



Deutsche Asset Management International GmbH

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Mainzer Landstrasse 178-190
Frankfurt AM Main,
Germany 60327
Telephone Number: 011 49 69 71404 4001
Fax Number: 011 49 69 71404 3000

This Brochure provides information about the qualifications and business practices of Deutsche Asset Management International GmbH ("DeAMi"). If you have any questions about the contents of this Brochure, please contact us at the number listed above.

The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Additional information about DeAMi is available via the SEC's web site www.adviserinfo.sec.gov.

Note: The term registered investment adviser does not imply a certain level of skill or training.

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Item 2 – Summary of Material Changes

In July 2010, the SEC published “Amendments to Form ADV”, which amended the disclosure document (“the Brochure”) that Deutsche Asset Management International GmbH, dated March 31, 2012, is prepared in accordance to those SEC’s rules and requirements.

This Item is used as a placeholder for Deutsche Asset Management International GmbH to discuss specific material changes that are made to the Brochure and provide clients with a summary of said changes. There are no material changes from the last issuance of the Brochure, dated March 31, 2011 to note.

In the past we have offered or delivered information about our qualification and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, you will receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business fiscal year. We also will provide you with a new Brochure as necessary based on changes or new information, at any time, without charge. In addition, we may further provide other ongoing disclosure information about material changes as necessary.

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Item 3 – Table of Contents

Item Number	Topic	Page Number
1	Cover Page	1
2	Summary of Material Changes	2
3	Table of Contents	3
4	Advisory Business	4
5	Fees and Compensation	5
6	Performance-Based Fees and Side by Side Management	7
7	Types of Clients	8
8	Methods of analysis, Investment Strategies and Risk of Loss	9
9	Disciplinary Information	12
10	Other Financial Industry Activities and Affiliates	13
11	Code of Ethics, Participation or Interest in Client Transactions and Personal Training	16
12	Brokerage Practice	22
13	Review of Accounts	27
14	Client Referrals and Other Compensation	28
15	Custody	29
16	Investment Discretion	30
17	Voting Client Securities	31
18	Financial Information	32
	Part 2 A – Appendix 1 – Wrap fees programs	33
	Additional Disclosures	34

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Item 4 – Advisory Business

DeAM International is registered with the SEC as an investment adviser since December, 1983. Its parent company is Deutsche Bank AG. DeAM International provides discretionary and/or non-discretionary services to delegated US-registered investment companies. Related entities of DeAM International are the named managers or investment advisers of the investment companies.

In accordance with the Securities and Exchange Commission (the “SEC”) stated position, activities of DeAM International for US clients will be subject to SEC regulation, while the activities of the non-US clients are subject generally to regulation by the Federal Financial Supervisory Authority, or such other regulatory organizations in Germany, as may have jurisdiction over such German activities.

DeAM International may also do business as Deutsche Asset Management (“DeAM”) which is the marketing name for the global asset management activities of Deutsche Bank AG. DeAM does business in the US and globally through Deutsche Investment Management Americas Inc. (“DIMA”), and other affiliated entities. DeAM International may also do business in the US as Deutsche Investment Insurance Asset Management, the marketing name for DeAM’s Global Insurance business, and DB Advisors, the marketing name for DeAM’s institutional and hedge fund business.

DeAM is an asset manager providing global capabilities with local expertise to deliver a comprehensive line-up of investment products across a range of asset classes and investing styles.

Types of Investments

DeAM International provides investment advice concerning “financial instruments” including without limitation, subscription rights, repurchase agreements, mortgage-backed and asset-backed securities, convertible securities, foreign debt securities (both sovereign and corporate), currencies, and derivatives. Derivatives include derivative contracts (e.g. futures, forwards, options and swaps) and derivative securities (e.g., Treasury Strips and “structured securities”). To the extent consistent with client guidelines, derivatives may be used to hedge various market or portfolio risks, to manage the effective maturity or duration of fixed-income portfolios, as a substitute for or alternative to the instruments available in the securities, currency, or other markets, or to enhance portfolio returns.

Assets under Management

As of December 31, 2011 DeAM International had a total of \$71,563,132,755 discretionary and \$11,825,621,790 non-discretionary client assets under management.

Item 5 – Fees and Compensation

Fees, account minimums and payment arrangements

The general policy of DeAM International is to assess client fees according to those negotiated with such client. Actual fees, minimum fees and minimum accounts size are negotiated based on the particular circumstances of the client, additional or differing levels of servicing, or as otherwise agreed with specific clients. In some cases performance fees are also charged subject to federal or local law and are negotiable.

The fees are generally based on the combined market value of all securities and cash on the accounting date and are normally payable quarterly or monthly in arrears. DeAM may also enter into performance-based fee arrangements with eligible clients.

Typically, DeAM does not impose multiple advisory fees when an advisory client's assets are invested in an affiliated investment vehicle. Specifically, client holdings of investment companies advised or sub-advised by DeAM and held in a separately managed account are excluded from the basis of DeAM's fee computation. However, when deemed legally permissible, DeAM may charge multiple advisory fees to certain clients such as hedge fund of funds and separately managed accounts investing in Collateralized Debt Obligation Funds ("CDO"), hedge funds or other investment funds managed by DeAM. Clients will incur additional fees and expenses relating to third party services, including, but not limited to administration, custodian, transfer and other similar fees.

Registered Investment Companies/Commingled Vehicles/Structured Products

DeAM acts as investment manager for certain registered investment companies and other commingled vehicles ("Funds"). For registered investment companies, the management fees paid by the Funds are subject to negotiation with the Board of Trustees/Directors of each Fund and the approval of the respective shareholders. DeAM's current investment management fees range up to 1.50% of aggregate net assets on an annual basis depending on the nature of the Fund, the advisory fee structure, and the size of the Fund's assets. DeAM may have arrangements with certain registered investment companies whereby the base annual investment management fee is subject to upward or downward adjustment on the basis of the investment performance of one or more classes of the Fund's shares as compared with the performance of the S&P 500 Index, and DeAM may establish similar arrangements with other registered investment companies/or and commingled vehicles with respect to other market indices.

Certain funds may utilize fair valuation pricing, in accordance with internal control procedures and coordinated with the Fund's service providers should an event occur warranting fair valuation under the procedures.

DeAM may act as an investment adviser to U.S. and non-U.S. pooled investment vehicles and receive fees for such services at a negotiated rate based on each investment vehicle's particular circumstance. Fees for such services are generally set forth in the offering circular or other relevant offering document.

Collateral Management of Structured Securities

The fee arrangements for CDOs and CLOs generally are described in the offering circular for each CDO/CLO. The fees are calculated as well as performance fees based on the total portfolio collateral and may include both senior and subordinated components.

In general, DeAM's investment advisory relationship with its clients is terminable at will by either party. Certain agreements may require a notice period before the termination becomes effective. In addition, some agreements (e.g., in the case of CDO/CLO advisory agreements) may require certain events to occur prior to the termination of the investment advisory relationship. Furthermore, certain agreements may also stipulate that DeAM may not resign as investment advisor until a successor has been appointed. In the event of termination, investment advisory fees are prorated to the date of termination and, to the extent they have been paid for periods beyond the date of termination, the fees are refunded. Under contractual agreements, either the adviser, DeAM International or the investment company client may terminate an investment advisory contract effective 60 days after receipt of written notice to the other party.

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Item 6 – Performance Based Fees and Side by Side Management

DeAM may charge performance based fees, and DeAM may manage accounts using similar investment strategies that charge a combination of both or either performance-based fees and asset based fees.

DeAM will not determine allocations based upon whether an account has performance-based or other incentive fee arrangements; however, allocations among such accounts and asset based fee paying-only accounts could be viewed as a potential conflict of interest. For example, DeAM may have an incentive to allocate attractive investments to performance-fee accounts over accounts not subject to a performance fee. Performance-based fees may also create an incentive to utilize riskier investments. In addition, due to the method of calculating the performance fees, such fees may be affected by the timing of dispositions and other factors within the Registrant's control. The performance fees are computed based on realized and appraised appreciation, and calculations based on appraised value may be higher or lower than the true value of the performance fees due to DeAM.

