment and of €4.6 million on the Converter system in the Clearstream segment (2008: €2.1 million on Reference Data Factory and Self-Collateralisation).

Non-cash valuation allowances and bad debt losses resulted from the following segments:

Breakdown of non-cash valuation allowances and bad debt losses

	2009 €m	2008 €m
Xetra	0.6	2.0
Eurex	0.4	0.4
Clearstream	0	0
Market Data & Analytics	0	0.7
Information Technology	0	2.6
Corporate Services	0	0.2
Total	**1.0**	**5.9**

Deutsche Börse Group's business model – and in particular that of its Xetra, Eurex, Clearstream and Market Data & Analytics segments – is focused on an internationally operating participant base and pricing does not differ depending on the customer's location. From a price, margin and risk perspective, this means that it is unimportant whether sales revenue is generated from German or non-German participants.

The risks and returns from the activities of the subsidiaries operating within the economic environment of the European Monetary Union (EMU) do not differ significantly from each other on the basis of the factors to be considered in identifying the geographical segments under IFRS 8. As a result, Deutsche Börse Group has identified the following geographical segments: the Euro zone, the rest of Europe, America and Asia/Pacific.

Sales revenue is allocated to the individual segments according to the customers' domicile, while investments are allocated according to the company's domicile and employees according to their location.

Secondary segments

	Sales revenue		Investments		Number of employees	
	2009 €m	2008 €m	2009 €m	2008 €m	2009	2008
Euro zone	1,406.4	1,642.5	101.7	99.8	2,760	2,770
Rest of Europe	715.7	851.3	5.3	0.1	436	316
America	304.1	331.4	5.4	5.0	341	280
Asia/Pacific	63.5	43.0	1.5	–	63	29
Total of all segments	**2,489.7**	**2,868.2**	**113.9**	**104.9**	**3,600**	**3,395**
Reconciliation	–428.0	–413.1	–15.6	–10.4	–	–
Group	**2,061.7**	**2,455.1**	**98.3**[1)]	**94.5**	**3,600**	**3,395**

1) Excluding investments in intangible assets relating to the acquisition of STOXX Ltd. (€74.0 million)

42. Financial risk management

Deutsche Börse Group presents the qualitative disclosures required by IFRS 7 in detail in the Group management report (see explanations in the risk report), such as the nature and extent of risks arising from financial instruments, as well as the objectives, strategies and methods used to manage risk.

Financial risks arise at Deutsche Börse Group mainly in the form of credit risk, market price risk and liquidity risk and are quantified using the "value at risk" (VaR) concept (please refer to the risk report for detailed disclosures). The VaR – including other risks like operational and business risk – is compared with the current EBIT forecast so as to test the Group's ability to absorb losses. The financial VaR is largely determined by credit risk. The credit VaR is calculated for each business day. Neither market price risk nor liquidity risk are material risk categories for the Group; the financial VaR is calculated at the end of each month and, as in the previous year, amounted to less than €100.0 million throughout the financial year and as at 31 December 2009.

The Group evaluates its risk situation on an ongoing basis. In the view of the Executive Board, no significant change in the risk situation and, thus, no threat to the continued existence of the Group can be identified at this time.

Credit risk

Credit risks arise in Deutsche Börse Group from the following items:

Classification of financial instruments

			Carrying amounts – maximum risk position		Collateral	
	Segment	Note	Amount as at 31 Dec. 2009 €m	Amount as at 31 Dec. 2008 €m	Amount as at 31 Dec. 2009 €m	Amount as at 31 Dec. 2008 €m
Collateralized cash investments						
Overnight money invested under securities repurchase agreements	Eurex[1]		499.7	1,500.2	782.7	1,584.3
Interest-bearing receivables	Clearstream	15	200.0	200.0	190.0	194.1
Reverse repurchase agreements	Eurex[1]		3,797.3	8,381.4	3,816.6	8,456.4
	Clearstream	19	2,955.8	2,910.9	2,945.5[2]	2,937.0
	Corporate Services[1]		193.3	100.5	194.3	100.5
			7,646.1	**13,093.0**	**7,929.1**	**13,272.3**
Uncollateralized cash investments						
Money market lendings – central banks	Eurex[1]		492.9	428.5	0	0
	Clearstream	19	1,197.0	1,900.0	0	0
Money market lendings – other counterparties	Eurex[1]		40.3	76.5	0	0
	Clearstream	19	401.7	976.7	0	0
	Corporate Services[1]		157.5	141.0	0	0
Balances on nostro accounts	Clearstream	19	1,475.9	1,349.2	0	0
	Group[1]		120.2	75.6	0	0
Restricted balances with central banks	Clearstream	22	4.1	144.0	0	0
Fixed-income securities – money market instruments	Clearstream	19	272.0	147.2	0	0
Other fixed-income securities	Clearstream	15, 19	711.5	739.8	0	0
Floating rate notes	Clearstream	15, 19	1,004.8	148.4	0	0
	Group	15	4.0	0	0	0
Treasury bonds	Eurex[1]	15, 21	21.7	0	0	0
			5,903.6	**6,126.9**	**0**	**0**
Loans for settling securities transactions						
Technical overdraft facilities	Clearstream	19	405.7	722.3	n.a.[3]	n.a.[3]
Automated Securities Fails Financing[4]	Clearstream		750.7	538.4	1,136.1	738.0
ASLplus securities lending[4]	Clearstream		17,595.5	6,179.1	18,452.6	6,908.7
Committed credit facilities for customers without own TARGET2 accounts[4]	Clearstream		0	9.9	0	10.0
			18,751.9	**7,449.7**	**19,588.7**	**7,656.7**
Total			32,301.6	26,669.6	27,517.8	20,929.0

	Segment	Note	Carrying amounts – maximum risk position		Collateral	
			Amount as at 31 Dec. 2009 €m	Amount as at 31 Dec. 2008 €m	Amount as at 31 Dec. 2009 €m	Amount as at 31 Dec. 2008 €m
Balance brought forward			32,301.6	26,669.6	27,517.8	20,929.0
Other receivables						
Trade receivables	Group		207.4	210.7	0	0
Associate receivables	Group		8.6	5.7	0	0
Receivables from other investors	Group		1.5	1.0	0	0
Interest receivables	Clearstream	19	17.7	80.4	0	0
			235.2	297.8	0	0
Financial instruments of Eurex Clearing AG (central counterparty)			36,240.1[5)]	54,054.5[5)]	53,439.8[6)]	73,190.7[6)]
Derivatives		17	18.8	11.6	0	0
Total			68,795.7	81,033.5	80,957.8	94,119.7

1) Presented in the items "restricted bank balances" and "other cash and bank balances"
2) Total of fair value of cash (€30.9 million) and securities collateral (€2,914.6 million) received under reverse repurchase agreements
3) The portfolio of deposited collateral is not directly attributed to any utilization, but is determined by the scope of the entire business relationship and the limits granted.
4) Off-balance-sheet items
5) Net value of all margin requirements resulting from executed trades as of 31 December 2009. This figure represents the risk-orientated view of Eurex Clearing AG while the carrying amount of the position "financial instruments of Eurex Clearing AG" in the balance sheet shows the gross amount of the open trades according to IAS 32.
6) Fair value of cash and securities collateral deposited for margins covering net value of all margin requirements.

Cash investments

Deutsche Börse Group is exposed to credit risk in connection with the investment of cash funds. The Group mitigates such risks by investing short-term funds to the extent possible on a collateralized basis, e.g. via reverse repurchase agreements.

According to the treasury policy, only bonds with a minimum rating of AA– issued by governments, supranational institutions and banks are eligible as collateral. In the course of the financial crisis, eligibility criteria have been tightened to allow only government-issued or government-backed securities.

The fair value of securities received under reverse repurchase agreements (Clearstream subgroup, Eurex Clearing AG and Deutsche Börse AG) was €7,708.2 million (2008: €13,078.2 million). The Clearstream subgroup is allowed to repledge the securities received to central banks.

The fair value of securities received under reverse repurchase agreements repledged to central banks amounted to €2,914.6 million as at 31 December 2009 (2008: €2,937.0 million). The contract terms are based on recognized bilateral master agreements.

Uncollateralized cash investments are permitted only for counterparties with sound creditworthiness within the framework of defined counterparty credit limits or in the form of investments in money market funds as well as US treasuries and municipal bonds with maturities of less than two years. The Clearstream subgroup assesses counterparty credit risk on the basis of an internal rating system. The remaining Group companies use external ratings available to them. Within the framework of previously defined counterparty credit limits, Group companies that do not have bank status can also invest cash with counterparties that are not externally rated, but instead are members of a deposit protection scheme. The corresponding counterparty limits are always well below the liability limits of the relevant protection scheme.

Part of the available-for-sale fixed-income securities and floating rate notes held by Clearstream are pledged to central banks to collateralize the settlement facility obtained. The fair value of pledged securities was €1,748.7 million as at 31 December 2009 (2008: €754.1 million).

Loans for settling securities transactions

Clearstream grants customers technical overdraft facilities to maximize settlement efficiency. These settlement facilities are subject to internal credit review procedures. They are revocable at the option of the Clearstream subgroup and are largely collateralized. Technical overdraft facilities amounted to €93.7 billion as at 31 December 2009 (2008: €83.6 billion). Of this amount, €2.8 billion (2008: €3.0 billion) is unsecured, whereby a large proportion relates to credit lines granted to central banks and other state-guaranteed institutions. Actual outstandings at the end of each business day generally represent a small fraction of the facilities and amounted to €405.7 million as at 31 December 2009 (2008: €722.3 million); see note 19.

Clearstream also guarantees the risk resulting from the Automated Securities Fails Financing program it offers to its customers. However, this only applies when the risk is collateralized. In the absence of collateral, this risk is covered by third parties. Guarantees given under this program amounted to €750.7 million as at 31 December 2009 (2008: €538.4 million).

Under the ASLplus securities lending program, Clearstream Banking S.A. had securities borrowings from various counterparties totalling €17,595.5 million as at 31 December 2009 (2008: €6,179.1 million). These securities were fully lent to other counterparties. Collateral received by Clearstream Banking S.A. in connection with these loans amounted to €18,452.6 million (2008: €6,908.7 million).

During 2009, Clearstream Banking AG discontinued a service where, as part of the national securities settlement process, it provided credit facilities to customers without an own TARGET2 account against collateral security. Credit facilities had amounted to €53.0 million as at 31 December 2008. Of this amount, €9.9 million had been committed. The fair value of collateral received under these credit commitments had been €10.0 million. In 2008 and 2009, no losses from the credit business occurred on any of the types of transaction described.

Other receivables

Trading, settlement and custody fees are generally collected without delay by direct debit. Fees for other services, such as the provision of data and information, are mainly settled by transfer. As a result of default by customers, receivables of €1.5 million (2008: €7.6 million) relating to fees for trading and provision of data and IT services are not expected to be collectable.

Financial instruments of Eurex Clearing AG (central counterparty)

To safeguard Eurex Clearing AG against the risk of default by a clearing member, the clearing conditions require the clearing members to deposit margins in the form of cash or securities on a daily basis or an intraday basis in the amount stipulated by Eurex Clearing AG. Additional security mechanisms of Eurex Clearing AG are described in detail in the risk report.

The aggregate margin calls (after haircuts) based on the executed transactions was €36,240.1 million at the reporting date (2008: €54,054.5 million). In fact, collateral totalling €47,987.7 million (2008: €64,794.4 million) was deposited.

Composition of Eurex Clearing AG's collateral

	Collateral value as at 31 Dec. 2009[1] €m	Collateral value as at 31 Dec. 2008[1] €m	Fair value as at 31 Dec. 2009 €m	Fair value as at 31 Dec. 2008 €m
Cash collateral (cash deposits)	4,737.0	10,216.2	4,737.0	10,216.2
Securities and book-entry securities collateral	43,250.7	54,578.2	48,702.8	62,974.5
Total	**47,987.7**	**64,794.4**	**53,439.8**	**73,190.7**

There were also third-party bank guarantees for clearing members of Eurex Clearing AG amounting to €122.5 million and CHF15.3 million as at the year-end (2008: €182.4 million and CHF15.3 million).

In contrast to the risk-oriented net analysis of the transactions via the central counterparty, the gross amounts are reported in the balance sheet, as the offsetting rules defined in IAS 32 cannot be met. For a detailed explanation of this balance sheet item, see section “financial instruments of Eurex Clearing AG (central counterparty)” in note 3 while note 18 shows an analysis of the carrying amount of €143,178.4 million as at 31 December 2009 (2008: €121,684.3 million).

Credit risk concentrations

Deutsche Börse Group's business model and the resulting business relationships with a large part of the financial sector mean that, as a rule, concentrations of risk on individual counterparties are avoided. Potential concentrations of credit risk are monitored against counterparty credit limits. The regulatory requirements, such as those arising under the Großkredit- und Millionenkreditverordnung (GroMiKV, Ordinance governing Large Exposures and Loans of €1.5 million or more) in Germany, are complied with. See note 23 for an explanation of regulatory capital requirements.

Deutsche Börse Group carries out VaR calculations in order to detect concentration risks. In 2009, no significant credit concentrations were assessed.

The VaR from credit risks is calculated for each business day. As in the previous year, over the course of the reporting year as well as on the balance sheet date, it was always less than €100.0 million.

Market price risk

As part of the annual planning, the treasury policy of Deutsche Börse Group is implemented in such a way that any net earnings exposure from currencies must be hedged through foreign exchange transactions, if the unhedged exposure exceeds 10 percent of consolidated EBIT. Foreign exchange exposures below 10 percent of consolidated EBIT may also be hedged.

During the year, actual foreign exchange exposure is monitored against the latest EBIT forecast. In case of an overstepping of the 10 percent threshold, the exceeding amount must be hedged.

In addition, the policy stipulates that intraperiod open foreign exchange positions are closed when they exceed €15.0 million. This policy was complied with as in the previous year; as at 31 December 2009, there were no significant net foreign exchange positions.

Currency risks in the Group arise mainly from the operating results and balance sheet of ISE, which are denominated in US dollars, plus that part of Clearstream's sales revenue and interest income less expenses which is directly or indirectly generated in US dollars. As at 31 December 2009, ISE accounted for 25 percent of the Eurex segment's sales revenue. In addition, the Clearstream segment generated sales revenue and interest income (9 percent; 2008: 12 percent) directly or indirectly in US dollars.

Eurex receives interest on intraday margin calls paid in US dollars. These exposures are partially offset by operating costs incurred in US dollars.

Acquisitions where payment of the purchase price results in currency risk are generally hedged.

The Group partially has hedged its investment in ISE against foreign currency risks by issuing fixed-income US dollar debt securities. The investment in ISE (hedged item) constitutes a net investment in a foreign operation. The US dollar securities designated as hedging instruments for the net investment hedge were issued in a nominal amount of US$460.0 million.

Interest rate risks in the operating business arise largely in the Clearstream segment. As forecasts of future cash balances are inherently uncertain, derivatives (see note 17) may be used to lock in fixed rates on part of the expected cash balances. Interest rate swaps are primarily used when forward interest rates are judged to be attractive. Transactions entered into during 2008 to hedge the interest rate risk resulting from the reinvestment of customer cash balances during the remainder of 2008 and in 2009 fulfilled the criteria to be recognized as cash flow hedges under IAS 39 "Financial Instruments: Recognition and Measurement" until 30 September 2009, at which date the designation was revoked. Transactions entered into during 2007 to hedge the interest rate risk resulting from the reinvestment of customer cash balances in 2008 fulfilled those criteria until October 2008, when hedge effectiveness fell outside the ineffectiveness limits stipulated by IAS 39 (80 to 125 percent). In both cases, hedge accounting was therefore discontinued and related interest rate swaps have been reclassified as trading derivatives.

During 2008, Clearstream further limited its exposure to interest rate risk resulting from the reinvestment of future cash balances by acquiring nominal €300.0 million fixed-income securities with maturity dates varying from 16 October 2009 to 29 October 2009. Such securities though are not part of a hedging relationship as defined by IAS 39. They are recognized as available-for-sale financial assets.

Interest rate risks arise further from debt financing of acquisitions. The acquisition of ISE was financed through senior and hybrid debt. Senior debt was issued in euros and US dollars with tenors of five to twelve years and fixed coupons for the life of the instruments. The hybrid debt issue has a fixed coupon for the first five years to be refixed in case the instrument is not called.

Equity price risks arise to a limited extent from contractual trust arrangements (CTAs). In addition, there are equity price risks arising from strategic equity investments in other exchange operators.

A VaR is calculated at the end of each month for market price risks that can arise in connection with cash investments or borrowing as a result of fluctuations in interest rates and foreign exchange rates as well as through hedging corporate transactions. Over the course of the financial year and on 31 December 2009, this VaR was always less than €3.0 million.

In financial year 2009, impairment losses amounting to €3.3 million (2008: €10.0 million) were recognized in income for strategic investments that are not included in the VaR for market price risk.

Liquidity risk

Liquidity risk may arise from potential difficulties in renewing maturing financing, such as commercial paper and bilateral and syndicated credit facilities. In addition, required financing for unexpected events may cause liquidity risk. Most of the Group's cash investments are short-term to ensure availability of liquidity, should the need arise.

Liquidity risk arises from potential difficulties to meet current and future cash flows and collateral needs in support of the settlement activities of Clearstream's customers. Liquidity risk is managed by matching the duration of investments and liabilities, restricting investments in potentially illiquid or volatile asset classes, authorizing the Clearstream subgroup to repledge securities received with central banks and maintaining sufficient financing facilities to overcome unexpected demands for liquidity. Most of the Group's cash investments are short-term.

Eurex Clearing AG remains almost perfectly matched with respect to the durations of received customer cash margins and investments while the Clearstream subgroup may invest customer balances up to a maximum of six months (see note 34 for an overview of the maturity structure). Eurex Clearing AG may place limited amounts with tenors of up to one month.

Contractually agreed credit lines

Company	Purpose of credit line		Currency	Amount as at 31 Dec. 2009 million	Amount as at 31 Dec. 2008 million
Deutsche Börse AG	working capital[1]	– interday	€	605.0	405.0
Eurex Clearing AG	settlement	– interday	€	370.0	370.0
	settlement	– intraday	€	700.0	700.0
	settlement	– interday	CHF	200.0	200.0
Clearstream Banking S.A.	working capital[1]	– interday	US$	1,000.0	1,000.0
	settlement in Germany (uncommitted)	– interday	€	0	3,500.0
Clearstream Banking AG	domestic settlement in Germany (committed)	– interday	€	0	9.9

1) €400.0 million of Deutsche Börse AG's working capital credit line is a sub-credit line of Clearstream Banking S.A.'s US$1.0 billion working capital credit line.

Clearstream Banking S.A. has a bank guarantee (letter of credit) in the favour of Euroclear Bank S.A./N.V. issued by an international consortium to secure daily deliveries of securities between Euroclear and Clearstream. This guarantee amounted to US$3.0 billion as at 31 December 2009 (2008: US$5.6 billion). Euroclear Bank S.A./N.V. has also issued a corresponding guarantee in the favour of Clearstream Banking S.A.

Furthermore, Eurex Clearing AG holds a credit facility of US$2.1 billion granted by Euroclear Bank S.A./N.V. in order to increase the settlement efficiency.

In January, Eurex Clearing AG established a new credit line of €300.0 million in addition to the existing credit lines in order to ensure the clearing efficiency of Eurex Clearing AG in its function as central counterparty.

A commercial paper program offers Deutsche Börse AG an opportunity for flexible, short-term financing, involving a total facility of €2.5 billion in various currencies. As at year-end, outstanding commercial paper amounted to €100.0 million (2008: €202.0 million).

Clearstream Banking S.A. also has a commercial paper program with a program limit of €1.0 billion, which is used to provide additional short-term liquidity. As at 31 December 2009, commercial paper with a nominal value of €180.0 million had been issued (2008: €35.0 million).

As in the previous year, Standard & Poor's assessed Deutsche Börse AG's long-term credit rating at AA as at 31 December 2009. Deutsche Börse AG's commercial paper program was again awarded the best possible short-term rating of A–1+.

The long-term credit ratings by Fitch and Standard & Poor's for Clearstream Banking S.A. also remained unchanged over the previous year at AA. As in the previous year, Clearstream Banking S.A.'s commercial paper program was rated F1+ by Fitch and A–1+ by Standard & Poor's.

Over the course of the year, the VaR from liquidity risks was always less than €2.0 million at the end of each month, as well as at 31 December 2009, as in the previous year.

43. Other financial obligations

Group expenses in connection with long-term contracts relating to maintenance contracts and other contracts in the coming years amount to €127.2 million (2008: €175.9 million).

Breakdown of future financial obligations

	31 Dec. 2009 €m	31 Dec. 2008 €m
Up to 1 year	80.9	112.2
1 to 5 years	37.4	53.6
More than 5 years	8.9	10.1
Total	**127.2**	**175.9**

Obligations resulting from insurance policies amount to €5.0 million in 2010 (2009: €5.6 million).

Deutsche Börse AG completed an investment protection agreement with SIX Group AG. If SIX Group AG reduces its indirect share in the profit of Eurex companies, the agreement obligates Deutsche Börse AG to make a compensatory payment to SIX Group AG for the reduction of the indirect share in International Securities Exchange Holdings, Inc.

In connection with the cooperation agreement between SIX Swiss Exchange AG and Deutsche Börse AG with regard to both parties' participation in Scoach Holding S.A., Deutsche Börse AG has the right and the obligation, at the end of the cooperation after expiration of the term or termination of the agreement, to retain the holding company as sole shareholder. This obligation results in a contingent liability for Deutsche Börse AG to SIX Swiss Exchange AG to acquire the shares SIX Swiss Exchange AG holds in the holding company without fair value being measured. In addition, Deutsche Börse AG has to make a compensation payment if the net financial liabilities and assets surplus to business requirements of Scoach Schweiz AG, which is allocated to SIX Group, and of Scoach Europa AG, which is allocated to Deutsche Börse Group, are not of equal value.

44. Leases

Finance leases
Finance leases relate to IT hardware components that are used operationally in Deutsche Börse Group and are not subleased.

Minimum lease payments from finance leases

	31 Dec. 2009 €m	31 Dec. 2008 €m
Up to 1 year	0.6	0.2
1 to 5 years	0	0.6
Total	**0.6**	**0.8**
Discount	–0.1	–0.1
Present value of minimum lease payments	**0.5**	**0.7**

No contingent rent is provided for under the terms of the leases. The corresponding agreements do not contain any escalation clauses.

Operating leases (as lessee)
In addition to finance leases, the Group has also entered into leases that must be classified as operating leases on the basis of their economic substance; this means that the leased asset is allocated to the lessor. These leases relate mainly to buildings, IT hardware and software.

Minimum lease payments from operating leases

	31 Dec. 2009 €m	31 Dec. 2008 €m
Up to 1 year	72.1	73.3
1 to 5 years	190.7	146.6
More than 5 years	207.9	118.6
Total	**470.7**	**338.5**

In the year under review, €79.3 million (2008: €72.2 million) in minimum lease payments was recognized as an expense.

Operating leases for buildings, some of which are sublet, have terms of between one and 15 years. They usually terminate automatically when the lease expires. The Group has options to extend some leases.

Rental income expected from sublease contracts

	31 Dec. 2009 €m	31 Dec. 2008 €m
Up to 1 year	2.9	4.9
1 to 5 years	0.9	2.8
Total	**3.8**	**7.7**

45. Phantom Stock Option Plan, Stock Bonus Plan and Group Share Plan

Phantom Stock Option Plan
Following its IPO on 5 February 2001, Deutsche Börse AG established a phantom stock option program for Executive Board members and senior executives of Deutsche Börse AG and its subsidiaries. The program was extended to members of the Supervisory Board effective from 28 May 2003; however, this extension was revoked under an amendment to the Articles of Association dated 25 May 2005. The options were granted under the phantom stock option plan for Executive Board members and senior executives for the last time in 2006 and the plan was replaced by a new stock bonus plan in 2007.

In accordance with IFRS 2, an adapted “exchange options” model (spread option model) was used to calculate the value of the stock options.

The same valuation model was applied to all options granted under the phantom stock option plan. The value calculated best reflects the value of the services received. The phantom stock options have a maximum term of five years and a vesting period of three years. The options can be exercised in each quarter of the subsequent two years in 14-day exercise windows. If options have not been exercised by the last day of the exercise period, the holder is treated as if he had exercised the options. The amount of the cash payout depends on the relative performance of Deutsche Börse AG shares (adjusted for dividend payments) against the STOXX® Europe 600 Technology index as the benchmark index (€1.00 per 1 percent outperformance).

Valuation parameters for stock options

		as at 31 Dec. 2009	as at 31 Dec. 2008
60-day average of Deutsche Börse AG shares	€	56.71	56.15
60-day average of STOXX® Europe 600 Technology	Points	239.42	206.24
Volatility of Deutsche Börse AG shares[1]	%	17.81/47.27	52.6–66.2
Volatility of STOXX® Europe 600 Technology[2]	%	11.49/28.89	33.5–48.4
Correlation[3]	%	46.37/59.54	60.1–64.9

1) The underlying volatility of the individual tranches was 17.81 percent (2008: 66.2 percent) for the 2005 tranche and 47.27 percent (2008: 52.6 percent) for the 2006 tranche.
2) The volatility of the index was 11.49 percent (2008: 42.0 percent) for the 2005 tranche and 28.89 percent (2008: 33.5 percent) for the 2006 tranche.
3) The correlation was 46.37 percent (2008: 64.9 percent) for the 2005 tranche and 59.54 percent (2008: 61.3 percent) for the 2006 tranche.

The option pricing model does not include any exercise hurdles and assumes that options will be held for the maximum holding period. The volatilities applied correspond to the market volatilities of comparable options with matching maturities.

Valuation of stock options

	Balance as at 31 Dec. 2009 Number	Opening share price[1] €	Opening index price Points	Intrinsic value/ option €	Option value/ option €	Payment obligation €m	Provision as at 31 Dec. 2009 €m
Tranche 2005	6,715	20.96	302.64	191.45	191.45	1.3	1.3
Tranche 2006	45,879	41.55	365.27	70.94	70.94	3.2	3.2
Total	**52,594[1]**					**4.5**	**4.5**

1) As at 31 December 2009, all tranches were exercisable.

At the reporting date of 31 December 2009, current provisions of €4.5 million (2008: €33.6 million) were reported, of which none were attributable to members of the Executive Board (2008: €6.3 million) and none to members of the Supervisory Board (2008: €0.4 million). As a result of the reduced out-performance, income in the financial year was €2.6 million (2008: €6.0 million). Of this amount, €0.3 million (2008: €1.1 million) was attributable to members of the Executive Board and no income for members of the Supervisory Board (2008: €0.4 million). For details of the stock options granted to members of the Executive Board, please also refer to the remuneration report.

Change in number of stock options allocated

	Balance as at 31 Dec. 2008	Options allocated	Options exercised	Options forfeited	Balance as at 31 Dec. 2009
To the Supervisory Board	1,820	0	1,820	0	0
To the Executive Board	82,849	0	82,849	0	0
To other senior executives	323,999	0	269,089	2,316	52,594
Total stock options allocated	**408,668**	**0**	**353,758**	**2,316**	**52,594**

The average exercise price of the 353,758 (2008: 345,999) stock options paid out during the year under review amounted to €75.47 (2008: €428.40).

Stock Bonus Plan (SBP)

The Company had introduced a Stock Bonus Plan for the members of the Executive Board and senior executives as a long-term incentive component in 2007, replacing the phantom stock option plan of previous years. In the year under review, the Company established an additional tranche of the SBP program.

In addition, the Stock Bonus Plan was also introduced for the US subsidiary International Securities Exchange Holdings, Inc. in the year 2007 in accordance with the resolution of ISE's Compensation Committee.

In order to participate in the SBP, a beneficiary must have earned a bonus. The number of stock options is determined by the amount of the individual and performance-based SBP bonus for the financial year, divided by the average market price of the Company (closing auction price of Deutsche Börse shares in electronic trading on the Frankfurt Stock Exchange) in the fourth quarter of the financial year in question. Neither the converted SBP bonus nor the stock options will be paid at the time the bonus is determined. Rather, the entitlements are generally received two years after having been granted ("waiting period"). Within this period, beneficiaries cannot assert shareholder rights (in particular, the right to receive dividends and attend the Annual General Meeting). The beneficiaries' claims resulting from the SBP are calculated on the first trading day following the last day of the waiting period. The current market price at that date (closing auction price of Deutsche Börse shares in electronic trading on the Frankfurt Stock Exchange) is multiplied by the number of SBP shares. The Company has the option to settle a beneficiary's claim in cash or shares. In the year under review, the Company decided to settle claims from the 2007 tranche falling due in 2010 in cash.

In accordance with IFRS 2, the Company uses an adjusted Black-Scholes model (Merton model) to calculate the fair value of the stock options.

Valuation parameters for SBP shares

		Tranche 2009	Tranche 2008	Tranche 2007	Tranche 2007 ISE
Risk-free interest rate	%	1.33	0.77	0.77	0.77
Volatility of Deutsche Börse AG shares	%	57.86	47.27	17.81	17.81
Dividend yield	%	5.27	4.78	4.34	4.34
Exercise price	€	0	0	0	0

The valuation model does not take exercise hurdles into account. The volatilities applied correspond to the market volatilities of comparable options with matching maturities.

Valuation of SBP shares

	Balance as at 31 Dec. 2009[1] Number	Deutsche Börse AG share price as at 31 Dec. 2009 €	Intrinsic value/ option[2] €	Fair value/ option[2] €	Settlement obligation[2] €m	Provision as at 31 Dec. 2009 €m
Tranche 2007	101,361	58.00	58.00	57.78	5.9	5.6
Tranche 2007 ISE	30,061	58.00	58.00	57.78	1.7	1.7
Tranche 2008	424,908	58.00	58.00	55.13	23.4	15.0
Tranche 2009	163,333[3]	58.00	58.00	52.10	8.5	2.6
Total	**719,663[3]**				**39.5**	**24.9**

1) There was no portfolio of exercisable SBP shares as at 31 December 2009.
2) As at the balance sheet date
3) As the grant date for the 2009 tranche is not until the 2010 financial year, the number indicated for the balance sheet date may change subsequently.

