

# db x-trackers

*Investment Company with Variable Capital  
(société d'investissement à capital variable)*

Registered office: 49, avenue J.F. Kennedy, L-1855 Luxembourg  
R.C.S. Luxembourg B-119.899  
(the "Company")

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## FORM OF PROXY

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

**db x-trackers**

to \_\_\_\_\_ or failing him or failing such appointment, the Chairman of the annual general meeting of shareholders of the Company (the "**Annual General Meeting**") with full power of substitution, to represent me/us at the Annual General Meeting to be held in Luxembourg on 27 March 2015 at 11:00 a.m. (Luxembourg time) 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 (the "**Board of Directors**") and each member individually a "**Director**") 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 2014.

**FOR**       **AGAINST**       **ABSTENTION**

2. Allocation of the results for the fiscal year ended 31 December 2014 and ratification of the distribution of dividends, if any, in respect of the shares of distributing share classes of the sub-funds of the Company where shares of such distributing share classes have been issued. A proposed dividend per share (if any) in respect of each Sub-Fund shall be announced on the Company's website [www.etf.db.com](http://www.etf.db.com) on 9 March 2015.

**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 2014.

**FOR**       **AGAINST**       **ABSTENTION**

4. Re-election of Messrs. Werner Burg, Klaus-Michael Vogel, Jacques Elvinger and Manooj Mistry as Directors of the Company until the next annual general meeting of shareholders of the Company that will approve the annual accounts for the fiscal year ending 31 December 2015.

**FOR**       **AGAINST**       **ABSTENTION**

5. Election of Ben O'Bryan and Philippe Ah-Sun as Directors of the Company, subject to the approval of the *Commission de Surveillance du Secteur Financier of Luxembourg*, until the next annual general meeting of shareholders of the Company that will approve the annual accounts for the fiscal year ending 31 December 2015.

**FOR**       **AGAINST**       **ABSTENTION**

6. 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 of the Company that will approve the annual accounts for the fiscal year ending 31 December 2015.

**FOR**       **AGAINST**       **ABSTENTION**

7. Any other business which may be properly brought before the Annual General 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.

**Name:**

**Account Number:**

**Signed:**

**Date:** ----- 2015