DeAM has adopted policies and procedures designed to ensure, among other things, clients receive fair and equitable investment allocation over time.

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Item 7 – Types of Clients

In addition to the client types listed below, DeAM International may provide investment advice to many client types including: banks, corporations, government, international public authorities, foundations, endowments, financial institutions, insurance firms, pooled investment vehicles, non-US funds and private investment funds, issuers of collateralized bond and loan litigations and other structured products in the US and abroad. The requirements for opening any account will vary depending on the type of product and type of client.

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Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

DeAM International explores a variety of investment alternatives. The goal is to identify and analyze systematically the conditions and basic trends of economies, industries and companies. Decisions are made and applied appropriately to client portfolios regarding fundamental value and current market prices. Using various investment alternatives and active portfolio management, DeAM International seeks to achieve the specific objectives of each client. To be effective, DeAM International must understand and analyze each client's circumstances in order to identify long-term objectives, priorities and the client's risk-bearing tolerance.

DeAM International utilizes its own individual research and the research it receives from a variety of sources, including Deutsche Bank and third-party research providers.

Active Equity

Equity security analysis is created for DeAM International by Global Sector Teams, local and product specific research analysts.

Equity security analysis may include one or more of the following processes: economic, industry, and company analysis. Detailed company analysis is prepared outlining the attractiveness of investing in the security. An analyst's review may include, among other things, trips to headquarters, operating facilities, competitors, customers and suppliers of assigned companies. Macroeconomic research is produced highlighting economic forecasts and analyses, as well as data on industry profits and sales trends. Demographic, technological, and social trends studies are also conducted. Where applicable, the research team's analyses are fed into a proprietary web-based system that facilitates the publishing and dissemination of information in real time to other analysts and portfolio managers.

Equity Strategy – Accounts Delegated by DIMA

Climate Change Equity: The strategy invests primarily in common stocks and other equities of US and foreign companies engaged in activities related to climate change. Generally, climate change-related companies are engaged in businesses whose growth is supported by increased environmental regulation, or which are developing and implementing ways of adapting to climate change, reducing environmental pollution, reducing or managing climate impact or increasing energy efficiency.

European/Country-Specific Equity: The strategy seeks return through long-term capital appreciation by investment in equity securities of foreign issuers. The strategy can focus on a single country or sector such as middle-market German equities or equities represented by any market cap or issuer in the European Union.

U.S. Large Cap Value: The portfolio's managers use a contrarian value investment strategy to look for stocks from historically sound companies that are temporarily out of favor. Investments are screened based on low valuation ratios and high dividends, creating a portfolio of undervalued, large-company stocks representing many sectors and industries.

Associated Material Risks Applicable to all Equity Strategies: Stock market risk, Security selection risk, Derivatives risk, Liquidity risk, Pricing risk, Securities lending risk, Conflict of interest risk, Tax status risk.

Additional Associated Risks in connection with each Equity Strategy:

Climate Change Equity: Foreign investment risk, Emerging markets risk, Concentration risk-climate change companies.

European/Country-Specific Equity: Foreign investment risk, Counterparty risk, Focus risk.

U.S. Large Cap Value: Value investing risk, Focus risk, Counterparty risk.

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Strategic Asset Allocation Strategy – Accounts Delegated by DIMA

Strategic Asset Allocation: The strategy seeks to achieve as high a total return as is consistent with its allocation to one or more asset classes over a given period. The strategy will typically invest in other investment companies that in turn, invest in fixed income, equity, and other asset classes (which may include closed end funds, open end mutual funds, or exchange traded funds) some of which may be affiliated with the investment advisor.

Associated Material Risks: Asset allocation risk, Stock market risk, Small company risk, Growth investing risk, Value investing risk, Foreign investment risk, Credit risk, Interest rate risk, Fund of funds risk, Inflation-indexed bond risk, Derivatives risk, ETF risk, Focus risk, Security selection risk, Liquidity Risk, Pricing Risk, Counterparty risk, Borrowing risk, Securities lending risk, Senior loans risk, Conflict of interest risk, Tax status risk, GTAA risk, Commodities-related investments risk.

Fixed Income Strategy

Active management: The portfolio manager actively seeks attractive securities to invest in, rather than investing in a pre-determined basket of securities such as an index. This strategy may underperform relative to its relevant primary investment universe due to the securities choices and short-term variations in asset allocation away from the primary investment universe. The portfolio manager may seek to address this risk through the use of a disciplined investment management process with the support of global investment resources.

Individual investment risk: Individual fixed income securities can (and do) fall in value for many reasons such as short term market activities, changes in an entity's internal operations or management, or in its business environment. The portfolio manager aims to reduce these risks with careful analysis of research from many sources and by maintaining communications with company management who are responsible for changes which may impact on investments.

Fixed income securities risk. The portfolio manager may invest in government securities, corporate fixed income securities and obligations to repay borrowed money within a certain time, with or without interest. The value of these securities could rise when interest rates fall and decline when interest rates rise. The longer a bond's duration, the more its value typically falls when interest rates rise. Additionally the portfolio is subject to currency volatility as it invests into global securities markets with or without currency hedging.

Credit risk: The issuer of a security may default on its obligation to pay principal and/or interest or may have its credit rating downgraded. Lower rated securities involve a greater risk of loss than higher rated securities and are more sensitive to changes in the issuer's capacity to pay.

Credit margin risk: Corporate securities are issued with a risk premium/margin above a pre-determined benchmark. This margin will vary to reflect a corporation's risk profile. Deterioration in the financial position of a corporation will lead to an increased risk premium and an improving profile will lead to a reduction in the risk premium. The longer the duration of the security, the more its value typically falls when the risk margin rises. This is the case for both fixed rate and floating securities, although floating rate credit spreads tend to be less volatile.

Counterparty Risk:

Counterparty risk is the risk that a broker-dealer will not be able to complete a client's transaction, whether due to financial difficulties or otherwise, which may result in opportunity cost and/or loss of principal. With respect to broker-dealers in well-developed markets, these procedures generally involve analysing financial statements and, for certain transactions involving extended settlements, negotiating special agreements with certain broker-dealers.

DeAM International has established the Frankfurt Risk Committee which administers policies and procedures designed to assess and monitor the broker-dealers selected to execute client transactions. It attempts to maintain (insofar as reasonably possible) clients' exposure to counterparty risk within levels that, in DeAM International's judgment, are appropriate for their investment objectives.

In less-developed markets, there may well be a higher level of counterparty risk because broker-dealers may not be as well capitalized. In addition, there is often more limited and less reliable information about counterparties' financial condition, less

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regulatory supervision of securities markets, market practices that may require payment before delivery of securities, less automated clearance and settlement conditions, the uncertain enforceability of legal obligations, greater market volatility, and increased levels of sovereign and currency risk. In these markets, counterparty risk is generally managed by attempting to limit clients' exposure to a given counterparty at a given time, and by seeking to do business with well established counterparties. In these markets, the effort to attain best execution may also tend to increase counterparty risk, and DeAM International will attempt to balance these factors when selecting a broker-dealer to execute client transactions.

Additional Associated Material Risks: Security selection risk, Foreign investment risk, Interest rate risk, Fund of funds risk, Inflation-indexed bond risk, Derivatives risk, ETF risk, Focus risk, Borrowing risk, Securities lending risk, Senior loans risk, Conflict of interest risk, Tax status risk, GTAA risk.

Item 9 – Disciplinary Information

None to report

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Item 10 - Other Financial Industry Activities and Affiliates

Described below are related persons that DeAM International has arrangements with that may be considered material to its advisory business. Employees of DeAM International may be authorized to act on behalf of one or more of these entities. Additionally, employees of DeAM International's related persons may be authorized to act on behalf of DeAM International. DeAM International may utilize, suggest or recommend other services of any of its affiliates. The services involved will depend upon the services offered by the affiliate. The arrangements between DeAM International and its affiliates may involve revenue sharing or joint compensation based upon each entity's activities for the client.

