

Statement

on the duties of the Supervisory Board in connection with the Diesel Emissions Matter

prepared for the Supervisory Board of Daimler AG

The Supervisory Board of Daimler AG (“Daimler” or the “Company”) has retained Morrison & Foerster LLP (“Morrison Foerster”) as legal expert (Section 111 paragraph 2 sentence 2 German Stock Corporation Act (*Aktiengesetz*; “AktG”)) to assist and advise the Supervisory Board in a comprehensive and intensive manner with regard to regulatory, criminal and civil law proceedings in Germany and abroad involving diesel exhaust emissions of Mercedes-Benz vehicles (“Diesel Emissions Matter”). Morrison Foerster is continuously being provided with the relevant information pertaining to the Diesel Emissions Matter and renders independent expert legal advice.

This statement summarizes the measures taken by the Supervisory Board since the beginning of the Diesel Emissions Matter:

1. The Supervisory Board comprehensively and regularly supervises the Management Board with respect to all developments and measures.

a) The Supervisory Board is provided with all relevant information including enquiries and requests by public authorities, civil claims asserted by private plaintiffs, questions relating to the diesel technology used in Mercedes-Benz vehicles and potential regulatory and criminal implications, as well as the Company’s responses and mitigation measures. This includes periodic and ad hoc briefings by Management Board members and senior employees in Supervisory Board meetings. The Chairman of the Supervisory Board dedicates significant time and resources to this matter.

b) The six members of the Committee for Legal Affairs of the Supervisory Board (“LAC”), including the Chairman and the Vice Chairman of the Supervisory Board, pay close attention to the Diesel Emissions Matter. In its separate meetings, the LAC discusses and assesses all information and developments in detail and coordinates the acts of the Supervisory Board.

c) The Supervisory Board has determined that significant decisions in connection with the Diesel Emissions Matter are subject to its prior consent and approval. This includes decisions by the Management Board to enter into settlements with public authorities or civil plaintiffs leading to,

inter alia, payment obligations. With regard to these settlements and other material decisions, the Management Board is advised by highly experienced and esteemed external legal counsel. The Supervisory Board exercised its approval right before Daimler accepted a fine notice by German authorities and before Daimler entered into settlements with U.S. authorities and U.S. class action plaintiffs. During each approval process, the Supervisory Board analyzed expert opinions and memoranda prepared by and for the Management Board. In addition, Morrison Foerster provided independent legal assessments as to whether these decisions were in the best interests of the Company.

d) The Supervisory Board closely monitors the advancement of Daimler's state-of-the-art technical compliance management system ("tCMS"). The robustness of the tCMS is verified by the Company on an annual basis. The tCMS was independently and externally assessed by a renowned auditing company, which certified appropriateness, implementation and effectiveness of the system with a focus on emissions topics.

e) The Supervisory Board's supervision extends to post-settlement obligations that Daimler has assumed as part of its settlement with the U.S. authorities in lieu of an external monitorship. The LAC supervises the Management Board and its post-settlement audit team in the fulfilment of these obligations. In addition to both periodic and ad hoc reports, the LAC is to receive annual audit plans and annual audit reports prior to their adoption and may make changes. The LAC is supported and advised by an independent external compliance consultant.

2. The Supervisory Board is thoroughly addressing and examining current and past events at Management Board level underlying and potentially giving rise to the Diesel Emissions Matter to determine potential liability of Management Board members. The Supervisory Board is guided by the legal principles developed by the II. Senate of the German Federal Court of Justice (*Bundesgerichtshof*) in its "ARAG/Garmenbeck" ruling of 21 April 1997 (case no. II ZR 175/95) regarding the corporate law duties of the supervisory board in connection with the assessment of the existence and the enforcement of damages claims of the company against current or former members of the management board.

a) In accordance with these principles, the Supervisory Board resolved in 2018 to examine in detail the past and current organizational structure of the company divisions relevant for the Diesel Emissions Matter, as well as the selection, instruction and monitoring of employees by the Management Board during the relevant time periods. The Supervisory Board has commissioned Morrison Foerster as legal expert (Section 111 paragraph 2 sentence 2 AktG) to conduct a thorough analysis of all facts and legal aspects relevant to determine a potential liability of

Management Board members, to report to the Supervisory Board about the results of the analysis and, as the case may be, on any further relevant appropriate measures.

b) The assessment of relevant facts includes the review of company documents and personal emails going back to the year 2005, of files of the various proceedings and litigation, as well as interviews. The facts cover an extended time period, a large number of individuals and company divisions, and multiple jurisdictions with specific legal regimes relevant to the Diesel Emissions Matter. The process of information collection and factual assessment is ongoing.

c) The assessment of Management Board liability is being conducted in a thorough manner to ensure a reliable, smooth and predictable enforcement of potential claims. The Supervisory Board's priority lies on exhausting all potential information sources to serve as basis of legally and factually robust conclusions. The assessment will be concluded in a timely manner without jeopardizing the enforceability of potential claims. The Supervisory Board continuously monitors potential statute of limitation periods and has determined that potential claims will not be subject to the statute of limitation in the near future.

3. In our role as legal expert (Section 111 paragraph 2 sentence 2 AktG), we conclude that the Supervisory Board has been in full compliance with its corporate law duties.

Berlin, 17 February 2021



Prof. Dr. Roland Steinmeyer