

Wolfgang F. Driese
CEO and Chairman of the Board of Managing Directors
DVB Bank AG

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Manuscript – the spoken word prevails.

Ladies and Gentlemen,
dear shareholders and shareholder representatives,

Welcome to the Annual General Meeting of DVB Bank AG, and may I also welcome you on behalf of my fellow members of the Board of Managing Directors.

The video clip that you have just been watching captures one part of our business environment – the “all is well” part.

Demand for new aircraft, ships and railway vehicles is being elevated to new record levels. The surge is driven by strong global economic growth, a hunger for resources in the emerging industrial economies of the Far East, a broadening of the international division of labour, the development of new markets and an exuberance of wealth in oil producing countries.

In a virtual race for higher levels of performance, new models and new technologies, the main transport asset segments are witnessing an average order backlog equivalent to 40% of fleets in operation.

In this kind of an environment, DVB's growth is accelerating - both in quantitative terms and, above all, in terms of quality.

The other part of our environment is characterised by the crisis in global financial markets that has been raging since the summer of last year. Our communications department, headed by Professor Bjelicic, has been at a loss for suitable visual representations.

The real estate crisis in the US was merely the triggering event. There is a whole range of causes contributing to the most severe financial crisis in post-war history. Reliance on inadequate business models on the part of financial institutions, corporate as well as personal greed, a penchant for sheer size, blind faith in the clairvoyance of rating agencies and the functioning of markets under any conditions – these are the most important causes, from my point of view.

At present, the financial markets crisis is spilling over into the real economy. I shall have more to say on this when turning to future prospects in the concluding part of my presentation.

First, let me focus on DVB Group's business year 2007.

Our clear-cut and transparent business model has led to a record result for the fourth consecutive year – without resorting to credit surrogate transactions.

Profit from ordinary activities before tax was up by 16.9% to €118.7 million, and net profit soared by 21.3% to €109.2 million. Thus, during the past four years, we have been able to increase profit from ordinary activities before tax by 182%, whilst boosting net profit more than threefold.

Let us take a brief look at the most important components driving the development of results. Total income grew by 17.3%, to €266.1 million. Strong growth in new business transactions and Investment Management activities resulted in a rise in net interest income before loan losses, by 19.1 % to €189.9 million.

Adhering to conservative collateralisation structures, once again DVB has been unaffected by problem loans in 2007. Net loan loss provisions of €20.3 million represent a decrease by 27 % compared to the previous year. Considering that nominal customer lending increased by 20.1 % last year, it is apparent that the level of impairment losses on loans and advances is a reflection of the high quality of our loan portfolio, both in absolute and relative terms.

Our loans are fully collateralised, conservatively structured and priced appropriately to take the risks involved into account. In addition, the loans are subject to sophisticated risk management processes. Relating to our loan portfolio, these rely on an internal rating model specifically tailored to DVB's global Transport Finance business and based on the 'Advanced Approach' requirements under Basel II. Our model was approved by the German Federal Financial Supervisory Authority ('BaFin'), and is subject to regular monitoring.

Net interest income after loan losses increased by 28.8% to €169.6 million. Similarly, net fee and commission income registered a distinct rise, up 17.0 % to €84.8 million. Included are fees and commissions from credit transactions where we assumed a leading role, fees from advisory services offered to our clients as well as income from fund management activities.

General administrative expenses rose last year by 17.5% to €147.4 million. At 14.3%, non-staff expenses increased less than staff expenses which grew by 23.2%. Included are expenses associated with the expansion of our specialist teams – the number of staff increased by 25% during the course of the year – and, of course, variable staff remuneration tied to business performance. The 21.3% increase in net profit reflects the business success accomplished by all employees at DVB.

This gives me occasion to express my heartfelt gratitude for the extraordinary performance delivered by our employees.

In 1998 we formulated our financial targets for the first time, still based on the accounting framework of the German Commercial Code. These were a return on equity of above 20% and a cost/income ratio of below 50%. Last year we achieved our RoE objectives again, indeed surpassing the results from the previous year. RoE rose to 25.6% in terms of German GAAP (HGB) and to 20.4% in terms of IFRS.

The cost / income ratio notched 45% in terms of German GAAP (HGB), while increasing to 51.2% in terms of IFRS.

