

Counter-motions

Dear Shareholders,

We would like to announce the following counter-motions regarding the Annual General Meeting of Deutsche Post AG. Unless their objective is only to reject management's proposal, the counter-motions are designated with letters in order to facilitate proxy voting. You can support those counter-motions which are not designated by letters, by voting against the corresponding agenda item. The counter-motions can only be voted on if they are also raised at the Annual General Meeting.

A

From shareholder Eckhardt Schmid
and from shareholder Heide Schmid

Eckhardt Schmid **Shareholder No. 02000509602 and**

Heide Schmid **Shareholder no. 02000509612**

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Date: April 4, 2010

Deutsche Post AG,

Fax: 0228 182 63199

Zentrale [Headquarters] – Investor Relations

Re: **Annual General Meeting**

53250 Bonn, Germany

Remuneration of Members of the Supervisory Board

Re the Item on remuneration of members of the Supervisory Board, we wish to raise the following issue:

If a member of the Supervisory Board does not attend one or several meetings, he nevertheless receives his full remuneration as a member thereof. The only amount withheld if he does not attend is the attendance allowance of EUR 1,000.

Why is remuneration not also fixed in relation to the number of meetings attended? This would be a fair basis which any serious-minded Supervisory Board member should accept (i.e., no payment or reduced payment without attendance).

We propose that a motion to this effect be put to the vote at the AGM.

Kind regards,

(Signed)

Eckhardt and Heide Schmid

B (counter-motion concerning item 2)

From shareholder Bärbel Ullrich

Sender: Bärbel Ullrich, Stiller Winkel 5, 70563 Stuttgart

*Deutsche Post AG
Headquarters
Investor Relations
Annual General Meeting
53250 Bonn, Germany*

Stuttgart, April 6, 2010

Counter-motion concerning the Annual General Meeting on April 28, 2010

Dear Sir or Madam,

I would like to submit the following counter-motion to items 2, 3, 4, 8 and 10 on the agenda.

Agenda item 2: The available net earnings from 2009 should not be distributed to shareholders in the form of dividends. Part of the earnings should benefit the Group's employees in the form of promotions and investments in new permanent positions. The rest of the earnings should be placed in reserves that can be used in times of crisis. These earnings have been solely produced by the employees in the parcel and mail sorting centers and the other departments of the Group, and not by the Board of Management and the Supervisory Board, nor by the shareholders. What is the situation like for the mail delivery staff in the mail sorting centers, or for the parcel delivery staff in the parcel sorting centers? Are the delivery districts still being enlarged there just to reduce personnel? Do the employees there still have to be permanently pushed to their limits in order to ensure that the mail and parcels can be delivered more or less on time? Are employees valued as human beings at all, or is their sole purpose to help the Board of Management and the Supervisory Board achieve staff savings so that the earnings are as high as possible? If Deutsche Post saves

on personnel, then it is inevitable that mail and parcel customers will leave Deutsche Post for other providers.

Agenda items 3 and 4: Neither the Board of Management nor the Supervisory Board have done their homework by any means and their actions cannot therefore be approved.

Agenda items 8 and 10: Corporate groups do not just have a responsibility towards their investors but also to other parties involved in the group – employees and suppliers, buyers and sellers – as well as to the society in which they exist. But how can you exercise responsibility towards others and at the same time increase the Supervisory Board and Board of Management remuneration for yourself? This is not a question of social envy but of social justice! Staff savings are made wherever possible and the Board of Management and Supervisory Board simply increase their salaries. Have you learned nothing from the financial crisis?

Yours sincerely,

[Signature]

Bärbel Ullrich

C

From shareholder Stefan Brand

Counter-motion concerning the Annual General Meeting of Deutsche Post DHL AG held on April 28, 2010

Shareholder number 02000 086 514, shares held: 102, DE 000 555200 4

“8. Approval of the remuneration structure for the members of the Board of Management”

The latest financial crisis has shown that excessive remuneration of Board of Management members has contributed to a not necessarily useful and sustainable development of the company. In order to bring executive remuneration back to a reasonable level compared to the earnings of other employees of the company, the following formula is suggested:

1. Remuneration of members and the chairman of the Board of Management:

a. Calculation of the reference value for permanent employees:

The annual gross salaries and insurance contributions for all permanent employees are summed up. This sum includes all amounts, including premiums, allocated to all employees at Deutsche Post DHL AG, except members of the Board of Management and the chairman of the Supervisory Board, and is referred to as “sum A”. The working time is also to be established and converted into full-time equivalents which will then be referred to as “employees A”. The average salary amount, “average salary A”, per employee is “sum A” divided by “employees A”.

$$\text{“Average salary A”} = \text{“sum A”} \div \text{“employees A”}$$

b. Calculation of the reference value for temporary employees and agency workers:

The annual gross salaries (as per tax card) of all agency workers and temporary employees, who worked for Deutsche Post DHL AG in the previous year, are summed up and this sum is referred to as “sum B”. It includes all amounts allocated to these employees including administrative surcharges imposed by the external companies. The working time is established on the basis of the external companies’ statements on hours and/or days worked and referred to as “annual working time B”. The number of hours of “working time per employee A” is established according to the applicable average wage agreements and pay-scale codes of all employees and civil servants (members of the Board of Management and the Supervisory Board and external consulting firms) and related to the average individual “working time A” of “employees A”. The ratio of the “annual working time B” to the “working time A” results in the number of “employees B”. The “average salary B” per employee is “sum B” divided by “employees B”.

$$\text{“Average salary B”} = \text{“sum B”} \div \text{“employees B”}$$

$$\text{“Employees B”} = \text{“annual working time B”} \div \text{“working time per employee A”}$$

$$\text{“Working time per employee A”} = \text{“annual working time B”} \div \text{“working time per employee A”}$$

The purpose for this clause is to reduce the Board of Management’s interest in cutting and outsourcing jobs, ensure a continuous development and qualification of employees and thus ensure the long-term success of the company.

Counter-motion concerning the Annual General Meeting of Deutsche Post DHL AG held on April 28, 2010

Shareholder number 02000 086 514, shares held: 102, DE 000 555200 4

The average salary of all employees, “average employee salary” (excluding members of the Board of Management and the Supervisory Board and external consulting firms), is then calculated as follows:

$\text{“Average employee salary”} = \frac{\text{“average salary of employees A”} \times \text{“employees A”} + \text{“average salary of employees B”} \times \text{“employees B”}}{\text{“employees A”} + \text{“employees B”}}$
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c. Remuneration of members of the Board of Management:

The maximum annual remuneration paid to individual members of the Board of Management, “total Board of Management member remuneration”, is calculated according to the following table and formulas:

$\text{“Total Board of Management member remuneration”} = \text{“average employee salary”} \times 30$

The chairman of the Board of Management receives the following maximum annual “chairman” salary

$\text{“Chairman”} = \text{“average employee salary”} \times 50$
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The salaries are determined in the contract of employment in accordance with the individual’s area of responsibility and personal tasks; this sum is to be regarded as a maximum amount only. The subdivision of the remuneration into fixed and performance-related elements is based on the usual statutory requirements and agreements under the German Stock Corporation Act and determined in the contracts of employment of the Board of Management members. Special bonuses following recommendation by the Supervisory Board, for example in case of extraordinary business achievements, must be approved by a majority in the Annual General Meeting. These may not exceed a maximum amount which doubles the remuneration of the relevant Board of Management member (“total Board of Management member remuneration”) and of the chairman of the Board of Management (“chairman”).

An example based on the 2010 annual financial statements for the permanent staff would be as follows:

“Employees A” employees	177559
Total salary amount “sum A”	€7,343,000,000.00
Average annual gross salary “average salary A”	€41,355.27
Board of Management member remuneration	€1,240,658.03
Chairman	€2,067,763.39

Würzburg, April 5, 2010

Stefan Brand

D (counter-motion concerning item 10)

E (counter-motion concerning item 8)

From shareholder Dr. Gregor Nickel

Dr. Gregor Nickel
Am Kulmberg 12
57072 Siegen, Germany
Shareholder number: 02003026032

Siegen, Germany, April 2, 2010

To Deutsche Post AG
AGM Service

Motion for the 2010 Annual General Meeting

Dear Sir/Madam,

I would like to ask you to include the following motions in the agenda for the Annual General Meeting on April 28, 2010.

1. Motion to change the remuneration of the Supervisory Board:

Management's proposal to change the remuneration of the Supervisory Board (agenda item 10) is to be rejected on the grounds that it gives the wrong signal at a time when real wages are stagnating. Instead of this, the following shall be agreed: EUR 12,000 will be set (instead of EUR 20,000) as the annual fixed remuneration for members of the Supervisory Board. For the chairman, this amount will be increased by 50 % to EUR 18,000. For each meeting of the Supervisory Board that is not attended, this amount will be reduced by EUR 1,000 (negative attendance allowance). The acceptance of a Supervisory Board mandate requires responsibility to be taken for the company's positive development; it is for that reason that variable remuneration components will be dispensed with. § 17 of the Articles of Association should be changed accordingly.

2. Motion to change the remuneration of the Board of Management:

Contrary to management's proposal to approve the remuneration of the Board of Management (agenda item 8), this will not be approved. Instead, the following shall be agreed. The payments to each member of the Board of Management will be limited to a maximum total of EUR 500,000 in each case. The acceptance of a Board of Management position requires responsibility to be taken for the company's positive development; it is for that reason that variable remuneration components will be dispensed with.