As a result of the decision in the year under review to settle the 2007 tranche in cash, a total of €22.7 million for the number of SBP shares from all tranches has been reclassified to provisions in accordance with IFRS 2. The amount of provision results from the measurement of the number of SBP shares with the fair value of the closing auction price of Deutsche Börse shares in electronic trading on the Frankfurt Stock Exchange as at the balance sheet date and its proportionate recognition over the vesting period. The difference between the fair value of the share price on the grant date and the fair value of the share price at the time the obligation to settle in cash occurred was appropriated directly to retained earnings for those tranches from which a cancellation resulted and recognized as staff costs for those tranches from which an addition resulted.

Provisions amounting to €24.9 million were recognized as at the balance sheet date of 31 December 2009 (provisions expensed as at 31 December 2008: €13.2 million). Thereof, €17.6 million are non-current; €4.9 million were attributable to members of the Executive Board (provisions 2008: €3.3 million). The total cost of the number of SBP shares in the year under review was €16.1 million (2008: €9.0 million). Of that figure, as of the balance sheet date, an expense of €3.1 million was attributable to active members of the Executive Board (2008: €2.3 million) as well as an income of €1.4 million that resulted from the abovementioned decision to settle in cash and was appropriated to retained earnings. Income of €0.2 million to former members of the Executive Board. For the number of SBP shares granted to members of the Executive Board, please also refer to the remuneration report.

Change in number of SBP shares allocated

	Balance as at 31 Dec. 2008	Additions/ disposals Tranche 2008	Additions Tranche 2009	Options exercised	Options forfeited	Balance as at 31 Dec. 2009
To the Executive Board	121,310	–16,465[1]	33,268[2]	0	0	138,113
To other senior executives	412,580	40,456	130,065[2]	0	–1,551	581,550
Total	**533,890**	**397,169**	**163,333[2]**	**0**	**–1,551**	**719,663**

1) Primarily due to the resignation of one Executive Board member
2) As the grant date for the 2009 tranche is not until the 2010 financial year, the number indicated for the balance sheet date may change subsequently.

Group Share Plan (GSP)

Following the Annual General Meeting on 20 May 2009, the Company established an additional tranche for the Group Share Plan.

Employees of Deutsche Börse Group who are not members of the Executive Board or senior executives had the opportunity to subscribe for shares of Deutsche Börse AG at a discount of 30 or 40 percent (2008: 30 or 40 percent) of the issue price, respectively. This discount is based on the employee's performance assessment and length of service. Under the GSP 2009 tranche eligible employees were able to buy up to 200 shares of the Company (2008: 300 shares). The purchased shares must be held for at least two years.

From 2004 to 2006, employees participating in the GSP received an additional stock option for each share acquired through the GSP, which they can exercise after two years at a fixed premium to the issue price. The exercise price of these additional options consists of the basic price, which corresponds to the volume-weighted average price of the shares in the closing auctions in Xetra trading on the ten trading days preceding the stock options' grant date, but at a minimum to the closing price on the grant date of the stock options, and a premium of 20 percent of the basic price. Options could not be exercised in the first two years, and expire without compensation if not exercised within six years. Following the capital increase from retained earnings in 2007, each individual option entitles the holder to subscribe for two Deutsche Börse shares unless Deutsche Börse AG exercises its right to settle in cash.

In accordance with IFRS 2, the stock options allocated under the 2004 to 2006 tranches were measured at their fair value at the grant date. The fair value of the options was calculated using a Merton model and applying the following assumptions:

Valuation parameters for GSP options

		Tranche 2004[1]	Tranche 2005[1]	Tranche 2006[1]
Term until		30 June 2010	30 June 2011	30 June 2012
Risk-free interest rate	%	3.86	2.79	3.93
Volatility of Deutsche Börse AG shares	%	19.15	21.37	37.68
Deutsche Börse AG share price	€	20.95	33.45	54.55
Dividend yield	%	1.46	2.50	2.63
Exercise price	€	25.92	38.85	63.90
Fair value	**€**	**5.59**	**8.78**	**28.90**

1) Valuation parameters and fair value at the grant date

Apart from the vesting period, the valuation model does not include any exercise hurdles and assumes that options will be held for the maximum holding period. The volatilities applied correspond to the market volatilities of comparable options with matching maturities.

In total, eligible employees subscribed for a total of 113,719 (2008: 112,883) shares under the GSP. The relevant shares where taken from treasury shares. The difference between the average purchase price and the average subscription price paid by employees, amounting to €2.3 million (2008: €5.7 million), was charged to staff costs.

In the year under review, stock options under the GSP resulted in income of €0.2 million (2008: €1.5 million) recognized in staff costs and were attributed in full to equity-settled share-based payments (2008: €0.9 million).

Change in number of GSP options allocated

	Balance as at 31 Dec. 2008	Options exercised	Options forfeited	Balance as at 31 Dec. 2009
Tranche 2003	12,277	12,227	50	0
Tranche 2004	16,645	2,718	55	13,872
Tranche 2005	34,782	1,417	0	33,365
Tranche 2006	52,022	0	1,230	50,792
Total[1]	**115,726**	**16,362**	**1,335**	**98,029**

1) Exercisable at 31 December 2009: a total of 98,029 options from the 2004 to 2006 tranches (2008: 115,726 from the 2003 to 2006 tranches)

The weighted average share price for the options exercised in the year under review amounted to €53.58 (2008: €88.33).

ISE Group Share Plan

As a component of remuneration with a long-term incentive effect, the Company issued a new tranche of the Group Share Plan for employees of the US subgroup ISE. Eligible employees had the opportunity to acquire a number of shares in Deutsche Börse AG based on their earned bonus plus an additional personal contribution. The purchase price for the shares, which is reduced by 90 percent, was paid from the granted GSP bonus and an additional contribution by the employee. Options of the 2007 tranche outstanding at the balance sheet date are subject to a two-year lock-up period. For the 2008 and 2009 tranches, a three year waiting period beginning at the grant date has been agreed. Neither the GSP bonus nor the number of GSP shares is paid at the time the bonus is determined, but instead after two years have expired for the 2007 tranche subsequently granted in 2008, and after three years have expired for the 2008 and 2009 tranches, beginning at their grant date (waiting period). Within this period, beneficiaries cannot assert shareholder rights (in particular, the right to receive dividends and attend the Annual General Meeting).

The shares are delivered no later than 45 days after the waiting period has expired. The shares are all purchased in the market. The difference between the average purchase price and the reduced subscription price is charged to staff costs.

In accordance with IFRS 2, the Company uses an adjusted Black-Scholes model (Merton model) to calculate the fair value of the GSP shares.

Valuation parameters for ISE GSP shares

		Tranche 2007	Tranche 2008	Tranche 2009
Term until		31 Jan. 2010	31 Jan. 2011	31 Jan. 2012
Risk-free interest rate	%	3.21	1.37	1.33
Volatility of Deutsche Börse AG shares	%	35.95	56.83	57.86
Deutsche Börse AG share price as at 31 Dec. 2009	€	58.00	58.00	58.00
Dividend yield	%	2.93	5.48	5.27
Exercise price	€	0	0	0
Fair value	**€**	**76.33**	**34.62**	**52.10**

The valuation model does not take exercise hurdles into account. The volatilities applied correspond to the market volatilities of comparable options with matching maturities.

Valuation of ISE GSP shares

	Projected balance as at 31 Dec. 2009[1)] Number	Deutsche Börse AG share price as at 31 Dec. 2009 €	Intrinsic value/ option[2)] €	Fair value/ option[2)] €	Settlement obligation[3)] €m	Reserves as at 31 Dec. 2009 €m
Tranche 2007	19,727	58.00	78.77	76.33	1.3	1.2
Tranche 2008	110,963	58.00	38.35	34.62	3.5	2.1
Tranche 2009	52,633[4)]	58.00	58.00	52.10	2.4	0.8
Total	**183,323**				**7.2**	**4.1**

1) No ISE GSP shares were exercisable as at 31 December 2009.
2) As at the grant date
3) As at the maturity date
4) As the grant date for the 2009 tranche is not until the 2010 financial year, the number indicated for the balance sheet date may change subsequently.

In accordance with IFRS 2, the total amount for the number of ISE GSP shares is measured at the fair value on the grant date or the reporting date, and recognized in the income statement over the vesting periods of two (for the 2007 tranche) or three (2008 and 2009 tranches) years. Shareholders' equity is increased accordingly.

Provisions amounting to €4.1 million (2008: €1.9 million) were recognized as at the balance sheet date of 31 December 2009. Of this amount, €2.9 million (2008: €1.3 million) are noncurrent provisions. The total cost of the number of ISE GSP shares in the year under review was €3.5 million (2008: €1.9 million).

Change in number of ISE GSP shares allocated

	Balance as at 31 Dec. 2008	Additions	Options exercised	Options forfeited	Balance as at 31 Dec. 2009
Tranche 2007	30,648	0	10,462	459	19,727
Tranche 2008	92,294	24,477	0	5,808	110,963
Tranche 2009[1)]	0	52,633[1)]	0	0	52,633[1)]
Total	**122,942**	**77,110[1)]**	**10,462**	**6,267**	**183,323[1)]**

1) As the grant date for the 2009 tranche is not until the 2010 financial year, the number indicated for the balance sheet date may change subsequently.

The share price of the 10,462 options exercised in the year under review from the 2007 tranche was €38.00.

46. Executive bodies

The members of the Company's executive bodies are listed in the "Executive Board" and "Supervisory Board" chapters of the annual report.

47. Corporate governance

On 17 December 2009, the Executive and Supervisory Boards issued the latest version of the declaration of conformity in accordance with section 161 of the Aktiengesetz (AktG, the German Stock Corporation Act) and made it permanently available to shareholders on the Company's website (see chapter "Declaration on Corporate Governance/Corporate Governance Report" in the Annual Report).

48. Related party disclosures

Related parties as defined by IAS 24 are the members of the executive bodies of Deutsche Börse AG, those companies classified as its associates and other investors, and companies that are controlled or significantly influenced by members of its executive bodies.

The remuneration of the individual members of the Executive and Supervisory Boards is presented in the remuneration report. The remuneration report is a component of the Group management report.

Executive Board
In 2009, the fixed and variable remuneration of the members of the Executive Board, including non-cash benefits, amounted to a total of €9.4 million (2008: €13.0 million).

In 2009, €5,800.0 thousand was recognized in the consolidated income statement as expenses for non-recurring termination benefits for Executive Board members (2008: nil).

The actuarial present value of the pension obligations to Executive Board members was €19.1 million at 31 December 2009 (31 December 2008: €15.6 million). Expenses of €1.4 million (2008: €3.5 million) were recognized as additions to pension provisions.

Former members of the Executive Board or their surviving dependents
The remuneration paid to former members of the Executive Board or their surviving dependents amounted to €1.3 million in 2009 (2008: €1.2 million). The actuarial present value of the pension obligations was €28.7 million at 31 December 2009 (2008: €27.2 million).

Supervisory Board
The aggregate remuneration paid to members of the Supervisory Board in financial year 2009 was €1.9 million (2008: €2.3 million). No expenses were incurred in 2009 for the phantom stock options granted under the phantom stock option plan until financial year 2004 (2008: total expenses of €0.2 million). See also note 45.

Friedrich von Metzler, Supervisory Board member until 20 May 2009, is the personally liable partner of B. Metzler seel. Sohn & Co. KGaA, Frankfurt/Main. Deutsche Börse AG and some of its subsidiaries have established a contractual trust arrangement (CTA) with this company. Expenses totalling €0.2 million are recognized in respect of these services during 2009 (2008: €0.2 million).

Other material transactions with related companies

The following table shows the other material transactions with companies classified as related parties. All transactions were effected on an arm's length basis.

Breakdown of other transactions with related parties

	Amount of the transactions		Outstanding balances	
	2009 €m	2008 €m	2009 €m	2008 €m
Associates				
License fees paid by Eurex Frankfurt AG to STOXX Ltd.[1]	–20.5	–26.5	0	–7.4
Administrative services by Deutsche Börse AG for Scoach Holding S.A.[2]	0	0	–5.5	0
Operation of trading and clearing software by Deutsche Börse Systems AG for European Energy Exchange AG and affiliates	11.6	7.0	2.1	2.6
Provision of price data by STOXX Ltd. to Deutsche Börse AG[1]	–3.9	–4.1	0	0
Operation of the trading system by Deutsche Börse Systems AG for U.S. Futures Exchange LLC	0	5.7	0[3]	0[3]
Administrative services and index calculation services by Deutsche Börse AG for STOXX Ltd.[1]	0.6	0.6	0	0
Operation and development of Xontro by Deutsche Börse Systems AG for BrainTrade Gesellschaft für Börsensysteme mbH	16.6	20.7	1.6	1.9
Operation of the floor trading system by BrainTrade Gesellschaft für Börsensysteme mbH for Deutsche Börse AG	–8.7	–8.8	–0.9	–1.0
Development and operation of the Converter system by Clearstream Services S.A. for Link-Up Capital Markets, S.L.	6.5	0	0.5	0
Money market transactions of Clearstream Banking S.A. with European Commodity Clearing AG	–1.0	–3.5	–197.9	–278.0
Other transactions with associates	–	–	1.5	0.9
Total			**–198.6**	**–281.0**
Other investors				
Office and administrative services by Eurex Zürich AG for SIX Swiss Exchange AG	27.0	32.6	3.5	3.4
Loans of SIX Group AG provided to STOXX Ltd. as part of the acquisition[4]	0	0	–15.2	0
Office and administrative services by SIX Swiss Exchange AG for Scoach Schweiz AG	–9.0[5]	–9.5[5]	0	0
Office and administrative services by SIX Swiss Exchange AG for Eurex Zürich AG	–7.4	–7.2	–0.8	–0.8
Development of Eurex software by Deutsche Börse Systems AG for SIX Swiss Exchange AG	15.4	6.1	1.5	0.9
Office and administrative services by SIX Swiss Exchange AG for Eurex Frankfurt AG	–6.7	–7.4	–0.8	–0.8
Transfer of revenue from Eurex fees by Eurex Zürich AG to SIX Swiss Exchange AG	n.a.	n.a.	–12.0	–8.7
Operation of the floor trading system by BrainTrade Gesellschaft für Börsensysteme mbH for Scoach Europa AG	–1.7[5]	–2.3[5]	0	0
Other transactions with other investors	–	–	0.2	–2.4
Total			**–23.6**	**–8.4**

1) STOXX Ltd. was fully consolidated as of 29 December 2009. The presentation in the consolidated balance sheet has been adjusted accordingly and affected line items have been eliminated.
2) Since Scoach Holding AG was deconsolidated as of 31 December 2009, it has been accounted for as an associate. As a result, no figures are reported for 2009 or 2008 in the "amount of the transactions" column.
3) Deutsche Börse Group recognized allowances for receivables amounting to €5.7 million (2008: €2.2 million) in the reporting year.
4) Since STOXX Ltd. has been fully consolidated since 29 December 2009, services to and from SIX Group AG are reported as of the balance sheet date.
5) Due to the deconsolidation of Scoach Schweiz AG and Scoach Europa AG, only figures recognized in profit or loss are reported for both companies for 2009.

49. Shareholders

On 30 September 2008, Deutsche Börse AG, Frankfurt/Main, Germany, published a statement in accordance with section 26 (1) sentence 2 of the WpHG (Wertpapierhandelsgesetz, German Securities Trading Act) according to which its portfolio of own shares of Deutsche Börse AG had exceeded the threshold of 3 percent of the voting rights on 26 September 2008 and amounted to 3.05 percent at that date (5,950,653 voting rights).

The Children's Investment Master Fund, Grand Cayman, Cayman Islands, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights fell below the threshold of 10 percent, 5 percent and 3 percent on 1 April 2009 and amounted to 0.87 percent (1,690,152 voting rights) at that date.

Previously, The Children's Investment Master Fund, Grand Cayman, Cayman Islands, had notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG in financial year 2006 that its share of Deutsche Börse AG's voting rights exceeded the threshold of 10 percent on 10 April 2006 and amounted to 10.06 percent (10,264,953 voting rights) at that date.

The Children's Investment Fund Management (UK) LLP, London, UK, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG in its own name and on behalf of The Children's Investment Fund Management Ltd., London, UK, The Children's Investment Fund Management (Cayman) Ltd., Grand Cayman, Grand Cayman Islands, and Christopher Hohn, UK, that the share of Deutsche Börse AG's voting rights of each of these companies or individuals fell below the threshold of 10 percent, 5 percent and 3 percent on 1 April 2009 and amounted to 0.96 percent (1,867,089 voting rights) at that date. According to the notification, 0.96 percent (1,867,089 voting rights) of these voting rights can be attributed each to The Children's Investment Fund Management (UK) LLP in accordance with section 22 (1) sentence 1 no. 6 of the WpHG and 0.96 percent (1,867,089 voting rights) each to The Children's Investment Fund Management Ltd., The Children's Investment Master Fund, The Children's Investment Fund Management (Cayman) Ltd. and Christopher Hohn in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG.

Previously, The Children's Investment Fund Management (UK) LLP, London, UK, had notified Deutsche Börse AG in financial year 2008 in its own name and on behalf of The Children's Investment Fund Management Ltd., London, UK, The Children's Investment Fund Management (Cayman) Ltd., Grand Cayman, Grand Cayman Islands, and Christopher Hohn, UK, that the share of each of these companies or individuals of Deutsche Börse AG's voting rights had exceeded the threshold of 15 percent on 2 September 2008 and amounted to 19.30 percent (37,630,334 voting rights).

The Company had also been notified that the 15 percent threshold had been exceeded in each case on the basis of an agreement entered into by The Children's Investment Fund Management (UK) LLP, Atticus Capital LP and Atticus Management Limited, according to which they may coordinate their actions in respect of their shareholding in Deutsche Börse AG.

Atticus European Fund, Ltd., New York, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights fell below the threshold of 5 percent and 3 percent on 31 March 2009 and amounted to 1.18 percent of all the voting rights of Deutsche Börse AG (2,292,488 voting rights) at that date.

Atticus Global Advisors, Ltd., New York, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights fell below the threshold of 3 percent on 31 March 2009 and amounted to 0.88 percent of all the voting rights of Deutsche Börse AG (1,708,312 voting rights) at that date.

Atticus Capital LP, New York, USA, Atticus Management Limited, St. Peter Port, Guernsey, Atticus LP Incorporated, St. Peter Port, Guernsey, Atticus Capital Holdings LLC, New York, USA, Atticus Holdings LP, New York, USA, Atticus Management LLC, New York, USA, and Timothy Barakett, USA, have notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that their respective share of Deutsche Börse AG's voting rights fell below the threshold of 15 percent, 10 percent, 5 percent and 3 percent on 31 March 2009 and amounted each to 2.05 percent (4,000,800 voting rights) of all of Deutsche Börse AG's voting rights at that date. According to the notification, 2.05 percent (4,000,800 voting rights) of these voting rights can be attributed each to Atticus Capital LP and Atticus Management Limited in accordance with section 22 (1) no. 6 of the WpHG, as well as to Atticus LP Incorporated, Atticus Capital Holdings LLC, Atticus Holdings LP, Atticus Management LLC and Timothy Barakett in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentences 2 and 3 of the WpHG.

Previously, Atticus European Fund, Ltd., New York, USA, had notified Deutsche Börse AG in financial year 2008 in accordance with 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 5 percent on 23 July 2008 and amounted to 5.02 percent (9,780,188 voting rights) of all of Deutsche Börse AG's voting rights at that date and Atticus Capital LP, New York, USA, Atticus Management Limited, St. Peter Port, Guernsey, Atticus LP Incorporated, St. Peter Port, Guernsey, Atticus Capital Holdings LLC, New York, USA, Atticus Holdings LP, New York, USA, Atticus Management LLC, New York, USA and Timothy Barakett, USA, had notified Deutsche Börse AG in financial year 2008 in accordance with section 21 (1) of the WpHG that their respective share of Deutsche Börse AG's voting rights exceeded the threshold of 10 percent and 15 percent on 2 September 2008 and amounted each to 19.30 percent (37,630,334 voting rights) of all of Deutsche Börse AG's voting rights at that date.

The Company was also notified that the 10 and 15 percent thresholds had been exceeded on the basis of an agreement entered into by The Children's Investment Fund Management (UK) LLP, Atticus Capital LP and Atticus Management Limited, according to which they may coordinate their actions in respect of their shareholding in Deutsche Börse AG.

Fidelity International, Tadworth, UK, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG in its own name and on behalf of FIL Limited, Hamilton, Bermuda, FIL Investment Management Limited, Hildenborough, UK, and FIL Investments International, Hildenborough, UK, that their share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 18 May 2009 and amounted to 3.03 percent (5,908,217 voting rights) at that date. According to the notification, 3.03 percent (5,908,217 voting rights) of these voting rights can be attributed each to FIL Limited in accordance with section 22 (1) sentence 1 no. 6 of the WpHG, to FIL Investment Management Limited in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG and to FIL Investments International in accordance with section 22 (1) sentence 1 no. 6 of the WpHG.

FMR LLC (Fidelity Management & Research), Boston, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 24 June 2009 and its share of voting rights amounted to 3.21 percent (6,253,628 voting rights) at that date. All voting rights are attributable to FMR LLC (Fidelity Management & Research) in accordance with section 22 (1) sentence 1 no. 6 in conjunction with sentence 2 of the WpHG.

Franklin Mutual Advisers, LLC, Short Hill, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 25 June 2009 and its share of voting rights amounted to 3.01 percent (5,871,225 voting rights) at that date. All voting rights are attributable to Franklin Mutual Advisers, LLC in accordance with section 22 (1) sentence 1 no. 6 of the WpHG.

Fidelity Management & Research Company, Boston, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 14 August 2009 and its share of voting rights amounted to 3.11 percent (6,070,149 voting rights) at that date. All voting rights are attributable to Fidelity Management & Research Company in accordance with section 22 (1) sentence 1 no. 6 of the WpHG.

Sun Life of Canada (U.S.) Financial Services Holdings, Inc., Boston, USA, Sun Life Financial (U.S.) Investments LLC, Wellesley Hills, USA, Sun Life Financial (U.S.) Holdings, Inc., Wellesley Hills, USA, and Sun Life Assurance Company of Canada – U.S. Operations Holdings, Inc., Wellesley Hills, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that their share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 8 September 2009 and their share of voting rights amounted to 3.07 percent (5,990,617 voting rights) at that date. The voting rights of the companies named in this paragraph are attributable to all companies in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG.

Sun Life Global Investment Inc., Toronto, Canada, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 8 September 2009 and its share of voting rights amounted to 3.34 percent (6,518,717 voting rights) at that date. 3.07 percent of the voting rights (5,990,617 voting rights) can be attributed to Sun Life Global Investment Inc. in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG and 0.27 percent of the voting rights (528,100 voting rights) can be attributed to Sun Life Global Investment Inc. in accordance with section 22 (1) sentence 1 no. 1 of the WpHG.

Sun Life Financial Inc., Toronto, Canada, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 8 September 2009 and its share of voting rights amounted to 3.34 percent (6,518,717 voting rights) at that date. 3.07 percent of the voting rights (5,990,617 voting rights) can be attributed to Sun Life Financial Inc. in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG and 0.27 percent of the voting rights (528,100 voting rights) can be attributed to Sun Life Financial Inc. in accordance with section 22 (1) sentence 1 no. 1 of the WpHG.

Massachusetts Financial Services Company (MFS), Boston, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of Deutsche Börse AG's voting rights exceeded the threshold of 3 percent on 8 September 2009 and its share of voting rights amounted to 3.07 percent (5,990,617 voting rights) at that date. All voting rights are attributable to Massachusetts Financial Services Company (MFS) in accordance with section 22 (1) sentence 1 no. 6 of the WpHG.

BlackRock Investment Management (UK) Limited, London, UK, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that the share of Deutsche Börse AG's voting rights held by BR Jersey International Holdings L.P., St. Helier (according to correction dated 17 February 2010), Jersey, and BlackRock International Holdings, Inc., New York, USA, exceeded the threshold of 3 percent on 1 December 2009 and amounted to 3.27 percent (6,381,063 voting rights) at that date. All voting rights are attributable to the two aforementioned companies in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG.

BlackRock Investment Management (UK) Limited, London, UK, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that the share of Deutsche Börse AG's voting rights held by BlackRock Advisors Holdings, Inc., New York, USA, exceeded the threshold of 3 percent on 1 December 2009 and amounted to 3.35 percent (6,526,163 voting rights) at that date. All voting rights are attributable to BlackRock Advisors Holdings, Inc. in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG.

BlackRock Financial Management, Inc., New York, USA, and BlackRock Holdco 2, Inc, Delaware, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of voting rights in Deutsche Börse AG had fallen below the threshold of 5 percent on 8 January 2010, and amounted to 4.81 percent (9,385,336 voting rights) at that date. All voting rights are attributable to these two companies in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG.

Previously, BlackRock Financial Management, Inc., New York, USA, and BlackRock Holdco 2, Inc, Delaware, USA, had notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of voting rights in Deutsche Börse AG had exceeded the thresholds of 3 and 5 percent on 1 December 2009, and had amounted to 5.35 percent (10,432,046 voting rights) at that date. All voting rights were attributable to these two companies in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG at that date.

BlackRock, Inc., New York, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of voting rights in Deutsche Börse AG had fallen below the threshold of 5 percent on 8 January 2010, and amounted to 4.92 percent (9,603,635 voting rights) at that date. All voting rights are attributable to the company in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG.

Previously, BlackRock, Inc., New York, USA, had notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of voting rights in Deutsche Börse AG had exceeded the thresholds of 3 and 5 percent on 1 December 2009, and had amounted to 5.46 percent (10,641,136 voting rights) at that date. All voting rights were attributable to the company in accordance with section 22 (1) sentence 1 no. 6 in conjunction with section 22 (1) sentence 2 of the WpHG at that date.

Fidelity Investment Trust, Boston, USA, notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of voting rights in Deutsche Börse AG had fallen below the threshold of 3 percent on 5 February 2010, and amounted to 2.88 percent (5,607,429 voting rights) at that date.

Previously, Fidelity Investment Trust, Boston, USA, had notified Deutsche Börse AG in accordance with section 21 (1) of the WpHG that its share of voting rights in Deutsche Börse AG had exceeded the threshold of 3 percent on 27 January 2010, and amounted to 3.02 percent (5,898,429 voting rights) at that date.

50. Employees

Employees

	2009	2008
Average number of employees during the year	3,549	3,339
Employed as at the balance sheet date	3,600	3,395

Of the average number of employees during the year, 9 (2008: 10) were classified as Managing Directors (excluding Executive Board members), 437 (2008: 411) as senior executives and 3,103 (2008: 2,918) as employees.

There was an average of 3,333 full-time equivalent (FTE) employees during the year (2008: 3,115). Please refer also to the “Employees” section in the Group management report.

51. Events after the balance sheet

On 16 February 2010, the Executive Board of the Company adopted a cost reduction program with annual savings of €50 million and adjusted the cost forecast for the year 2010 to a maximum of €1,250 million not including provisions for the cost initiative in the amount of about €40 million. For details, see the report on expected developments in the Group management report.

52. Date of approval for publication

Deutsche Börse AG's Executive Board approved the consolidated financial statements for submission to the Supervisory Board on 23 March 2010. The Supervisory Board is responsible for examining the consolidated financial statements and stating whether it endorses them.

Frankfurt/Main, 23 March 2010
Deutsche Börse AG

Reto Francioni	Andreas Preuß	Frank Gerstenschläger
Michael Kuhn	Gregor Pottmeyer	Jeffrey Tessler

Group Management Report

Lower trading volumes and special effects meant that Deutsche Börse Group's 2009 result trailed that of previous years.

Business and operating environment

Overview of Deutsche Börse Group

Business operations and Group structure

As at 31 December 2009, Deutsche Börse Group, headquartered in Frankfurt/Main, Germany, employed 3,600 people in 22 locations in 16 countries. As one of the largest exchange organizations worldwide, Deutsche Börse Group offers its customers a broad portfolio of products and services. These cover the entire process chain, from trading and clearing of equities and derivatives, through transaction settlement, custody and management of securities and the provision of market information, down to the development and operation of electronic systems. The Group's process-oriented business model improves capital market efficiency. Issuers benefit from low cost of capital, while investors enjoy high liquidity and low transaction costs.

Deutsche Börse Group is composed of Deutsche Börse AG and its subsidiaries, associates and joint ventures.

Deutsche Börse AG itself operates the cash market of Frankfurter Wertpapierbörse (FWB®, Frankfurt Stock Exchange) via the fully electronic Xetra® trading platform and floor trading. Through Scoach Holding S.A., Deutsche Börse AG also offers trading in structured products (certificates and warrants).

Through Eurex Zürich AG and its subsidiaries, Deutsche Börse AG moreover operates derivatives markets in Europe (Eurex) and the United States (International Securities Exchange, ISE) and offers clearing services (Eurex Clearing AG).

In addition, Deutsche Börse sells price and reference data and develops indices.

Simplified shareholding structure of Deutsche Börse Group as at 10 March 2010

Deutsche Börse AG

- Scoach Holding S.A. 50%
  - Scoach Schweiz AG 100%
  - Scoach Europa AG 100%
- BrainTrade Gesellschaft für Börsensysteme mbH 21%[1)]
- Deutsche Börse Commodities GmbH 16%
- Tradegate Exchange GmbH 75%
- Eurex Zürich AG 50%
  - Eurex Frankfurt AG 100%
    - Eurex Repo GmbH 100%
    - Eurex Clearing AG 100%
    - Eurex Bonds GmbH 79%
    - U.S. Exchange Holdings, Inc. 100%
      - International Securities Exchange Holdings, Inc. 100%
  - European Energy Exchange AG 35%
- Clearstream Holding AG 100%
  - Clearstream International S.A. 100%[2)]
    - Clearstream Banking S.A. 100%
      - Clearstream Japan, Ltd. 100%
    - Clearstream Banking AG 100%
      - Link-Up Capital Markets, S.L. 18%
    - Clearstream Services S.A. 100%
    - Clearstream Operations Prague s.r.o. 100%
- Market News International Inc. 100%
  - Need to Know News, LLC 100%
- Avox Ltd. 77%
- Infobolsa S.A. 50%
- STOXX Ltd. 50%
- Deutsche Börse Systems AG 100%
  - Deutsche Boerse Systems Inc. 100%
- Deutsche Börse Services s.r.o. 100%

1) Direct equity interest Deutsche Börse AG: 14 percent
2) Direct equity interest Deutsche Börse AG: 49 percent

All post-trade services, such as transaction settlement, administration and custody of securities as well as global securities financing, are handled by Clearstream International S.A. and its subsidiaries.