At €7.1 billion, flourishing new business in all market segments covered by Transport Finance reached a level that was inconceivable some years ago. €7.1 billion is equivalent to almost 60% of our lending volume at the beginning of 2007.

New business induced an impressive surge in nominal customer lending volume, which was up by 20.1 % from €11.97 billion to €14.37 billion.

Of the three market segments Shipping, Aviation and Land Transport, it was Shipping that registered the strongest growth, increasing 27.9% to €8.4 billion.

The Aviation portfolio grew by 14.3% to €3.6 billion. Land Transport increased by 7.5%, causing the portfolio to grow to €1.1 billion.

At 58.3%, Shipping represented once again the largest share, followed by Aviation at 25.2% and Land Transport at 7.9%. Investment Management's share was 3.5% in 2007. DVB's subsidiary ITF Suisse already accounted for a portfolio share of 1.0% in 2007, its first year of operations. Hence, Transport Finance accounted for 95.5% of total nominal lending volume.

The share of the remaining Transport Infrastructure loans amounted to a mere 3.5%. Remember that in December 2006, we decided to discontinue the financing business conducted by Transport Finance Infrastructure and to sell its loan portfolio. However, in April 2007, we resolved to halt sales negotiations with interested financial institutions. The credit exposures involved will be held and managed until maturity, since the associated profit contribution will exceed the potential disposal proceeds.

Our D-Marketing portfolio of loans to be phased out contracted further, representing a mere €80 million and thus having no relevance in terms of risk exposure.

Reflecting DVB's international Transport Finance business, the development of the euro/US dollar exchange rate always has a particular impact on the Bank's consolidated financial statements. 2007 saw continued weakness of the US dollar vis-à-vis the euro: during the course of the year, the value of the US-dollar declined against the euro by 10%.

Changes in the euro/US dollar exchange rate have had a significant impact on our nominal customer lending volume, since 79% of the total portfolio is denominated in US dollars. The respective figure for Shipping is 80%, and as high as 98% for Aviation.

Therefore, the increase in nominal customer lending was considerably higher on a US dollar basis (34.2%) than in euro terms (20.1%).

The exchange rate affects earnings. Net interest, and net fee and commission income generated by the Transport Finance segments Shipping and Aviation were significantly impacted by developments in the euro/US dollar exchange rate. Only income generated by Land Transport was less sensitive to exchange rate fluctuations, since less than a third of the segment's lending volume is denominated in US dollar.

Following completion of the planning process for the respective next business year, to protect the net surplus of US dollar-denominated income over euro-denominated costs, we apply – on an annual basis – hedges to balance exchange rate fluctuations. The relevant hedging rate was 1.2988 in 2007.

In order to render the performance actually delivered by DVB more graphic, consider this: just to offset the decline of the US dollar, we would have had to achieve a 12% increase in US dollar-denominated income to maintain last year's level. However, our income increased by 17% in euro terms, which is equivalent to improving actual performance by 30%. This is a somewhat simplified, yet usefully graphic way of describing DVB's powerful performance - at least during the first three quarters of 2007, and in the face of very competitive market conditions.

Incidentally, the average hedging rate for the current business year is 1.3828: this means that we will need to boost our USD-denominated income by at least 6.5% to be on a par with the results in euros. Thanks to hedging the surplus from net interest and net fee and commission income for the business year 2008, once again these revenues will remain largely unaffected by fluctuations in the exchange rate, at least during the course of the year.

In 2007, DVB was able to further strengthen its position in international Transport Finance. Overall, new business amounted to €7.1 billion spread over 256 new transactions. Thus, the number of transactions increased by 18 - or 7.6% compared to the previous year. That is to say, last year, we were able to conclude on average one transaction per business day. This represents a remarkable accomplishment, considering the high level of complexity involved in the transactions.

Again, we participated in 67% of all our new transactions assuming a leading position, which is reflected in a commensurate increase of fee and commission income.

The average interest margin for new business declined to 136bp, falling below the prior-year level of 148bp. Keep in mind, however, we are talking about the average value for the entire year. Owing to the financial markets crisis, which has evolved into a sustained trend by now, we have witnessed rising margins in the transport segments since September last year, entirely in line with tightened loan terms and higher refinancing costs for banks. In addition, a trend emerged toward more conservative structures based on shorter maturities and more restrictive contractual terms.