3. Motion to publish the payments to the Board of Management:

The payments to the Board of Management shall be disclosed to shareholders at each Annual General Meeting broken down by fixed and variable components and by the individual members of the Board of Management.

Yours sincerely

[Signature]
(G. Nickel)

From Dachverband
der Kritischen Aktionärinnen
und Aktionäre



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Cologne, April 13, 2010

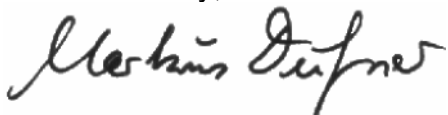
Counter-motions concerning the Annual General Meeting of Deutsche Post AG on April 28, 2010

Dear Sir or Madam,

The Association of Critical Shareholders (*Dachverband der Kritischen Aktionärinnen und Aktionäre*) wishes to raise counter-motions at the Annual General Meeting of Deutsche Post AG on April 28, 2010. Please publish these on the website of Deutsche Post AG. Attached to this letter is proof of the shareholder status of the Association.

In case of queries, I can be reached on 0221/599-5647 or 0173-7135237 (cell phone) or by e-mail at dachverband@kritischeaktionaere.de.

Yours faithfully,



Markus Dufner
Director of the *Dachverband*
der Kritischen Aktionärinnen und Aktionäre

Att. Counter-motions to agenda items 3 and 4
Proof of shareholder status

Counter-motions concerning the Annual General Meeting of Deutsche Post AG on April 28, 2010

Agenda item 3: Approval of the actions of the members of the Board of Management

The actions of the Board of Management should not be approved, because they have presided over a militarization of the company.

Explanation:

1. Deutsche Post DHL is still, and indeed increasingly, “in action” for NATO in Afghanistan and Iraq. This is why the expansion (even in the current crisis) of the military logistics hub at Leipzig/Halle airport continues unabated.

The military expansion of Leipzig/Halle airport has continued with the establishment of a “technical support center” for large military transport aircraft. This heavily subsidized airport (public subsidies in excess of 300 million euros) was declared to be a civil airport but was also chosen as a supply line for the German armed forces and its NATO partners. Particularly since the Federal Administrative Court ruled that the use of Leipzig/Halle airport for military flights was lawful, we have seen a striking increase in US troop transports. Leipzig has become a major staging point for American military flights to and from Iraq and Afghanistan. The German armed forces also use the airport as a staging point for its soldiers flying out to deployment areas abroad. According to details from the Ministry of Defense, the two large-capacity Antonov transport planes stationed at the airport make regular flights from here. They carry heavy equipment such as trucks and helicopters, as well as food, water and tents, says a spokesman – and “naturally” weapons too. This military expansion is closely linked to DHL which has been operating one of its three global air freight hubs at Leipzig/Halle airport since the beginning of 2008, through DHL Hub Leipzig GmbH.

2. Deutsche Post DHL continues to be a logistics contractor to the German armed forces and as such is responsible for transporting light military equipment up to 50kg worldwide, as well as delivering mail to the armed forces.

3. Deutsche Post DHL continues to run the major customer logistics division “*Military Affairs Bw/NATO*”. Its Group representative with the title of “Leitender Postdirektor Assessor jur.”, Udo Volker Eschenbach, (a reserve officer and member of the board of the German Association for Defense Technology [*Deutsche Gesellschaft für Wehrtechnik*]) is working closely together with Thomas Kossendey, Parliamentary State Secretary at the German Ministry of Defense, to expand civil-military cooperation.

Agenda item 4: Approval of the actions of the members of the Supervisory Board

The actions of the Supervisory Board should not be approved, because they have failed in their duty to monitor the activities of the Board of Management and restrain them from business ventures that damage the company or carry an excessive risk.

Explanation:

The reputation of the company has been severely damaged by its military involvement in general and by its active participation in the wars in Iraq and Afghanistan alongside NATO front line troops in particular.

The Association of Critical Shareholders supports the proposal for a corporate strategy to be called "*Zivile Post 2011*" ("*Civilian Deutsche Post 2011*"). This will enable Deutsche Post DHL to withdraw completely from military logistics. By focusing once more on our civilian business, we may avert any further damage to the company's image. This means in particular:

- closing the logistics division "*Military Affairs Bw/NATO*",
- terminating the agreement with the German armed forces that has been in place since 2002 for the worldwide transport of light military equipment up to 50kg and armed forces mail,
- ceasing all actions supporting the fighting in Iraq and Afghanistan
- exclusively civilian use of the DHL air freight hub at Leipzig/Halle airport.

Cologne, April 13, 2010

(Signed) Markus Dufner
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der Kritischen Aktionärinnen und Aktionäre*
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We are of the opinion that the counter-motions are unfounded and shall, if necessary, take a stand at the Annual General Meeting.

Deutsche Post AG
The Board of Management