



**BZX Information Circular 13-084**  
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**Date:** October 18, 2013

**Re:** Deutsche Bank AG

Pursuant to Rule 14.1(j)(2) of the Rules of BATS Exchange, Inc. and 14.1(c)(2) of the Rules of BATS Y-Exchange, Inc. (the "Exchange"), this Information Circular is being issued to advise you that the following securities have been approved for trading on the Exchange as UTP Derivative Securities pursuant to Chapter XIV of the Exchange's Rules.

<u>Security ("Notes")</u>	<u>Symbol</u>
FI Enhanced Global High Yield Exchange Traded Notes	FIEG

**Commencement of Trading on the Exchange:** October 21, 2013

**Issuer/Trust:** Deutsche Bank

**Primary Listing Exchange:** NYSE Arca

The purpose of this information circular is to outline various rules and policies that will be applicable to trading in this new product on the Exchange, as well as to provide certain characteristics and features of the Notes.

**Background Information on the Notes**

Deutsche Bank AG (the "Issuer") has issued FI Enhanced Global High Yield Exchange Traded Notes (the "ETNs" or "Notes" or "Securities") due October 12, 2023 that are linked to the performance of the MSCI World High Dividend Yield USD Gross Total Return Index (the "Index").

The Notes do not guarantee any return of principal at maturity and do not pay any interest. Instead, investors will receive a cash payment, if any, at maturity or upon repurchase by the Issuer, linked to the leveraged performance of the Index, less an investor fee. The Index is designed to reflect the performance of large and mid-cap stocks (excluding REITs) across 24 developed market countries selected from the MSCI World Index on the basis of higher than average dividend yields that are potentially also sustainable and persistent.

The Securities have a current principal amount of \$100 on the inception date. If the indicative value of the Securities at any time on any trading day decreases below 60% of the current principal amount, a "rebalancing event" will occur and the current principal amount of the Securities will be reduced and reset to the closing indicative value of the Securities calculated as of the rebalancing date, while the initial index level will also be reset to the closing level of the Index on the rebalancing date. Upon the occurrence of a rebalancing event, investors will incur a fee equal to 0.05% of the current principal amount prior to the reset. Notwithstanding the occurrence of a rebalancing event, if the indicative value of the Securities at any time during the regular trading sessions of the primary stock exchanges in New York City or London on any trading day decreases below 40% of the current principal amount, the Securities will be automatically redeemed for an amount equal to the automatic redemption value. If an automatic redemption event occurs, investors will lose a significant portion or all of their investment in the Securities. Following the calculation of the automatic redemption value, investors will not benefit from any subsequent increase in the level of the Index.

The Securities offer investors exposure to two times the performance of the Index, measured from the inception date or the close of trading on the most recent rebalancing date to the relevant valuation date, less an investor fee. Therefore, the performance of the Securities will be positively affected by any positive performance and negatively affected by any negative performance of the Index. Because the securities only rebalance upon the occurrence of a rebalancing event, if investors purchase the Securities at any time other than at the close of trading on the most recent rebalancing date or, if no rebalancing event has occurred, on the inception date, the effective leveraged participation of the Securities in the performance of the Index will differ from the initial leverage factor of 2 and could differ substantially. Because an investment in the Securities is leveraged, any decrease in the level of the Index may result in a significantly greater decrease in the value of the Securities, and investors may receive less than their original investment in the Securities at maturity, upon repurchase or upon an automatic redemption event. Moreover, because the investor fee and the rebalancing fee, if applicable, will substantially reduce the amount of return regardless of whether the Index increases or decreases, investors will lose some or all of their investment at maturity, upon repurchase or upon an automatic redemption event if the level of the Index decreases or does not increase sufficiently to offset the negative effect of the investor fee and any rebalancing fee.

If the Securities have not previously been repurchased by the Issuer and an automatic redemption event has not occurred, at maturity investors will be entitled to receive a cash payment per security equal to the repurchase value of the Securities calculated based on the arithmetic average of the closing index levels on each of the applicable valuation dates.

Any payment at maturity, upon repurchase or upon an automatic redemption event is subject to the Issuer's ability to pay its obligations as they become due.

At maturity or upon repurchase, the repurchase value of the Securities will be equal to:

Current principal amount  $\times$  (initial leverage factor  $\times$  index performance  $- 1 -$  investor fee calculated on the last applicable valuation date)

The repurchase value will not be less than zero.

NYSE Arca will publish the intraday indicative value for the Securities every 15 seconds on Bloomberg page "FIEGIV." The intraday indicative value, which is meant to approximate the intrinsic economic value of the Securities at any given time on a trading day, will be equal to:

Current principal amount  $\times$  (initial leverage factor  $\times$  index performance  $- 1 -$  investor fee on such trading day)

The closing indicative value of the Securities on each trading day will be calculated in the same manner as the intraday indicative value except that the index performance will be determined based on the closing index level on such trading day rather than the intraday index level. Neither the Issuer nor NYSE Arca will publish the closing indicative value for the Securities. The indicative value will not be less than zero.

Please see the prospectus for the Notes for more details regarding the calculations and details regarding the Index.

It is expected that the market value of the Notes will depend substantially on the value of the Index and may be affected by a number of other interrelated factors including, among other things: the general level of interest rates, the volatility of the Index, the time remaining to maturity, the dividend yield of the stocks comprising the Index, and the credit ratings of the Issuer.

### **Exchange Rules Applicable to Trading in the Notes**

Trading in the Notes on BATS is subject to BATS equity trading rules.

## **Trading Hours**

The Notes will trade on BATS between 8:00 a.m. and 5:00 p.m. ET.

Please note that trading in the Notes during the Exchange's Pre-Opening and After Hours Trading Sessions may result in additional trading risks which include: (1) that the current underlying indicative value may not be updated during the Pre-Opening and After Hours Trading Sessions, (2) lower liquidity in the Pre-Opening and After Hours Trading Sessions may impact pricing, (3) higher volatility in the Pre-Opening and After Hours Trading Sessions may impact pricing, (4) wider spreads may occur in the Pre-Opening and After Hours Trading Sessions, and (5) because the indicative value is not calculated or widely disseminated during the Pre-Opening or After Hours Trading Sessions, an investor who is unable to calculate an implied value for the Shares in those sessions may be at a disadvantage to market professionals.

## **Suitability**

Trading in the securities on BATS will be subject to the provisions of Exchange Rule 3.7. Members recommending transactions in the securities to customers should make a determination that the recommendation is suitable for the customer. Members should adopt appropriate procedures for the opening and maintaining of accounts, including the maintaining of records prescribed by any applicable regulatory organization and by the rules and regulations of the Commission.

## **Trading Halts**

BATS will halt trading in the shares of a security in accordance with BATS Rule 14.1(c)(4). The grounds for a halt under BATS Rule 14.1(c)(4) include a halt by the primary market because the intraday indicative value of the security and/or the value of its underlying index are not being disseminated as required, or a halt for other regulatory reasons. In addition, BATS will stop trading the shares of a security if the primary market de-lists the security.

**This Information Circular is not a statutory prospectus. BATS Members should consult the prospectus for a security and the security's website for relevant information.**

Please contact Membership Services at 913.815.7002 with any inquiries regarding this Information Circular.