Consider our Shipping portfolio, here broken down by type of DVB-financed vessels. A glance reveals that our loan exposures, and thus our risks, are spread over rather a large number of shipping segments. To our knowledge, DVB holds the most broadly-diversified portfolio amongst all banks active in shipping finance – another competitive advantage.

At the same time, we are quicker to adjust to changing market conditions in specific shipping segments than our competitors. This is borne out by changes in the portfolio occurring during the course of the year. Our Shipping Research team is a significant contributing factor, producing analyses of the various sector markets and their prospects, thus providing an important impetus for portfolio development.

For instance, in the past year, we have made a point of doubling exposure in bulk shipping, which was reflected in an increase of the segment's portfolio share by 8.6 percentage points, currently representing 18.6%. We are expanding our presence in the

Offshore sector and in cruise finance. Regarding Offshore activities, as early as two years ago our judgement proved correct, having concluded that the global rise in demand for crude oil and the concurrent supply constraints would make for an imminent investment boom in that sector; accordingly, we devoted resources to the establishment of specialist teams. By contrast, we have reduced exposure relating to crude oil tankers by half. At year-end 2007, this type of vessel represented only 8.3% of the entire portfolio volume, compared to 17.4% in the previous year.

Our Transport Finance portfolio attests to the fact that we attach great value to a stable collateralisation structure. In this regard, the concept of loan-to-value is crucial, expressing the ratio of the loan amount and the market value of the financed asset. The lower the loan-to-value ratio, the better the protection of the exposure against a decline in asset values.

Concerning shipping finance, we have been able to reduce the average loan-to-value ratio to 60.1%. This is a risk cushion we can feel comfortable with, leaving us well prepared in the face of a possible market deterioration. The share of business secured by mortgages or other collateral amounts to 99.9%.

Class of aircraft is one of the criteria determining our diversification policy relating to the Aviation portfolio. At year-end, narrowbody aircraft accounted for 51.2% of our portfolio, widebody aircraft representing 29.0%. Regional jets had a share of 11.0%, while freighters accounted for 8.8% of our aircraft portfolio. Again, portfolio shifts having occurred during the course of the year reflect analytical input from our Aviation Research on market trends as well as technological developments. Thus, we have expanded exposures relating to narrowbody and freighter aircraft, whilst reducing exposures involving widebody aircraft.

Analyses by our Aviation Research also affect the composition of our aircraft portfolio. We tend to focus on aircraft widely used by air carriers in global air transport, and those for which a healthy secondary market exists. This is especially true for the aircraft types Airbus 320 and Boeing 737. In view of large orders for the new Boeing B787-8 from all leading air carriers, we have acted for the first time as co-arranger and co-underwriter of a pre-delivery financing. The transaction concerns the acquisition of five new Boeing B787-8s by Ethiopian Airlines, the African quality carrier. By the way, the transaction has earned us awards from two trade magazines, taking their decisions independently of one another. Within the portfolio, the share of aircraft manufactured by Boeing amounted in total to 40.5%, whilst the Airbus share was 46.3%.

99.9% of the Aviation portfolio is secured by mortgages on financed aircraft. If we look at the current collateralisation structure, we can see that the average loan-to-value ratio has remained virtually unchanged, at 76.4%. The backdrop for this is stable aircraft values as well as our conservative credit policy, the latter being reflected by the fact that nearly three quarters of aircraft financed by us are younger than ten years.

Rail business continues to be the focal area of financings carried out by the Land Transport Division. Accordingly, rail-related loans accounted for 80.4% of the Land Transport portfolio. Within the rail portfolio, freightcars made up the largest share, which

at 53.7% is just slightly smaller than last year. Our business has grown equally well in Europe and North America. Our business in North America increased by 22.9%, representing a share of 19.9% of the Land Transport portfolio.

Key transactions included a \$100 million senior secured credit facility arranged by DVB, to finance the acquisition of used and new railcars by a US company. The transaction was successfully concluded during a period that was very difficult for the US bank loan market, underscoring the high standing that DVB enjoys as a reliable business partner. Also, the transaction was awarded the distinction "US Rail Deal of the Year 2007."

Regarding risk, the key parameters of the portfolio remained almost unchanged, the average loan-to-value ratio having increased only slightly to 81.5%. The unsecured portion of the portfolio increased slightly, to 5.5%.