In addition, Deutsche Börse Systems AG and Clearstream Services S.A. develop and operate Deutsche Börse Group's technological infrastructure.

The chart on the previous page gives an overview of Deutsche Börse Group's principal shareholdings; its basis of consolidation is presented in full in note 2 to the consolidated financial statements.

Company management

The governing bodies of Deutsche Börse AG, as a German stock corporation, are the Annual General Meeting, the Supervisory Board and the Executive Board, each of which has its own areas of responsibility.

The Annual General Meeting resolves the appropriation of the unappropriated surplus, appoints the shareholder representatives in the Supervisory Board and resolves on the retrospective approval of the acts of the Executive Board and the Supervisory Board. In addition, it resolves capitalization measures and other matters governed by the Aktiengesetz (AktG, German Stock Corporation Act). The Supervisory Board appoints, supervises and advises the Executive Board and is directly involved in key decisions affecting the Company. Additionally, it adopts the annual financial statements prepared by the Executive Board. Members of the Supervisory Board are appointed for a period of three years; however, when electing members to the Supervisory Board, the Annual General Meeting may determine a shorter term of office. Deutsche Börse AG reduced the size of its Supervisory Board with effect from the start of its period of office in May 2009. It has 18 members since then: 12 shareholder representatives and 6 employee representatives.

The Executive Board is solely responsible for managing the Company and the Chief Executive Officer coordinates the activities of the Executive Board members. As at 31 December 2009, the Executive Board of Deutsche Börse AG had 6 members.

The remuneration system and the remuneration paid to the individual members of the Executive Board of Deutsche Börse AG are presented in the remuneration report. It forms part of this Group management report.

Reporting segments

For financial year 2009, Deutsche Börse Group's business activities are still composed of the following segments: Xetra, Eurex, Clearstream, Market Data & Analytics and Information Technology. The Corporate Services segment provides internal services and encompasses the central functions within the Group.

Reporting segment	Business areas
Xetra	Cash market using the Xetra® electronic trading system and floor trading Central counterparty for equities Admission of securities to listing
Eurex	Electronic derivatives market trading platform Eurex® Electronic options trading platform ISE Over-the-counter (OTC) trading platforms Eurex Bonds® and Eurex Repo® Central counterparty for bonds, derivatives and repo transactions (Eurex Clearing)
Clearstream	Custody, administration and settlement services for domestic and foreign securities Global securities financing services Investment funds services
Market Data & Analytics	Sale of price information and information distribution Index development and sales
Information Technology[1]	Development and operation of technical infrastructures Provision of IT solutions
Corporate Services[1]	Group strategy Central functions

1) The segment will be integrated into the four business segments with the implementation of the new segment structure on 1 January 2010.

With effect from 1 January 2010, Deutsche Börse Group has adjusted its segment structure. The Group's business activities have been divided into four segments: Xetra, Eurex, Clearstream and Market Data & Analytics. The Information Technology segment and the Corporate Services area (central functions) have been integrated into the four business segments. The new structure improves the allocation of sales revenue and costs to the segments and makes it easier to compare Deutsche Börse Group with its competitors. From financial year 2010, the structure will serve as a basis for the internal management of the Group and for financial reporting.

Organizational structure

The organizational structure of Deutsche Börse Group (see chart on the next page) mirrors the three market areas: cash market (Xetra), derivatives market and market data (Derivatives & Market Data), as well as securities settlement and custody (Clearstream). Each area is headed by a member of the Executive Board of Deutsche Börse AG. In addition, there are central functions of a cross-functional nature in the CEO and CFO divisions and in the IT area (Information Technology).

Disclosures in accordance with section 315 (4) HGB

In accordance with section 315 (4) of the Handelsgesetzbuch (HGB, German Commercial Code), Deutsche Börse AG makes the following disclosures as at 31 December 2009:

The share capital of Deutsche Börse AG amounts to €195.0 million and is composed of 195,000,000 no-par value registered ordinary shares. There are no other classes of shares besides these ordinary shares. The Executive Board is only aware of those voting right limitations that result from the AktG. These include the voting right limitations pursuant to section 136 of the AktG, as well as the limitation under the AktG for treasury shares. Section 136 of the AktG stipulates that shareholders may not exercise voting rights for themselves or on behalf of another shareholder if a resolution is to be adopted formally approving their actions, releasing them from an obligation, or deciding whether the Company should assert a claim against them. The voting rights of the relevant shares are thus excluded by law in cases where section 136 of the AktG applies. Under section 71b of the AktG, Deutsche Börse AG was also not permitted to exercise any rights under treasury shares held in its portfolio.

As of the closing date, Deutsche Börse AG is not aware of any direct or indirect investments in the capital of the Company representing more than 10 percent of the voting rights. This had not changed at the time of the preparation of the consolidated financial statements and management report.

In financial year 2009, The Children's Investment Fund Management (UK) LLP, London, United Kingdom, on behalf of itself and other companies associated with it as well as for Christopher Hohn through the relevant voting rights disclosures in accordance with sections 21 et seqq. of the Wertpapierhandelsgesetz (WpHG, German Securities Trading Act), provided notification that their indirect investments in Deutsche Börse AG had fallen below the threshold of 3 percent and thus below the threshold of 10 percent that is relevant for this section of the management report. According to this disclosure of voting rights, the change in voting rights was caused, among other things, by the termination of an agreement between The Children's Investment Fund Management (UK) LLP, Atticus Capital LP and Atticus Management Limited on the coordination of voting behaviour with regard to the investment in Deutsche Börse AG.

Atticus Capital LP, New York, USA, and Atticus Management Limited, St. Peter Port, Guernsey, and other companies associated with them as well as Timothy Barakett provided notification in financial year 2009 through the relevant voting rights disclosures in accordance with sections 21 et

Leadership structure of Deutsche Börse Group as at 1 February 2010

Group Executive Board CEO R. Francioni	 CFO G. Pottmeyer	 Xetra F. Gerstenschläger	 Derivatives & Market Data A. Preuß	 Clearstream J. Tessler	 Information Technology M. Kuhn
Internal Auditing	Financial Accounting & Controlling	Market Development	Executive Office	Client Relations Europe & Americas	Central IT & Coordination
Group Strategy	Strategic Finance	Operations/Infrastructure Development	Business Development	Client Relations Asia/Pacific/ME/Africa	Cash/Derivatives IT
Corporate Communications	Investor Relations & Treasury	Market & Business Analysis	Sales & Marketing	Client Relations GSF & Broker/Dealers	Clearstream IT
Group Corporate Office	Group Compliance, Information Security & Risk Management	Trading Surveillance	Operations	Product Mgmt & Design Core Products	
Legal Affairs	Human Resources		Clearing/CCP & Strategy	Business Management	
	Organization & Administration		Market Data & Analytics	Business Strategy	
				Operations Clearstream	
				Investment Funds Services	

seqq. of the WpHG that their respective indirect investments in Deutsche Börse AG had fallen below the threshold of 3 percent.

A detailed account of all relevant voting rights disclosures can be found in note 49 of the notes to the consolidated financial statements.

None of the shareholders of Deutsche Börse AG are the holders of shares conveying special rights that give rise to controlling powers.

Employees holding shares in Deutsche Börse AG may exercise their rights directly.

Members of the Executive Board are appointed and dismissed in accordance with sections 84 and 85 of the AktG. In accordance with Article 6 (3) of the Articles of Association of Deutsche Börse AG, membership of the Executive Board generally terminates when the members attain the age of 60.

Amendments to the Articles of Association are resolved by the Annual General Meeting in accordance with section 119 (1) no. 5 of the AktG. Under Article 12 (4) of the Articles of Association of Deutsche Börse AG, the Supervisory Board has the power to resolve changes to the Articles of Association which relate only to the wording. Resolutions of the Annual General Meeting are passed – unless otherwise stipulated by mandatory requirements of the AktG – by a simple majority of the votes cast in accordance with Article 18 (1) of the Articles of Association of Deutsche Börse AG. Insofar as the AktG prescribes a majority of share capital to be represented at the Annual General Meeting for resolutions, a simple majority of the represented share capital is sufficient where this is legally permissible.

Subject to the approval of the Supervisory Board, the Executive Board is authorized to increase the share capital by issuing new no-par value registered shares against cash and/or non-cash contributions on one or more occasions by up to a total of €5.2 million until 23 May 2011 (authorized share capital I). Full authorization, particularly the conditions for disapplying the shareholders' subscription rights, derives from Article 4 (3) of the Articles of Association of Deutsche Börse AG.

The Executive Board is also authorized to increase the share capital, subject to the approval of the Supervisory Board, by issuing new no-par value registered shares against cash and/or non-cash contributions on one or more occasions by up to a total of €14.8 million until 20 May 2013 (authorized share capital II). Full authorization, particularly the conditions for disapplying the shareholders' subscription rights, derives from Article 4 (4) of the Articles of Association of Deutsche Börse AG.

The Executive Board is further authorized to increase the share capital, subject to the approval of the Supervisory Board, by issuing new no-par value registered shares against cash and/or non-cash contributions on one or more occasions by up to a total of €6.0 million until 10 May 2012 (authorized share capital IV). In the process, shareholders must be granted subscription rights unless the Executive Board makes use of the authorization granted to it to disapply the shareholders' subscription rights with the approval of the Supervisory Board. The Executive Board is authorized, with the approval of the Supervisory Board, to eliminate fractions from the shareholders' subscription rights. The Executive Board is also authorized, subject to the approval of the Supervisory Board, to disapply shareholders' subscription rights in order to issue up to 900,000 new shares per financial year out of authorized share capital IV to members of the Executive Board and employees of the Company as well as to members of the Executive Boards or management and employees of its affiliated companies within the meaning of sections 15 et seqq. of the AktG. Full authorization derives from Article 4 (6) of the Articles of Association of Deutsche Börse AG.

The Company's share capital has been contingently increased in accordance with Article 4 (5) of the Articles of Association of Deutsche Börse AG by up to €6.0 million by issuing up to 6,000,000 no-par value registered shares (contingent share capital I). The contingent capital increase may be used exclusively to service stock options, granted up to 13 May 2008 as a result of the authorization under item 7 of the agenda of the Annual General Meeting of 14 May 2003. The contingent capital increase will only be implemented insofar as the holders of issued stock options exercise these and the Company does not service these stock options by transferring treasury shares or by way of a cash payment. The new shares carry dividend rights from the beginning of the financial year in which they are issued as the result of the exercise of stock options.

The Executive Board is authorized to acquire up to 10 percent of the share capital as treasury shares. However, the shares acquired, together with any shares acquired for other reasons that are held by or allocated to the Company in accordance with sections 71a et seqq. of the AktG, may at no time exceed 10 percent of the Company's share capital. The authorization to acquire treasury shares is valid until 31 October 2010 and may be exercised by the Company in full or in part on one or more occasions. However, it may also be exercised by dependent companies, by companies in which the Company holds a majority interest, or by third parties on its or their behalf. The Executive Board may elect to acquire the shares (1) on the stock exchange, (2) via a public tender offer addressed to all shareholders or via a public request for offers of sale addressed to the Company's shareholders, (3) by issuing tender rights to shareholders, or (4) through the use of derivatives (put or call options or a combination of both). The full and exact wording of the authorization to acquire treasury shares, and particularly the permissible uses to which the shares may be put, can be found in item 6 of the agenda of the Annual General Meeting of 20 May 2009.

In the event of a change of control following a takeover bid, the following material agreements apply:

- On 31 August 1998, Deutsche Börse AG and SIX Swiss Exchange AG (former name: SWX Swiss Exchange AG) agreed, under the terms of a shareholders' agreement relating to their cooperation with regard to Eurex Zürich AG and its subsidiary companies, an extraordinary right of termination for a period of 60 days following registered notification. This applies in the event that a third exchange organization obtains a controlling influence over the other party whether by means of a takeover or a merger. Termination would have the effect of liquidating Eurex in its current structure with the stake held by SIX Swiss Exchange AG.
- On 25 October 2006, Deutsche Börse AG and SIX Group AG (former name: SWX Group) agreed in a cooperation agreement to combine their business operations in the area of structured products in a European exchange organization under a joint name and trademark (Scoach). This cooperation agreement was assumed by SIX Swiss Exchange AG in place of SIX Group AG on 24 March 2009. The cooperation agreement provides for a right of termination for both parties with a notice period of six months to the end of the month, which has the effect of ending the cooperation if a change of control occurs at Deutsche Börse AG or SIX Swiss Exchange AG. The right of termination expires if it is not exercised within three months of the date of the change of control. According to the cooperation agreement, a change of control has taken place if a person, corporation, or partnership directly or indirectly acquires control over a company, either alone or together with Group companies or in consultation with other persons or companies. A company has control if it directly or indirectly holds more than 50 percent of the voting rights or the capital of another corporation or partnership, if it must fully consolidate another corporation or partnership under the International Financial Reporting Standards (IFRSs), or if it is able to control a company through voting trusts or by making appointments to executive bodies.
- On 6 May 2008, supplemented on 9 April 2009, Deutsche Börse AG and its subsidiary Clearstream Banking S.A. concluded a multicurrency revolving facility agreement with a consortium of banks for a working capital credit line with a total amount of up to US$1.0 billion. In the event of a change of control, the lead manager of the consortium must terminate the agreement within a period of 30 days and declare all amounts due to the lenders immediately repayable, if required to do so by a majority of the consortium banks, who together have provided two-thirds of the amount of the facility granted at the date of the change of control. In the terms of this facility agreement, a person or group of persons have control if they coordinate their actions and/or if they have the opportunity to govern the business of the Company or to determine the composition of the majority of the Executive Board.
- As part of the acquisition of ISE, it was agreed that no person or group may directly or indirectly acquire more than 40 percent of the shares in ISE or acquire control over the voting rights attached to more than 20 percent of the shares in ISE without the prior approval of the U.S. Securities and Exchange Commission (SEC). Otherwise, the requisite number of ISE shares must be transferred to a trust so as to comply with the limits.
- Under the terms of the 2008/2013 fixed-rate bonds amounting to €650.0 million issued by Deutsche Börse AG and the terms of the subordinated fixed-rate and floating-rate bonds amounting to €550.0 million issued by the Company in 2008, there is a right to terminate in the event of a change of control. In the case of termination, the bonds are repayable at par plus any accrued interest. A change of control is deemed to have taken place if one person, several persons acting together, or third parties acting on their behalf has or

have acquired more than 50 percent of the shares of Deutsche Börse AG or the number of shares required to exercise more than 50 percent of the voting rights at Annual General Meetings of Deutsche Börse AG. In addition, the relevant loan terms require that the change of control must have adversely affected the rating given to one of the preferential, unsecured debt instruments of Deutsche Börse AG by Moody's Investors Services, Inc., Standard & Poor's or Fitch Ratings Limited. Further details can be found in the applicable loan terms.

- If a change of control occurs, there is also a right to require repayment of various bonds issued by Deutsche Börse AG in 2008 under a US private placement. The change of control must also adversely affect the rating given to one of the preferential unsecured debt instruments of Deutsche Börse AG by Moody's Investors Services, Inc., Standard & Poor's or Fitch Ratings Limited. The provisions contained in the applicable terms correspond to the conditions specified for the 2008/2013 fixed-rate bonds. The bonds issued under the private placement are as follows: US$170.0 million due on 12 June 2015, US$220.0 million due on 12 June 2018 and US$70.0 million due on 12 June 2020.
- Members of Deutsche Börse AG's Executive Board have a special right of termination in the event of a change of control. According to the agreements with all Executive Board members, a change of control has occurred if (1) a shareholder or third party discloses in accordance with sections 21 and 22 of the WpHG its ownership of more than 50 percent of the voting rights in Deutsche Börse AG, (2) an intercompany agreement in accordance with section 291 of the AktG is entered into with Deutsche Börse AG as a dependent company, or (3) Deutsche Börse AG is absorbed in accordance with section 319 of the AktG or merged in accordance with section 2 of the Umwandlungsgesetz (UmwG, German Reorganization and Transformation Act).

There are further agreements in addition to the above agreements subject to a change of control provision in the event of a takeover offer. In the opinion of Deutsche Börse AG, however, these are not material within the meaning of section 315 (4) of the HGB.

The compensation agreements entered into with the members of the Executive Board in the event of a takeover offer can be found in the remuneration report.

Strategy and internal management control

Strategy

In recent years, Deutsche Börse Group has developed into one of the largest exchange organizations in the world and achieved significant increases in its value since its initial public offering. The foundation for this growth is the Group's integrated business model, which aims to offer customers efficient and cost-effective services. The business model is based on the following key principles:

- The integration of different financial market services such as trading, clearing, settlement, administration and custody of securities, as well as index and market data services
- The provision of these services for different asset classes such as equities, bonds, funds and derivatives
- The development and operation of the Group's own electronic systems for all processes along the securities trading value chain

The efficiency of the business model is reflected on the one hand by the fact that Deutsche Börse Group is one of the providers of trading, clearing and settlement services with the most attractive prices, and on the other in the Group's strong cash flow from operating activities.

The strategy that has enabled Deutsche Börse Group to achieve its leading position will continue to be pursued, with the Company focusing primarily on organic growth. This will be achieved through the introduction of new products in existing and new asset classes, the expansion of business to new customer groups, as well as moving into markets in new regions. If external development opportunities appear to be economically attractive, the Group will also take these into consideration.

The organic growth targeted by Deutsche Börse Group is influenced by the following factors:

- The performance of the financial markets in line with general economic conditions (e.g. increase in volatility in the cash market)
- Structural changes in the financial markets (e.g. increasing use of derivatives by investment funds)
- The Group's ability to innovate (e.g. constant introduction of new products and services)

While Deutsche Börse Group cannot affect the performance of the financial markets, it is able to exert an influence on the latter two factors in part or in full and to continue to reduce its dependence on the factors outside its control.

In order to take advantage of opportunities for external growth, Deutsche Börse Group constantly monitors and assesses the possibilities which arise. The acquisitions of Market News International Inc. und Need to Know News, LLC, or the purchase of a majority interest in Tradegate Exchange GmbH and the increase in the interest held in STOXX Ltd. show that the Group is open to acquiring companies and equity interests from third parties, provided they add value for Deutsche Börse Group and its shareholders.

Internal management control

Deutsche Börse Group's internal management control system is primarily based on the performance indicators EBIT, costs, net profit for the year, return on equity and interest cover ratio (the ratio of EBITDA to interest expenses from financing activities). Because the IFRSs have not allowed for amortization on goodwill since 2004, Deutsche Börse Group has replaced EBITA with EBIT as a performance indicator for the management and control of the Group.

Deutsche Börse Group manages its EBIT via revenue and costs. Revenue is composed of sales revenue with external customers, net interest income from banking business and other operating income. Sales revenue with external customers is generally dependent on the three growth factors described above (performance of the financial markets, structural changes and the Group's ability to innovate). Net interest income from banking business is dependent on the development of Clearstream's international settlement business on the one hand and on the development of short-term interest rates, particularly in the euro zone and the US, on the other. Other operating income results, among other things, from operating the Eurex Zürich derivatives market for SIX Swiss Exchange AG and from exchange rate differences. In the reporting year, this position was also positively influenced by one-time income from the termination of a liability insurance policy and from the sale of shares in London Stock Exchange plc.

With regard to costs, Deutsche Börse Group distinguishes between fee and commission expenses from banking business, staff costs, depreciation, amortization and impairment charges, and other operating expenses. Fee and commission expenses from banking business are a cost component dependent on volumes. The amount reflects the development of the international settlement and custody business at Clearstream. Staff costs comprise wages and salaries as well as social security contributions and the cost of retirement benefits. They are subject to inflation and depend partially on the development of Deutsche Börse AG's share price, since they also include changes in the provisions and payments in respect to the stock option plan that was closed in 2006 as well as the Stock Bonus Plan for members of the Executive Board and senior executives that was launched as of 2007. The depreciation, amortization and impairment charges include scheduled and unscheduled depreciation and amortization for intangible assets, property, plant and equipment. Other operating expenses principally comprise the costs of developing and operating the Group's technological infrastructure, office infrastructure costs and marketing costs.

Since around 80 percent of Deutsche Börse Group's total costs are fixed costs (excluding special effects), the Group can handle higher volumes of business without a significant increase in costs. Conversely, as the 2009 financial year has shown, a decline in business volume would directly impact the profitability of the Group. The approximately 20 percent represented by volume-driven costs result, among other things, from fee and commission expenses from banking business, the operation of the floor trading system, and various license fees.

In September 2007, Deutsche Börse Group introduced an extensive restructuring and efficiency program. The program aims to generate cost savings in financial years 2008 to 2010, with no change in the volume of investments in future growth. From 2010 onwards these savings are expected to amount to €100 million p.a. In view of the difficult business environment, further measures to reduce costs by €70 million in 2009 were approved in February 2009. On the basis of these two initiatives, in February 2009 Deutsche Börse Group additionally capped the cost target for the financial year at the 2008 level. Total costs in financial year 2009 of €1,680.0 million (2008: €1,284.0 million) were 31 percent higher than in the previous year as a result of the impairment charges relating to the International Securities Exchange (ISE). Adjusted for this extraordinary effect, total costs amounted to €1,264.4 million, 2 percent below the figure from the previous year.

At Group and segment level, Deutsche Börse Group's net profit for the year also serves as a performance indicator for internal management control. Net income for the Group amounted to €496.1 million in the reporting year (2008: €1,033.3 million). Adjusted for the impairment charges relating to ISE, net income was €700.2 million, a decrease of 32 percent as compared to the previous year. The relocation of about half of the workforce from Frankfurt to Eschborn in the middle of 2008 had a positive impact on net income. Adjusted for the tax relief relating to the ISE impairment charges, the effective tax rate decreased to 26.9 percent (2008: 28.5 percent).

The return on equity after taxes is another key performance indicator underlying Deutsche Börse Group's strategy. It represents the ratio of after-tax earnings to the average equity available to the Group. It decreased to 17.9 percent in 2009 because of the decline in earnings and the impact of impairment charges relating to ISE described in the results of operations section (2008: 40.8 percent). Excluding this extraordinary effect, the return on equity was at 24.9 percent.

Under its capital management program, the Group plans to reach an interest cover ratio (the ratio of EBITDA to interest expenses from financing activities) of at least 16 for Deutsche Börse Group. Because of the impact of the financial crisis on the trading volumes in the cash and derivatives market and the significant decline in net interest income as a result of historically low short-term interest rates, the ratio of 15.8 achieved in the year under review fell slightly short of this target. The Clearstream subgroup aims to maintain an interest cover ratio of 25 and comply with other capital adequacy measures to protect its current "AA" ratings. Because Clearstream, in the year under review as in the previous year, had no financial liabilities from non-banking business, a calculation of the interest cover ratio for the subgroup was not necessary.

Further information on the Group's financial position is presented in the financial position section.

Economic environment
Around two years after the start of the financial crisis, the financial markets have largely stabilized again. 2009 was dominated by a number of developments with a significant influence on the macroeconomic environment. In particular, these were:

- In the first half of the year, there was a significant downturn in the global economy as a result of the global financial crisis.
- The major central banks continued to inject large amounts of liquidity.
- Banks and corporations affected by the financial crisis started to repay the financial rescue packages provided by governments.
- First signs of an improvement in the economic climate were visible toward the end of the second half of the year.

According to current estimates, real GDP in the OECD countries fell by an average of 3.5 percent in 2009 (2008: increase of 0.6 percent). According to estimates published by the World Bank in January 2010, the global economy contracted by 2.2 percent in 2009. The International Monetary Fund estimates show a contraction of 0.8 percent (2008: increase of 1.7 and 3.0 percent respectively). This represents the sharpest economic decline since the Second World War.

In the context of macroeconomic development, Deutsche Börse Group's business is mainly influenced by cyclical trends in Germany, other European countries and the United States.

Based on initial estimates, Germany's GDP declined significantly in 2009, weighed down by falling exports and stagnating domestic demand. According to an estimate published in January 2010, the International Monetary Fund expects Germany's economy to have contracted by 4.8 percent in 2009 (2008: growth of 1.2 percent). In the second half of 2009, the ifo Institute for Economic Research observed the first signs of a recovery in the business climate.

The effects of the global economic crisis were also clearly felt at a European level, although what the European Commission had labelled “the worst recession in the short history of the euro zone” came to an end in the third quarter of 2009, when GDP rose again after five quarters of negative growth. According to current estimates, GDP in the euro zone economies decreased by 4.0 percent in full-year 2009 in spite of the upturn in the second half of the year (2008: increase of 0.6 percent). In response to the continuing recession in Europe, the European Central Bank lowered the key lending rates in the euro zone from 4.0 percent at the beginning of October 2008 to 1.0 percent over a period of around seven months. The key interest rates remained unchanged at this historically low level in the second half of 2009.

For 2009, the OECD expects a 2.5 percent decline in economic output in the US as a result of the financial crisis. But even in the US, there are signs of a recovery in GDP in the second half of 2009. The Federal Reserve maintained the target range it had set for the federal funds rate in December 2008 at between zero and 0.25 percent for the whole of 2008. In mid-2008, the federal funds rate had been 2.0 percent.

Development of trading activity on selected European cash markets

		2009 bn	Change 2009 vs. 2008 %
Bolsas y Mercados Españoles[1]	€	897.2	–28
Borsa Italiana[1]	€	646.0	–35
Nasdaq OMX Nordic[2]	€	562.6	–40
London Stock Exchange[1] [3]	£	1,250.8	–42
Euronext[1] [4]	€	1,507.0	–45
Deutsche Börse Group – Xetra[1]	**€**	**1,060.6**	**–51**

1) Trading volume in electronic trading (single-counted)
2) Part of Nasdaq OMX
3) Part of the London Stock Exchange Group
4) Part of NYSE Euronext
Source: Exchanges listed

The continuing uncertainty over macroeconomic developments and the changed risk behavior of trading participants on international financial markets led to a decline in trading volumes in the cash and derivatives markets. These cyclical factors outweighed the structural business drivers in the past year. Among these were primarily the increasing use of fully computerized trading strategies, the growing use of derivatives by traditional investment funds and the increasing significance of risk management through centralized clearing of OTC-traded derivatives.

Development of trading activity on selected derivatives markets

	2009 m	Change 2009 vs. 2008 %
NYSE Euronext[1]	1,317.0	+6
Deutsche Börse Group – Eurex	**2,647.4**	**–17**
CME Group	2,585.0	–21

1) Part of NYSE Euronext, European products
Source: Exchanges listed

In the face of the financial crisis, some governments have made an increased amount of liquidity available in order to stabilize their national financial markets. As a result, the global volume of domestic bonds issued, i.e. bonds issued in their respective home countries, increased by 180 percent in the first half of 2009 as compared to the first half of 2008, as calculated by the Bank for International Settlements. This development also had an impact on the face value of domestic bonds outstanding on the bond markets. Their face value increased by 14 percent to €34.9 trillion. In the same period, the global volume of newly issued international bonds was 32 percent higher than in the first half of 2008. Their face value increased by 17 percent to €17.7 trillion between June 2008 and June 2009. The supply of liquidity was increased only in markets outside the euro zone in which Clearstream does not act as central securities depository. The growth in volumes therefore had only a limited effect on the business of Clearstream or other national and international central securities depositories active in the euro zone.

The average volume of bonds held in custody by Clearstream increased by 8 percent in the year under review. Continued high demand for liquidity fuelled by the financial crisis led to an increase in the volume of collateralized securities lending transactions offered by Clearstream (collateral management).

Key figures by quarter

	Q1		Q2		Q3		Q4		
	2009	2008	2009	2008	2009	2008	2009	2009[1] (adjusted)	2008
	€m	€m	€m	€m	€m	€m	€m	€m	€m
Sales revenue	539.8	644.5	515.6	585.5	500.9	616.1	505.4	505.4	609.0
Total costs	297.6	316.1	322.5	297.0	306.7	311.2	753.2	337.6	359.7
EBIT	311.6	425.8	248.8	375.1	243.7	385.0	–166.3	249.3	322.5
Net income/loss for the period	205.9	304.2	164.9	249.4	158.3	257.3	–33.0	171.1	222.4
Earnings per share (basic) (€)	1.11	1.58	0.89	1.30	0.85	1.35	–0.18	0.92	1.19
Earnings per share (diluted) (€)	1.11	1.58	0.88	1.30	0.85	1.35	–0.17	0.92	1.18

1) Adjusted for the ISE impairment charge

Overview of business development
Sales revenue in the year under review decreased by 16 percent to €2,061.7 million (2008: €2,455.1 million). The largest contributions to sales were made by the Eurex and Clearstream segments, whose sales revenue in 2009 amounted to €804.0 million and €720.8 million respectively.

Total costs for the Company were up year-on year at €1,680.0 million (2008: €1,284.0 million) due to depreciation, amortization and impairment charges which were ascertained in impairment tests on assets carried out when preparing the consolidated financial statements. Of particular relevance here was the impairment change on intangible assets relating to the US equity options exchange ISE in the amount of €415.6 million. Adjusted for this extraordinary effect, total costs in the year under review of €1,264.4 million were 2 percent lower than total costs in 2008.

The result from equity investments for Deutsche Börse Group amounted to €–4.8 million (2008: €5.8 million). An impairment charge on the investment in Direct Edge Holdings, LLC in the fourth quarter of 2009 in the amount of €27.0 million, in particular, had a negative effect on the result from equity investments.

