

db x-trackers II
(the "Company")
Investment Company with variable Capital
Registered office: 49, Avenue J.F. Kennedy, L-1855 Luxembourg
R.C.S. Luxembourg No. B-124.284

FORM OF PROXY

I/we the undersigned, herewith give irrevocable proxy for all my/our shares of

db x-trackers II

to _____ or failing him or failing such appointment, the Chairman of the Meeting with full power of substitution, to represent me/us at the annual general meeting of shareholders (the "Meeting") of the Company to be held in Luxembourg on 30 March 2012 at 11.00 a.m. at the registered office of the Company and at any meeting to be held thereafter for the same purpose, with the same agenda and to act and vote in my/our name and on my/our behalf on the matters set out in the following agenda:

1. Hearing of the report of the Board of Directors of the Company and the approved statutory auditor (*réviseur d'entreprises agréé*) and approval of the audited financial statements of the Company for the fiscal year ended 31 December 2011.

FOR **AGAINST** **ABSTENTION**

2. Allocation of the results for the fiscal year ended 31 December 2011 and ratification of the distribution of dividends in respect of the shares of the Classes identified by the letter "D" of the sub-funds of the Company where shares of such "D" Classes have been issued, if any.

FOR **AGAINST** **ABSTENTION**

3. Discharge to be granted to the Directors with respect to the performance of their duties during the fiscal year ended 31 December 2011.

FOR **AGAINST** **ABSTENTION**

4. Re-election of Messrs. Werner Burg, Klaus-Michael Vogel and Jacques Elvinger as Directors of the Company until the next annual general meeting of shareholders that will approve the annual accounts for the year ending on 31 December 2012.

FOR **AGAINST** **ABSTENTION**

5. Re-election of Ernst & Young S.A. as approved statutory auditor (*réviseur d'entreprises agréé*) of the Company until the next annual general meeting of shareholders that will approve the annual accounts for the year ending on 31 December 2012.

FOR **AGAINST** **ABSTENTION**

6. Any other business which may be properly brought before the Meeting.

FOR **AGAINST** **ABSTENTION**

Any blank vote on any of the matters set out in the agenda above will be counted as an abstention.

I/we hereby give and grant the said proxy holder full power and authorisation to do and perform all and everything necessary or incidental to the exercise of the powers herein specified and I/we hereby ratify and confirm all that the said proxy holder shall lawfully do or cause to be done by virtue hereof.

Signed: _____ **Date:** _____ **2012**