Last year, I presented to you at some length important aspects concerning the establishment of our Investment Management activities which are designed to arrange equity for clients operating in the transport sector, and to manage funds dedicated to co-investment by DVB and other investors. In the past year, we have further expanded this part of our business which is notable for high realised returns. Of the many transactions, I would like to highlight one in particular.

On November 30, we closed a milestone transaction for the purchase of eight new Boeing 777-200LRF by one of the Deucalion aircraft funds advised and managed by DVB. The list price of the eight aircraft exceeded US\$2 billion. To be delivered in 2009 and 2010, by way of Operating Lease the aircraft will be long-term leased to AeroLogic, a joint venture cargo airline created by Lufthansa Cargo and DHL Express. What has impressed the clients most of all was our ability to prepare and close this highly complex transaction in just twelve weeks. More evidence of the efficiency and creativity underlying the way we go about our business.

Furthermore, we have expanded our Investment Management activities into new areas. In collaboration with the Hamburg-based issuing house Buss Capital specialising in KG-financings, we have developed and set up funds dedicated to cruise and ferry vessels. Finally, we created an investment fund called Stephenson Capital, providing opportunities for investments in rail transport. Set up last year, this rail investment fund focuses on supplying capital for rolling stock acquisition in Europe and North America.

Once more, Investment Management's diverse activities contributed very satisfactorily to overall profit. The division's contribution to profit from ordinary activities before tax amounted to €29.6 million in absolute terms, accounting for a 24.9% share in overall results. In the short term, we expect its annual contribution to profit to be in the range of 20 to 30%: in the long term, however, the contribution may rise to between 30 and 40%.

Ladies and Gentlemen,

A thorough understanding of the assets to be financed is an important prerequisite for our success. This idea was the basis on which we decided to acquire a majority stake in TES Aviation Group, in Cardiff, Wales. TES is a leading provider of asset management services relating to aircraft engines. We perceived an opportunity to extend the edge

that we have in terms of know-how over our competitors in an important segment of aircraft finance; namely, the financing of aircraft engines.

Exactly, what line of business is the TES Group involved in? Essentially, the Group is concerned with two areas of business. In the first place, TES is a trader of used aircraft engines and engine components. It is important to understand that engines – unlike the aircraft themselves – tend to largely maintain their value throughout their useful life; that is to say, engine components are being constantly reconditioned or replaced. Therefore, over its useful life, the value of an aircraft is increasingly dependent on the value of the engines powering it. The second business pillar of the TES Group consists of managing aircraft engines for owners and operators. Presently, TES is managing more than 500 engines owned by third parties; management services include the entire range of attendant maintenance events.

Thanks to the acquisition of TES, when it comes to the financing of aircraft engines, we are now able to offer our clients a broad range of services from one source. Financing aircraft engines is an attractive proposition, if for no other reason than the fact that the value of new engines is currently already in the area of 25% of the value of a new aircraft. The percentage is likely to rise, as operators increasingly face more demanding requirements with regard to fuel efficiency and climate protection

Among the pivotal determinants of success in our one-stop shopping approach are the integration into teams and close cooperation of specialists with diverse horizons of experience. For instance:

As part of our Investment Management activities, we have an investment interest in 18 spare engines on lease at various airlines. Last year, our Aviation Financial Consultancy team was retained to advise a South American airline in the engine selection process relating to its new aircraft order.

We are confident that both volume and variety of our engine financing will increase in the coming years. Shortly after concluding the acquisition, we established a Steering Committee, comprising members of TES and DVB, tasked with identifying and realising all type of synergies to maximise the combined business.

Last year, I presented our plans to you for the establishment of a new company exclusively dedicated to participation in senior secured transport finance syndications in the international interbank market.

While ITF International Transport Finance Suisse AG was established only in August last year, the company already concluded a number of transactions in the four months before year-end. However, business development has been strongly affected by the confidence crisis in the banking sector, as conditions in the syndication market deteriorated increasingly since September. The resulting increase in funding costs has slowed down the build-up of the portfolio. We do envisage, however, that our expectations will come to fruition in the medium term.

Our business objective here is to participate in tranches of syndicated interbank loans on the basis of minimal operating costs and stringent risk selection. In line with a restrictive Lending Policy pursued by ITF Suisse, the entire portfolio volume is backed by senior liens on assets. Close to 97% of exposures have a loan-to-value ratio of below 60%.