DeAM International is owned by Deutsche Bank AG, a multi-national financial services company. Therefore, DeAM International is affiliated with a variety of entities that provide, and/or engage in commercial banking, insurance, brokerage, investment banking, financial advisory, broker-dealer activities (including sales and trading), hedge funds, real estate and private equity investing, in addition to the provision of investment management services to institutional and individual investors. Since Deutsche Bank AG, its affiliates, directors, officers, and employees (the "Firm") are engaged in businesses and have interests other than managing asset management accounts, such other activities involve real, potential or apparent conflicts of interests in engaging in these activities outside of investment management, these parties may act in their own interest or in the interests of third parties other than DeAM International's clients. These interests and activities include potential advisory, transactional and financial activities and other interests in securities and companies that may be directly or indirectly purchased or sold by DeAM International for its clients' advisory accounts. These are considerations of which advisory clients should be aware and which may cause conflicts that could be to the disadvantage of DeAM International's advisory clients. Present and future activities of the Firm in addition to those described herein may also result in conflicts of interest that may be disadvantageous to DeAM International's clients.

DeAM International has established a variety of policies, procedures and disclosures designed to address conflicts of interest arising between advisory accounts and the Firm's businesses. It is DeAM International's policy that DeAM International personnel involved in decision making for advisory accounts must act in the best interests of their advisory clients and generally (but not exclusively) without knowledge of the interests of proprietary trading and other operations of the Firm and/or personnel of the Firm. Where advisory personnel do know of conflicts or potential conflicts among advisory accounts or between advisory accounts and the Firm and/or personnel of the Firm, it is DeAM International's policy to disclose involving related persons, their existence in general form through this Form ADV or directly to clients. A discussion concerning additional conflicts of interest is set out in item 11 – Participation or Interest in Client Transactions.

DeAM International acts as a fiduciary with respect to its asset management activities and owes its clients a duty of undivided loyalty. As a fiduciary, DeAM International is required to act solely in the best interests of the clients whose assets it manages. On occasion, other entities within the Firm may have engagements and responsibilities which could give the appearance of a conflict with DeAM International's duty of loyalty. To minimize these conflicts, as a general matter, DeAM International employees associated with the investment process (including portfolio managers, research analysts and traders) have no contact with employees of the Firm outside of DeAM International regarding specific clients, business matters or initiatives, unless permissible by internal procedures, or approved by DeAM International Compliance.

With respect to certain non-US strategies, DeAM International may delegate such services to affiliates outside the US. Apart from furnishing investment advice to clients, DeAM International also provides various investment advisory, consulting, trading, administrative and research support services to its affiliates pursuant to intercompany agreement.

Broker Dealers

DeAM International has material arrangements with the following related person that is a US-registered broker dealer and may utilize their services to effect securities transactions for clients.

Deutsche Bank Securities Inc. ("DBSI"), a New York registered broker dealer under the US Securities Exchange Act of 1934 (the "Securities Exchange Act") and is a principal underwriter for the Scudder Funds, supporting the DeAM retail distribution channel.

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Investment Companies

DeAM International acts in an advisory or sub-advisory capacity to a variety of US and non-US investment companies for which DeAM International or an affiliate acts as adviser, manager or distributor. In connection with these investment companies, certain DeAM International employees are directors or officers of the registered investment companies. Arrangements with respect to the sale of US registered investment companies are in each mutual fund's prospectus in accordance with the US Investment Company Act of 1940, as amended (the "Investment Company Act"). Similar participations and arrangements may exist with respect to other pooled investment vehicles not subject to the Investment Company Act, in accordance with applicable law.

Investment Advisors

DeAM International has material arrangements with the following related person that is an investment adviser:

Deutsche Investment Management Americas Inc., ("DIMA") New York, NY is registered under the Investment Advisers Act of 1940, as amended ("Investment Advisers Act") and is a Delaware corporation. DIMA is the investment adviser for the Scudder New Asia Fund and the Scudder Pacific Opportunities Fund. DIMA also provides investment management services to separately managed accounts, registered investment companies, and certain other pooled funds.

With respect to arrangements with a related person who is another investment adviser, DeAM has investment advisory affiliates in Australia, England, Germany, Hong Kong, Ireland, Italy, Japan, Singapore, Canada, Luxembourg, Poland and the United States. The following DeAM investment advisory affiliates are registered with the SEC as investment advisers: Deutsche Bank Securities Inc., Deutsche Asset Management International GmbH, DB Investment Managers, Inc., Deutsche Investments Australia Limited, Deutsche Investment Management Americas Inc., Deutsche Asset Management (Japan) Limited, Deutsche Asset Management (Asia) Limited, Deutsche Asset Management (Hong Kong) Limited and Deutsche Alternative Asset Management (Global) Limited.

The following DeAM investment advisory affiliates are not registered with the SEC as investment advisers: Deutsche Asset Management (Australia) Limited, Deutsche Asset Management Canada LTD, Deutsche Investments (Luxembourg) S.A., Deutsche Bank Trust Company Americas, Gordon Knott, Harvest Fund Management, Deutsche Asset Management (UK) Limited, Deutsche Asset Management (Korea) Limited and Deutsche Asset Management (Asia) Limited.

DeAM may have co-advisory, sub-advisory, or participating affiliate relationships with each entity as required for proper management of particular client accounts and in accordance with applicable law. In addition, DeAM may participate in sub-advisory, co-advisory or other joint projects related to investment companies with institutions not a part of the Deutsche Bank group of affiliates provided such relationships comply with applicable law.

Banking Institutions

The following banking institutions are related persons of DeAM:

DWS Trust Company ("DWSSTC") is a New Hampshire trust company. DWSSTC is the trustee as well as sponsor and/or investment adviser to private investment funds including funds exempt from the Investment Company Act under Sections 3(c)(1), 3(c)(7) 3(c)3 and 3(c)(11). DWSSTC also provides trustee and/or custodial services to various IRAs, profit sharing plans, pension plans and other retirement plans.

DB UK Bank Limited, London, England, is a merchant bank whose business includes commercial banking, securities underwriting and corporate financial advice.

Deutsche Bank AG is a publicly traded international commercial and investment banking concern listed on the Frankfurt and New York Stock Exchanges and is the indirect parent of DeAM and its affiliates.

Deutsche Bank AG London Branch is a branch office of DB AG, a bank recognized by the Bank of England, and may be selected as a foreign custodian by the United States trustees of employee benefit plans in which DeAM or its related persons may act as investment adviser.

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Deutsche Bank AG New York Branch, New York, NY is a branch office of Deutsche Bank AG.

Deutsche Bank Trust Company Americas ("DBTCA"), a New York chartered bank and member of the Federal Reserve, may act as a custodian of securities and it may be selected as custodian or securities lending agent by entities to which DeAM or its affiliates serves as investment adviser. In addition, DBTCA sponsors and acts as investment adviser to collective investment funds, including funds exempt from the Investment Company Act under Section 3(c) (11) thereof, and other private investment funds.

Deutsche Bank AG Cayman Branch is a branch office of Deutsche Bank AG.

Partnerships

From time to time, DeAM International or its affiliates may act as general partner, managing member or other controlling entity in private investment vehicles that may invest in securities, commodities, real estate or other investments in which DeAM International's client may be solicited to invest. Absent specific authority, DeAM International does not exercise any discretionary authority with respect to client decisions to invest in such vehicles.

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Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading

Code of Ethics

The DeAM Code of Ethics (the “Code”) imposes restrictions on the ability of DeAM employees who are “Access Persons” as defined in the Investment Advisers Act to invest in securities that may be recommended or traded in DeAM client accounts. The Code currently applies to most securities transactions (including transactions in equity or debt securities, municipal bonds, exchange-traded securities, securities indices, derivatives of securities and similar instruments) and certain mutual fund transactions (including transactions in open-end and closed end mutual funds, excluding money market funds and other mutual funds specifically designed for short-term investment). The Code applies to all securities and specified mutual fund transactions in which employees have direct or indirect beneficial interest, influence and/or control.

