

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

"NOTICE OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS"

Dear Shareholder,

You are hereby convened by the board of directors of the Company (the "Board of Directors" or "the Board" and each member individually a "Director") to the annual general meeting of shareholders of the Company (the "Meeting"), which will be held on 30 March 2012 at 11.00 a.m. at the registered office of the Company at 49, avenue J.F. Kennedy, L-1855 Luxembourg, with the following agenda:

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.
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.
3. Discharge to be granted to the Directors with respect to the performance of their duties during the fiscal year ended 31 December 2011.
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.
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.
6. Any other business which may be properly brought before the Meeting.

Voting and Voting Arrangements for the AGM

A proxy form for the Meeting may be obtained at the registered office of the Company and has to be returned by fax before 28 March 2012 to the attention of Mr. Jean-Baptiste Simba at the fax number: [+ 352 46 40 10 413](tel:+352464010413), by e-mail at: Luxembourg-Domiciliarygroup@statestreet.com or by courier to the registered office of the Company.

Do note that if you are holding shares of the Company through a financial intermediary or clearing agent, the proxy form must be returned to the financial intermediary or clearing agent in good time for onward transmission to the Company by 27 March 2012.

It should be noted that, as per the Prospectus of the Company, it may not be possible for a shareholder who holds shares in the Company through a financial intermediary investing in the Company in its own name and on behalf of the shareholder, to exercise certain rights directly in relation to the Company.

Specific Rules of voting at the AGM

The shareholders are advised that no quorum for the items of the agenda is required and that the decisions will be taken at the majority vote of the shares present or represented at the Meeting and voting. Each share is entitled to one vote. A shareholder may act at the Meeting by person or by proxy.

Audited Annual Report

The director's report and auditor's report, as well as the annual report of the Company (including the audited accounts) (the "Audited Annual Report") for the fiscal year ended on 31 December 2011 will be available to shareholders at the registered office of the Company as from 19 March 2012.

Shareholders may also request by fax: [+352 46 40 10 413](tel:+352464010413) or by e-mail at: Luxembourg-Finrep1@statestreet.com that a copy of the Audited Annual Report be sent to their attention.

By order of the Board of Directors