Whilst DVB Bank stands for individualised problem-solving with a high value-added content, ITF Suisse exclusively engages in sub-participations in syndicated transport finance loans. DVB is akin to a fashion boutique where customers avail themselves of tailor-made products, at prices reflecting exceptionally high quality. Whilst DVB represents a Premium brand, we position ITF as a low-cost proposition. Strict separation of branding policy and business model enables us to expand DVB's business without prejudicing the DVB brand in any way.

On 1st January 2008, DVB's Shipping Finance Division introduced a new organisational structure, focusing on the most important shipping sectors. In an initial move, we had established a team of specialists in the area of container box financing in 2003. Since 2005, the Cruise Finance Unit provides financing for cruise vessels, and in 2006 we established the FPSO Unit which focuses on financing floating production units. Our clients responded most favourably to the services offered by these three specialist teams; we therefore decided to give the entire shipping business a sector-specific structure. Based on in-depth analyses of the global markets, our clients and our portfolio, we eventually defined ten sectors where we now concentrate the requisite professional competence.

The competence that we have been able to enhance in this way allows for a more intimate relationship with our clients. Our clients are excited to be dealing with bankers that combine highly specific know-how with a global vision of the sectors most relevant to our clients. We turn the advantage of superior expertise into a competitive edge. At the same time, this approach puts us in a position to improve our risk management even further, since the expert knowledge of the sector teams adds to our ability to handle the risks associated with credit exposures.

Our expertise is recognised not only by our clients but also by the specialised press. By conferring awards upon DVB, the trade press highlighted a number of transactions that we closed in the past year. We were especially delighted at receiving the distinction of being named "Rail Finance House of the Year." Above all, DVB was conferred the award in recognition of a series of outstanding rail transactions concluded in 2007, but also to acknowledge the continued growth of our standing thanks to the financial solutions that we have contributed to the international rail market during the past years.

Let me briefly summarise the business year 2007:

In spite of strong competitive pressures, lower margins and the emerging financial markets crisis, we present you once again with record results, for the fourth consecutive year. Significant contributing factors were the growth in new business and the development of Investment Management.

The takeover of the TES Aviation Group, the establishment of ITF (Suisse) AG and the realignment of the organisational structure of our Shipping Division have all helped advance the future development of DVB. Considering our market capitalisation of €1.1 billion, it is fair to say that we have undergone excellent development. Over the past 10 years, we have seen an increase of 520% or roughly €950 million. This is a very good result, although to me it is just a preliminary result, maybe just the midpoint on our way to higher levels.

The proposed increase of dividends from €3 to €5 per share is therefore another step on the ascending path of DVB's stock, a route which we embarked upon in 2004.

Ladies and Gentlemen,

Let me now take a glance at the results from the first quarter. As you have gathered from the press, a number of banks published first-quarter results that were significantly impacted by the sub-prime crisis in the US. Most results were depressed; in many cases they would actually reverse, to end up negative. Not so at DVB. We have had another good start this year; keeping consistently to our focus on transport finance, we have been protected against immediate negative repercussions from the financial markets crisis.

Individual operating result items developed as follows: net interest income after loan losses totalled €49.6 million, up 25.2%. Net fee and commission income also advanced significantly, up by 20.1% to €13.5 million. Both items attest to persistently buoyant new business: even more so, as new business normally tends to start somewhat slowly in the first quarter, eventually reaching its peak during the fourth quarter.

There was a decline in net income from financial instruments in accordance with IAS 39, resulting in a deficit of €0.8 million, compared to a positive result of €12.6 million in the previous year. The decline was exclusively due to an exceptionally large realisation of profits related to the sale of a fund investment last year. This item is likely to remain volatile, as we do not take decisions about asset sales within the investment funds managed by us to accommodate significant financial reporting dates: instead, we are solely focused on timing patterns conducive to satisfactory profit realisation.

Thus, in the first quarter, DVB Group's result from ordinary activities before tax amounted to €31.5 million, falling short of previous year's result by 7.6% owing to the decline in net income from financial instruments that I have just explained. Results in April were already ahead of last year's figures.

In assessing the result it should be recognised that the financial markets crisis has led to a severe reduction of liquidity and a corresponding rise in funding costs. Since DVB includes increased refinancing costs in the pricing of new business, without exception, the result will not be affected, at least over the longer term.

As concerns liquidity access, we have been able and continue to be able to rely on a sound funding base within the framework of the DZ BANK Group.