Generally, the Code classifies employees based on whether they are investment personnel involved in the investment management and trading activity of clients' assets (including portfolio managers, research analysts and traders) and imposes the greatest level of restriction on those most centrally involved in that process.

Pursuant to the Code, employees are required to pre-clear all of their personal securities transactions in securities that are not exempt from the Code. Employees must also receive prior approval before purchasing any securities in a private placement. Further, employees must receive prior approval to serve on a board of a publicly traded company or to engage in certain other outside activities that may conflict with DeAM's obligations to its clients. Finally, employees may not purchase a security pursuant to an initial public offering. The purchase or sale of securities of certain open-end mutual funds is not subject to pre-clearance. Trading in direct obligations of the US Government is not subject to the Code.

The Code imposes a 30-day holding period between purchases and sales, or sales and purchases in the same securities and certain mutual funds with certain exceptions (such as transactions in mutual funds subject to periodic purchase plans and other exceptions specifically granted by DeAM Compliance). The Code also imposes specific blackout period restrictions on securities that apply to certain employees. For example, as a general matter, Access Persons may not knowingly engage in a transaction of a security on the same day as it is known that DeAM is transacting that security for a client account, and Investment Personnel (defined as those involved in the investment decision-making and trading process) may not knowingly purchase or sell a security within 7 days before and after a transaction of that security in a client account if he/she manages or provides advice to that client account.

All employees are subject to reporting obligations, including filing a quarterly personal securities transaction report (which provides information with regard to all securities and certain mutual fund transactions that are required to be reported, if any, effected during the previous quarter for their own accounts and any accounts over which they have direct or indirect beneficial interest, influence and/or control). Employees are also required to disclose their securities and mutual fund accounts to the Firm upon hire and annually confirm the information.

Any employee who violates the Code may be subject to disciplinary actions, including possible dismissal. In addition, any securities transactions executed in violation of the Code, such as short-term trading or trading during blackout periods, may subject the employee to sanctions, ranging from warnings to trading privilege suspensions, including but not limited to, unwinding the trade and/or disgorging the profits as well as additional disciplinary action. Violations and suspected violations of criminal laws will be reported to the appropriate authorities as required by applicable laws and regulations.

DeAM's clients and/or prospective clients may obtain a copy of its Code of Ethics upon request by calling their client service representative.

Gifts and Entertainment

DeAM has policies and procedures in place, including the DeAM Code of Ethics, which prohibit DeAM employees from accepting gifts, entertainment and other things of material value that may create a conflict of interest or give the appearance of a conflict of interest. Additionally, DeAM employees may not offer gifts, entertainment or other things of material value that could be viewed as attempting to unduly influence the decision making or objectivity of any client or other business partner. In general, the policies dictate that giving and receiving of gifts or participating in entertainment cannot occur if the value and/or the

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frequency of the gift or entertainment is deemed excessive or extravagant. The policies impose specific restrictions and require DeAM Compliance approval of certain gifts and entertainment.

In general, the policy permits employees to accept gifts having a nominal value (e.g., promotional items) which must be logged. Reporting and approval requirements and restrictions apply in the case of entertainment offered to or to be provided by DeAM. DeAM's policy also sets forth parameters with respect to entertainment-related expenses.

Additional restrictions regarding gifts and entertainment apply to DeAM employees who are registered representatives or other associates of DeAM's affiliated broker-dealers.

Conditions for Managing Accounts

DeAM has a legal obligation to ask customers questions regarding their identities, addresses, source of funds and, if necessary, legal representatives, authorized signatories or companies/associations which they belong and collect requisite documentation to substantiate the information. Also, regulations require that should any of the above personal information change our clients would be obliged to immediately notify us of the change(s).

Review of accounts

Regular reviews of accounts in each strategy vary in frequency and are tailored to the specific facts and circumstances applicable to the various investment strategies. On an ongoing basis portfolio managers review accounts to ensure investments are appropriate and DeAM Compliance uses various monitoring systems to check for adherence to guidelines, restrictions and other regulatory requirements.

Traders perform daily trade reviews to ensure that records are accurate and complete. Daily trade reviews are also completed by the portfolio managers who review and verify that orders were executed in accordance with the trading instructions. DeAM has policies and procedures in place to address trade errors and the Brokerage Practice Sub-Committee (as described under Item 12) receives monthly reports on all trading errors.

DeAM has policies and procedures in place to address guideline breaches. The DeAM Americas Investment Risk Oversight Committee (membership disclosed under) is responsible for monitoring investment performance of client accounts on a regular basis and performing an annual product review.

In addition to the aforementioned trade reviews, institutional account reviews are also performed at least annually by DeAM Client Service. DeAM may actively participate in a client's Board and Investment Committee presentations as well as provide regular performance reviews to the client.

Reports to Clients

The nature and frequency of reports to clients is primarily determined by the particular needs of the client. Client account reports are generally sent to clients on at least a quarterly basis. Clients are also advised in writing or via telephone conversation of any material investment changes in their portfolio and per the individual client's requirements.

Participation or Interest in Client Transactions

DeAM is owned by Deutsche Bank AG, a multi-national financial services company and therefore is affiliated with a variety of entities of the Firm disclosed in item 10 that provide multiple financial services in addition to the provisions of investment management services to institutional and individual investors. Such other activities as previously disclosed in item 10, involve real, potential or apparent conflicts of interests.

With respect to certain managed investment strategies, trade execution, as well as certain "downstream" functions including, but not limited to, trade matching and settlement, investment accounting, reconciliations, corporate actions, and performance measurement are provided through the Frankfurt location and performed by DeAM's Frankfurt-based trading platform. In

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providing these services, the Frankfurt location, and/or DeAM affiliate entities will have access to certain information about client accounts. DeAM, its affiliate or both, will be subject to European and German regulations in the local regulations of the adviser.

DeAM has entered into and may in the future enter into arrangements with affiliates and third party service providers to perform various compliance, administrative, back-office and other services on behalf of, and relating to client accounts. Such affiliates and service providers may be located in the US or in non-US jurisdictions. Accordingly, certain information about client accounts may be shared with such affiliates and third party service providers in connection with these functions. DIMA delegates middle and back office functions to an affiliate that delegates middle and back office functions to State Street Bank and Trust Company.

The Firm is a major participant in global financial markets and it acts as an investor, investment banker, investment manager, financier, advisor, market maker, trader, prime broker, lender, agent and principal in the global fixed income, currency, commodity, equity and other markets in which DeAM's advisory accounts directly and indirectly invest. As permitted by and in conformity with applicable laws and regulations, DeAM's advisory accounts will invest in, engage in transactions with, make voting decisions with respect to, or obtain services from entities for which the Firm performs or seeks to perform banking or other services. Additionally, it is likely that DeAM's advisory accounts will undertake transactions in securities in which the Firm makes a market or otherwise has direct or indirect interests. DeAM makes decisions for its clients in accordance with its fiduciary obligations as manager of its advisory accounts. As noted below, however, certain activities of the Firm may have a negative or detrimental effect on advisory accounts of DeAM.

DeAM may take investment positions in securities in which other clients or related persons within the Firm have different investment positions. There may be instances in which DeAM is purchasing or selling for its client accounts, or pursuing an outcome in the context of a workout or restructuring with respect to, securities in which the Firm is undertaking the same or differing strategy in other businesses or other client accounts. Prices, availability, liquidity and terms of the investments may be negatively impacted by the Firm's activities and the transactions for DeAM's clients may, as result, be less favorable. The investment results for DeAM's clients may differ from the results achieved by the Firm and other clients of the Firm. In addition, results among DeAM clients may differ.