Consolidated earnings in the past year fell as compared to the record year in 2008: EBIT decreased by 58 percent to €637.8 million (2008: €1,508.4 million). Adjusted for the ISE impairment charges, EBIT was €1,053.4 million (–30 percent).

As a result, Deutsche Börse Group also recorded a significant decrease in net income as compared to the record year 2008. Net income amounted to €496.1 million, a decline of 52 percent year-on-year (2008: €1,033.3 million). Excluding the ISE impairment charges, net income of €700.2 million was 32 percent lower than net income in 2008.

The tax rate, which was lower than in the previous year, had a positive effect on the development of net income. Adjusted for the tax relief relating to the ISE impairment charges, the effective tax rate for the reporting year was 26.9 percent (2008: 28.5 percent).

Non-controlling interests amounted to €–24.9 million (2008: €17.0 million) in part as a result of SIX Swiss Exchange AG's share in the ISE impairment charge.

Basic earnings per share, based on a weighted average of 185.9 million shares, amounted to €2.67 (2008: €5.42 with an average of 190.5 million shares outstanding).

Deutsche Börse Group's key performance figures

	2009	2009[1] (adjusted)	2008	Change	Change[1] (adjusted)
	€m	€m	€m	%	%
Sales revenue	2,061.7	2,061.7	2,455.1	–16	–16
Total costs	1,680.0	1,264.4	1,284.0	31	–2
EBIT	637.8	1,053.4	1,508.4	–58	–30
Net income	496.1	700.2	1,033.3	–52	–32
Earnings per share (basic) (€)	2.67	3.77	5.42	–51	–30
Earnings per share (diluted) (€)	2.67	3.76	5.41	–51	–30

1) Adjusted for the ISE impairment charges

Diluted earnings per share also amounted to €2.67 (2008: €5.41). Adjusted for the ISE impairment charge, basic earnings per share decreased to €3.77 and diluted earnings per share to €3.76, representing a drop of 30 percent over the previous year in each case.

In 2009, Deutsche Börse Group's result in the first quarter was the best during the reporting period in terms of sales revenue and earnings (see table on the previous page).

Employees

As at 31 December 2009, Deutsche Börse Group had 3,600 employees (31 December 2008: 3,395). The increase over the previous year was mainly attributable to the acquisition of the US-based financial news agencies Market News International Inc. (plus 90 employees) and Need to Know News, LLC (plus 22 employees), as well as the full consolidation of the Swiss index provider STOXX Ltd. (plus 11 employees). As part of the deconsolidation of Scoach as at 31 December 2009, the number of employees in the Xetra segment decreased by 18. Excluding these consolidation effects, the number of employees at the end of 2009 was 3,495. In addition, the number of employees in Prague grew due to the expansion of Deutsche Börse Services s.r.o. (plus 12) and Clearstream Operations Prague s.r.o. (plus 77). In order to ensure a seamless transfer to the new location, a number of functions are currently still being carried out both in Prague and at the previous locations in Frankfurt and Luxembourg. In addition, Deutsche Börse Group launched numerous growth initiatives in the year under review (plus 26 employees).

Employees by segment

	31 Dec. 2009	31 Dec. 2008
Xetra	165	177
Eurex	395	355
Clearstream	1,009	964
Market Data & Analytics	272	160
Information Technology	1,266	1,258
Corporate Services	493	481
Total Deutsche Börse Group	**3,600**	**3,395**

Deutsche Börse Group had an average of 3,549 salaried employees in 2009 (2008: 3,339) and an average of 3,333 full-time equivalent (FTE) employees (2008: 3,115).

229 employees left Deutsche Börse Group in the course of the year. The staff turnover rate was 6.4 percent and thus lower than in the previous year (2008: 9.0 percent), during which staff-related measures taken under the restructuring and efficiency program had led to an above-average turnover rate.

Based on the average number of full-time equivalent employees in 2009, sales revenue per employee decreased by 21 percent and amounted to €619 thousand (2008: €788 thousand). Staff costs per employee decreased by 10 percent to €122 thousand (2008: €135 thousand).

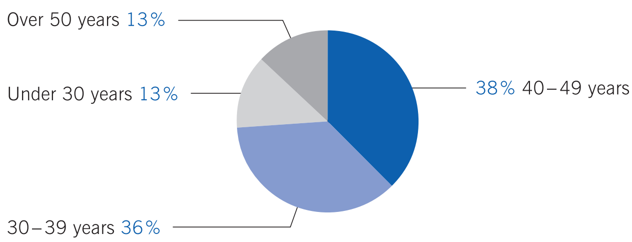
As at 31 December 2009, Deutsche Börse Group employed people at 22 locations worldwide. The following table shows a breakdown into countries and regions:

Employees per country/region

	31 Dec. 2009	%
Germany	1,632	45.3
Luxembourg	1,072	29.8
North America	341	9.5
Czech Republic	267	7.4
United Kingdom	136	3.8
Rest of Europe	89	2.5
Asia	59	1.6
Middle East	4	0.1
Total Deutsche Börse Group	**3,600**	

The average age of Deutsche Börse Group's employees at the end of the year under review was 39.7 years. The employee age structure as at 31 December 2009 was as follows:

Deutsche Börse Group employees' age structure



The average length of service at the end of the year under review was 9.6 years. The following table illustrates the length of service of the Group's employees as at 31 December 2009:

Employees' length of service

	31 Dec. 2009	%
Less than 5 years	1,222	34.0
5 to 15 years	1,754	48.7
More than 15 years	624	17.3
Total Deutsche Börse Group	**3,600**	

As at 31 December 2009, the percentage of graduates among Deutsche Börse Group's employees was 58.6 percent (2008: 57.4 percent). This figure is calculated on the basis of the number of employees holding a degree from a university, university of applied sciences, or professional academy, as well as employees who have completed comparable studies abroad. In total, the Group invested an average of 2.0 days per employee in staff training.

Environmental protection

For Deutsche Börse Group, environmental protection is an unconditional commitment to preserving the natural environment and resources. Its aim is therefore to further reduce its own ecological footprint. In the past few years, Deutsche Börse stepped up its environmental protection activities and made significant progress in reducing the consumption of resources. It considers this an ongoing process aimed at continuously improving its environmental impact. Since 2008, environmental protection has been a permanent component of Deutsche Börse's corporate responsibility concept, which embeds the principles of sustainability in the Company and uses a wide range of measures to protect the environment as the basis of life and of commercial creativity. These measures mainly relate to the infrastructure of the office buildings in Eschborn, Frankfurt and Luxembourg, to the selection and monitoring of suppliers, to the development of sustainable products, and to motivating employees to act in an environmentally responsible manner in the workplace.

The construction of its Group headquarters in Eschborn (completion scheduled for the second half of 2010) confirms the Group's commitment to environmental protection. The Group's new headquarters will be among Germany's most energy-efficient and resource-conserving office buildings. Its primary energy consumption will be extremely low, thus using energy significantly more efficiently than is required under the EnEV 2007 (Energie-Einsparverordnung von 2007, German Energy Saving Ordinance of 2007). A combined heat and power unit located in the building will cover part of the building's own power needs. The efficient building design is made possible by an energy concept which combines architectural, facade engineering and building services aspects. The new building will also profit from the knowledge and data gained by the Company through its participation in the ÖKOPROFIT initiative (ecological project for integrated environmental technology).

Deutsche Börse Group wants to embed awareness of environmental interests firmly in the thoughts and actions of its employees as well as of its suppliers. To this end, the Group's procurement guidelines are being revised by adding sustainability requirements its suppliers will have to meet. By launching a Green Day, which is staged once a quarter, Deutsche Börse created a cornerstone for Group-wide dialogue on the environment in 2009. The Green Day gives all employees the opportunity to learn about the Company's activities. They are sensitized to acting in an ecologically responsible manner in the workplace and are encouraged to contribute their own ideas and suggestions. In 2009, initiatives and actions were launched and implemented at all the Group's locations around the world to further reduce the consumption of resources such as paper, energy and water and optimize waste separation.

Deutsche Börse is not only committed to environmentally compatible business ecology, but also to an ecological trading venue. Its operations on the global capital markets are responsible and meet sustainability criteria. It offers its customers the opportunity to make investments with the environment in mind. To this end, Deutsche Börse has launched ÖkoDAX® and the DAXglobal Sarasin Sustainability Index® and, in cooperation with European Energy Exchange AG (EEX), it organizes trading in emission derivatives plus, starting in 2009, energy derivatives.

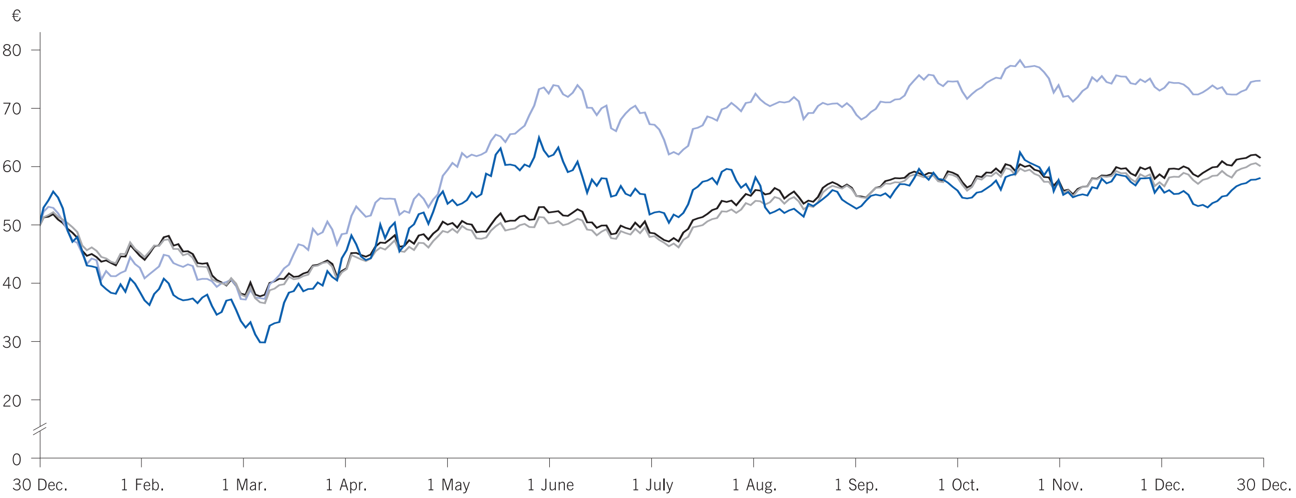
Research and development activities

As a service provider, Deutsche Börse Group does not engage in research and development activities comparable with those of manufacturing companies. This section of the report has therefore been omitted. The Group's product and services development activities are described in more detail in the report on expected developments.

Deutsche Börse shares

The global financial crisis triggered a recession at the end of 2008 and had a lasting impact on the macroeconomic environment. The resulting reluctance among trading participants in the financial markets led to a considerable decline in trading activity on the stock exchanges. Only by the middle of 2009 did the prospect of an economic recovery begin to grow. In the midst of these developments, the price of Deutsche Börse AG shares rose by 14 percent in 2009. After a twelve-month intraday low of €29.50 on 9 March 2009 and an intraday high of €65.27 on 1 June 2009, the share price closed at €58.00 on the last trading day of 2009 (2008: €50.80).

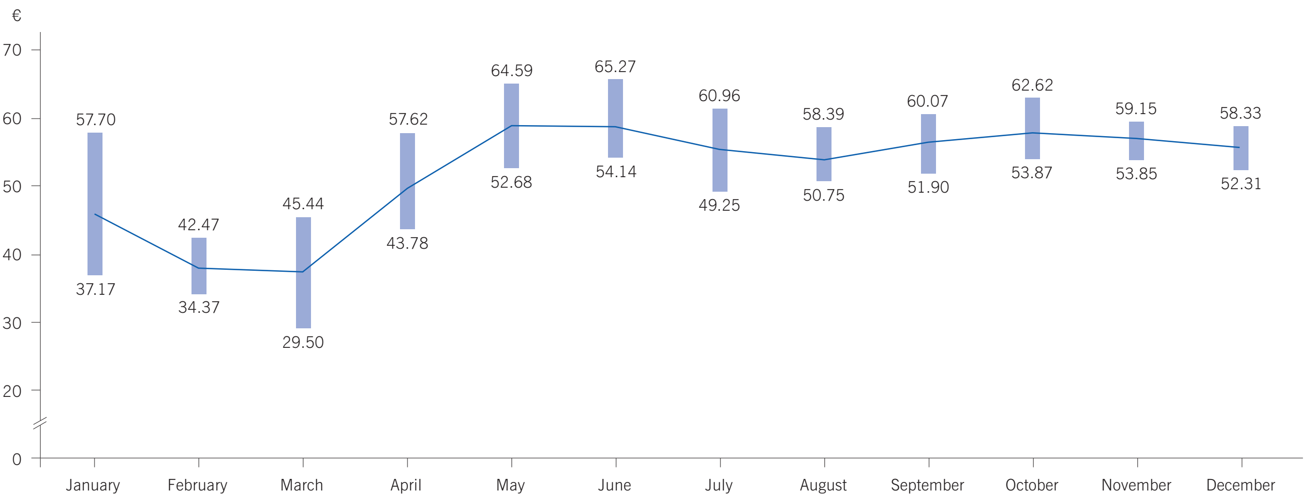
Share price development of Deutsche Börse AG and benchmark indices in 2009



- Daily closing price of Deutsche Börse AG shares
- DAX® [1)]
- STOXX® Europe 600 Technology [1)]
- Dow Jones Global Exchanges [1)]

1) Indexed to the closing price of Deutsche Börse AG shares on 30 December 2008

Share price of Deutsche Börse AG – highs and lows in 2009



- High/low (closing prices)
- Monthly average

In spite of the Company's continuing strong competitive position, the price of Deutsche Börse AG shares failed to keep pace with its relevant benchmark indices:

- DAX® (German blue-chip index): +24 percent
- EURO STOXX 50® (European benchmark index): +21 percent
- Dow Jones Global Exchanges Index (benchmark index of all listed exchange organizations around the world): +49 percent

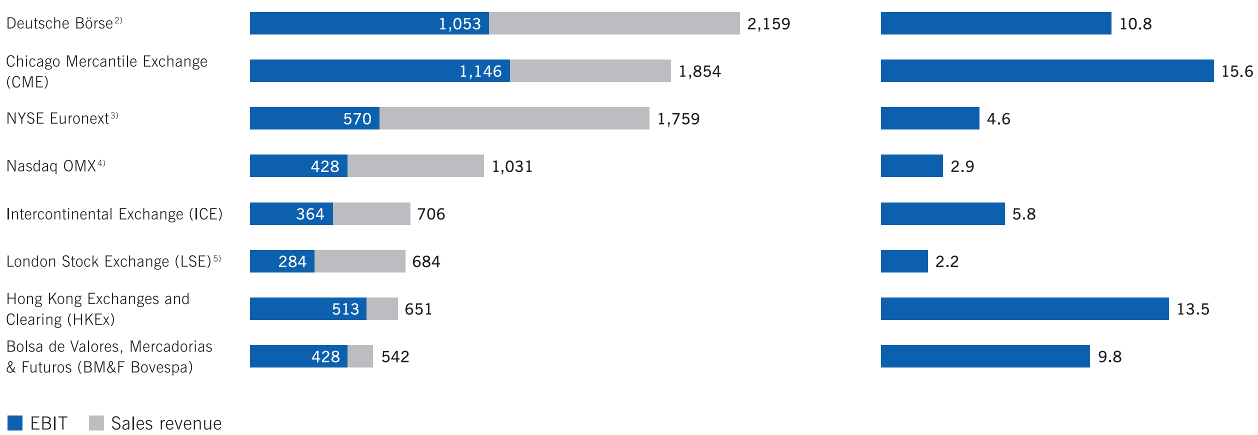
The share price performance of Deutsche Börse AG trailed that of other major exchange organizations. There were two main reasons for this. On the one hand, the exchange operators in the economically advancing regions of South America and Asia recorded large price gains as a result of heightened growth expectations. On the other hand, in 2008, the share price of Deutsche Börse AG had outperformed the share price of other companies in the peer group. Although the low trading and settlement volume as well as special effects impacted net profit in 2009, Deutsche Börse shares met with widespread interest among national and in particular among international investors in the year under review. In the past fiscal year, the Company initiated targeted measures to inform existing and potential investors about its long-term strategy, the cyclical factors and structural growth drivers in the business. Other topics it addressed included the impact of the financial crisis and the recession, the efficient risk management system of Clearstream and Eurex Clearing, and the integral elements of Deutsche Börse's business model as compared with banks and competitors. In June 2009, Deutsche Börse hosted an investor day in its offices in Frankfurt, where it informed professional investors from Germany and abroad about business development, current projects, and strategies aimed at enhancing the Company's competitive position. The focus of the conference was on the Clearstream segment and its business activities in the context of the financial crisis. In addition, at international roadshows, investor conferences and individual meetings, Deutsche Börse held well over 400 one-on-one discussions with current and potential investors.

Thanks to its integrated business model, its strict Group-wide risk management policy, and its ongoing efforts to boost operational performance, Deutsche Börse shares offer an excellent opportunity to participate in the long-term growth potential of the international capital markets.

Since Deutsche Börse AG went public in 2001, shareholders have benefited from an average annual return of around 16 percent by the end of 2009, which is well above the DAX average. In the same period, a direct investment in the DAX index would have yielded a negative

Deutsche Börse: Well positioned in the global exchange sector

Sales revenue and EBIT 2009 in € millions[1] **Market capitalization as at 31 Dec. 2009 in € billions**



1) Exchange rates €/US$ 1.4092; €/£ 0.8912; €/HK$ 10.8061; €/R$ 2.7698
2) Including net interest income from banking business; EBIT adjusted for ISE impairment
3) Excluding activity assessment fees, liquidity payments, routing/clearing charges
4) Excluding liquidity rebates, brokerage, clearance and exchange fees
5) Reuters analyst estimates as at 8 March 2010; financial year ends 31 March 2010.
Source: Companies listed, Reuters

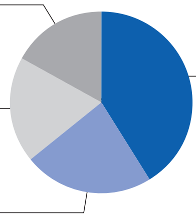
annual return of around 1 percent. This means that investors who purchased €10,000 worth of shares at Deutsche Börse AG's IPO, and reinvested the dividends, held shares worth €38,545 at the end of 2009. Had they invested in the DAX index during the same period, their holdings would have been worth just €8,962.

Exchange data of Deutsche Börse shares

Stock exchange	
Germany	Frankfurt (Prime Standard)
Securities identification numbers	
ISIN	DE0005810055
WKN	581005
Symbol	
Frankfurt Stock Exchange	DB1
Reuters – Frankfurt Stock Exchange (floor trading)	DB1Gn.F
Reuters – Xetra® trading	DB1Gn.DE
Bloomberg	DB1:GR

Deutsche Börse is attractive to global investment funds with large investment volumes because its shares are highly liquid and are included in the German blue-chip index DAX and Europe's leading blue-chip index, the EURO STOXX 50. Trading volumes in Deutsche Börse shares have increased significantly since the IPO in 2001; in 2009, they recorded their first year-on-year decline. In 2001, an average of 0.4 million Deutsche Börse shares were traded per day on the Xetra system, compared with 1.6 million shares in 2009 (2008: 2.5 million shares). The proportion of non-German shareholders increased marginally to around 83 percent (2008: 82 percent), while the proportion of institutional investors declined by 1 percentage point to 96 percent. The former major shareholders, The Children's Investment Fund Management (UK) LLP, Atticus Capital LP and Atticus Management Limited, reduced their share of voting rights to under 3 percent of total equity in the first half of 2009. That led to a significant decline in the volume of share capital concentrated in the hands of single investors (details see note 49). As a result, the proportion of shareholders from the United Kingdom fell by 9 percentage points to 23 percent; the proportion of shareholders from other countries rose by 10 percentage points to 19 percent.

Deutsche Börse AG: Share of international shareholders remains on a high level in 2009



In the past year, the Company again ensured that its shareholders would participate in its performance, in spite of the uncertain macroeconomic situation. In May 2009, Deutsche Börse AG paid its shareholders a dividend of €2.10 per share – on a level with the previous year's high dividend. The dividend represented 38 percent of the net income generated in the record year 2008. For 2009, the Company will again propose a dividend of €2.10 per share to the Annual General Meeting, a distribution ratio of 56 percent relating to net income (adjusted for the ISE impairment charge).

Deutsche Börse AG share: Key figures

		2009	2008
Earnings per share (basic)	€	2.67	5.42
Earnings per share (basic, adjusted)1)	€	3.77	5.42
Earnings per share (diluted)	€	2.67	5.41
Earnings per share (diluted, adjusted)1)	€	3.76	5.41
Dividend per share2)	€	2.10	2.10
Operating cash flow per share (basic)	€	4.31	6.71
Operating cash flow per share (diluted)	€	4.31	6.70
Opening price (as at 1 Jan.)3)	€	50.80	135.75
High4)	€	65.27	134.66
Low4)	€	29.50	43.40
Closing price (as at 31 Dec.)	€	58.00	50.80
Subscribed share capital	€m	195.0	195.0
Number of shares (as at 31 Dec.)	m	195.0	195.0
thereof shares outstanding (as at 31 Dec.)	m	185.9	185.8
Free float (as at 31 Dec.)	%	100	100
Market capitalization (as at 31 Dec.)	€bn	10.8	9.4

1) Adjusted for the ISE impairment charges
2) For financial year 2009, proposal to the Annual General Meeting 2010
3) Closing price on preceding trading day
4) Intraday price

As at 31 December 2009, more than half the analysts (59 percent) recommended buying Deutsche Börse shares. This compares with 18 percent who issued hold recommendations and 23 percent who recommended selling the shares. The average target price set by analysts was €66.

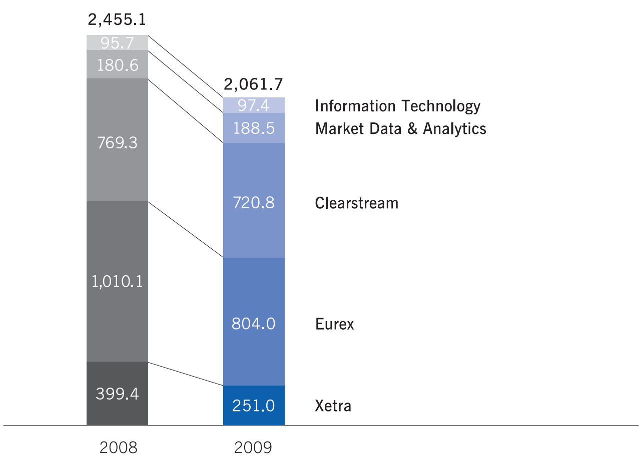
Results of operations, financial position and net assets

Results of operations

In 2009, Deutsche Börse Group's results fell well below the level achieved in the record year 2008. Sales revenue decreased by 16 percent to €2,061.7 million (2008: €2,455.1 million). Great uncertainty prevailed on the market in the year under review because of the global financial and economic crisis, and trading activity in the cash and derivatives markets therefore declined significantly year-on-year. By contrast, post-trade services recorded relatively stable volumes; in the Clearstream segment, the Group only registered a slight decrease in sales revenue compared with the prior year. The Market Data & Analytics and Information Technology segments, which are less dependent on trading activities, were stable. The Group succeeded in increasing revenue slightly in these segments.

Sales revenue by segment

€ millions



In addition to sales revenue, Deutsche Börse Group's total revenue includes net interest income from banking business, own expenses capitalized and other operating income. Net interest income decreased considerably compared with previous years, dropping to €97.4 million in the year under review (2008: €236.8 million) as a result of historically low short-term interest rates.

Own expenses capitalized rose by 18 percent to €32.9 million in 2009 (2008: €28.0 million) due to an increase in development activities.

Other operating income increased from €66.7 million in 2008 to €130.6 million in the year under review. The Company recorded a special effect of €66.7 million in the fourth quarter of 2009 due to the termination of a financial loss liability insurance policy. The special effect was recognized entirely in the Corporate Services segment, with a resulting increase in the Group's net income of approximately €47.3 million after tax.

The Group's strict cost management had a positive impact on the total costs of Deutsche Börse Group. Total costs increased 31 percent year-on-year (2008: €1,284.0 million) as a result of the ISE impairment charge. However, adjusted for this impairment charges, total costs amounted to €1,264.4 million, 2 percent less than in 2008.

One of the main factors affecting costs is the cost of staff. This figure decreased by 4 percent to €405.9 million. The decline on the prior year is attributable to lower bonus payment expenses and savings generated by the restructuring and efficiency program. The decrease in costs was offset by the wages and salaries of the employees of Market News International Inc., which were included in the cost of staff for the first time in financial year 2009, and the severance payment for the Company's former CFO.

Share-based payments are another factor significantly affecting costs. The price of Deutsche Börse shares increased by 14 percent in the year under review. Although this increase was less than the rise in the benchmark index relevant for the stock option program, the STOXX® 600 Europe Technology, the total cost of the stock option program and Stock Bonus Plan for the Executive Board and senior executives of Deutsche Börse AG and its subsidiaries rose to €13.5 million in the reporting period (2008: €3.0 million). The increase was due to the higher expense for the Stock Bonus Plan while the release of provisions for the stock option program was lower than in the year before. Costs for share-based payment were nonetheless well below prior-year levels, with the exception of 2008.

The costs for the Group Share Plan (GSP) of Deutsche Börse Group decreased to €5.6 million in the year under review (2008: €6.1 million). Costs for the Group Share Plan for all employees of Deutsche Börse Group other than ISE decreased significantly in the year under review to €2.3 million (2008: €5.7 million), despite the participation rate having increased by 10 percentage points to 33 percent. The lower costs are attributable to the additional bonus shares that had been granted to GSP participants in 2008 and to the lower share price on the reference date for the issue of employee shares (30 June 2009) compared with the prior year. Under the Group Share Plan, employees bought around 113,719 shares at a discount of up to 40 percent on the issue price. The Company recorded income of €0.2 million (2008: €1.5 million) from the options issued under the Group Share Plan between 2003 and 2006.

Costs for the ISE Group Share Plan totalled €3.5 million in the reporting year (2008: €1.9 million), of which €0.9 million related to the 2009 tranche and €2.6 million to the 2007 and 2008 tranches.

Further details of the share-based payment arrangements are provided in note 45 to the consolidated financial statements.

The Company's total costs, including depreciation, amortization and impairment charges, contain extraordinary expenses incurred as a result of testing assets for impairment in connection with the preparation of the annual financial statements. In addition to the impairment charge on intangible assets relating to the ISE in the amount of €415.6 million, impairment charges were recognized on software components in 2009, among other things, in particular €13.2 million relating to Eurex Credit Clear in the Eurex segmet and €4.6 million to the Converter system in the Clearstream segment. These initiatives were unable to make the expected contribution to net profit or the anticipated revenue contribution was reduced. Moreover, the Company added €18.7 million to provisions over the course of 2009 against the background of the abandonment of the office building in Hausen and the planned relocation to a new office building in Eschborn.

Overview of total costs

	2009 €m	2008 €m	Change %
Fee and commission expenses from banking business	167.7	177.8	–6
Staff costs	405.9	421.4	–4
Depreciation, amortization and impairment charges	569.1	137.1	315
Other operating expenses	537.3	547.7	–2
Total	**1,680.0**	**1,284.0**	**31**
Total (excluding ISE impairment)	**1,264.4**	**1,284.0**	**–2**

Deutsche Börse Group's result from equity investments amounted to €–4.8 million (2008: €5.8 million). This figure was negatively impacted by an impairment charge of €27.0 million recognized in 2009 for ISE's investment in Direct Edge Holdings, LLC, a US-based trading platform.

Earnings before interest and tax (EBIT) amounted to €637.8 million in the year under review, down 58 percent year-on-year (2008: €1,508.4 million). Adjusted for the ISE impairment charges, the Group generated EBIT of €1,053.4 million, a decline of 30 percent on the prior year.

EBIT and profitability by segment

	2009		2008	
	EBIT €m	EBIT margin %	EBIT €m	EBIT margin %
Xetra	94.2	38	219.4	55
Eurex[1]	–37.8	–5	597.5	59
Clearstream	334.7	46	489.6	64
Market Data & Analytics	105.9	56	106.9	59
Information Technology[2]	120.1	24	119.2	24
Corporate Services	26.7	–	–24.3	–
Reconciliation	–6.0	–	0.1	–
Total	**637.8**	**31**	**1,508.4**	**61**
Total (excluding ISE impairment)	**1,053.4**	**51**	**1,508.4**	**61**

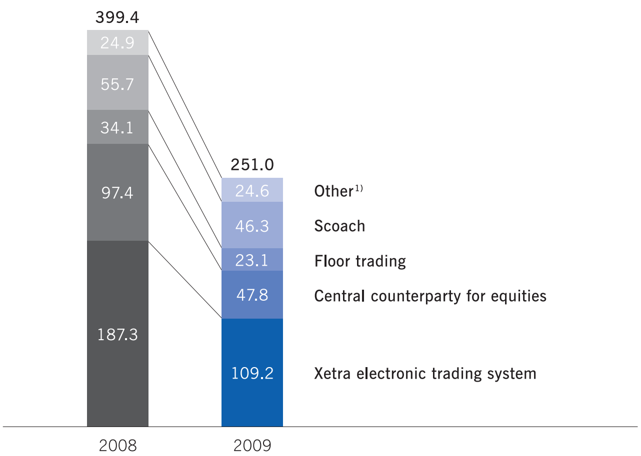
1) 2009 EBIT excluding ISE impairment: €377.8 million, EBIT margin: 47 percent
2) EBIT margin = EBIT / (internal + external sales revenue)

Xetra segment

The performance of the Xetra cash market segment is largely determined by the trading behaviour of institutional investors and proprietary trading by professional market participants. The primary source of revenue is trading income generated by Deutsche Börse Group's various platforms (Xetra, floor trading, Scoach), which accounted for 71 percent. Other sources of revenue are the central counterparty (CCP) for equities operated by Eurex Clearing AG, which contributed 19 percent, as well as income from cooperation agreements and listing fees, which are recognized under "other" and accounted for 10 percent of revenue. The sales revenue generated by the central counterparty depends primarily on activity levels on the Xetra trading system. Income from cooperation agreements relates mainly to systems operation for the Irish Stock Exchange, the Vienna Stock Exchange and the Bulgarian Stock Exchange. Listing fees are generated predominantly from existing company listings and admissions to trading.