Dear shareholders,

Before presenting you with the outlook for 2008 and beyond, I would like to add a few explanatory comments regarding special items on the agenda of today's General Meeting.

In spite of the weak US dollar, growth in our credit business in euro terms – which expanded by 89% during the last four years alone – meant that our regulatory capital ratios have continuously deteriorated. The total capital ratio fell from 11.1% to 9.4%, despite the fact that we retained profit to the highest possible extent: €240 million during the last four years, and as much as €89.3 million in the last year.

Higher investments in fuel-efficient and environmentally-friendly technologies, an order book equivalent to approximately 40% of the existing aircraft fleet (as mentioned earlier), as well as a similar level of potential shipping investments, will present us with further opportunities for growth, which we intend to exploit – expecting higher returns, and applying conservative lending standards. Another factor to bear in mind is that the €77.5 million silent participation will no longer be eligible as regulatory capital as from the middle of next year.

The effects of capital adequacy requirements under the Basel II regime on our collateralised loan portfolio – which for us will be very positive indeed – will not fully materialise until 2010. In any event, the consequences of the financial markets crisis might, in fact, lead to more restrictive requirements being introduced under Basel II. At the same time, it would be wrong to expect the US dollar to remain weak for all eternity. Any recovery of the dollar would directly lead to a decline in our capital ratios. And, of course, during these times of greater uncertainty for financial institutions, we would like to strengthen our capital base – in fact, it would appear advisable to do so.

As you will have noted in our ad-hoc disclosure published on the 10th of April, we will ask you to subscribe to a capital increase of DVB Bank AG shortly.

According to current planning, the transaction schedule and parameters will be as follows:

- The Prospectus is scheduled for publication on 20 June 2008.
- The subscription period will run from 24 June to 8 July 2008.

Given an increase in the nominal share capital by approx. €16.5 million, and an expected one-for-six subscription ratio, we anticipate raising around €150 million. The new shares will carry full dividend rights for the 2008 business year.

This capital increase will reduce our authorised capital from €30 million to approx. €13.5 million. To enable us to raise fresh equity capital quickly and flexibly as may be required in the future, under agenda item no. 7 we request your approval for the creation of €35 million in new authorised capital.

Against the background of the good performance we have achieved for the capital entrusted upon us, I would like to ask you for your active support, both for the impending capital increase and for the approval of new authorised capital.

Under agenda item no. 8, we propose to redenominate the Bank's share capital by means of a 10-for-1 share split. Essentially, the purpose of this measure – which, incidentally, was proposed by shareholders at previous General Meetings– is to facilitate trading in DVB shares for small shareholders. As positive as the performance of our shares has been, a share price of €270 has become too 'heavy' for some investors.

I would now like to address a key issue, which features prominently in the invitation to today's General Meeting.

Under agenda item no. 10, we request your approval to merge our Dutch subsidiary, DVB Bank N.V., into DVB Bank AG, and to simultaneously change its legal form to a European public limited-liability company (*Societas Europaea* – SE). In future, the Bank will do business under the name of 'DVB Bank SE'. Only few German companies have embarked upon this complex legal process - the most prominent examples being Porsche, Allianz, or BASF. Amongst German banks, we will even take a pioneering role. But this is not the reason for deciding to take this route, which involves an extensive extra workload.

You will recall that we acquired the Rotterdam-based shipping finance house Nedship Bank N.V. in May 2000. To maintain a uniform market presence, Nedship Bank was renamed 'DVB Bank N.V.' two years later. In 2006 we acquired DVB Bank N.V.'s subsidiaries in Singapore and Curaçao, streamlining the Group structure through the direct holding. The final remaining step towards full legal integration is to merge the remaining DVB Bank N.V. into the Group parent. Accordingly, the Bank will maintain branch offices in Rotterdam and Bergen in the future. Besides the simplified Group structure, the transaction holds several additional benefits:

DVB Bank AG and DVB Bank N.V. are currently subject to two different banking supervisory regimes – the Dutch National Bank and the German Central Bank together with BaFin, the German Federal Financial Supervisory Authority. In future, the German regulator will essentially be responsible for the entire Group. It will no longer be necessary to prepare separate, audited annual reports for the Dutch entity. Redundancies in the respective organisational structures will no longer be necessary, nor will there be a need for a separate Supervisory Board of DVB Bank N.V.