For a summary of the restriction of the flow of certain information between DeAM and other parts of the Firm, please see "Information Barriers" below. As noted, DeAM makes decisions for its clients in accordance with its fiduciary obligations as manager of its advisory accounts independent of what decisions may be made by or in other parts of the Firm. The DeAM Americas Investment

Risk Oversight Committee is responsible for monitoring investment performance of client accounts on a regular basis and performing an annual product review. See Item 12 for more details.

The investment activities of the Firm may limit the investment opportunities for DeAM's client accounts. This may occur in certain regulated industries, private equity markets, emerging markets, and in certain futures and derivative transactions where restrictions may be imposed upon the aggregate amount of investment by affiliated investors. DeAM may voluntarily limit transactions for client accounts or limit the amount of voting securities purchased for client accounts, or waive voting rights for certain securities held in client accounts, which may limit positions, in order to avoid circumstances which, in the view of DeAM, would require aggregation of such client account positions with investments elsewhere in the Firm that would approach or exceed certain ownership thresholds.

DeAM may have portfolio managers who manage long/short accounts alongside long-only accounts. For example, DeAM may buy on behalf of a client account a security for which DeAM may establish a short position on behalf of another client account. The subsequent short sale may result in impairment of the price of the security held long in the client account. Conversely, DeAM may on behalf of a client account establish a short position in the same security which it may purchase on behalf of another client account. The subsequent purchase may result in an increase of the price of the underlying position in the short sale exposure.

DeAM may engage in security transactions with brokers who coincidentally sell shares of registered investment companies advised by DeAM, provided that it reasonably believes that the broker will provide best execution. However, there are no quid pro quo arrangements or agreements in place with these brokers. However, trading with these brokers may raise the appearance of a conflict of interest.

Information Barriers

The Firm may come into possession of confidential, material non-public information particularly in connection with its commercial and investment banking activities. The Firm, including DeAM, has internal procedures in place intended to limit the potential flow of any such non-public information. Should DeAM come into possession of any material, non-public information, DeAM has procedures that prohibit trading activities based on such information by DeAM for its clients and by DeAM employees. DeAM may not use material, non-public information obtained from any division of the Firm when making investment decisions for its clients. As a result of these procedures and prohibitions, client accounts may be precluded from purchasing or selling certain securities, which could have a detrimental effect on one or more client accounts. There may be instances in which senior management of DeAM, not involved in the investment process, may be privy to material, non-public information about transactions or securities due to discussions with senior personnel from other departments within the Firm. However, when in possession of material, non-public information, senior management may not participate or use that information to influence trading decisions or securities; nor may they pass that information along to personnel within DeAM involved in the investment process (e.g., portfolio managers, research analysts and traders) for use in investment activities.

There may also be periods during which DeAM may not initiate or recommend certain types of transactions, disseminate research or may otherwise restrict or limit its advice given to clients in certain securities issued by or related to companies that the Firm is performing banking or other services, or companies in which the Firm has a proprietary position. As a result, client accounts may be precluded from purchasing or selling certain securities, which could have a detrimental effect on one or more client accounts.

Trading with an Affiliate/New Issues

The only compensation received by DeAM for effecting securities transactions for clients is its advisory fees. Related persons of DeAM may receive brokerage commissions, commission equivalents, spread and other fees in connection with brokerage services provided. See Item 12 for more details.

DeAM may purchase, on behalf of its clients, securities in which an affiliate of DeAM serves as lead underwriter or co-manager of an underwriting syndicate or member of an underwriting syndicate. In these cases, the purchase is generally made from a party unaffiliated with DeAM, but DeAM's affiliate may nevertheless benefit from such transactions, including in circumstances where the syndicate of which DeAM's affiliate is a member is experiencing difficulty in effectuating the distribution of the new issues. While DeAM acts solely in the best interests of its clients, these circumstances may give rise to the appearance of a conflict of interest, even though the transactions is effectuated in compliance with applicable regulations (see "Agency Transactions," "Investment Companies," and "Principal Transactions" below). DeAM may have a potentially conflicting, division of responsibilities to both parties to a cross transaction. Additionally, regulatory or other government requirements applicable to DeAM's related persons may restrict DeAM from investing in or disposing of certain securities for its clients on a temporary or on-going basis.

This may affect potential returns on clients' accounts and a client not advised by DeAM may not be subject to some of these restrictions. DeAM clients may utilize custodians unaffiliated with DeAM and such custodians may, in turn, hire affiliates of DeAM as sub-custodians in certain jurisdictions. In such circumstances, DeAM affiliates may effect certain transactions on behalf of DeAM clients (e.g., foreign exchange transactions, corporate actions). These circumstances may give rise to the appearance of conflicts of interest. DeAM has developed policies and procedures to monitor such circumstances. In the event a DeAM client hires its own custodian, DeAM will work with such client to avoid conflicts of interest in connection with its custodian engaging DeAM affiliates as sub-custodians.

Agency Transactions

DeAM is a related person of various broker-dealers through which it may effect agency transactions. DeAM has procedures reasonably designed to ensure that agency transactions executed with these related broker-dealers acting as agent comply with applicable law and regulations. If any client portfolio transaction is executed with related broker-dealers, the broker-dealers may charge a commission in connection with these transactions; however, the commissions do not exceed the usual and customary commission that the broker-dealers would charge their own customers. As a general matter, DeAM can execute agency transactions on behalf of clients with related broker-dealers only if DeAM has determined in good faith that the client will receive best execution in the transaction, and only in compliance with applicable law and regulations, DeAM's policies and procedures,

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and in accordance with the consent of clients to these kinds of transactions. Executing transactions with affiliates of DeAM may present conflicts of interest, including that DeAM affiliates will earn fees with regard to such transactions. See Item 12, Directed/Restricted Brokerage for a discussion of "Restricted Brokerage".

Investment Companies

For registered investment company clients, agency and underwriting transactions with affiliated broker-dealers will be executed only pursuant to procedures adopted by the Boards of Directors of such companies under Rule 17e-1 and Rule 10f-3 under the Investment Company Act.

Principal Transactions

DeAM generally may not cause its clients to enter into principal transactions with related persons. Under limited circumstances DeAM may enter into a principal transaction provided the transaction is in accordance with Section 206(3) of the Investment Advisers Act. All such transactions must receive client consent for each transaction, are effected on arms' length terms and, with respect to commissions paid, are generally competitive with those paid to non-related broker dealers.

Portfolio Holdings Disclosure Policy

DeAM has a responsibility to its clients not to disclose non-public portfolios holdings information unless such disclosure is consistent with anti fraud provisions of the federal securities laws and its fiduciary duty.

DeAM makes non-public portfolio holdings information available to certain clients upon request provided certain customers are satisfied including complying with DeAM's portfolio holdings disclosure policy. Clients should contact their account representative in the event they would like more information regarding non-public portfolio holdings information.

Proprietary account trading and hedging activities

In accordance with Firm policy, DeAM may invest and manage its own proprietary capital by investing in a variety of securities and other instruments. Proprietary capital investments will include investing in certain products and strategies managed by DeAM for its clients. The market risks of these investments may be hedged, while market risks of client assets may not be so hedged. Hedging activities may include purchasing instruments or using investment strategies such as short selling, futures (or options on futures) trading or employing other derivative techniques. Portfolio management and trading of the proprietary capital as well as any associated hedging activity is undertaken in accordance with DeAM policies and procedures. Proprietary capital may not perform the same as similarly managed client accounts for a variety of reasons, including regulatory restrictions on the type and amount of securities in which the proprietary capital may be invested, differential credit and financing terms, as well as any hedging transactions. While DeAM acts solely in the best interests of its clients, these circumstances may give rise to the appearance of a conflict of interest or could potentially disadvantage its clients.