Breakdown of sales revenue in the Xetra segment

€ millions



1) Including income from listing and cooperation agreements

All in all, Xetra segment sales revenue fell by 37 percent to €251.0 million (2008: €399.4 million). The financial crisis and the corresponding ongoing uncertainty in the international financial markets led to a considerable slowdown in trading activity on the cash market. The number of transactions in Xetra electronic trading decreased by 26 percent on the previous year to 167.3 million (2008: 226.0 million).

The trading volume on Xetra (measured in terms of order book turnover, single-counted) dropped 51 percent in the year under review to €1,060.6 billion (2008: €2,149.0 billion). The reason for the sharp decline in trading volume was the lower average transaction value, which decreased to €12.7 thousand on Xetra in 2009 (2008: €19.0 thousand). This was primarily due to the increasing use of fully computerized trading strategies. The 10 largest trading participants accounted for 49 percent of the trading volume on Xetra, while the 20 largest accounted for 67 percent. Measured in terms of the order book volume, the largest market participant held a market share of 8 percent.

While institutional investors trade mainly on the Xetra electronic trading system, private investors additionally take advantage of floor trading on the Frankfurt Stock Exchange. However, private investors also showed reluctance to place orders due to the generally uncertain economic climate. Floor trading volumes on the Frankfurt Stock Exchange (single-counted) decreased by 25 percent to €60.0 billion (2008: €80.1 billion).

Scoach, the European exchange for structured products, operates a trading platform for certificates and warrants. Scoach trading volumes (measured in terms of customer order book turnover) fell by 34 percent to €43.0 billion (2008: €64.9 billion) owing to the difficult market environment. However, Scoach recorded a slight upward trend over the course of the reporting period. Whereas trading in structured products was minimal at the start of 2009, due in part to the default of Lehman Brothers in the fall of 2008, investor interest in certificates and warrants picked up as the year progressed. Trading in Scoach Europa AG products migrated to Xetra at the end of April 2008; since then, they have been accessible for trading by investors all over Europe. As part of the internationalization of its participant base, Scoach extended its market share in Germany (measured by trades) to 40 percent (2008: 38 percent).

Due to the structure of the cooperation, half of Scoach's profits go to SIX Swiss Exchange AG. This share is reported under the item "non-controlling interests" in the consolidated income statement. Scoach Holding S.A., which was previously included in full in the consolidated financial statements, was deconsolidated effective 31 December 2009 and reclassified as a joint venture because Deutsche Börse AG no longer exercises control over the company as a result of a change in the cooperation agreement with SIX Swiss Exchange AG. Since that date, Scoach Holding S.A. is accounted for at equity by Deutsche Börse AG and SIX Swiss Exchange AG.

Cash market: Trading volume (single-counted)

	2009 €bn	2008 €bn	Change %
Xetra	1,060.6	2,149.0	–51
Floor[1]	60.0	80.1	–25
Scoach	43.0	64.9	–34

1) Excluding certificates and warrants, which are shown in the row for Scoach

Pricing models in the cash market take into account both trading volumes and the number of orders: fees are calculated per executed order, depending on the order value. The order value is therefore more important for the segment's total revenue due to the price structure.

Deutsche Börse predicts that algorithmic trading will continue to increase in significance in the coming years. By implementing technical innovations and improvements, Deutsche Börse is working to create the best possible conditions for international algo traders. Xetra Release 10.0, which was launched in June 2009, allows trading participants to enter orders faster and more flexibly and to receive market data, such as order volumes or the best bid/ask spreads, faster than before via two new separate high-speed interfaces. In addition, non-persistent orders have been introduced as an option for professional algorithmic trading in particular. These orders are optimized for speed: they are not permanently stored in the exchange systems.

Based on these technical innovations, a new pricing model for Xetra trading via the Enhanced Transaction Solution high-speed interface and the related clearing transactions took effect on 2 November 2009. The new pricing model has replaced the "Automated Trading Program" (ATP) rebate model, which had been in use since 2004. The lower trade and clearing fees are designed in particular to make trading more attractive for speed-sensitive customers using functions such as the new high-speed interface and non-persistent orders. Above all, this is designed to target the price-sensitive Smart Order Routers (order routing systems that automatically route an order to the trading center that best meets the preselected criteria). In connection with the introduction of the new pricing model for Xetra trading, Deutsche Börse has lowered the clearing fee for all instruments to €0.06 per executed order. As of 1 July 2009, the fixed transaction fee for clearing of all instruments had already been halved to €0.09 per executed order.

In November 2009, Deutsche Börse Group launched Xetra International Market (XIM), a new segment for trading European blue chips on Xetra. Orders will be cleared via Eurex Clearing AG and settled via the international network of Clearstream Banking AG, Frankfurt. Xetra trading participants in 18 European countries can place their orders in Xetra International Market via the existing infrastructure and settle the transactions in their domestic markets.

A separate pricing model was developed for the XIM segment: Xetra participants who place orders in their role as liquidity providers and reach a certain percentage of the trading volume will receive payment of 0.36 basis points (equal to 0.0036 percent) on the volume executed. All other orders executed will incur transaction fees of 0.12 basis points. 0.06 basis points will be charged for clearing positions. Xetra International Market thus offers the lowest prices of any trading venue in Europe for liquidity supply and demand. XIM is also the only trading platform in Europe offering purely value-based pricing for trading and clearing, i.e. with no minimum fees.

In 2000, Deutsche Börse started trading exchange-traded funds (ETFs) on Xetra in a separate segment (XTF®). ETFs combine the flexibility of an equity with the risk diversification of a portfolio. They represent entire markets or sectors in a single product, are traded via stock exchanges as efficiently and with the same liquidity as equities, and can be bought at low transaction costs without load fees. Since being introduced to Europe, their number as well as assets under management have grown steadily. Xetra has been the biggest trading center for ETFs in Europe for many years. At the end of 2009, 547 ETFs were listed on Deutsche Börse (2008: 399 ETFs), and their assets under management amounted to €120.5 billion (2008: €81.3 billion). Deutsche Börse's XTF segment increased its trading volume by 6 percent in the year under review to €131.3 billion (2008: €123.5 billion), making it again the European market leader.

Deutsche Börse also expanded its range of exchange-traded commodities (ETCs) and exchange-traded notes (ETNs). ETCs reflect the performance of single commodities or commodity sectors, such as energy, agricultural commodities or precious metals. ETNs are exchange-traded debt securities that reflect the performance of an underlying benchmark index outside of the commodities sector.

The most successful ETC product is Xetra-Gold®. This bearer bond issued by Deutsche Börse Commodities GmbH has become Germany's most popular investment product for physical gold. The order book turnover of Xetra-Gold on Deutsche Börse's trading platforms amounted to €1.5 billion in 2009; the orderbook turnover market share of the ETC segment was approximately one-third. By the end of financial year 2009, the holdings of Xetra-Gold amounted to 36.1 tons – worth some €885.5 million at the market price on 31 December 2009. In March 2009, Xetra-Gold was admitted to trading in Austria after having previously been admitted in Germany, Luxembourg and Switzerland.

Effective 8 January 2010, Deutsche Börse AG acquired 75 percent plus one share of Berlin-based Tradegate Exchange GmbH. Tradegate Exchange GmbH operates Tradegate, an off-exchange trading platform (multilateral trading facility, MTF) that has been in operation since 2001 and is systematically geared toward meeting the needs of private investors. At the beginning of January 2010, Tradegate commenced stock exchange operations: the previous MTF Tradegate was awarded the status of a "regulated market" as defined in the Markets in Financial Instruments Directive (MiFID) and became Tradegate Exchange. Deutsche Börse also acquired a 5 percent interest in Tradegate AG Wertpapierhandelsbank, one of the market makers on the Tradegate Exchange. Deutsche Börse has the option of gradually increasing its interest in Tradegate AG to a maximum of 20 percent. Deutsche Börse's majority interest in Tradegate Exchange GmbH will serve to ex-pand its trading offering for private investors and strength-en its position in the European retail market based on its international distribution network.

Thanks to strict cost management, segment costs declined by 11 percent to €175.5 million (2008: €198.1 million).

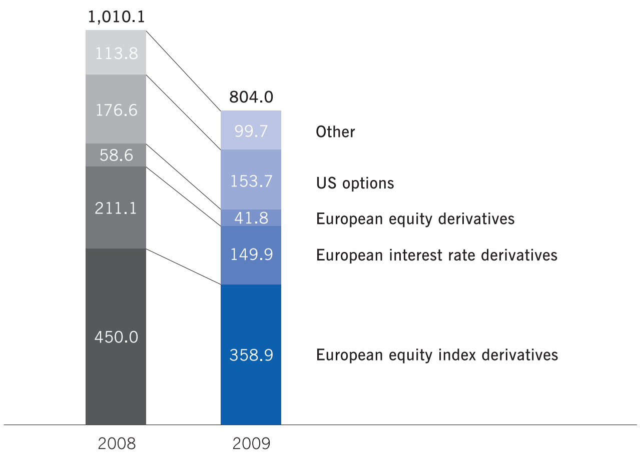
Despite the lower costs, the Xetra segment was not able to offset the decrease in sales revenue during the reporting year. Segment EBIT decreased by 57 percent year-on-year to €94.2 million (2008: €219.4 million), producing an EBIT margin of 38 percent (2008: 55 percent).

Eurex segment

As in the cash market, the performance of the Eurex derivatives segment depends primarily on the trading activities of institutional investors and proprietary trading by professional market participants. Segment revenue is generated primarily from transaction fees, which in the Eurex system are comprised of a combined fee for trading and clearing contracts. As in 2008, the main revenue drivers were equity index derivatives with a 45 percent share of total sales revenue. These were followed by the interest rate derivatives and US options offered by ISE, both of which accounted for 19 percent, as well as equity derivatives (5 percent). Connection fees and sales revenue from subsidiaries (Eurex Bonds and Eurex Repo) made up 12 percent and are reported under the item "other".

Breakdown of sales revenue in the Eurex segment

€ millions



In 2009, the behaviour of derivatives market participants was shaped largely by the financial crisis. Market participants showed notable restraint, with trading volumes on the Eurex derivatives markets (Eurex and ISE) dropping 17 percent on the prior year to 2,647.4 million contracts (2008: 3,172.7 million). Sales revenue generated from transaction fees declined accordingly, decreasing 20 percent to €804.0 million (2008: €1,010.1 million).

European equity index derivatives remained the product group generating the most sales revenue. These products recorded a 22 percent decline to 797.5 million contracts (2008: 1,026.6 million). By far the most contracts were traded on the EURO STOXX 50 index (333.4 million futures and 300.2 million options). Lower volatility led to a general decrease in trading activity among market participants compared with the previous year. This also applied to the product group of European equity derivatives, the trading volume of which fell by 12 percent to 421.3 million contracts (2008: 479.5 million). As a result of the German dividend season, equity derivatives are in particularly high demand during the second quarter. This led to the number of traded equity derivatives reaching their highest level for 2009 in the second quarter. For interest rate derivatives, trading volumes experienced an especially pronounced decline due to low interest rates across the board in Eu-rope, a lack of prospects for changes in interest rate levels and significant variations in the interest rates of European government bonds. A total of 465.7 million contracts were traded in the year under review, down from 658.3 million in the previous year.

The 10 largest European derivatives trading participants accounted for 32 percent of contract volumes during the reporting year, and the 20 largest for 52 percent. Measured in terms of the number of contracts traded, the largest market participant held a market share of 5 percent.

The US equity options market stagnated. ISE trading volumes were not quite able to reach the one-billion contract mark at 960.2 million contracts in 2009 (2008: 1,007.7 million). Eurex recorded a decline in sales revenue from the US option transactions of its subsidiary ISE to €153.7 million over the course of the year (2008: €176.6 million). Market share and average revenue per contract declined sharply, particularly in the second half. Due to these developments, a non-cash impairment charge of €415.6 million was recognized for ISE in the 2009 financial statements following the impairment testing of intangible assets. In addition, ISE Stock Exchange, LLC (sales revenue in 2008: €25.7 million) is no longer consolidated in full in the Eurex segment after its merger with Direct Edge Holdings, LLC, but has been accounted for as an associate since then. Accordingly, its sales revenue is no longer included in the Eurex segment.

Contract volumes in the derivatives market

	2009 m contracts	2008 m contracts	Change %
Equity index derivatives	797.5	1,026.6	–22
Equity derivatives	421.3	479.5	–12
Interest rate derivatives	465.7	658.3	–29
US options	960.2	1,007.7	–5
Total[1]	**2,647.4**	**3,172.7**	**–17**

1) The total shown does not equal the sum of the individual figures as it includes other traded derivatives such as ETF, dividend and emission derivatives.

Trading volumes on Eurex Bonds, the international bond trading platform, decreased to €87.3 billion (single-counted) in 2009 (2008: €97.4 billion).

By contrast, the Eurex repo markets registered significant growth. The average outstanding volume rose 38 percent to €98.6 billion in 2009 (2008: €71.2 billion, single-counted for both years). Euro GC Pooling®, the collateralized money market segment, proved to be a reliable liquidity pool for market participants. Average outstanding volumes reached a record high of €73.0 billion in 2009, an increase of 75 percent on the previous year (2008: €41.7 billion, single-counted for both years). Eurex Repo operates Euro GC Pooling together with Clearstream and generates sales revenue from the fees charged for trading and clearing repo transactions.

New products give market participants new impetus to develop their investment, hedging and arbitrage strategies, thus generating additional trading volumes. For instance, Eurex launched an Italian government bond futures contract in September 2009. Trading participants showed keen interest in the new futures contract in the initial months after its launch and traded approximately 330,000 contracts by the end of the year. The product is aimed at offering investors an appropriate hedging instrument for all non-triple A-rated European government bonds and other interest-bearing instruments (i.e. swaps). Eurex is also expanding its range of dividend derivatives, which it began offering in the summer of 2008. In 2009, Eurex turned over 2.6 million contracts in this product segment, which represented the greatest growth within a product group.

Along with expanding its portfolio in existing asset classes, Eurex continually develops new asset classes for on-ex-change derivatives trading. Eurex was the first European exchange to begin trading in hurricane derivatives, real estate derivatives and commodities index derivatives. In addition, Eurex introduced commodities futures and options on gold and silver, and was the first exchange to list agricultural derivatives. Since November, Eurex customers have also been able to trade European Energy Exchange (EEX) power derivatives using their existing Eurex access.

In 2009, Eurex further expanded its global customer network and gained 53 new participants. Development of the distribution network focused primarily on the Asia-Pacific region, where Eurex trading is gaining steadily in significance. Trading volumes in Asia, for example, rose 185 percent in the year under review, and the number of connected participants increased by 22 percent. In order to strengthen its relations with existing and potential business partners, Eurex opened branches in Tokyo and Hong Kong and a new representative office in Singapore. In 2005, Eurex had been granted recognized market operator status by the Monetary Authority of Singapore. Thanks to this, all Eurex products are eligible for trading in Singapore.

Eurex also launched its “Membership Incentive 2009” to acquire new participants. The Membership Incentive targeted potential Eurex participants all around the world. It applied retroactively to new participants from 1 January 2009 and consisted of a number of measures, including the waiving of transaction and connection costs for new participants subject to certain conditions. In addition, the derivatives exchange expanded the term of its Trader Development Program – an initiative for selected Central and Eastern European countries (CEE countries). The objective is to boost trading from this region on Eurex by waiving trading and clearing fees for a limited time. The incentive program is targeted at traders in CEE countries who have not previously used Eurex and would like to start proprietary trading in Eurex products.

From March 2010, Wiener Börse AG will use the Eurex® system for its derivatives market, replacing the OMex system that has been used to date. Eurex will thus offer participants in the Vienna derivatives market access to its international network. The Vienna Stock Exchange has been cooperating with Deutsche Börse in the cash market since 1999 and has used the Xetra electronic trading system for its own equities market since then.

The financial crisis exposed deficiencies in risk management and the lack of transparency in off-exchange (OTC) markets. Clearing houses make an important contribution to reducing systemic risk and increasing market integrity in the financial system. In July 2009, Eurex Clearing was the first European clearing house to start Eurex Credit Clear, a clearing solution for OTC-traded credit default swaps (CDSs).

The company has thus far been unable to fulfill its plans relating to the volume of cleared CDSs. As a consequence, a non-cash impairment charge of €13.2 million was recognized in the annual financial statements for Eurex’s investment in the CDS clearing offering. The charge relates to software in the consolidated balance sheet of Deutsche Börse in connection with Eurex. At the time of preparation of the management report, Eurex was in negotiations with the main participants on the CDS market regarding a modified governance model. The success of the offer will depend in large part on whether an agreement can be reached on governance modalities and on economic parameters that are acceptable for both sides.

In November 2009, Eurex launched Release 12.0, a new version of its software. Release 12.0 has created the technological foundation for two major joint undertakings. Firstly, a transatlantic link for trading and clearing between Eurex, ISE and The Options Clearing Corporation will allow Eurex participants to access the ISE product portfolio, subject to approval from the regulatory authorities. In addition, a trading and clearing link between Eurex and KRX, the Korean stock exchange, will permit Eurex customers to trade KOSPI 200 options starting in the first quarter of 2010. Release 12.0 also enables real-time calculation of risk positions and the resulting margin requirements.

The segment’s other operating income declined. Following the modification of the cooperation agreement for operation of the Eurex system by Deutsche Börse AG and SIX Swiss Exchange AG, revenue generated with

SIX Swiss Exchange AG was recognized in the Information Technology segment. Own expenses capitalized rose by 50 percent due to development of a joint trading platform for the Group.

Segment costs amounted to €935.6 million (2008: €509.3 million) due to the impairment charges recognized for ISE and Eurex Credit Clear. Adjusted for the non-cash ISE impairment charge, costs amounted to €520.0 million, an increase of 2 percent year-on-year.

As a consequence of the revenue decline and the impairment charges, segment EBIT decreased to €–37.8 million (2008: €597.5 million). Adjusted for the ISE impairment charge, Eurex achieved an EBIT of €377.8 million and an EBIT margin of 47 percent (2008: 59 percent).

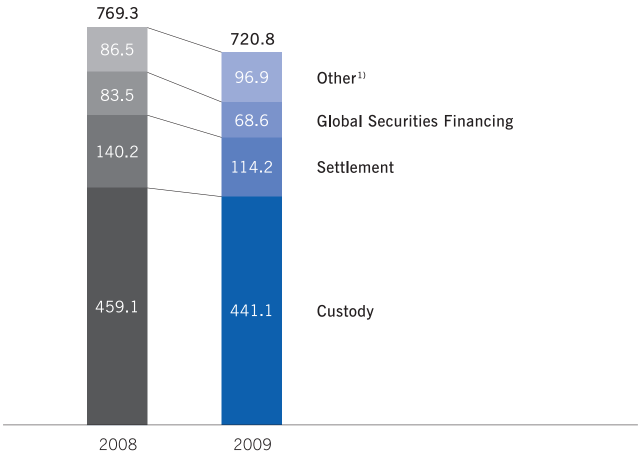
Clearstream segment

The key contributor to Clearstream's result was the custody business generating some 61 percent of the post-trade segment's sales revenue. Custody sales revenue is mainly driven by the value of international and domestic securities deposited, which is the parameter determining deposit fees. The settlement business accounted for 16 percent of Clearstream's sales revenue. It depends largely on the number of international and domestic settlement transactions processed by Clearstream, both via stock exchanges and over-the-counter. The Global Securities Financing (GSF) business, which includes triparty repo, Euro GC pooling, securities lending and collateral management, contributed 10 percent to the segment's sales revenue while other business activities such as connectivity and reporting accounted for 13 percent. In addition to sales revenue, Clearstream generates net interest income from its banking business.

Clearstream's post-trading sales activities only showed a slight 6 percent decrease year-on-year, mainly due to the rather unfavourable market conditions in the aftermath of the financial crisis which in particular impacted the domestic custody, settlement and GSF business. In the period under review, the Clearstream segment generated sales revenue of €720.8 million (2008: €769.3 million).

Breakdown of sales revenue in the Clearstream segment

€ millions



1) Including Connectivity and Reporting

In the custody business, the average value of assets under custody in 2009 decreased by 3 percent year-on-year, to €10.3 trillion (2008: €10.6 trillion). Mainly due to continuing organic growth in its international bond business, Clearstream recorded a 5 percent increase in the average value of international securities under custody, to €5.4 trillion (2008: €5.1 trillion). Due to the slower pickup in the value of funds and structured products year-on-year, the average value of domestic securities deposited fell by 10 percent to €4.9 trillion (2008: €5.5 trillion). This custody volume is mainly determined by the market value of shares, funds and structured products traded on the German cash market. As a result, sales revenue in the custody business in 2009 decreased by 4 percent to €441.1 million (2008: €459.1 million).

In the settlement business, the number of settlement transactions declined by 11 percent in financial year 2009 to 102.0 million (2008: 114.3 million). The trend in the volume of settlement transactions is due to market caution in trading securities in the wake of the global financial crisis. A split between OTC and on-exchange settlement shows a slightly different picture. Compared to 2008, settlement of OTC transactions in total remained only slightly below last year's level at 48.2 million (2008: 49.8 million). While settlement of OTC transactions in international securities increased by 6 percent to 23.1 million (2008: 21.9 million), OTC transactions on the domestic market fell by 10 percent to 25.1 million (2008: 27.9 million). In the stock exchange business, however, total transactions decreased by 17 percent to 53.7 million (2008: 64.5 million), again in particular due to lower trading activity of German retail investors. Domestic stock exchange transactions decreased by 18 percent to 46.3 million (2008: 56.4 million), while international stock exchange transactions fell by 9 percent to 7.4 million (2008: 8.1 million). As a result of the ongoing market consolidation and the lower number of transactions settled, especially on external links, combined with a fee reduction for settlement of German securities which took effect on 1 July 2009, settlement sales revenue decreased by 19 percent to €114.2 million in 2009 (2008: €140.2 million).

In the Global Securities Financing (GSF) business, average outstandings showed strong growth. In the past year, monthly average outstandings amounted to €483.6 billion (2008: €398.8 billion), an increase of 21 percent compared with the average volumes of the previous year. This rise reflects the growing importance of secured financing and the continued migration of collateral towards central international liquidity pools. Collateral management services significantly contributed to sales revenue and the increase of outstandings. The GC Pooling service, for example, offered in cooperation with Eurex, increased outstandings by 75 percent, reaching a daily average of €73.0 billion for 2009 (2008: €41.7 billion). However, tougher conditions in the financial markets cut both ways. Tighter risk management approaches on the part of collateral takers resulted in a decrease in the volume of higher margin securities loans. Thus, despite the rise in collateral management volumes, overall sales revenue in the GSF business decreased by 18 percent to €68.6 million (2008: €83.5 million).

Average overnight customer cash deposits rose year-on-year by 12 percent to €6,369 million (2008: €5,677 million). Despite considerably higher average daily cash balances, net interest income from Clearstream's banking business decreased by 59 percent to €97.4 million in 2009 (2008: €236.6 million). This decline is due to significantly lower levels in short-term interest rates worldwide throughout the entire year 2009.

Clearstream segment: Key indicators

	2009	2008	Change
Custody	**€bn**	**€bn**	**%**
Value of securities deposited (average value during the year)	10,346	10,637	–3
international	5,409	5,128	5
domestic	4,937	5,509	–10
Settlement	**m**	**m**	**%**
Securities transactions	102.0	114.3	–11
international	30.6	30.0	2
domestic	71.4	84.3	–15
Global Securities Financing	**€bn**	**€bn**	**%**
Volume outstanding (monthly average)	483.6	398.8	21
Average daily cash balances	**m**	**m**	**%**
Total	6,369	5,677	12
euros	2,186	2,300	–5
US dollars	2,833	1,952	45
other currencies	1,350	1,425	–5

Expanding its market and product reach is key to Clearstream strengthening its market position. Focusing on the Asia-Pacific growth region in 2009, Clearstream expanded its presence by opening a new branch in Singapore by the end of 2009. Throughout their working day, customers in Asia will now be able to carry out real-time settlement of bond and equity trades through the new operations center, providing a pan-regional ICSD (International Central Securities Depository) service. To achieve this, Clearstream has extended its processing window by seven hours to enable around-the-clock (21/24 hours) real-time settlement and asset servicing capabilities. Clearstream's Singapore operation complements existing operations centers in Luxembourg, Frankfurt, London and Prague. Clearstream was the first ICSD to offer same-day currency deadlines for leading Asia-Pacific currencies since 2008. In 2009, the same-day service has been extended to Asia-Pacific securities markets. As a result, customers managing custody and settlement across the Asia-Pacific region will gain significant efficiencies across the region.

Since 2009, Clearstream Banking AG, Frankfurt, has expanded its cross-border services. The company aims to strengthen its competitiveness in settling cross-border transactions based on interoperability and partnerships, and to deliver the benefits of cross-border interoperability to the cash markets of Europe and – in individual cases – beyond. Clearstream started expanding its services in Switzerland, Austria and Denmark and will gradually extend its product portfolio to other European markets as well.

Clearstream booked a non-cash impairment charge of €4.6 million in 2009 for the investments into the Converter system software developed by Clearstream Services. The impairment reflects a revision of the expected volumes to be processed by the joint venture in the aftermath of the global financial crisis as well as a delay in the implementation of the Link Up Markets solution. Despite this extraordinary effect, Clearstream reduced total cost by 5 percent to €506.2 million (2008: €534.7 million). This is mainly due to lower sales-related cost and staff costs, but also to lower depreciation in total and the one-off effect of reversing restructuring provisions relating to the relocation of business areas to Prague.

EBIT declined by 32 percent to €334.7 million (2008: €489.6 million). Despite its efficient cost monitoring, Clearstream could not offset the decline in net interest income. As a result, Clearstream's EBIT margin (in terms of sales excluding net interest income from banking business) decreased to 46 percent (2008: 64 percent).

Market Data & Analytics segment

The Market Data & Analytics segment collects and prepares capital market data, and distributes it to customers in 154 countries. Capital market participants and other interested parties subscribe to receive this information, which they then use themselves, process, or pass on. The segment generates much of its sales revenue through long-term arrangements with customers and is largely independent of trading volumes and volatility on the capital markets. Market Data & Analytics was therefore able to continue the positive revenue trend of previous years, despite the financial crisis and lower trading levels on the cash and derivatives markets, with an increase in sales revenue of 4 percent to €188.5 million in the year under review (2008: €180.6 million). Market News International Inc. (MNI), a US-based financial news agency that was acquired by Deutsche Börse at the end of 2008 and fully consolidated in the Market Data & Analytics segment since February 2009, contributed €10.0 million to the revenue increase. MNI has direct access to reports from authorities and supranational organizations such as the World Bank and the International Monetary Fund. Via MNI's access to these sources, Deutsche Börse has expanded its information offerings for the financial markets in real-time.

The segment generated 70 percent (2008: 71 percent) and therefore the majority of its sales revenue from the distribution of real-time data. As a result of the cost pressures affecting many financial sector customers, however, the number of data package subscribers declined in the reporting period. New issues of structured products also decreased due to the financial crisis. The segment was able to offset these factors for the most part by introducing new products such as the Xetra ultra data package and the CEF alpha+ macro news feed developed in cooperation with MNI. This extremely fast data stream for macroeconomic news relevant for trading has generated great interest among algo traders. Traders can feed information directly from the sources into automated applications and use it as a signal for trading decisions. On 20 November, Deutsche Börse acquired Need to Know News, another US-based financial news service. Need to Know News has been included in the consolidated financial statements since then, but has not yet made a visible impact on segment earnings.

The indices of Deutsche Börse are used by banks and fund companies as underlyings for the financial instruments the indices offer on the capital market. Issuers can use them to develop products for any market situation and trading strategy. However, as a result of the financial crisis, the number of innovative, complex derivative issues has declined. Not until the second half of 2009 did a gradual recovery of structured product issuance set in. By contrast, in the index business Market Data & Analytics profited from the growing number of exchange-traded funds and the increase in assets under management, which make up a significant portion of license revenue. Moreover, the segment increasingly acts as an external service provider for customers, for example by calculating indices for the Bulgarian Stock Exchange, and is the European leader in indicative net asset values (iNAVs).

In November, Deutsche Börse AG and SIX Group AG announced that they were increasing their respective shares in STOXX Ltd. to become sole operator of the Swiss index provider. Deutsche Börse AG now holds 50 percent plus one share of STOXX Ltd. The transaction closed on 29 December 2009 and is not yet reflected in segment earnings.

The back office business of Market Data & Analytics depends to the greatest extent on trading levels. The segment was able to largely compensate for the decline in revenue due to lower trading volumes by enhancing existing products.

Segment costs rose by 4 percent to €104.7 million (2008: €100.7 million). The increase was due exclusively to higher staff costs arising from the consolidation of MNI.

EBIT totalled €105.9 million, thus remaining stable year-on-year (2008: €106.9 million). Market Data & Analytics recorded an EBIT margin of 56 percent (2008: 59 percent).

Information Technology segment

The Information Technology segment primarily develops and operates the trading and settlement systems of Deutsche Börse Group. Due, among other things, to the rise in costs for developing a joint platform for the Group's trading systems, the internal sales revenue generated by the segment from business with other Deutsche Börse Group segments increased by 4 percent to €409.5 million (2008: €393.1 million).

The Information Technology segment also operates an additional 20 trading venues and exchanges worldwide, including the Xontro system for floor trading on the Frankfurt Stock Exchange and on the regional exchanges in Germany as well as the European Energy Exchange (EEX). The segment's external revenue increased slightly by 2 percent to €97.4 million in the year under review (2008: €95.7 million). The segment was able to compensate in part for weaker floor trading levels through higher income from dwpbank and Direct Edge. Moreover, sales revenue generated from SIX Swiss Exchange AG for operating the Eurex system was reallocated to the Information Technology segment following the modification of the cooperation agreement with Deutsche Börse AG and SIX Swiss Exchange AG. Previously, this revenue was recorded in the Eurex segment.