Furthermore, without the merger, we would need to take various measures to implement Dutch capital adequacy rules, banking guidelines and other rules related to the implementation of Basel II.

In short: whilst our business operations will not change at all, the structure of the DVB Group will be streamlined, becoming more efficient and more transparent.

Ladies and Gentlemen,

The way to achieve these integration effects is to merge DVB Bank N.V. into DVB Bank AG, forming a Societas Europaea, as now provided for in European company law. In addition, we are convinced that the legal form of a European public limited-liability company is a perfect fit for DVB Bank, given its

- international business environment;
- international client base; and
- international staff.

The key issue from your perspective as shareholders of DVB Bank is that your position and rights should not change. You will continue to hold the same shareholding in DVB Bank SE as you do today in DVB Bank AG. The Company's shares will continue to be traded at the stock exchange. Tried-and-tested structures will remain in place. Pursuant to the SE Regulation, a European Company is regarded as a public limited company in the country where it is domiciled. Accordingly, except for some details, the new Memorandum and Articles of Association of DVB Bank SE is nearly identical to the Memorandum and Articles of Association of DVB Bank AG (both of which were enclosed with the invitation). We will retain the dual structure of corporate governance comprising a Board of Managing Directors and a Supervisory Board. The powers of the General Meeting will remain unaffected.

An important change, from our perspective, will be the inclusion of our EU staff into an employee participation agreement to be negotiated, and the establishment of an SE Works Council.

Ten years ago, DVB Bank was a purely German institution – today, its staff comprises people from 38 nations, of which 20% are UK citizens, 14% are from the Netherlands, and 33% are Germans. Given this diverse background, actively integrating at least our EU colleagues into shaping the future of the DVB Group is a logical consequence.

Subject to your approval today, which I would like to request, the schedule provides for the swift completion of additional formal steps required, with the merger to be submitted for entry into the Commercial Register retrospectively, effective 1 January 2008.

Ladies and Gentlemen,

I hope to see you again next year, at the first ordinary shareholders' meeting of DVB Bank SE.

This concludes my comments on today's special agenda items.

As indicated, I would like to conclude my comments with a brief outlook on the current year and beyond.

It is fair to say that 2008 – and perhaps also 2009 – will not be easy for most banks.

We have tripled net profit since completing DVB's realignment in 2003, having achieved record results year after year. Our ambition is to keep delivering such results. With your help, and with the support from DZ BANK AG, I expect that we will have sufficient capital and liquidity to exploit the manifold opportunities available in the market. Having said that, we will need to get our timing right, based on the right vision and judgment. Our projections are based on the following assumptions:

The crisis burdening financial markets may well prevail, imposing higher funding costs, which we are – at least – passing on to clients. Although the number of transactions concluded during the first months of the current year was somewhat lower, we managed to increase margins on new business by 24%. At the same time, competition is gradually becoming less fierce, with club deals on the increase.

Prices for commodities, energy, and foodstuffs may well remain at their current high levels. Not only is the US economy in recession – it is also unlikely to recover any time soon.

Growth in the European economies – led by key markets such as the UK and Spain – could slow down. The euro is set to remain strong, burdening exports outside of Europe.

As a result, growth rates in transport volumes will be lower, against the background of record deliveries of new-built ships and aircraft. Such excess capacity will be lacking the secure and high charter rates required – as a consequence, deliveries will be postponed, and buyers will attempt to cancel orders.

Asset value will be adjusted downwards. Airlines have already returned to red figures. Starting in the USA – still the largest aviation market worldwide – the cycle has started, with the deserts filling up with old aircraft again. Some ship owners will start to see negative cash flows in their operative business, having to resort to their reserve funds, which are still substantial in some cases. Inexperienced investors and providers of finance will retreat.

Is it a horror scenario? No – but it is a possible scenario, which is already evident in some market developments. It is a possible scenario for which we have taken precautions.

Aviation Asset Management – aircraft remarketing
TES Aviation Group – remarketing of aircraft engines
Equipment Trading Platform – trading and disposal of container boxes
Sector focus in Shipping Finance

All these measures, plus further steps we have taken, have not only enhanced our capability to manage potential credit risks, but will help us explore additional business potential – at every stage that the cyclical transport markets are going through.

The markets have changed – and, it would appear, to our benefit.
After all, crisis breeds opportunity.
Thank you very much for your attention.