Item 12 – Brokerage Practices

Broker Dealer Selection

When selecting a broker-dealer for client transactions, DeAM will take into account numerous factors including: price of the financial instrument, transaction costs, speed, likelihood of execution and settlement, size, nature and any other consideration relevant to the execution of that order. The best possible result for a particular transaction will be determined by the relative importance given by DeAM to these factors, which will in turn result in the choice of a specific benchmark, trading strategy, an executing broker or execution venue. In determining the relative importance of these factors, DeAM will take into account the following criteria:

- the characteristics of the client order;
- the characteristics of the financial instruments or products involved;
- the current market circumstances;
- the characteristics of the execution venues involved.

Although DeAM International would ordinarily assume that the price of the financial instrument and the overall transaction cost to have a high degree of importance relative to the other specified factors, its precise importance in the context of any given order will depend upon the criteria specified above and may also be affected by any specific instructions or restriction given to DeAM International.

In conjunction with achieving best execution, DeAM International has a Credit Department which is responsible for assessing and managing counterparty risk for all transactions undertaken on behalf of DeAM International's clients. DeAM International has established policies and procedures designed to assess and monitor the broker-dealers selected to execute client transactions. It attempts to maintain exposure, for both credit and settlement risk, within levels that, in DeAM International's judgment, are prudent with regard to the counterparty's financial resources. For certain transactions involving extended settlements, the Credit Department is heavily involved in the negotiation of special agreements with certain broker-dealers.

In less-developed markets, there may well be a higher level of counterparty risk because broker-dealers may not be as well capitalized. In addition, there is often more limited and less reliable information about counterparties' financial condition, less regulatory supervision of securities markets, market policies that may require payment before delivery of securities, less automated clearance and settlement conditions, the uncertain enforceability of legal obligations, greater market volatility, and increased levels of sovereign and currency risk. In these markets, the effort to attain best execution may also tend to increase counterparty risk, and DeAM International will attempt to balance these factors when selecting a broker-dealer to execute client transactions.

Commission rates

The trading desk utilizes a schedule of commission rates that have been negotiated with the broker-dealers utilized by DeAM International. The schedule delineates the commission rates negotiated with the broker-dealer by country and by types of trades.

Investment and Brokerage Discretion

Generally, DeAM International is retained on a discretionary basis for client accounts and DeAM International determines which securities should be bought or sold, the total amount to be bought or sold for the account, the broker or dealer ("broker") through which the securities are executed, and the commission rates, if any, at which transactions are affected for those accounts. From time to time, a client may also retain DeAM International on a non-discretionary basis, explicitly requiring that portfolio transactions be discussed in advance. See Best Execution and Broker Selection Factors below for a discussion of DeAM International's best execution standards.

DeAM International is guided by the investment policies and guidelines that are established at the inception of the adviser-client relationship (as amended from time to time) in cooperation with the client. These guidelines assist DeAM International in making

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investment decisions for the client as well as cover matters such as the degree of risk that the client wishes to assume, and the types and amounts of securities to make up the portfolio.

DeAM International may delegate investment management authority and related services for all or a portion of a client's accounts to an affiliate, including affiliates that may be outside the US. The accounts that have been delegated will be managed in accordance with the investment and brokerage policies of the affiliate, which may be different from those outlined below. Clients may contact DeAM International for a copy of the affiliate's Form ADV for additional information.

Allocation of Investments

DeAM International has policies and procedures reasonably designed to ensure that all clients are treated fairly and equitably. Under these procedures DeAM International will allocate securities purchased or sold among clients' accounts in a manner that DeAM International determines appropriate. DeAM International has a fiduciary duty to ensure that trades are allocated fairly and equitably among clients over time. DeAM International may make allocations based upon a number of factors that may include, but not limited to, investment objectives and guidelines, risk tolerance, availability of other investment opportunities and available cash for investment. DeAM International will not determine allocations based upon whether the account has performance-based or other incentive fee arrangements; however, allocations among such accounts and asset based fee paying-only accounts could be viewed as a potential conflict of interest. Transactions made among accounts, including those accounts that DeAM International may receive a performance based fee or other incentive fee, are subject to the overall standard of DeAM International seeking to achieve best execution.

New Equity Issue Allocation

DeAM International seeks to achieve fair and equitable treatment of all client accounts with respect to the allocation of new issues. Shares of a new issue received by DeAM International represent an investment opportunity that DeAM International strives to make available to all eligible clients. However, due to the limited availability of new issues, DeAM International has adopted procedures regarding the allocation of the new issues among clients. To ensure that client accounts are treated in a fair and equitable manner, and that allocations do not unfairly advantage or disadvantage any one client, allocations for IPO's are performed on a pro-rata basis with consideration given to product suitability. All eligible participating accounts within a given strategy will receive an allocation based on assets under management. All participating accounts are pre-approved by DeAM International Compliance. Some strategies may participate in more IPO's due to the nature of the strategy. In addition, if an IPO reaches a pre-determined price level once it begins to trade, the strategy may decide to sell its shares regardless of the time period held. Any deviations to the applicable allocation methodologies must be approved by DeAM International Compliance.

Research and Soft Dollar Benefits

While DeAM seeks to achieve best execution, except when directed by a client to utilize a particular broker, DeAM at times pays commissions on behalf of its clients that may be higher than those obtainable from other brokers in reliance on Section 28(e) of the Securities Exchange Act of 1934 (as amended). DeAM may pay a broker a brokerage commission in excess of that which another broker might have charged for effecting the same transactions, in recognition of the value of the brokerage and research services provided by the broker. DeAM has the incentive to execute transactions with, and pay commissions to, the broker(s) who provide it with brokerage and research services. When client brokerage commissions are used, DeAM receives an inherent benefit because it does not have to produce or pay for the research, products, or services on its own. In accordance with Section 28(e), DeAM will determine in good faith that the value of any services received is reasonable in relation to the commission paid, either in terms of the particular transaction or DeAM's overall responsibilities to its clients. In some cases, brokerage products or services obtained with client commissions may have a mixed use and thus, only partially eligible under Section 28(e). In such cases, DeAM will make a reasonable allocation of the cost of the product or services according to its usage. In making such determination, DeAM faces an inherent conflict of interest; however, DeAM shall use its good faith judgment in making such mixed-use allocation decisions.

DeAM may enter into Commission Sharing Arrangements (CSA) for third-party research in order to obtain best execution and optimal research. In this regard, DeAM will direct client trades to a particular executing broker-dealer with the instruction that the broker dealer execute the transaction and allocate a portion of the commission to a research provider (either directly or through a CSA pool to be paid at a later time. DeAM business has governing process in place for instructing an executing broker-dealer

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to allocate a portion of the trades' commission to a research provider in order to receive best execution when receiving third party research.

DeAM may also execute transactions with broker-dealers in order to obtain research and brokerage services from third parties (i.e., "third party research"). Additionally, DeAM may execute transactions through broker-dealers in order to obtain research services provided by the executing broker-dealers (i.e., "proprietary research") and to obtain proprietary brokerage services. With respect to brokerage service arrangements, DeAM will execute, in reliance on Section 28(e) of the Exchange Act, transactions through broker-dealers in order to obtain brokerage services in the form of software and/or hardware that is used in connection with executing trades. Typically, this computer software and/or hardware is used by DeAM to facilitate trading activity with certain broker-dealers. DeAM will monitor regulatory developments and market practice in the use of client commissions to obtain brokerage and research services, whether proprietary or third party.

Research provided by brokers may include, but is not limited to, information on the economy, industries, groups of securities, individual companies, statistical information, accounting and tax law interpretations, political developments, legal developments affecting portfolio securities, technical market action, pricing and appraisal services, credit analysis, risk measurement analysis, performance analysis and measurement and analysis of corporate responsibility issues. These research services are typically received in the form of written reports, telephone contacts and personal meetings with security analysts. Research services may also be provided in the form of access to various computer software and associated hardware, and meetings arranged with corporate and industry representatives.

If DeAM uses a particular broker (whether the broker was selected by DeAM or by a client that has directed DeAM to use that broker) to execute securities transactions for a client account that also provides research to DeAM, the research received by DeAM in this manner will from time to time be used in servicing any or all of DeAM's clients accounts, including client accounts that did not generate the credits used to obtain the research.