As part of its Technology Roadmap, Deutsche Börse Group invested in lasting improvements to the performance of its network and systems during the reporting period in order to ensure rapid and secure processing of trading volumes. This led to an increase in depreciation and amortization as well as network and maintenance costs, resulting in a rise in total segment costs of 4 percent year-on-year to €403.8 million (2008: €386.8 million). Along with the new versions of Xetra (Release 10.0) and Eurex (Release 12.0), development activities focused in particular on the planned uniform platform for the Group's trading systems. ISE will be the first exchange to migrate its equity options market to the new trading system, with additional Deutsche Börse Group markets to follow.

EBIT of the Information Technology segment rose 1 percent to €120.1 million in the year under review (2008: €119.2 million). Information Technology generated an EBIT margin of 24 percent (2008: 24 percent).

Effective 1 January 2010, Deutsche Börse Group changed its segment structure and adjusted its segment reporting accordingly: starting in the first quarter of 2010, the sales revenue, costs and earnings of the Information Technology segment will be integrated into the four market segments – Xetra, Eurex, Clearstream and Market Data & Analytics – and no longer shown separately in segment reporting.

Development of profitability

The Group's return on shareholders' equity decreased to 17.9 percent in the year under review (2008: 40.8 percent), primarily due to lower earnings and the ISE impairment charge. Adjusted for this exceptional item, the return on equity amounted to 24.9 percent. Return on shareholders' equity represents the ratio of after-tax earnings to the average equity available to the Group in 2009.

The weighted average cost of capital (WACC) after taxes amounted to 7.0 percent in the year under review (2008: 7.2 percent). Deutsche Börse's cost of equity reflects the return on a risk-free alternative investment plus a premium for general market risk, and takes account of the specific risk of Deutsche Börse shares compared with the market as a whole, known as the beta. The cost of debt represents the terms on which Deutsche Börse AG was able to raise short- and long-term debt finance.

Deutsche Börse's cost of capital

	2009 %	2008 %
Risk-free interest rate[1]	3.3	4.0
Market risk premium	5.5	6.1
Beta[2]	1.2	1.2
Cost of equity[3] (after tax)	9.8	11.2
Cost of debt[4] (before tax)	5.6	5.1
Tax shield[5]	1.5	1.5
Cost of debt (after tax)	4.1	3.6
Equity ratio[6] (annual average)	51.1	46.6
Debt ratio[7] (annual average)	48.9	53.4
WACC (before tax)	7.7	8.0
WACC (after tax)	7.0	7.2

1) Average return on ten-year German federal government bonds
2) Statistical measure of the sensitivity of the price of an individual share to changes in the entire market. A beta of 1.0 means that the performance of the share moves strictly parallel to the reference market as a whole. A beta above 1.0 denotes greater volatility than the overall market and a beta below 1.0 less volatility.
3) Risk-free interest rate + (market risk premium x beta)
4) Interest rate on short- and long-term corporate bonds issued by Deutsche Börse AG
5) Denotes and quantifies the reduction in tax paid that arises from the deductibility of interest payments on debt and is factored into the calculation of the cost of capital
6) 1 – debt ratio
7) (Total noncurrent liabilities + tax provisions + other current provisions + other bank loans and overdrafts + other current liabilities + trade payables + payables to associates + payables to other investors) / (total assets – financial instruments of Eurex Clearing AG – liabilities from banking business – cash deposits by market participants); basis: average balance sheet items in the financial year

Financial position

Cash flow

Deutsche Börse Group generated cash flow from operating activities of €801.5 million in 2009 (2008: €1,278.9 million). Both the basic operating cash flow per share and the diluted operating cash flow per share amounted to €4.31 (2008: basic operating cash flow per share of €6.71 and diluted operating cash flow per share of €6.70). The decrease in the operating cash flow is attributable primarily to the following items:

- A decrease in net profit for the year to €471.2 million (2008: €1,050.3 million)
- A cash outflow as at the balance sheet date of €42.6 million (2008: cash inflow of €265.3 million) on account of the increase in receivables and other assets. This was primarily the result of a decrease in tax receivables to €48.8 million and an increase in other current assets to €167.1 million, of which €66.7 million related to other operating income after the termination of a financial loss liability insurance policy. The cash inflow in the previous year resulted mainly from the decrease in receivables and other assets, due primarily to the significant decrease in receivables from the CCP business as at the balance sheet date.
- A cash outflow of €2.3 million (2008: cash outflow of €100.3 million) due to the decrease in current liabilities. The cash outflow in the previous year was primarily due to the decline in provisions for the expiring stock option plan in the amount of €111.3 million.
- A cash inflow of €19.3 million (2008: cash outflow of €47.5 million) based on the increase in noncurrent provisions, in particular pension provisions amounting to €14.8 million. The cash outflow in the prior year was attributable in particular to the decrease in noncurrent provisions for share-based payments.
- An increase in other non-cash expenses to €5.9 million (2008: €3.3 million). This related predominantly to the expenses incurred for the deconsolidation of Scoach Holding S.A. and for the measurement of financial instruments.

The items "depreciation, amortization and impairment losses" and "deferred tax income" were significantly impacted by the impairment charge recognized for other intangible assets relating to ISE and the resulting tax credit.

Net cash outflows from investing activities amounted to €1,082.7 million (2008: €939.6 million). The difference compared with the previous year resulted mainly from changes in the following items:

- A cash outflow of €1,113.9 million (2008: €344.0 million) to acquire noncurrent financial instruments from the banking business within Clearstream Banking S.A.
- A cash outflow of €172.3 million (2008: €94.5 million) to acquire intangible assets and property, plant and equipment (capital expenditure, CAPEX). The increase on the previous year is mainly attributable to investments in intangible assets of STOXX Ltd. in connection with the acquisition of additional shares in the Swiss index provider by Deutsche Börse AG on 29 December 2009.
- A cash outflow of €51.0 million in connection with the acquisition of additional shares of STOXX Ltd. and the acquisition of Market News International Inc. and Need to Know News, LLC (2008: nil)

- A cash outflow of €1.4 million to acquire shares in associates (2008: €122.3 million)
- A cash inflow of €165.6 million (2008: cash outflow of €391.2 million) from a decrease in current receivables, securities and liabilities with an original term greater than three months within the banking business of Clearstream Banking S.A.
- A cash inflow of €88.7 million due mainly to the sale of noncurrent financial instruments related to the banking business within Clearstream Banking S.A. (2008: €19.9 million)

Net cash outflows from financing activities amounted to €454.9 million (2008: cash outflow of €943.0 million). The negative cash flow from financing activities relates mainly to changes in the following items:

- A cash outflow of €811.2 million (2008: €1,941.7 million) from the repayment of short-term bonds under Deutsche Börse AG's commercial paper program
- A cash outflow of €390.2 million (2008: €403.0 million) due to dividend payments for financial year 2008
- A cash inflow of €715.1 million (2008: €794.4 million) from the issuance of short-term bonds under Deutsche Börse AG's commercial paper program
- A cash inflow from non-controlling interests in the amount of €20.4 million in connection with a payment to the reserves of STOXX Ltd. (2008: nil)

Cash and cash equivalents amounted to €–285.4 million at the end of the year under review (2008: €448.2 million), mainly due to cash outflows from investing activities mentioned above.

Strong cash flows from operating activities of €801.5 million in the year under review ensure the Group's liquidity. Free cash flow, which is equal to cash flows from operating activities less payments to acquire intangible assets and property, plant and equipment, was below the previous year's level at €629.2 million (2008: €1,184.4 million), in particular owing to the lower net income. Due to its positive cash flow, adequate credit lines and flexible management and planning systems, as in previous years, the Group does not expect any liquidity squeeze to occur in financial year 2010.

Cash flow statement (condensed)

	2009 €m	2008 €m
Cash flows from operating activities	801.5	1,278.9
Cash flows from investing activities	–1,082.7	–939.6
Cash flows from financing activities	–454.9	–943.0
Cash and cash equivalents as at 31 December	–285.4	448.2

Operating leases

The Group uses off-balance sheet operating leases, primarily for the buildings used by Clearstream International S.A. in Luxembourg (see note 44 for details). An operating lease was also concluded for the new office building in Eschborn, into which the Group will move in the second half of 2010.

Dividends and share buy-backs

Under its capital management program, Deutsche Börse AG distributes funds not required for the Group's operating business and further development to its shareholders. The program takes into account capital requirements, which are derived from the Group's capital and liquidity needs from legal, regulatory, credit rating and economic capital perspectives. To ensure the continued success of the Clearstream segment, which is active in securities custody and settlement, the Company aims to retain Clearstream Banking S.A.'s strong "AA" credit rating. Deutsche Börse AG also needs to maintain a strong credit profile for the benefit of the activities at its subsidiary Eurex Clearing AG.

Customers expect their service providers to maintain conservative interest coverage and debt/equity ratios and thus maintain strong credit ratings. Deutsche Börse Group continues to pursue the objective to reach an interest coverage ratio (ratio of EBITDA to interest expenses from financing activities) of at least 16 at the Group level. Deutsche Börse Group fell slightly short of this target in 2009. For 2009 as a whole, the interest coverage ratio was 15.8. In the past financial year, the Company had already adopted various measures to counter this development. For example, cost reductions in the context of the measures to increase operational efficiency have a positive effect on the interest coverage ratio.

Interest coverage ratio of Deutsche Börse Group

Interest expense from financing activities	Issue volume	2009 €m	2008 €m
Fixed-rate bearer bond (May 2003 – May 2008)	€500 m	–	6.8
ISE interim financing		–	29.9
Fixed-rate bearer bond	€650 m	33.0	21.8
Hybrid bond	€550 m	20.4[1]	11.4[1]
Private placement in US$	US$460 m	19.6	10.2
Commercial paper	€172 m (2009)/ €150 m (2008)[2]	3.3	6.8
Total interest expense (including 50% of the hybrid coupon)		**76.3**	**86.9**
EBITDA		1,206.9	1,645.5
Interest coverage[3]		15.8	18.9

1) Only 50 percent of the interest expense on the hybrid bond is accounted for in the interest coverage calculation reflecting the assumed equity component of the hybrid bond. The total interest expense for the hybrid bond amounted to €40.9 million in 2009 and €22.8 million in 2008.
2) Annual average
3) EBITDA / interest expense from financing activities (includes only 50 percent of the interest on the hybrid bond)

After returning around €2.1 billion to its shareholders in the form of share buy-backs and dividends from the launch of the program in 2005 to the end of 2007, Deutsche Börse Group paid a dividend for financial year 2008 of €390.2 million in 2009. As at the balance sheet date of 31 December 2009, a total of €3.3 billion had been distributed to shareholders since the launch of the capital management program.

Of the some 38.7 million shares repurchased between 2005 and 2008, the Company cancelled a total of around 28.6 million shares. A further 1.0 million shares were acquired by employees under the terms of the Group Share Plan (see note 45 of the notes to the consolidated financial statements). As at 31 December 2009, the remaining approximately 9.1 million shares were held by the Company as treasury shares.

For 2009, Deutsche Börse AG will propose to the Annual General Meeting that a dividend of €2.10 per share be paid for the last financial year (2008: €2.10). Based on this proposal, the distribution ratio, adjusted for the ISE impairment charge, is 56 percent of net income, (2008: 38 percent). For 185.9 million shares outstanding at the end of financial year 2009 carrying dividend rights, this would result in a total distribution of €390.5 million (2008: €390.2 million).

Financing of the acquisition of ISE

In April 2008, Deutsche Börse Group issued a senior benchmark bond in the amount of €500 million for the purpose of long-term financing of the ISE acquisition. This bond was increased by €150 million in June 2008. A further US$460 million was issued in June 2008 as part of a private placement in the United States. Also in June 2008, Deutsche Börse AG issued hybrid capital in the amount of €550 million, €4 million of which were repaid in the year under review.

Credit ratings

Deutsche Börse AG regularly has its credit quality reviewed by the rating agency Standard & Poor's, while Clearstream Banking S.A. is rated by Fitch and Standard & Poor's. Both rating agencies confirmed the existing credit ratings of the Group companies in the course of the financial year.

Debt instruments of Deutsche Börse AG

Type	Issue volume	ISIN	Term	Maturity	Coupon p.a.	Listing
Fixed-rate bearer bond	€650 m	XS0353963225	5 years	April 2013	5.00%	Luxembourg/Frankfurt
Series A bond	US$170 m	Private placement	7 years	June 2015	5.52%	Unlisted
Series B bond	US$220 m	Private placement	10 years	June 2018	5.86%	Unlisted
Series C bond	US$70 m	Private placement	12 years	June 2020	5.96%	Unlisted
Hybrid bond	€550 m	XS0369549570	30 years[1]	June 2038	7.50%[2]	Luxembourg/Frankfurt

1) Early termination right after 5 and 10 years and in each year thereafter
2) Until June 2013: fixed-rate 7.50 percent p.a.; from June 2013 to June 2018: fixed-rate mid swap + 285 basis points; from June 2018: variable interest rate (Euro interbank offered rate for twelve-month Euro deposits (EURIBOR), plus an annual margin of 3.85 percent)

As at 31 December 2009, Deutsche Börse AG was one of only two DAX-listed companies that had been given an AA rating by Standard & Poor's.

Ratings of Deutsche Börse AG

	Long-term	Short-term	Last written report
Standard & Poor's	AA	A–1+	8 May 2009

Ratings of Clearstream Banking S.A.

	Long-term	Short-term	Last written report
Fitch	AA	F1+	18 September 2009
Standard & Poor's	AA	A–1+	30 June 2009

Net assets

Deutsche Börse Group's noncurrent assets amounted to €5,251.0 million as at 31 December 2009 (2008: €4,544.9 million). Goodwill of €1,987.3 million (2008: €1,977.0 million) represented the largest item under noncurrent assets. The change in noncurrent assets compared with 31 December 2008 was primarily due to the increase to €1,468.2 million (2008: €756.3 million) in noncurrent securities from banking business held by Deutsche Börse Group as financial assets.

Current assets amounted to €156,109.5 million as at 31 December 2009 (2008: €141,333.7 million). Changes in current assets resulted primarily from the following factors:

- An increase in the financial instruments of Eurex Clearing AG to €143,178.4 million (2008: €121,684.3 million) in connection with its function as central counterparty (CCP) for cash and derivatives markets
- An increase in other current assets to €167.1 million (2008: €60.5 million), chiefly due to the termination of a Group-wide financial loss liability insurance policy
- An increase in other cash and bank balances to €559.7 million (2008: €482.8 million)
- A decrease in restricted bank balances to €4,745.6 million (2008: €10,364.7 million) as a result of lower collateral provided to Eurex Clearing AG by members following the easing of collateral requirements after the financial crisis
- A decline in receivables and securities from Clearstream's banking business to €7,192.4 million (2008: €8,428.0 million)

Assets were offset by equity in the amount of €3,338.8 million (2008: €2,978.3 million) and liabilities in the amount of €158,021.7 million (2008: €142,900.3 million).

The following factors had a major impact on the change in equity compared with 31 December 2008:

- An increase in accumulated profit to €1,886.8 million (2008: €1,779.4 million)
- An increase in non-controlling interests to €472.6 million (2008: €324.0 million), primarily due to the equity interest attributable to non-controlling shareholders of STOXX Ltd., which is fully consolidated in the financial statements of Deutsche Börse Group
- An increase in the revaluation surplus to €125.2 million (2008: €29.3 million), mainly because of the higher interest of Deutsche Börse AG in STOXX Ltd.

Noncurrent liabilities declined to €2,093.5 million (2008: €2,213.7 million), primarily as a result of the decrease in deferred tax liabilities to €442.0 million (2008: €600.6 million) as part of the recognition of an impairment charge for ISE.

Current liabilities amounted to €155,928.2 million (2008: €140,686.6 million). The main changes in current liabilities occurred in the following items:

- An increase in the financial instruments of Eurex Clearing AG to €143,178.4 million (2008: €121,684.3 million) in connection with its function as central counterparty (CCP) for cash and derivatives markets
- An increase in tax provisions to €316.8 million (2008: €239.3 million) based on anticipated tax payments for income earned in prior years

- A decrease in cash deposits by market participants to €4,741.5 million (2008: €10,220.7 million) as a result of lower collateral provided to Eurex Clearing AG by members following the easing of collateral requirements after the financial crisis
- A decrease in liabilities from banking business of Clearstream to €7,221.0 million (2008: €7,916.3 million)
- A decrease in other current liabilities to €284.9 million (2008: €412.1 million) due to the reduced issuance of short-term bonds (commercial paper) beyond the balance sheet date

Overall, Deutsche Börse Group invested €172.3 million in intangible assets and property, plant and equipment (CAPEX) in the year under review, 82 percent more than in the previous year (2008: €94.5 million). The investments were spread throughout all segments of Deutsche Börse Group. The Company's biggest investments in the year under review were the increase of the Market Data & Analytics segment's interest in STOXX Ltd.

Working capital
Working capital is current assets less current liabilities, excluding technical closing date balance sheet items and commercial paper. Current assets, excluding technical closing date items, amounted to €433.4 million (2008: €373.9 million). As Deutsche Börse Group collects fees for most of its services immediately after the end of the month, the trade receivables of €207.4 million included in the current assets as at 31 December 2009 (2008: €210.7 million) were relatively low when compared with the sales revenue. The current liabilities of the Group, excluding technical closing date items, amounted to €687.4 million (2008: €664.1 million). The Group therefore had negative working capital of €–254.0 million at the end of the year (2008: €–290.2 million). The decrease in the negative working capital was mainly due to the increase in other current assets and the decrease in other current liabilities. The rise in tax provisions had an offsetting effect.

Technical closing date balance sheet items
The balance sheet items "current receivables and securities from banking business" and "liabilities from banking business" are technical closing date items that were strongly correlated in the year under review, and fluctuated between approximately €7 billion and €10 billion (2008: between €8 and €12 billion). These amounts mainly represent customer balances within Clearstream's international settlement business.

The balance sheet item "financial instruments of Eurex Clearing AG" relates to the function of Eurex Clearing AG: since the latter acts as the central counterparty for Deutsche Börse Group's various markets, its financial instruments are carried in the balance sheet at their fair value. The financial instruments of Eurex Clearing AG are described in detail in notes 3, 18 and 42 of the notes to the consolidated financial statements and in the risk report below. At the balance sheet dates relevant for the year under review, the total value of these financial instruments varied between €122 billion and €162 billion (2008: between €60 and €122 billion).

Market participants linked to Eurex Clearing provide collateral partly in the form of cash deposits, which are subject to daily adjustments. The cash deposits are generally invested on a secured basis overnight by Eurex Clearing AG and reported in the balance sheet under "restricted bank balances". The total value of cash deposits at the balance sheet dates relevant for the year under review varied between €5 billion and €10 billion in the year under review and was thus within the range for the previous year (2008: between €2 and €11 billion). Collateral decreased over the course of the year as the collateral requirements applicable to members of Eurex Clearing returned to normal levels following the financial crisis.

Risk report

Risk management is a fundamental component of management and control within Deutsche Börse Group. Effective and efficient risk management is vital to protecting the Group's interests: it enables the Group to achieve its corporate goals and safeguards its continued existence. The Group has therefore established a Group-wide risk management system comprising roles, processes and responsibilities applicable to all staff and organizational entities of Deutsche Börse Group. The objective of Deutsche Börse Group's risk management system is – as specified in the "Group Risk Management Policy" – to centrally record and evaluate (i.e. financially quantify to the extent that this is possible) in a timely manner all potential losses and disruptions as well as to control these and report them to the Executive Board together with appropriate recommendations.

Risk management: Organization and methodology
The Executive Board of Deutsche Börse AG is responsible for Group-wide risk management. Risk management at the Group is organized decentrally. The market areas are responsible for identifying risks and reporting them promptly to Group Risk Management, a central function unit with Group-wide responsibilities. Group Risk Management assesses all new and existing risks and reports on a monthly and, if necessary, on an ad hoc basis to the Executive Board. In addition, Group Risk Management regularly reports to the Finance and Audit Committee of Deutsche Börse AG's Supervisory Board. The Supervisory Board is informed in writing about the content of these reports. Risk control is performed in the market areas, i.e. in the areas where the risks occur.

Internal Auditing ensures through independent audits that the risk control and risk management functions are adequate. The results of these audits are also fed into the risk management system.

Internal control system
The Executive Board of Deutsche Börse AG has implemented an internal control system for the Group, designed to ensure the effectiveness and profitability of its operations, avert or uncover financial loss and thus protect all its business assets. The internal control system is an integral part of the risk management system. It is continuously developed and adjusted to reflect changing conditions. Deutsche Börse Group's internal control system comprises both integrated and independent control and safety measures.

The internal control system serves to ensure that Deutsche Börse Group's accounting process complies with sound bookkeeping and accounting practices so that the presentation of the Group's net assets, financial position, and results of operations in the single-entity and consolidated financial statements of Deutsche Börse Group and its subsidiaries is correct and complete.

The Financial Accounting and Controlling area (FA&C) and the corresponding units in foreign subsidiaries are mainly responsible for preparing the accounts of Deutsche Börse AG and its consolidated subsidiaries. The head of FA&C at Deutsche Börse AG is responsible for the accounting processes throughout Deutsche Börse Group as well as for the effectiveness of the integrated safety and control measures. This officer ensures that risks in the accounting system are identified early on and that adequate safety and control measures are implemented in good time, mainly by applying the following measures:

- Work instructions and process descriptions for each individual accounting process, including the preparation of single-entity and consolidated financial statements, are stored in an FA&C database created especially for this purpose.
- IFRS and HGB accounting manuals ensure a Group-wide standard financial reporting process.
- A guideline has been issued to ensure Group-wide standard account allocation.

The work instructions and process descriptions are regularly checked and updated. In addition, high-risk processes are subject to special control. The financial reporting manuals and account allocation guideline are also updated on an ongoing basis. All employees within the department have access to the FA&C database, reporting manuals and account allocation guidelines so that they can obtain up-to-date information on the regulations to be followed.

Another important feature of the internal control system within the FA&C department is the principle of function separation – tasks and responsibilities are clearly defined and allocated within the organization. Incompatible tasks, such as changing master data and issuing payment instructions, are kept strictly apart. One way of ensuring this function separation is to provide an independent control center with the authority to grant accounting system access rights to employees and continuously monitor them by means of a so-called incompatibility matrix.

The dual control principle is applied as an additional control measure. All transactions are recorded in the general ledger and corresponding sub-ledgers based on the table of accounts and the account allocation guideline. The closing entries and financial statements are always prepared in this way.

All major subsidiaries of Deutsche Börse Group keep the same general ledger. The financial statements of subsidiaries not included in this consolidation system are transferred via upload files for preparing the consolidated financial statements. This is done using the consolidation software SAP EC-CS, i.e. the various steps in the consolidation process are supported by IT systems. For the consolidation of liabilities, expenses and income, transactions are recognized in separate accounts under the name of the respective partner company. Differences arising from the consolidation of liabilities, expenses and income are appraised centrally and sent on to the accounting departments of the companies for clarification.

Internal Auditing carries out risk-oriented and process-independent controls to assess the effectiveness and appropriateness of the internal control system relating to accounting.

The Executive Board and the Audit and Finance Committee set up by the Supervisory Board receive regular reports on the effectiveness of the internal control system with regard to the accounting process. However, even an appropriate and functioning internal control system can only offer adequate but never total protection against failure to achieve the goals described at the beginning of this section.

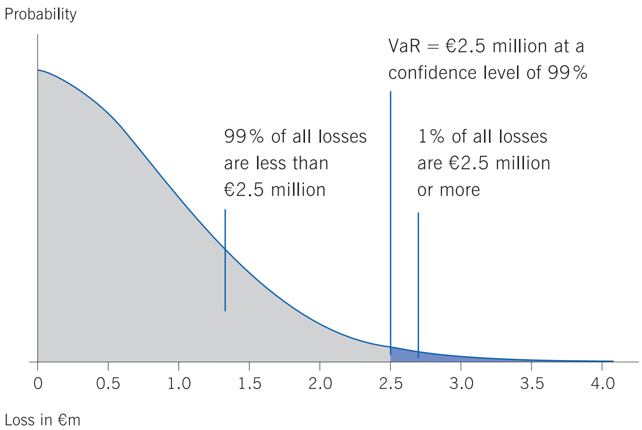
Risk control instruments

Deutsche Börse Group devotes considerable attention to risk mitigation and ensures that appropriate measures are taken to avoid, reduce and transfer, or intentionally accept, risk.

Deutsche Börse Group has installed a standardized approach for measuring and reporting all risks across its organization: the concept of "value at risk" (VaR). The VaR enables the entity to show overall risk appetite, expressed in a comprehensive way, and facilitates the prioritization of risk management measures. It quantifies existing and potential risks and sets at the denoted confidence level the maximum cumulative loss Deutsche Börse Group could face if certain independent loss events materialized over a specific time horizon.

Deutsche Börse Group calculates a management VaR for the Group and its most important subsidiaries and, in addition, a regulatory VaR for the companies of the Clearstream subgroup. The management VaR assumes a one-year time horizon and 99 percent confidence level. Based on the example in the following chart, this means that there is a 99 percent probability that the cumulative loss within the next year will be below €2.5 million. Conversely, there is consequently a 1 percent probability of a loss incurred through one or more incidents within the next year which could meet or exceed €2.5 million. In addition to the management VaR with a confidence level of 99 percent, the regulatory VaR with a confidence level of 99.9 percent is calculated for the companies of the Clearstream subgroup to determine the so-called Basel II regulatory capital requirements (in accordance with the harmonized European requirements for Luxembourg and Germany).

Example illustrating the risk distribution relating to a confidence level of 99 percent



The calculation of the VaR is generally a three-step process:

1. Determination of the loss distribution for every individual risk identified: This is performed for each individual risk on the basis of historical data (such as market data, default, claim, or outage history) or risk scenarios. This distribution may be, for example, a lognormal distribution (often used for risks arising from processing errors) or a Bernoulli distribution (used to simulate counterparty default in credit risk).

2. Simulation of losses using the Monte Carlo method: A Monte Carlo simulation is used to run multiple trials of all random loss distributions at the same time in order to achieve a stable VaR calculation. This produces a spread of possible total losses.

3. Calculation of VaR on the basis of the Monte Carlo simulation: To do this, losses in the Monte Carlo simulation are arranged in descending order by size. If there are, for example, 100 simulations and a 99 percent confidence level, the second biggest loss corresponds to the VaR estimate.

In order to determine whether Deutsche Börse Group can bear the risk of a possible loss, the management VaR is compared against the then current EBIT forecasts. As at 31 December 2009, as was the case throughout the reporting year, the management VaR of the Group was lower than the EBIT predicted at the respective date.

In addition to the VaR calculations described above, the Group performs stress test calculations for credit risk with which it continuously reviews the risk-bearing capability of the Group and the individual subsidiaries.

Risk structuring and assessment

Deutsche Börse Group has developed its own corporate risk structure and distinguishes between operational, financial, business and project risks.

Operational risks

Operational risks include the risk of loss resulting from inadequate or defective systems and internal processes, from human or technical failure, from inadequate or defective external processes, from damage to physical assets as well as from legal risks and risks associated with business practices. The most substantial operating risks for Deutsche Börse Group relate to a disruption in the provision of its core products, including the Xetra and Eurex cash and derivatives market trading systems, as well as the CCP, CASCADE and Creation clearing and settlement systems.

Operational risks that Deutsche Börse Group does not wish to retain and that can be insured at a reasonable price are transferred by taking out insurance policies. All insurance policies are coordinated centrally, thereby ensuring that uniform insurance cover with a favourable risk/cost benefit ratio is in place for the entire Group. The policies of the insurance portfolio that are relevant from a risk perspective are individually reviewed and approved by the Chief Financial Officer of Deutsche Börse AG.

(a) Availability risk:
Availability risk results from the fact that resources essential to Deutsche Börse Group's services offering could fail, thereby making it impossible to deliver services on time or at all. This risk constitutes the greatest operational risk for Deutsche Börse Group. Possible triggers include hardware and software failures, operator and security errors, and physical damage to the data centers.

In particular, Deutsche Börse Group manages availability risk through intensive activities in the field of business continuity management (BCM). BCM encompasses all the processes that ensure business continues as normal, even if a crisis occurs, and therefore substantially reduces availability risk. It relates to arrangements for all the key

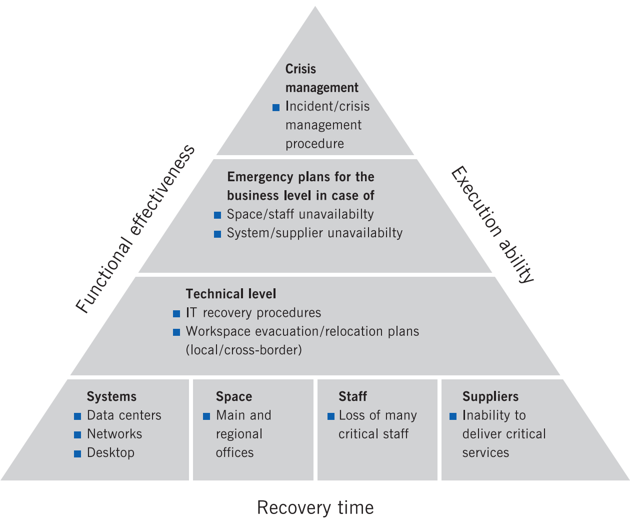
Risk system of Deutsche Börse Group

resources (systems, space, staff, suppliers/service providers), including the redundant design of all critical IT systems and technical infrastructure, as well as backup workspaces located in each of the main operational centers available for employees in critical functions.

These BCM arrangements are regularly tested according to the three following dimensions (see also the chart below):

- Functional effectiveness: Validate that the arrangements are technically in working order
- Execution ability: Ensure that staff are familiar with and knowledgeable in the execution of the plans and procedures
- Recovery time: Confirm that the plans and procedures can be executed within the defined recovery time

Three dimensions of business continuity management



Service availability of Deutsche Börse Group's core products was again at a high level in 2009 and complied with the high standards specified for their reliability. No significant losses were incurred in the year under review.

(b) Processing errors:
The processing errors category includes risks that could materialize when a service for customers of Deutsche Börse Group is deficient due, for example, to product and process errors or processes that are inadequately implemented and manually processed errors. Despite all the automated systems and efforts aimed at delivering straight-through processing, manual work continues to be necessary. As a result, Deutsche Börse Group remains exposed in certain business segments, e.g. in the custody business, to the risk of inadequate handling of customer instructions. In addition, manual intervention in market and system management is necessary in special cases.

In the year under review, sustained improvements were again made to reduce the potential risk of processing errors – either through a reduction in the amount of manual intervention necessary or through better protection, e.g. through the increased use of the dual control principle. Losses occurring as a result of processing errors are more frequent than losses resulting from the non-availability of resources. No significant losses occurred as a result of processing errors in 2009.

(c) Damage to physical assets:
This category includes the risks due to accidents and natural hazards, as well as terrorism and sabotage. No significant losses occurred as a result of damage to physical assets in 2009.

(d) Legal risks and risks associated with business practices:
Legal risks include losses that could arise as a result of non- or inappropriate compliance with new or existing laws, losses from inadequate contract terms or from court decisions not adequately observed in customary business practice, as well as risks from fraud. Risks associated with business practices include losses resulting from money laundering, violations of competition regulations, or a breach of banking secrecy. Deutsche Börse Group has established a Group Compliance function that has the

purpose of protecting the Group against any prejudice that may result from failure to comply with applicable laws, regulations and standards of good practice, with a particular focus on the following topics:

- Prevention of money laundering and terrorist financing
- Compliance with professional and banking secrecy
- Prevention of insider dealing
- Prevention of market manipulation
- Prevention of fraud
- Prevention of conflicts of interest and corruption
- Data protection

No material losses occurred as a result of legal risks or risks associated with business practices in the year under review.

Financial risks

Deutsche Börse Group is exposed to financial risks mainly in the form of credit risk in the companies within the Clearstream subgroup and Eurex Clearing AG. In addition, the Group's cash investments and receivables are subject to credit risk. On a very small scale, there are also market price risks from cash investments and liquidity risks.

Exposure to the risks mentioned above is mitigated through the existence of effective control measures.

(a) Credit risk:
Credit risk consists of the risk that a counterparty will default and cannot meet its liabilities against Deutsche Börse Group in full or at all.

Companies of the Clearstream subgroup extend loans to their customers or arrange securities lending transactions. However, these lending operations cannot be compared with those of other credit institutions. Firstly, the loans are extended solely on a very short-term basis. Secondly, they are extended only for the purpose of increasing the efficiency of securities transaction settlement and are largely collateralized and granted to customers with very good credit ratings. Furthermore, credit lines granted can be revoked at any time.

The Clearstream subgroup is also exposed to credit risk arising from its strategic securities lending transactions (ASLplus). Only selected banks are approved as borrowers. All lending transactions are fully collateralized. Only selected bonds are permitted as collateral. The minimum rating for these emissions is A+. A minimum rating of A-1 applies for issuers of short-term bonds without an issue rating.

The creditworthiness of potential customers is assessed before entering into a business relationship. The companies of the Clearstream subgroup establish customer-specific credit lines on the basis of both regular reviews of the customer's creditworthiness and ad hoc analyses as required.

In accordance with its clearing conditions, Eurex Clearing AG clears transactions with its clearing members only. The clearing relates to securities, rights, derivatives and emission allowances that are traded on Eurex Deutschland and Eurex Zürich ("Eurex exchanges"), Eurex Bonds, Eurex Repo, the Frankfurt Stock Exchange, the Irish Stock Exchange as well as the European Energy Exchange and where Eurex Clearing AG acts as the central counterparty for initiated transactions. In addition, Eurex Clearing AG may act as the central counterparty for OTC transactions in the aforementioned financial instruments if the respective transactions correspond in substance to the transactions in the aforementioned markets and if the clearing members choose to put such OTC trades into the clearing system. Eurex Clearing AG also provides clearing services for its clearing members for transactions executed on individual markets. This is done in cooperation with another clearing house (link clearing house) and on the basis of a special agreement (clearing link agreement).

In order to protect Eurex Clearing AG against the risk of the default of a clearing member, clearing members are required under the terms of the clearing conditions in the version dated 4 December 2009 to provide daily – and in addition intraday – collateral in the form of cash or securities (margins) in an amount stipulated by Eurex Clearing AG. Margin calculations are performed separately for clearing members' own accounts and the accounts of their customers.

The intraday profit or loss arising as a result of the price movement of underlying financial instruments is either settled between the counterparties in cash (variation margin) or deposited by the seller with Eurex Clearing AG as collateral due to the change in value of the position (premium margin). In the case of bonds, repo, or equities transactions, the margin is collected either from the buyer or the seller (current liquidating margin) – depending on the relationship between the purchase price and the current value of the financial instruments. In addition to settling profits and losses, these measures are intended to protect against the risk of the maximum possible cost of closing out an account on the next business day, assuming the most unfavourable price movement possible for the positions held in the account (additional margin). The method of calculating the additional margin is known as risk-based margining and is essentially a VaR approach. First of all, the maximum cost of closure is calculated for each product individually. Opposite positions with the same risk profile are then offset against each other provided that they have been highly correlated over a significant period of time. The target confidence level for the additional margin is at least 99 percent. Eurex Clearing AG is constantly working on the further development of its risk methods.

The system operated by Eurex Clearing AG also secures bilaterally negotiated transactions made between two parties, particularly OTC derivative transactions such as credit default swaps. For this so-called credit clearing, the collateral mechanisms take into consideration the specific risks of credit default swaps through specific margin components for bought and sold protection. A clearing license is required for participation in credit clearing.

In addition to providing margins, each clearing member must contribute to a clearing fund dependent on its individual risk. The fund provides collective protection against the financial consequences of the default or loss of a clearing member. Eurex Clearing AG has established a separate clearing fund for credit clearing. Moreover, each clearing member must prove that it has liable capital of an amount stipulated by Eurex Clearing AG depending on the risk of the clearing member. Regular stress tests ensure that the amounts of the margins and of the clearing fund are sufficient to cover the risk exposure.

If a clearing member does not fulfill its obligations to Eurex Clearing AG, its outstanding positions and transactions can either be settled in cash or offset and closed by back-to-back transactions of corresponding risk. Any potential shortfall that might be incurred in connection with such a closure or cash settlement as well as associated costs would be covered first by the collateral provided by the relevant clearing member and subsequently by its contribution to the clearing fund. Any subsequently remaining shortfall would initially be covered by the retained earnings of Eurex Clearing AG and then by a proportionate claim on the contributions (including potential future contributions) made by all other clearing members to the clearing fund. Finally, any remaining deficit would be covered by comfort letters issued by Deutsche Börse AG and SIX Swiss Exchange AG. With these letters, Deutsche Börse AG and SIX Swiss Exchange AG have undertaken to provide Eurex Clearing AG with the funds required to cover the deficit exceeding the aforementioned lines of defense if a clearing member defaults. Deutsche Börse AG and SIX Swiss Exchange AG bear the obligation from the undertaking in the proportions of 85 percent and 15 percent respectively, and the obligation is limited to a maximum amount of €700 million.

Further credit risks arise in relation to cash investments made by Deutsche Börse AG and its subsidiaries. Deutsche Börse Group reduces this risk by spreading such investments across a number of counterparties with exclusively good credit ratings, defining investment limits for each counterparty, and making mostly short-term investments which are collateralized if possible. The Group establishes maximum investment limits on the basis of regular assessments of creditworthiness and ad hoc analyses as required.

(b) Market price risk:
Market price risks can arise as interest rate or currency risks in connection with cash investments or borrowing as a result of fluctuations in interest rates and foreign exchange rates as well as through corporate transactions. In 2009, interest rate and currency risks were largely hedged using swap transactions. These involve exchanging future payment flows which are uncertain as a result of market price risks for payment flows whose amount is guaranteed. Regular reviews ensure the effectiveness of these hedges.

Further market price risks can arise in the form of share price risks resulting from investment in an equity index-based exchange-traded fund and also from contractual trust arrangements (insolvency-proof fund assets related to Deutsche Börse Group's existing pension plans).

(c) Liquidity risk:
Liquidity risk arises from a lack of sufficient liquidity to meet daily payment obligations or when increased refinancing costs are incurred in the event of liquidity bottlenecks.

The Group Treasury section monitors the daily and intraday liquidity for the Group and its subsidiaries (with the exception of the Clearstream subgroup, for which the Clearstream Treasury section is responsible) and manages it with the help of a limit system. Extensive credit lines are available to provide cover in extreme situations. In 2009, these were substantially increased – details can be found in note 42 of the notes to the consolidated financial statements. The Group also carries out operational and strategic liquidity management. On the operating side, it is ensured that payments to be made in the coming three months are covered while strategic liquidity management is geared toward longer-term planning and securing of liquidity as well as the financing of projects and investments.

Strict internal liquidity requirements are in place for Eurex Clearing AG due to its role as central counterparty. The investment policy is therefore conservative. Regular analyses ensure the appropriateness of these liquidity requirements.

Clearstream Treasury guarantees the liquidity of the Clearstream subgroup. The investment strategy is liquidity driven and aims to ensure that customer deposits can be repaid at any time. The limits used to manage liquidity go beyond the regulatory requirements. Extensive financing forms are available to provide additional security. Scenario considerations are made regularly for the Clearstream subgroup to determine whether financing is also sufficient in extreme situations.

Deutsche Börse Group, the Clearstream subgroup and all subsidiaries had sufficient liquidity at all times in the year under review.

(d) Regulatory requirements:
Risk from regulatory requirements includes losses that could arise if regulatory key figures are not met. The Clearstream subgroup companies and Eurex Clearing AG fulfill the Basel II regulatory equity requirements. Having received regulatory approval from the CSSF (Commission de Surveillance du Secteur Financier), the Clearstream subgroup companies have been using the Advanced Measurement Approach (AMA) since 1 January 2008 to calculate their capital requirements in relation to operational risks. Eurex Clearing AG uses the Basic Indicator Approach to calculate its capital requirements in relation to operational risks.

Clearstream Banking S.A., Clearstream Banking AG, as well as Eurex Clearing AG must meet the liquidity requirements specified by the respective national supervisory authorities. More information on this is provided in note 23 of the notes to the consolidated financial statements.

With the transfer of 51 percent of Deutsche Börse AG's investment in Clearstream International S.A. to its wholly-owned subsidiary Clearstream Holding AG (formerly Deutsche Börse Dienstleistungs AG) during 2009, consolidated supervision shifts over time from Luxembourg's banking authority CSSF to BaFin and Deutsche Bundesbank (Germany's central bank). Since that time, the expanded Clearstream subgroup has been, at Group level, subject to German regulatory equity and liquidity requirements. The shift will be completed in 2010 following an appropriate implementation phase.

Business risks

The business risk reflects the relative sensitivity of the Group to macroeconomic developments and its vulnerability to event risk arising from external threats. It is expressed in EBIT terms, reflecting both a potential decrease in top-line earnings and a potential increase in the structural cost base.

Deutsche Börse Group's financial performance is directly or indirectly subject to the evolution of a number of macroeconomic factors (e.g. interest rates, GDP growth, index value, index volatility). The resulting overall downside potential is relatively limited thanks to the effective diversification of Deutsche Börse Group's business model. However, it cannot be ruled out that financial performance in parts of the Group will develop negatively as a result of a deterioration of the macroeconomic environment.

Deutsche Börse Group's financial performance could also be adversely affected by other external threats, e.g. changes in the competitive and business environment or the evolution of the regulatory environment. For each of the three major segments of the Group (Xetra, Eurex and Clearstream), scenarios are established based on the most significant risk events and quantitatively assessed. Deutsche Börse Group closely monitors the developments in order to take mitigating actions at an early stage.

A commonality in the industry is the dependence on key accounts. In the Xetra, Eurex and Clearstream segments, a substantial proportion of sales revenue is generated by a few key accounts. However, the fact that the key accounts in the trading systems differ from those of Clearstream, the settlement and custody organization, leads to diversification and thus partly offsets the dependencies on specific key accounts at Group level.

It can, however, not be completely ruled out that a further worsening of the global economic crisis could have a significant impact on the Group or its subsidiaries. This can lead, for example, to a drop in the number of customers as a result of customer mergers, a further decrease of trading activity with falling index levels or to reduced issuing activity.

Project risks

Project risks can arise as a result of project implementation (launch of new products, processes or systems), which may have a significant impact on one of the three other risk categories (operational, financial and business risk). These risks are assessed by Group Risk Management as described in the above sections and are addressed in the early stages of major projects. None of the projects planned and implemented in 2009 triggered a change in the overall risk profile of Deutsche Börse Group. Risks connected with the delivery of projects, such as budget risk, quality/scope risk or deadline risk, are monitored locally in the subgroups and reported to the corresponding supervisory body.

Summary

In 2009, Deutsche Börse Group identified all new risks that arose at an early stage and took appropriate measures to counter these risks. As a result of these measures, the risk profile of Deutsche Börse Group and its subsidiaries did not change significantly.

Outlook

The Group evaluates its risk situation on an ongoing basis. In the view of the Executive Board, no significant change in the risk situation and, thus, no threat to the continued existence of the Group can be identified at this time.

Further enhancements to the risk management systems are scheduled for 2010. Examples include the calculation of Group-wide VaR key figures with higher confidence levels and further improvements in the IT infrastructure for risk management.

Report on post-balance sheet date events

On 16 February 2010, the Executive Board of the Company adopted a cost reduction program with annual savings of €50 million and adjusted the cost forecast for the year 2010 to a maximum of €1,250 million, not including provisions for the cost initiative in the amount of about €40 million (please see the report on expected developments).

Report on expected developments

The report on expected developments describes the expected development of Deutsche Börse Group in 2010 and 2011. It contains statements and information on events in the future. These forward-looking statements and information are based on the Company's expectations and assumptions at the time of publication of this report on expected developments. These expectations and assumptions are in turn subject to known and unknown risks and uncertainties. Numerous factors influence the success, the business strategy and the financial results of the Group. Many of these factors are outside the Company's control. Should one of the risks or uncertainties materialize or one of the assumptions made turn out to be incorrect, the actual development of the Group could deviate in either a positive or a negative way from the expectations and assumptions contained in the forward-looking statements and information in this report on expected developments.

Development of operating environment

Extensive measures on the part of central banks and governments to stabilize banks and companies during 2008 and 2009 have helped to restore confidence in the financial markets. The markets nonetheless continued to be dominated by uncertainty and caution in the year under review, a factor that was increasingly reflected in trading volumes. Following the record year 2008, trading volumes in the cash and derivatives markets dropped by approximately 50 percent and 20 percent respectively.

Although the financial crisis resulted in a slump in the global economy in 2009, at the time of preparation of this annual report the economy was starting to show signs of recovery. However, Deutsche Börse Group cannot predict exactly when a significant improvement in the economy will set in. In their first forecasts for 2010, leading economic research institutes are projecting economic growth of less than 1 percent in the euro zone and between 1.2 percent and 1.5 percent in Germany. Not until 2011 is the recovery expected to pick up speed. In the US, expectations are somewhat higher than in Europe, with economic growth predicted to exceed 2 percent. The highest growth by far is forecast for the Asian countries, especially China, where growth of 8 percent to 10 percent is projected in anticipation of high domestic demand. Based on the extremely varied estimates for the different economic regions, global economic growth is projected to increase between 2.5 percent and 3.9 percent. For 2011, economic institutes are predicting that the upswing will continue and even accelerate.

To support the stabilization of the financial sector and to prevent future crises of this kind, governments and central banks are currently working to strengthen regulation of the financial markets. The measures envisioned, some of which have already been initiated, range from revision of the legal framework for banking transactions and equity requirements to improvements in regulatory supervision (for more information, please see the section on the regulatory environment below).

Deutsche Börse Group has no plans in the forecast period for any material changes to its integrated business model, which focuses on trading, clearing, settlement and custody of securities and derivatives. Based on this successful business model, which covers the entire process chain for securities transactions and the most prominent asset classes, Deutsche Börse will continue to observe trends in the financial markets worldwide and leverage them for the development of its products and services. The Company's key strategic goal is to provide all customers with outstanding services. With its scalable electronic platforms, Deutsche Börse believes it remains very well positioned to compete with other providers of trading and settlement services.

Development of results of operations

Based on the assumption that the framework conditions in the forecast period will develop positively and, in particular, that confidence in global financial markets improves once again, Deutsche Börse Group considers itself well positioned to achieve growth in revenue and earnings in the forecast period as compared to the year under review. At the time this report on expected developments was prepared there are initial indications of an economic recovery, but a normalization on the financial markets has not yet established itself. This situation makes it difficult to make a statement on the exact time of a business recovery in the forecast period. The year 2009 has shown, however, that Deutsche Börse Group with its integrated business model and its flexible planning and control systems can adjust to a changed market environment. If the business environment does not recover to the extent expected, the Company believes it is in a good position to continue to do business profitably due to its integrated business model and cost reduction measures implemented and planned. If the recovery on the financial markets is stronger and the rise in short-term interest rates comes earlier than expected, this will have a correspondingly positive effect on the Company's earnings situation.

As planned, the Company generated savings of more than €50 million in 2008 as part of the restructuring and efficiency program announced in September 2007. Additional savings of €25 million per year were targeted for 2009 and 2010. In 2009, the cost savings reached €30 million thanks to the restructuring and efficiency program. Deutsche Börse is therefore planning an additional €20 million in savings for 2010 in order to achieve the original target of annual savings of €100 million starting in 2010.

In June 2008, around half of the employees located in Frankfurt-Hausen moved to neighbouring Eschborn. This enabled a reduction in the 2009 tax rate to 26.9 percent, adjusted for the deferred tax credit resulting from the ISE impairment charge. Plans are for the majority of the remaining staff to relocate from Frankfurt-Hausen to a new office building in Eschborn in the second half of 2010. The Company expects the Group's tax rate to again improve marginally in 2010. The concrete tax rate for 2010 will in particular depend on the exact time of the move. For 2011, the Group is anticipating a tax rate of approximately 26 percent.

In February 2010, the Company's Executive Board decided to streamline the Group's management structure and to implement further cost initiatives with sustainable cost savings totalling approximately €50 million per year. At the same time, the Company will increase its expenses for growth initiatives in 2010 by more than 50 percent to around €100 million. The cost initiatives will be started with immediate effect and are due to be fully implemented by 2011 in order to achieve these cost savings. The Company expects implementation costs of around €40 million, the majority of which will be provisioned in the first half of 2010. The Company reduces its cost guidance for 2010 to a maximum of €1,250 million before taking into account provisions for the cost initiatives of around €40 million. The forecast includes a planned increase in expenses for growth initiatives of more than 50 percent to around €100 million in 2010.

The planned cost measures complement both the 2009 program to reduce discretionary fixed costs by €70 million per year and the restructuring and efficiency program launched in 2007 saving €100 million per year. In the context of the restructuring and efficiency program, Deutsche Börse Group already gathered positive experience with the build-up of the Prague location, which already comprises around 250 employees. The possibility of relocating further positions will be analyzed as part of a new location concept. Based on that, the Company was considering further efficiency measures in the framework of an initiative to optimize operational processes and structures at the time this management report was prepared.

Xetra segment

Sales revenue in the Xetra cash market segment will continue to depend on equity market trends, equity market volatility, and structural and cyclical changes relating to trading activity.

Structural changes in the equity market stem primarily from the increasing use of fully computerized trading strategies, known as algorithmic trading. The Company continues to expect a high proportion of algorithmic trading in Xetra trading volumes.

Since peaking in the second half of 2008, volatility on the equity markets has been steadily decreasing. Average annual volatility was at a much lower level in 2009 than in 2008. Sustained high volatility could provide the Xetra segment with additional momentum for growth, as trading is particularly brisk during such market phases. Reduced volatility in combination with continued uncertainty and caution among market participants over the entire year under review had a negative effect on the number of transactions performed.

The Company is not only developing its cash markets, but is also closely monitoring events in the competitive environment of the European cash markets. It considers itself well positioned to retain its status as market leader in trading of German blue chips and to offer its customers across the globe an attractive range of products and services for cash trading in German and European equities, as well as equities clearing. However, due to increased competition in the cash market, it cannot be ruled out that the market shares of all competitors will shift further.

Despite the intact structural drivers, which in principle influence business development in a positive way, the Company does not expect a noticeable recovery on the cash market until stability and investor confidence in the global financial markets are sustainably restored.

Deutsche Börse Group expects the deconsolidation of Scoach Holding S.A., which took effect on 31 December 2009, and the application of the equity method to this company to have a negative effect on the EBIT of Deutsche Börse Group and a largely neutral effect on net income.

In the Xetra segment, the Executive Board anticipates a recovery in the cash markets as a result of the expected improvement in the economic environment and the corresponding increase in confidence among investors. Despite intense competition, the Company therefore expects growth in business as compared to financial year 2009.

Eurex segment

Volume trends in the preceding year revealed that the economic crisis also critically affected the behaviour of trading participants in the Eurex derivatives market segment. The Company is nevertheless predicting that structural growth factors will continue to exist in principle, which will positively impact trading volumes in all product segments. The structural growth drivers are as follows:

- Traditional investment funds are increasingly including derivatives in their portfolio strategies as a result of the European legal and administrative framework, which relates to certain undertakings for collective investment in securities (UCITS III).
- Due to the high significance of risk management, more and more OTC transactions are shifting to Eurex Clearing for settlement so that the counterparty risk can be eliminated through centralized clearing.
- Banks and investors are increasingly applying fully automated trading strategies (comparable to algorithmic trading on Xetra).

In addition, the US equity options exchange ISE, which belongs to Eurex, offers potential for growth through the cross-selling of existing products and the joint development of new products. Deutsche Börse currently expects the clearing link between The Options Clearing Corporation (OCC) and Eurex Clearing AG to be available for use by customers in 2010. Moreover, Deutsche Börse is working together with ISE to develop a new electronic trading system that is set to go into operation at the end of 2010. With respect to the ISE market environment, Deutsche Börse Group continues to anticipate sharp fluctuations in market share during the forecast period. One reason for this is the manner in which dividend transactions are promoted on some US equity options exchanges. Many exchange operators provide substantial financial incentives for traders to use their platforms when executing transactions.

However, ISE's strategy will continue to be geared toward the key performance indicators of revenue and profitability rather than winning market share at any price. Secondly, changes in the ownership structure of ISE's competitors also led to fluctuation in market share. In October 2009, NYSE sold part of its Amex options market to leading market participants (remutualization). Since then, the buyers have increased their share of orders placed with Amex, which led to significant losses of market share for ISE at the end of 2009. And finally, in the second quarter of 2009, ISE was forced to discontinue offering certain types of orders on the instructions of the SEC. The race for market share on the US options market will therefore continue against the backdrop of remutualization and the entry of new marketplace providers. In addition, ISE is currently in negotiations with the SEC in an attempt to neutralize the competitive disadvantage that ensued for fully electronic equity options trading compared with floor trading due to the aforementioned discontinuation of offering certain types of orders in the second quarter of 2009. In the future, ISE will focus on gaining new customers and offering innovative products that conform to the new SEC regulations in order to continue to maintain its competitive position on the US options exchanges.

At the time this annual report was prepared, Eurex was in negotiations with the leading players on the CDS market regarding a modified governance model. The success of the offer will depend mainly on whether the negotiating parties can agree on governance modalities and economic parameters that are acceptable for both sides. In addition to the CDS initiative, the segment will continue to focus on the off-exchange market in the future.

On the whole, Eurex considers itself to be well positioned in its competitive environment and is predicting an increase in business during the forecast period, particularly due to the structural drivers upon which the business is based.

Clearstream segment

The Clearstream segment generated the majority of its sales revenue in the past year through the settlement and custody of international bonds. This will remain the case in the future. Deutsche Börse continues to predict a sharp rise in the volume of bonds issued internationally compared with fixed-rate securities issued domestically.

With regard to its customer structure, the Company continues to expect consolidation in the financial sector to persist and customers in Clearstream's domestic and international business to merge. These larger customers would benefit from larger rebates, which could lead to a decline in average fees. Although Deutsche Börse faces especially intense competition in the areas of settlement and custody of international bonds, the Group does not expect this to have a major impact on its sales revenue or to result in a loss of market share.

As part of the Clearstream segment's upgraded product and service offering, the Company's plan for the forecast period is not only to expand its cross-border services within the Link Up Markets initiative but also to continue extending its collateral management, liquidity and risk management services for equities and bonds along with its product offering in investment funds. In so doing, it plans to take advantage of the synergies offered by Deutsche Börse Group, such as the clearing house operated by Eurex.

Overall, Clearstream considers itself well positioned in a competitive environment as a result of its diversified product and services portfolio. It expects an increase in services offered and, as a result, further growth in sales revenue in the forecast period.

Deutsche Börse also expects net interest income from banking business to be significantly lower in the current financial year than in the year under review. The Company anticipates that a sustained increase in income will occur only when short-term interest rates rise in Europe and the USA. This assumption is based on the expectation that the rel-evant short-term interest rates in the main currencies, the euro and US dollar, will generally be at a historically low level also in 2010 and that they will eventually rise slightly in the fourth quarter of the year. The Company does not expect a clear increase in short-term interest rates until 2011.

Market Data & Analytics segment

Sales revenue in the Market Data & Analytics segment is largely dependent on the demand for market data in the financial sector. If this demand should fall off as a result of the financial crisis, there will be a delayed effect on the segment's sales revenue. Momentum for growth may, however, result throughout the segment from the intended extension of the product portfolio. It is expected that Deutsche Börse AG's acquisition of a controlling majority in STOXX Ltd., the Swiss index provider, will play a critical role in this context and that full consolidation of the index provider will lead to a corresponding rise in the segment's sales revenue and costs.

Development of pricing models

Deutsche Börse continues to anticipate sustained price pressure in some of its business areas during the forecast period. The Company's objective is to mitigate this price pressure by continually improving its products and services and offering selective incentives for price-elastic business.

During the year under review, the Company offered price incentives for the trading activities of speed-sensitive customers in the Xetra cash market segment and lowered its prices for equities clearing in two steps. The objective of the Company is to further reinforce its position in the cash market as the largest central liquidity pool for trading German blue chips. For this reason, the Company has not ruled out additional strategic price adjustments in the Xetra segment.

As shown by the lower volumes during the reporting period, a phased pricing model may cause a short-term increase in average sales revenue per chargeable unit in the Eurex segment in particular. Over the long term, however, it can be expected that the average sales revenue per chargeable unit will decline. Furthermore, the upper fee levels for certain transactions that are executed OTC but cleared via Eurex Clearing AG may result in contract volumes developing differently than the segment's sales revenue.

At the mid-point of the past financial year, the Clearstream segment adjusted its prices for settling domestic transactions. No additional price reductions were planned at the time of preparation of this annual report. Should the consolidation of market participants and the growth of the Clearstream segment continue, the segment's phased pricing models will also lead to a decrease in income per custody unit or per settled transaction in the future.

Regulatory environment

Currently, the regulatory environment is characterized to a great extent by the reform of legal framework conditions for the banking business in general and equity requirements, liquidity risk management and measures to create more efficient and more effective supervision in particular. This is, among other things, a consequence of the global financial market crisis but also part of a routine examination of current regulations that had been previously set in motion.

Since the beginning of 2008, the EU has been working on amendments to the bank and capital requirements directive (CRD) revised in 2006 at the implementation of the Basel II Accord. An initial CRD amending directive (CRD II) adopted in 2009 focuses on aspects including the treatment of securitization transactions in equity mobilization, supervisory cooperation among banks active across national borders, large-loan regulations, as well as a specification of liquidity risk management. The first two aspects have no or no significant impact on Deutsche Börse Group. The new large-loan regulations, however, which must be integrated into national law by the end of 2010, would have a substantial impact on the regulated units. To ensure the seamless processing of transactions in financial instruments, the EU has established exceptions as part of the legislative procedure which also cover a major part of Deutsche Börse Group's business. It was possible to achieve these exceptions because, among other things, the Group was, within the scope of its preventive risk management, intensively involved in the legislative process. The CRD amending directive includes more comprehensive liquidity management regulations than the original directive. Comprehensive liquidity risk stress tests must be carried out.

Further revisions of the CRD will follow in 2010, focusing on remuneration systems, the changed supervisory structure, particularly for institutes with systemic relevance, a risk buffer for expected losses as well as the so-called leverage ratio (the minimum ratio of equity to unweighted total assets), among other things. Deutsche Börse Group will continue to actively follow this process in order to ensure that its business activities are appropriately considered.

In addition to the EU's current draft law, further regulatory changes to secure financial market stability are being discussed at both a national and international level in the EU's Basel Committee, at the European Central Bank, and at the consultative European institutions CEBS (Committee of European Banking Supervisors) and CESR (Committee of European Security Regulators).

Accelerated by the financial market crisis, a harmonized set of rules for the operation and supervision of central counterparties are key elements of regulatory considerations. The discussion takes into consideration the regulatory pressures to boost clearing of transactions through regulated markets and central counterparties in place of OTC executions and OTC clearing. Deutsche Börse Group has published a white paper on this subject ("The Global Derivatives Market: A Blueprint for Market Safety and Integrity") and comments appropriately on these questions.

The EU Commission is also striving for a revision of the Markets in Financial Instruments Directive (MiFID) in 2010. Beyond that, the EU Commission intends to press forward with the standardization of the legal framework for central counterparties and (international) central securities depositories within the scope of a European market infrastructure directive as well as a proposal for the regulation of European securities law (securities law directive). The concrete impact of these plans cannot be foreseen at this time as they are, for the most part, still in the draft phase.

This entire process is being followed closely by Deutsche Börse Group. The Group participates actively in consultations and ensures that political decision makers are aware of the potential negative consequences for the market as a whole and the affected company in particular. In this way, Deutsche Börse counters undue ramifications for the Group or any of its subsidiaries.