DeAM may enter into agreements with various vendors who provide platforms for DeAM to gain electronic access to various participating broker-dealers. These broker-dealers may include certain affiliates of DeAM. DeAM will use these platforms to effect trades in equity and fixed income securities through such broker-dealers as well as to obtain data, research and other information provided by such broker-dealers. In general DeAM does not pay fees to the vendor in connection with the licensing agreement entered into between the vendor and DeAM. The various broker-dealers pay the vendors to participate on the platforms.

Clients may limit DeAM International's authority by prohibiting or by limiting the purchasing of certain securities or industry groups. In addition, a client may further limit DeAM International's authority by (i) requiring that all or a portion of the client's transactions be executed through the client's designated broker-dealer ("Designated Broker") and/or (ii) restricting DeAM International from executing the client's transactions through a particular broker-dealer.

In situations where a client directs or restricts brokerage for their accounts ("Directed/Restricted Brokerage"), because the client has placed limitations on the selection of broker-dealers to execute Directed/Restricted Brokerage, DeAM International may be unable to obtain "best execution" for such trades. Similarly, where a client directs DeAM International to use a particular counterparty for swaps, OTC options, etc., DeAM International may be unable to obtain best execution for such trades. Furthermore, Directed/Restricted Brokerage may not be aggregated or "blocked" for execution with transactions in the same securities for other clients and may trade after the aggregated trades and/or directed trades for other DeAM International clients. As a result, such clients may have to pay higher commissions or receive less favorable net prices than would be the case if the clients had participated in the aggregated trading order. DeAM International were authorized to choose the broker through which to execute transactions for such client accounts.

Where clients have directed brokerage for their account and maintain that DeAM International remains subject to, DeAM International may aggregate those directed trades along with trades executed for other client accounts through the broker-dealer DeAM International believes to offer the best execution for such transaction and, thereafter, instruct such broker-dealer to "step-out" or allocate a portion of the trades to the client's Designated Broker for billing and settlement.

In agreeing to satisfy a client's directions to execute transactions for its account through Designated Brokers, DeAM International understands that it is the client's responsibility to ensure that: (i) all services provided by the Designated Brokers (a) will be provided solely to the client's account and any beneficiaries of the account, (b) are proper and permissible expenses

of the account, and may properly be provided in consideration for brokerage commissions or other remuneration paid to the Designated Brokers, (ii) using the Designated Brokers in the manner directed is in the best interest of the client's account and any beneficiaries of the account, taking into consideration the services provided by the Designated Brokers, (iii) its directions will not conflict with any obligations persons acting for the client's account may have to the account, its beneficiaries or any third parties, including any fiduciary obligations persons acting for the account may have to obtain the most favorable price and execution for the account and its beneficiaries; and (iv) persons acting for the client's account have requisite power and authority to provide the directions on behalf of the account and have obtained all consents, approvals or authorizations from any beneficiaries of the account and third parties that may be required under applicable law or instruments governing the account.

Cross Trades

DeAM International may effect agency cross transactions for advisory accounts in which a DeAM International affiliated broker/dealer acts as broker for both the advisory account and other party to the transaction. Such transactions may result in commissions being paid to the DeAM International affiliated broker. DeAM International may have a potentially conflicting division of loyalties and responsibilities to both parties in an agency cross transaction.

DeAM International may effect cross transactions directly between advisory accounts, provided that: such transactions are consistent with the investment objectives and policies of such accounts (for mutual funds, consistent with the funds' Rule 17e-1 procedures); are, in the view of the respective portfolio managers, favorable to both sides of transactions; and are otherwise executed in accordance with applicable laws, rules and regulation. In addition, such transactions may only be undertaken if no commissions are paid to any affiliate of DeAM International. Cross transactions between managed accounts, however, may result in the incurrence by such accounts of custodial fees, taxes or other related expenses.

DeAM International will only consider engaging in cross transactions to the extent permitted by applicable law and will, to the extent required by law, obtain the necessary client consents. Clients may revoke their consent for agency cross transactions at any time.

Errors and Corrections

In accordance with its policy, any error that affects a DeAM International client account must be resolved promptly and fairly, and in accordance with legal/regulatory restrictions and guidelines. All errors caused by DeAM International must be reimbursed regardless of the amount. All errors are reported on a regular basis to DeAM International management and/or DeAM International Compliance.

Counterparty Risk

Counterparty risk is the risk that a broker-dealer will not be able to complete a client's transaction, whether due to financial difficulties or otherwise, which may result in opportunity cost and/or loss of principal. While DeAM cannot guarantee the creditworthiness of brokers and counterparties, DeAM has a Credit Department which is responsible for assessing and managing counterparty risk for all transactions undertaken on behalf of DeAM's clients. DeAM has established policies and procedures designed to assess and monitor the broker-dealers selected to execute client transactions. It attempts to maintain exposure, for both credit and settlement risk, within levels that, in DeAM's judgment, are prudent with regard to the counterparty's financial resources. For certain transactions involving extended settlements, the Credit Department is heavily involved in the negotiation of special agreements with certain broker-dealers.

In less-developed markets, there may well be a higher level of counterparty risk because broker-dealers may not be as well capitalized. In addition, there is often more limited and less reliable information about counterparties' financial condition, less regulatory supervision of securities markets, market policies that may require payment before delivery of securities, less automated clearance and settlement conditions, the uncertain enforceability of legal obligations, greater market volatility, and increased levels of sovereign and currency risk. In these markets, the effort to attain best execution may also tend to increase counterparty risk, and DeAM will attempt to balance these factors when selecting a broker-dealer to execute client transactions.

Order Aggregation

DeAM may, to the extent appropriate, permissible and/or feasible, aggregate multiple client orders for the purchase or sale of the same security on a trading desk in order to achieve best execution with the broker and allocate such transactions on a pro rata or other reasonable basis.

Generally, the amount of securities to be purchased or sold for each account participating in the aggregate order is designated prior to trade execution, except in situations of simultaneous trades, where trade orders and trade execution occur simultaneously, then the allocation must be made immediately after purchase according to pre-determined methodologies or procedures.

Any aggregated order that is not completely filled will typically be allocated on a pro rata basis to all accounts participating in the order promptly following execution. When an aggregated order is executed at more than one price over the course of a day, the executed transactions are allocated so that each account receives the weighted average execution price per broker and bears its pro rata share of the commissions, fees and charges, to the extent reasonably practicable. In instances in which an additional order is received for the same security prior to the completion of the aggregated order, at the discretion of the trader DeAM will close out the remainder of the aggregated order and place a new order.

Certain orders (e.g., small orders for exchanged traded equity securities) may be auto-routed to an electronic trading network for execution and as such may not be aggregated with other orders. There may be instances in which other DeAM client orders for the same security are being placed through a broker and, in those instances, the auto-routed and the direct orders may theoretically compete against each other in the market. Prices and availability of a security may differ depending on whether an order was auto-routed or aggregated, and this may result in certain client accounts receiving more or less favorable prices than the other client accounts in contemporaneous trades.

To the extent orders remain unfilled following allocation, the unfilled amount may be combined with subsequent orders in the security, if any, for allocation of subsequent transactions. If an order extends beyond a trading day, the same procedure is applied at the end of each trading day in respect of all trades entered into during the day. When DeAM determines that pro rata allocation is not appropriate under a particular circumstance, the allocation may be made based on other factors that DeAM deems fair and equitable to all clients.

Certain affiliated advisers of DeAM may utilize the DeAM trading desk to facilitate the routing and execution of their client orders. In such cases, the DeAM trading desk will execute these client orders along with DeAM client orders in the manner described above so as to treat all client accounts in a fair and equitable manner.

Item 13 – Review of Accounts

Daily: Every morning portfolio managers receive the updated database on their screens reflecting the latest transactions. In view of the current situation of respective markets, continued fine tuning of positions according to the agreed strategy is required. In addition, a daily review of markets through a set of quantitative instrument-based screening is done.