No material effects on the Group are expected from the regulatory changes (deposit insurance, implementation of the EU payment services provider directive, gradual tightening of supervision) which took effect in 2009.

Development of the Group's financial position

The Company expects operating cash flow to remain positive. As part of its cash flow from investing activities, Deutsche Börse plans to invest around €120 million per year in intangible assets and property, plant and equipment during the forecast period. These investments will serve primarily to develop new and enhance existing products and services in the Xetra, Eurex and Clearstream segments. The difference in investment volume compared with previous years is primarily the result of the joint trading platform developed in cooperation with ISE for Deutsche Börse Group.

Under its capital management program, Deutsche Börse will react flexibly to a changing market environment in the forecast period. Deutsche Börse Group continues to pursue the objective of achieving an interest cover ratio (ratio of EBITDA to interest expenses from financing activities) of at least 16 at Group level. Both the planned dividend distribution ratio of 40 to 60 percent of consolidated net income for the year and any share buy-backs are subject to capital requirements, investment needs and general liquidity considerations.

REMUNERATION REPORT

The following remuneration report is a component of the management report. The report reflects the requirements of the German Corporate Governance Code and German Accounting Standard (GAS) 17 “Reporting on the Remuneration of Members of Governing Bodies”. This report also includes the information required by the Handelsgesetzbuch (HGB, the German Commercial Code) and the International Financial Reporting Standards (IFRSs).

Remuneration system for the Executive Board – a basis of good corporate governance

The regular review and the transparent and comprehensible presentation of the remuneration system form part of the basis of corporate governance in action at Deutsche Börse AG. For this reason, the Supervisory Board addressed the remuneration system structure and the key components of the individual contracts in the year under review as well as agreeing on remuneration for the Executive Board following preparatory work by the Personnel Committee. Against the background of the latest amendments to the Aktiengesetz (AktG, the German Stock Corporation Act) resulting from the Gesetz zur Angemessenheit der Vorstandsvergütung (VorstAG, German Act on the Appropriateness of Management Board Remuneration) and the revision of the German Corporate Governance Code, the Supervisory Board resolved in June 2009 to examine in detail whether the remuneration system complies with the legal requirements and the provisions of the German Corporate Governance Code. The in-depth review of the remuneration system and its individual components was conducted to take into account both the interests of shareholders and of the Company and its Executive Board members. The analysis and revision involved both internal specialists and external consultants. The revised and enhanced remuneration system was adopted in the meeting of the Supervisory Board on 23 March 2010 and applies retroactively as from 1 January 2010. The Executive Board has agreed to the new remuneration system in principle. The Supervisory Board will report on the implementation at the Annual General Meeting on 27 May 2010.

The remuneration system for the Executive Board that still applies for 2009 includes the following arrangements:

Benefits and the appropriateness of Executive Board remuneration

Members of the Executive Board of Deutsche Börse AG are paid annual remuneration comprising a fixed and a variable component. The criteria governing the appropriateness of the Executive Board’s remuneration are the tasks of each Executive Board member and their individual performance and the performance of the entire Executive Board and of the Company, as well as Deutsche Börse AG’s economic position and prospects. The fixed, non-performance-related component consists of a fixed monthly salary. The variable component consists of performance-related remuneration and long-term incentive elements (Stock Bonus Plan, SBP). Members of the Executive Board have also received pension commitments and other benefits such as taxable contributions towards private pensions, taxable lump-sum telephone allowances and/or the entitlement to use company cars. These are shown in the following table under “other remuneration”.

The fixed component is a monthly salary paid as basic remuneration. The performance-related variable remuneration component is determined annually. Its amount depends on company-specific goals being achieved such as the implementation of company-wide projects or certain cost or revenue targets being met, as well as on the Executive Board members achieving their individual goals. In addition, factors such as analytical skills, social skills, productivity, or leadership quality are taken into account. Two thirds of the variable remuneration is paid in cash after the end of the financial year and one third is transferred to the SBP.

The table below shows the expenses for the fixed and variable remuneration, and entitlements under share-based payment arrangements granted in the year under review. Prior-year figures are given in brackets. As in the previous year, the figures relating to long-term incentive components in 2009 relate to shares from the SBP.

Deutsche Börse AG has also taken out a D&O (directors' and officers' liability insurance) policy for its Executive and Supervisory Board members. Since the VorstAG came into force, section 93(2) sentence 3 of the AktG stipulates that a deductible must be agreed upon when taking out D&O policies for Executive Board members. Deutsche Börse AG will comply with the statutory provisions governing

Total Executive Board remuneration for 2009 (prior-year figures in brackets)

	Non-performance-related remuneration	Other remuneration[1]	Performance-related remuneration	Long-term incentive components[2]		Total remuneration
				Number of stock options	Value on grant date	
	€ thousands	€ thousands	€ thousands	Number	€ thousands	€ thousands
Reto Francioni	1,000.0	14.8	1,000.0	10,560	456.3	2,471.1
	(1,000.0)	(92.3)	(1,700.0)	(21,234)	(766.8)	(3,559.1)
Andreas Preuß	600.0	26.9	883.3	9,328	403.1	1,913.3
	(600.0)	(25.9)	(1,466.7)	(15,137)	(673.2)	(2,765.8)
Thomas Eichelmann[3]	183.3	17.0	0	0	0	200.3
	(550.0)	(92.6)	(–)	(–)	(–)	(642.6)
Frank Gerstenschläger	500.0	26.2	486.7	5,139	222.0	1,234.9
	(500.0)	(25.3)	(766.7)	(9,576)	(345.8)	(1,637.8)
Michael Kuhn	500.0	20.5	700.0	7,392	319.4	1,539.9
	(500.0)	(20.2)	(1,133.3)	(13,655)	(513.0)	(2,166.5)
Gregor Pottmeyer[4]	125.0	18.0	250.0	0	0	393.0
	(–)	(–)	(–)	(–)	(–)	(–)
Jeffrey Tessler	575.5	38.6	716.7	7,568	327.0	1,657.8
	(561.5)	(45.5)	(1,133.3)	(14,156)	(511.2)	**(2,251.5)**
Total	**3,483.8**	**162.0**	**4,036.7**	**39,987**	**1,727.8**	**9,410.3**
	(3,711.5)	**(301.8)**	**(6,200.0)**	**(73,758)**	**(2,810.0)**	**(13,023.3)**

1) Other remuneration comprises salary components such as taxable contributions towards private pensions, taxable lump-sum telephone allowances/living expenses, and company car arrangements.
2) The calculation of the number of stock options and the value at the grant date for 2009 is based on the closing auction price of Deutsche Börse shares in electronic trading on the Frankfurt Stock Exchange on the date the bonus is calculated. The number of stock options and their value at the grant date for 2008 were recalculated for each Executive Board member on the basis of the individual grant dates. The different grant dates resulted from the involvement of the supervisory boards of Eurex Frankfurt AG, Eurex Clearing AG, Eurex Zürich AG and Clearstream International S.A. as well as Deutsche Börse Systems AG and the resolutions adopted by them.
3) Thomas Eichelmann's Executive Board mandate and service contract ended by mutual agreement on 30 April 2009. Mr Eichelmann received a severance payment of €5,800.0 thousand, which includes compensation for performance-related remuneration no longer granted for financial year 2008 as well as for the period to 30 April 2009. Originally, Thomas Eichelmann had been appointed until 30 June 2010.
4) Appointed to the Executive Board on 1 October 2009

deductibles and will modify existing D&O policies during the statutory transitional period, i.e. effective no later than 1 July 2010.

Retirement benefit agreements ("direct commitments") have been entered into individually with all members of the Executive Board of Deutsche Börse AG, with the exception of Gregor Pottmeyer. The retirement benefit system was adjusted as part of the revision of Executive Board remuneration. Once this revision has been completed, a retirement benefit agreement will be reached with Mr Pottmeyer that will form part of his contract of service. Commitments for the remaining Executive Board members are mainly based on the following arrangements:

Feature	Arrangement
Pension	Executive Board members receive a pension (subject to the "upper limit" described below) if they leave Deutsche Börse AG after reaching the age of 60[1)] or 63, if they are retired due to permanent occupational incapacity, or if their contract of service is terminated prematurely or not extended and there are no reasons for this that are caused by the Executive Board member. If an Executive Board member's contract of service is terminated prematurely or not extended, a pension is only granted if the member has served at least three years on the Executive Board of Deutsche Börse AG and his or her contract of service has been extended at least once. Payment of the pension commences on the day following the date of their last salary payment or at the earliest at the age of 55.[2)]
Occupational incapacity or total disability pension	In the event of temporary occupational incapacity, Executive Board members are entitled to continued payment of their remuneration, but in any event for no longer than the date of termination of their contract of service. In the event of permanent occupational incapacity, Deutsche Börse AG is entitled to compulsorily retire the Executive Board member after six months.
Invalidity pension	Deutsche Börse AG has taken out accident insurance that pays out three times the annual fixed salary in a single sum in the event of death and four times the annual fixed salary in a single sum in the event of total invalidity.
Upper limit	In the event that the Executive Board member leaves the Company prior to the regular retirement date, the pension is reduced by the amount of the excess of the new employment income plus pension over the current remuneration of the old contract of service, or all income as defined by the Einkommensteuergesetz (German Income Tax Act) resulting from regular commercial, advisory, or professional activity relating to dependent employment is offset in the full amount against the pension to be granted. Remuneration is not offset if the Executive Board member is over 60 or 63.
Pension measurement basis	The pension amounts to 30 percent of the most recent fixed salary paid and rises by five percentage points per reappointment period to a maximum of 50 percent.
Form of payment	As a rule, the benefit is granted in the form of a pension. The Executive Board member in question may notify Deutsche Börse AG in writing no later than six months before commencement of the insured event whether he or she wishes to draw the benefits under the retirement benefit agreement in the form of a monthly pension, a one-off capital payment, or five part-payments. In such cases, Deutsche Börse AG decides on the form of payment to the Executive Board member, taking the Board member's notification into account.
Surviving dependents' pensions	In the event of death during the period of active service or following entitlement to receive a pension (see above), the spouse is entitled to a life-long pension of 60 percent of the retirement pension; dependent children receive a (half-) orphan's pension of 10 and 25 percent respectively of the retirement pension.[3)]
Transitional payment	Executive Board members who leave the Company after reaching pensionable age or being compulsorily retired receive a transitional payment in the first twelve months after retirement amounting to a total of two-thirds of the most recent performance-related remuneration and, in the twelve months thereafter, of a total of one third of the most recent performance-related remuneration. In the event that the beneficiary dies within 24 months of retirement, the surviving spouse is entitled to the full amount of the transitional payments described above for three months, and 60 percent of such payments for the remaining period.

1) This rule applies to Executive Board members Reto Francioni and Jeffrey Tessler.
2) This rule applies to Executive Board member Andreas Preuß.
3) For Mr Pottmeyer, the arrangement is that his wife or dependent children will be entitled to all of his benefits until the end of the sixth month following his death.

The pension expense comprises the current service cost and the past service cost. The following amounts were added to provisions and recognized as pension expense in the year under review:

Pension expense

	2009 € thousands	2008 € thousands
Reto Francioni	–	1,213.6
Andreas Preuß	455.0	386.8
Thomas Eichelmann[1)]	–	186.3
Frank Gerstenschläger	661.1	461.8
Michael Kuhn	167.4	141.3
Gregor Pottmeyer[2)]	–	–
Jeffrey Tessler	146.9	1,148.9
Total	**1,430.4**	**3,538.7**

1) Left the Executive Board on 30 April 2009
2) Appointed to the Executive Board on 1 October 2009

Change-of-control arrangements

On the basis of their contracts of service, the members of the Executive Board are entitled to severance payments if, in the event of a change of control, the contract of service is terminated within six months or if the member of the Executive Board, provided that there is no good cause for termination for which he is responsible, resigns because his position as a member of the Executive Board is subject to significant limitations as a result of the change of control.

The payments in the event of a change of control are calculated on the basis of the capitalized benefits (fixed salary and performance-related remuneration) for the remainder of the agreed contract term and of a severance payment of up to twice the annual benefits in the amount of the benefits for the most recent calendar year (fixed salary and performance-related remuneration). The entitlement to shares from the Stock Bonus Plan remains in force and will be settled in accordance with the provisions of the Stock Bonus Plan after the end of the vesting period. In accordance with the German Corporate Governance Code, Mr Pottmeyer's resulting maximum payment must not exceed the lesser of two annual payments or the value of the remainder of the current contract of service whereby a further annual payment (compensation in the event of a change of control) may be approved by the Supervisory Board.

Phantom stock option plan

Deutsche Börse AG established a phantom stock option plan that ran until the end of 2006 and also applied to Executive Board members. The options issued had a maximum term of five years and a vesting period of three years. In financial year 2009, Executive Board members exercised all their options so that no Executive Board member now holds any stock options. The options were designed to be notional. They did not confer the right to purchase Deutsche Börse AG shares at a set price, but rather conferred the right to a cash payout. The amount of the cash payout depended on the relative performance of Deutsche Börse AG shares (adjusted for dividend payments) against the STOXX® Europe 600 Technology Index as the benchmark index (€1.00 per 1 percent outperformance). Outperformance was calculated by determining the opening and closing prices of Deutsche Börse's shares and of the benchmark index on the basis of the mean closing prices in Xetra® trading on Frankfurter Wertpapierbörse (FWB®, the Frankfurt Stock Exchange) and the mean closing prices of the index: the opening price for the 60 trading days prior to the grant of the stock options and the closing price for the 60 trading days prior to the cut-off dates on which the exercise windows began (1 February, 1 May, 1 August and 1 November).

The total expense/income for the options recognized in the year under review is shown in the table below. All exercisable options had been exercised as at 31 December 2009.

Phantom stock option plan (prior-year figures in brackets)

	Recognized expense/ income	Carrying amount as at balance sheet date
	€ thousands	€ thousands
Reto Francioni	–167.3	–
	(–854.2)	(2,223.7)
Andreas Preuß	61.6	–
	(–486.9)	(1,267.5)
Thomas Eichelmann[1]	–	–
	(–)	(–)
Frank Gerstenschläger	–	–
	(–)	(–)
Michael Kuhn	–120.4	–
	(245.6)	(1,601.0)
Gregor Pottmeyer[2]	–	–
	(–)	(–)
Jeffrey Tessler	–93.7	–
	(–0.2)	(1,245.3)
Total	**–319.8**	**–**
	(–1,095.7)	**(6,337.5)**

1) Left the Executive Board on 30 April 2009
2) Appointed to the Executive Board on 1 October 2009

Stock Bonus Plan
In 2007, the Stock Bonus Plan (SBP) replaced the previous phantom stock option plan. The SBP makes it possible to grant cash and shares of Deutsche Börse AG as a variable remuneration component. For the year under review, the members of the Executive Board will receive one-third of their variable remuneration converted into shares of Deutsche Börse AG as a long-term incentive component (“number of stock options”). This arrangement does not apply to Mr Pottmeyer.

The corresponding number of stock options is calculated by dividing the amount of the individual and performance-based bonus (one-third of the variable remuneration) of each Executive Board member by the market price of the Company (closing auction price of Deutsche Börse shares in electronic trading on the Frankfurt Stock Exchange) on the date the bonus is determined. Neither the converted bonus nor the number of shares will be paid at the time the bonus is determined; they are paid two years after the grant date (vesting period). On expiry of the vesting period, the original number of stock options is first converted into a payment claim. To do so, the current market price on that day (closing auction price of Deutsche Börse shares in electronic trading on the Frankfurt Stock Exchange) is multiplied by the number of stock options. The Company then has the option to settle the payment claim for the Executive Board member in cash or shares. The Company has decided to make a cash settlement for the 2007 tranche. See also note 45 of the notes to the consolidated financial statements.

In accordance with IFRS 2, the total number of stock options is measured at fair value on the grant date. For the year under review, fair value was calculated on the basis of the closing price on the determination date. A modified Black-Scholes option pricing model (Merton model) was used to measure the number of SBP shares from the 2009 tranche (previous year: 2008 tranche). The model does not take exercise hurdles into account. It is based on the following valuation parameters:

Valuation parameters

		Tranche 2009[1]	Tranche 2008
Term[2]		2 years	2 years
Risk-free interest rate	%	1.19	1.37
Volatility	%	40.59	52.62 – 59.49
Deutsche Börse AG share price	€	47.35	40.03 – 49.35
Dividend yield	%	4.88	4.68 – 5.77
Exercise price	€	0	0
Fair value	€	43.21	36.11 – 45.37

1) The valuation parameters are calculated on the date the bonus is determined.
2) Term begins on the grant date.

The expense from the Stock Bonus Plan incurred in the year under review is presented together with the carrying amount as at the balance sheet date in the table above on the right. See also note 45.

Stock Bonus Plan (prior-year figures in brackets)

	Recognized expense € thousands	Carrying amount as at balance sheet date € thousands
Reto Francioni	542.9[1]	1,354.7
	(541.8)	(811.8)
Andreas Preuß	347.4[1]	1,101.5
	(533.3)	(754.1)
Thomas Eichelmann[2]	–227.4	–
	(227.4)	(227.4)
Frank Gerstenschläger	246.6[1]	558.3
	(219.6)	(311.7)
Michael Kuhn	335.2[1]	921.0
	(399.3)	(585.8)
Gregor Pottmeyer[3]	–	–
	(–)	(–)
Jeffrey Tessler	354.9[1]	938.3
	(416.5)	(583.4)
Total	**1,599.6**	**4,873.8**
	(2,337.9)	**(3,274.2)**

1) Taking into account the reversal effect amounting to a total of €1.4 million, which results from the decision to settle the 2007 tranche in cash and which was appropriated to retained earnings
2) Left the Executive Board on 30 April 2009
3) Appointed to the Executive Board on 1 October 2009

The table on the next page shows the changes in the number of stock options received for the year under review.

Former members of the Executive Board or their surviving dependents

Former members of the Executive Board or their surviving dependents received remuneration of €1.3 million in 2009 (2008: €1.2 million). The actuarial present value of the pension obligations (DBO) as at the balance sheet date was €28.7 million in the year under review (2008: €27.2 million).

Number of stock options from the 2007 to 2009 tranches

	Balance as at 31 Dec. 2008	Adjustment of number of 2008 stock options in 2009	Number of stock options for 2009[1]	Settlement in SBP shares	Number of expired SBP shares	Total
Reto Francioni	29,286	246	10,560	0	0	**40,092**
Andreas Preuß	26,014	–2,970	9,328	0	0	**32,372**
Thomas Eichelmann[2]	0	0	0	0	0	**0**
Frank Gerstenschläger	12,148	111	5,139	0	0	**17,398**
Michael Kuhn	20,074	–337	7,392	0	0	**27,129**
Gregor Pottmeyer[3]	0	0	0	0	0	**0**
Jeffrey Tessler	20,109	164	7,568	0	0	**27,841**
Total	**107,631**	**–2,786**	**39,987**	**0**	**0**	**144,832**

1) The calculation of the number of stock options was based on the closing price on the date the bonus was determined.
2) Left the Executive Board on 30 April 2009
3) Appointed to the Executive Board on 1 October 2009

New remuneration system for the Executive Board

In August 2009, the VorstAG came into force. The new act has the purpose of creating greater incentives in the remuneration structure for members of executive boards in German stock corporations to manage the company sustainably and with its long-term interests in mind. As a result, the Personnel Committee and the Supervisory Board set about investigating the existing remuneration system and developing a new one. With the help of independent, external consultants, possible concepts were analyzed, discussed in the Supervisory Board and adopted.

The new remuneration model presented here puts a greater emphasis on the Company’s long-term performance as a basis for assessing performance-related remuneration. In addition to introducing upper limits for remuneration components, it contains a considerably smaller portion of variable elements with a short-term focus. The revised and enhanced remuneration system was adopted in the meeting of the Supervisory Board on 23 March 2010 and applies retroactively as from 1 January 2010. The Executive Board has agreed to the new remuneration system in principle. The Supervisory Board will report on the implementation at the Annual General Meeting on 27 May 2010..

Remuneration

The total target remuneration for members of the Executive Board of Deutsche Börse AG comprises a fixed and a variable component. The variable component consists of two elements, a cash bonus and a stock bonus. The target values for the fixed and variable components are set by the Supervisory Board for each individual member of the Executive Board and monitored regularly to ensure that they are appropriate.

Fixed basic remuneration

The basic remuneration accounts for around one third of the total target remuneration. The members of the Executive Board receive their basic remuneration in twelve monthly installments.

Variable remuneration – cash bonus

Once a year, the members of the Executive Board receive a performance-related cash bonus based on both the Company's goals and individual targets.

A key parameter for establishing the cash bonus is the Company's success as defined by its average annual net profit over the past three years. Every year, the Supervisory Board sets a target net income. This determines the full value of the calculable part of the cash bonus and is derived as a control variable from the budget target or an adequate return on equity (RoE).

Achievement of this target can vary between 0 and 200 percent. Every year, the Supervisory Board sets an upper and a lower limit for the net profit for the year that is potentially achievable together with the 100 percent goal.

The cash bonus is divided into three parts: two thirds are based on the Company's annual net income from the last three years and one third on the degree to which individual goals from the previous year have been met. These goals are based on agreed targets for each individual Executive Board member.

Variable remuneration – stock bonus

A further element of the variable remuneration is a stock bonus paid to members of the Executive Board. This is aimed at the Company's long-term performance and is calculated over a period of three years (performance period). To determine this remuneration element, the Supervisory Board first defines a stock bonus target value in euros. The number of stocks that can be allocated to each member of the Executive Board is calculated by dividing the target value of the stock bonus by the market price of the Deutsche Börse share, derived from the average of the last two months before the target value was set.

The final number of shares depends on the performance of Deutsche Börse AG's total shareholder return compared to a peer group. In addition to the number of stocks, the share price of Deutsche Börse AG after the three-year period also determines the level of payment. A maximum value is set for paying out the stock bonus.

Pension scheme/retirement benefits

Deutsche Börse AG Executive Board members receive pension benefit commitments agreed on in individual contracts. The claim to retirement benefits is on the condition that the member of the Executive Board has served on the Executive Board in the same position for at least three years and has been reappointed at least once. Members of the Executive Board are entitled to pension benefits after reaching the age of 60 or 63. Even if they retire from Deutsche Börse AG prematurely, members of the Executive Board have a right to an early retirement pension if they have served on the Executive Board for at least three years and have been reappointed at least once. As of 1 January 2010, pension benefits are no longer automatically linked to the fixed basic remuneration. A pensionable income is now defined that is also to be monitored regularly. This is based on a shift away from the old target agreements and towards a higher basic remuneration with a lower variable target remuneration.

D&O insurance

Deutsche Börse AG provides members of the Executive Board with a directors' and officers' liability insurance (D&O insurance) to hedge against risks of Executive Board activities. The D&O insurance for 2010 includes a deductible of 10 percent of losses incurred through errors of management for all members of the Executive Board. The maximum deductible is limited to one and a half times the fixed annual basic remuneration.

Arrangements for premature termination of contract (severance payments)

Premature termination
If members leave the Executive Board before their regular term of appointment has expired, any severance and other payments that might be granted may not exceed the value of two annual target remuneration payments or the value of the remainder of the current contract of service. In these cases, payments to a member of the Executive Board who is leaving the Company prematurely are only granted in principle if the member is not leaving the company of his own accord and if the Supervisory Board has made a corresponding decision. The Supervisory Board reserves the right to exceed the upper limit in exceptional justified cases.

Termination in the case of a change of control
In the event of a change of control at Deutsche Börse AG, if a member of the Executive Board is asked to stand down within six months as a result of this change, or if he resigns because his position as a member of the Executive Board is subject to significant limitations as a result of the change of control, the Supervisory Board can decide to grant severance payment. Any severance and other payments that might be granted may not exceed the value of two annual remuneration payments or the value of the remainder of the current contract of service. The Supervisory Board can decide to raise this payment by the amount of a further annual remuneration payment.

Further benefits
The members of the Executive Board receive the following benefits:

- Disability pension
- Invalidity pension
- Basis for assessment of retirement benefits
- Provision for surviving dependents
- Transition payment when retiring from active service
- Allowances for private pension schemes, telephone allowances, entitlement to use a company car

Remuneration of the Supervisory Board

Supervisory Board members receive a ratable fixed remuneration for their services in 2009, depending on their length of service in the year under review. The annual fixed remuneration for membership was €96 thousand for the Chairman, €72 thousand for the Deputy Chairman and €48 thousand for each other member. In addition, membership of the Supervisory Board's Committees (Strategy, Technology, Personnel, Nomination, Clearing and Settlement, and Audit and Finance) is remunerated: the additional remuneration is €30 thousand per annum for the Chairman of each Committee (€40 thousand per annum for the Chairman of the Audit and Finance Committee) and €20 thousand per annum for each other member of each Committee.

Members of the Supervisory Board also receive annual variable remuneration on the basis of two different, clearly defined targets relating to the Company's performance. Target 1: In the year in which remuneration is paid, the consolidated return on equity after taxes of Deutsche Börse Group must exceed by at least five percentage points the average of the monthly average current yields to maturity of domestic bearer bonds and public-sector bonds with a remaining maturity of more than nine to ten years as calculated by the Deutsche Bundesbank. Target 2: Consolidated earnings per share for the previous two full financial years must exceed consolidated earnings per share for the previous year in each case by 8 percent or more. For each target met, the members of the Supervisory Board each receive annual variable remuneration in the amount of €16 thousand.

Supervisory Board remuneration[1)2)]

	Membership		Non-performance-related remuneration		Performance-related remuneration	
	2009	2008	2009	2008	2009	2008
			€ thousands	€ thousands	€ thousands	€ thousands
Dr Manfred Gentz (Chairman)	full year	full year	189.3	99.5	16.0	32.0
Gerhard Roggemann (Deputy Chairman)	full year	full year	127.0	90.0	16.0	32.0
Herbert Bayer	full year	full year	68.0	68.0	16.0	32.0
Udo Behrenwaldt[3)]	1 Jan.–20 May	full year	28.3	68.0	6.7	32.0
Richard Berliand	full year	full year	68.0	68.0	16.0	32.0
Birgit Bokel	full year	full year	68.0	68.0	16.0	32.0
Dr Joachim Faber[4)]	20 May–31 Dec.	–	58.7	–	10.7	–
Hans-Peter Gabe	full year	full year	69.7	68.0	16.0	32.0
Richard M. Hayden	full year	full year	108.0	108.0	16.0	32.0
Craig Heimark	full year	full year	78.0	78.0	16.0	32.0
Dr Konrad Hummler	full year	full year	68.0	68.0	16.0	32.0
David Krell	full year	full year	61.3	48.0	16.0	32.0
Hermann-Josef Lamberti	full year	full year	78.0	78.0	16.0	32.0
Friedrich Merz	full year	full year	81.3	68.0	16.0	32.0
Friedrich von Metzler[3)]	1 Jan.–20 May	full year	36.7	88.0	6.7	32.0
Thomas Neiße[5)]	21 Jan.–31 Dec.	–	66.3	–	16.0	–
Roland Prantl	full year	full year	61.3	48.0	16.0	32.0
Sadegh Rismanchi[3)]	1 Jan.–20 May	full year	28.3	68.0	6.7	32.0
Dr Erhard Schipporeit	full year	full year	88.0	69.7	16.0	32.0
Norfried Stumpf[4)]	20 May–31 Dec.	–	45.3	–	10.7	–
Kurt F. Viermetz[6)]	–	1 Jan.–8 Dec.	–	186.0	–	32.0
Dr Herbert Walter[3)]	1 Jan.–20 May	full year	28.3	68.0	6.7	32.0
Otto Wierczimok[3)]	1 Jan.–20 May	full year	28.3	68.0	6.7	32.0
Johannes Witt	full year	full year	68.0	68.0	16.0	32.0
Total			**1,602.1**	**1,641.2**	**310.9**	**672.0**

1) See note 45 in the notes to the consolidated financial statements for details of the long-term incentive components
2) The recipient of the remuneration will be determined individually by the members of the Supervisory Board.
3) Left the Supervisory Board on 20 May 2009
4) Appointed to the Supervisory Board on 20 May 2009
5) Appointed to the Supervisory Board on 21 January 2009
6) Kurt F. Viermetz resigned from his position effective 8 December 2008.

Audit opinion

We have audited the consolidated financial statements prepared by Deutsche Börse AG, Frankfurt/Main, comprising the balance sheet, the income statement, statement of changes in equity and segment reporting, cash flow statement and the notes to the consolidated financial statements, together with the group management report for the business year from January 1 to December 31, 2009. The preparation of the consolidated financial statements and the group management report in accordance with IFRSs, as adopted by the EU, and the additional requirements of German commercial law pursuant to § 315a Abs. 1 HGB [Handelsgesetzbuch „German Commercial Code"] are the responsibility of the parent company`s management. Our responsibility is to express an opinion on the consolidated financial statements and on the group management report based on our audit.

We conducted our audit of the consolidated financial statements in accordance with § 317 HGB and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the consolidated financial statements in accordance with the applicable financial reporting framework and in the group management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Group and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the consolidated financial statements and the group management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the annual financial statements of those entities included in consolidation, the determination of entities to be included in consolidation, the accounting and consolidation principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements and group management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the consolidated financial statements comply with IFRSs, as adopted by the EU, the additional requirements of German commercial law pursuant to § 315a Abs. 1 HGB and give a true and fair view of the net assets, financial position and results of operations of the Group in accordance with these requirements. The group management report is consistent with the consolidated financial statements and as a whole provides a suitable view of the Group's position and suitably presents the opportunities and risks of future development.

Frankfurt/Main, March 23, 2010

KPMG AG
Wirtschaftsprüfungsgesellschaft

Signature	Signature
Becker	Bors
German Qualified Auditor	German Qualified Auditor

Responsibility Statement by the Executive Board

To the best of our knowledge, and in accordance with the applicable reporting principles, the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, and the Group management report includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group.

Frankfurt/Main, 23 March 2010
Deutsche Börse AG

Reto Francioni | Andreas Preuß | Frank Gerstenschläger

Michael Kuhn | Gregor Pottmeyer | Jeffrey Tessler