Weekly: Informal meeting of the Asset Allocation Committee: review of portfolio changes effected since previous meeting, review of economies, industries and markets, adjustment of strategy if necessary; review of cash position.

Monthly: Regular meeting of the Asset Allocation Committee: review of economies, industries, markets; review of current strategy, discussion of changes with respect to weightings of countries and currencies: detailed review of portfolios and performance; discussion of approved list, additions and deletions.

On a monthly basis, clients receive a financial statement which sets forth both the historical cost and current market value of the portfolio, as well as a complete listing of all portfolio transactions. On a quarterly basis, clients receive a written analysis and review of the portfolio and an investment-strategy summary.

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Item 14 – Client Referrals and Other Referrals

DeAM and/or its affiliates may compensate affiliates or non-affiliates for client referrals in accordance with Rule 206(4)-3 under the Investment Advisers Act. The compensation paid to any such entity will typically consist of a payment stated as a percentage of the advisory fee. Employees of DeAM and/or its affiliates and/or third parties who refer or help solicit investment advisory clients may also be compensated based on a percentage of the investment advisory fee charged to that client. When required under the law, the policies and procedures require regulatory disclosure of the compensation arrangement between DeAM and the non-affiliated referring DeAM entity.

DeAM and/or its affiliates may be referred advisory clients by unaffiliated consultants that are retained by existing or prospective clients. These consultants may advise existing or prospective clients whether to engage or retain the services of DeAM as investment advisor. Additionally, while payments are not made in connection with any advisory client referral such as the consultants, DeAM may make payments to investment consultants in order to attend industry-wide conferences sponsored by these consultants.

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Item 15 – Custody

Custodian Statements

Clients of adviser typically receive statements from their account custodians at least quarterly. Clients are encouraged to compare statements received from DeAM with statements received from client account custodians. Clients that are not receiving statements from their account custodians at least quarterly are asked to contact their client service representative.

Certain clients invested in our pool investment vehicles and certain commingled vehicles, rely on the pooled fund exemption under Advisers Act Rule 206(4)-2 and do not receive quarterly statements from their custodian.

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Item 16 – Investment Discretion

Generally, DeAM is retained on a discretionary basis for client accounts, however, from time to time a client may retain DeAM on a non-discretionary basis, explicitly requiring that portfolio transactions be discussed in advance.

DeAM is typically authorized to supervise and direct the investment and reinvestment of assets in an account, with full authority and at its discretion, subject to Client's investment policy or guidelines. DeAM's advisory services are tailored according to investment policies and guidelines that are established at the inception of the adviser-client relationship (as amended from time to time) in cooperation with the client. These policies and guidelines, which may include imposed restriction on investing in certain securities or types of securities assist DeAM in making investment decisions for the client as well as cover matters such as the degree of risk that the client wishes to assume, and the types and amounts of securities to make up the portfolio.

As may be negotiated with each client, DeAM may delegate investment management authority for all or a portion of a client's accounts to an affiliate, including affiliates that may be outside the United States. The accounts that have been delegated will be managed in accordance with the investment policies of the affiliate. More information regarding the affiliated advisers, including fees applicable there to, is available in the affiliated advisers' disclosure documents.

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Item 17 – Voting Client Securities

DeAM International does not vote proxies.

Item 18– Financial Information

Not applicable

Part 2A – Appendix 1 – Wrap fees program

Not applicable

Additional Disclosures

Business Continuity

DeAM is committed to protecting its staff and ensuring the continuity of critical DeAM businesses and functions in order to protect the Deutsche Bank franchise, mitigate risk, safeguard revenues and sustain both stable financial markets and customer confidence.

It is DeAM's policy that every unit of DeAM develops, implements, tests and maintains appropriate, comprehensive and verifiable Business Continuity and Disaster Recovery strategies and plans in compliance with the goals and planning assumptions as defined by the policy.

Customer Identification Program

As part of our Customer Identification or "Know Your Customer" Program, before engaging in a transaction with a prospective customer, DeAM may request certain information and documentation from the prospective customer in order to (a) confirm the identity of such customer (and such customer's beneficial owners or control persons, if any) and (b) ascertain whether applicable anti-money laundering or trade sanction laws, rules or regulations prohibit us from engaging in the proposed transaction with such customer. Among other things, DeAM may check lists maintained by governmental agencies, including the Department of the Treasury's Office of Foreign Assets Control ("OFAC"), to determine whether the prospective customer (or such customer's beneficial owners or control persons, if any) appear on such lists. DeAM will also take reasonable steps in accordance with applicable identity theft prevention laws to detect, prevent, and mitigate risks associated with identity theft in connection with the opening of certain accounts or certain existing accounts and information or documentation collected in relation to such accounts.

Similarly, as part of our Customer Identification or "Know Your Customer" Program, DeAM will take reasonable steps to prevent payments to gambling businesses in connection with applicable rules regarding unlawful Internet gambling through client relationships.

Class Action Proceedings

Except as otherwise addressed in DeAM Policy or Procedure, or as specifically agreed to by DeAM (eg, DeAM-sponsored funds), DeAM does not act on behalf of client accounts (including sub-advised accounts) in any legal proceeding involving assets maintained in (and/or transactions effected for) the account. "Legal proceedings" include, but are not limited to, class actions, insolvency filings, SIPC filings and settlement filings. If DeAM receives documentation relating to such a legal proceeding DeAM will forward the documentation to the client and/or its trustee/custodian of record.

Privacy Notice

DeAM collects information about clients from account application forms and other written and verbal information they provide to DeAM. DeAM uses this information to process the client's requests and transactions (for example, to provide them with additional information about services provided, to open an account for the client or to process a transaction). In order to service the client account and effect transactions, DeAM may provide the client personal information to firms that assist DeAM in servicing the client account, such as third party administrators, custodians and broker-dealers. DeAM also may provide the client name and address to one of its agents for the purpose of mailing account statement and other information about DeAM's products and services to the client. We require these outside firms, organizations and individuals to protect the confidentiality of the client information and to use the information only for the purpose for which the disclosure is made. We do not provide customer names and addresses to outside firms, organizations or individuals except in furtherance of our business relationship clients, or as otherwise required or permitted by the law.

DeAM will only share information about clients with those employees who will be working with us to provide our products and services to our clients. We maintain physical, electronic and procedural safeguards to protect our client's personal information.

We never sell customer lists or individual client information. We consider privacy fundamental to our client relationships and adhere to the policies and practices described below to protect current and former clients' information. Internal policies are in

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place to protect confidentiality, while allowing client needs to be served. Only individuals who need to do so in carrying out their job responsibilities may access client information. We maintain physical, electronic and procedural safeguards that comply with federal and state standards to protect confidentiality. These safeguards extend to all forms of interaction with us, including the Internet.

In the normal course of business, clients give us non-public personal information on applications and other forms, on our websites, and through transactions with us or our affiliates. Examples of the non-public personal information collected are name, address, Social Security number and transaction and balance information. To be able to serve our clients, certain of this client information is shared with affiliated and non-affiliated third party service providers such as transfer agents, custodians, and broker-dealers to assist us in processing transactions and servicing your account with us.

We may also disclose non-public personal information to other parties as required or permitted by law. For example, we are required or we may provide information to government entities or regulatory bodies in response to requests for information or subpoenas, to private litigants in certain circumstances, to law enforcement authorities, or any time we believe is necessary to protect the firm.

Governmental rules have broadened the scope of DeAM's obligations to aid in the fight against money laundering and terrorist financing; these rules call for an active involvement of both asset management firms and their clients.

For new and existing customer accounts, DeAM currently has a legal obligation to ask our customers questions regarding their identities, addresses, source of funds and, if necessary, legal representatives, authorized signatories, beneficial owners or control structures and collect requisite documentation to substantiate the information. Also, enhanced anti-money laundering requirements require that should any of the above personal or institutional information change, our clients would be obliged to immediately notify DeAM of the change(s) and provide DeAM with relevant documentation to verify these changes.