

Statement

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

prepared for the Supervisory Board of Mercedes-Benz Group AG

The Supervisory Board of Mercedes-Benz Group AG (“Mercedes-Benz” 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 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”). This statement summarizes the current state of the measures taken by the Supervisory Board regarding the Diesel Emissions Matter.

1. The Supervisory Board comprehensively and continuously supervises the Management Board with respect to all developments and measures. The Supervisory Board concerns itself with relevant Management Board decisions on settlements with authorities and civil law plaintiffs as part of a future-oriented corporate strategy. The Management Board decisions regarding the acceptance of the administrative notice of the German public prosecutor’s office and the settlements with U.S. authorities and U.S. class action plaintiffs were both approved by the Supervisory Board. In the past business year, the Company, in agreement with the Supervisory Board, settled the Canadian consumer class action. In this context, the Supervisory Board had assessed, among other things, memoranda prepared for the Management Board, as well as an independent expert opinion by Morrison Foerster.

The Supervisory Board is provided with all relevant information regarding, among other things, inquiries and requests by public authorities, civil and administrative actions, technological aspects, as well as measures taken by the Company. This includes periodic briefings by Management Board members and senior officers in Supervisory Board meetings.

2. In lieu of an external monitorship, the Supervisory Board and the Committee for Legal Affairs have assumed the task of monitoring Mercedes-Benz’ compliance with its obligations under the settlement with the U.S. authorities. Moreover, the Supervisory Board has assured itself that the high standards of Mercedes-Benz’ technical Compliance Management System (“tCMS”) are maintained and advanced in line with the state-of-the-art as well as with changes in the regulatory environment. The tCMS meets the highest standards. An independent auditing firm has certified its appropriateness, implementation, and effectiveness with regard to emissions topics in accordance with the auditing standard 980 of the Institute of Public Auditors in Germany (*Institut der Wirtschaftsprüfer*). Annually, the Company verifies the robustness of the system with the consent of the Committee for Legal Affairs.

3. The Supervisory Board is examining all facts underlying the Diesel Emissions Matter and whether this could invoke a potential liability of Management Board members. In its analysis, 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 damage claims of a company against current or former members of the management board.

a) In accordance with these principles, the Supervisory Board resolved to examine the organizational structure of the company divisions relevant for the Diesel Emissions Matter as implemented by the Management Board during the relevant period. The Supervisory Board has commissioned Morrison Foerster as legal expert (Section 111 paragraph 2 sentence 2 AktG) to conduct a comprehensive analysis of all facts and legal aspects relevant for determining a potential liability of Management Board members, and 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) In the past business year, a large number of documents as well as files relating to various proceedings were examined. The facts to be analyzed relate to an extended period, several company divisions, several countries, and numerous changes in the respective legal situation.

c) The Supervisory Board and the Committee for Legal Affairs ensure that they are regularly provided with information on the progress of the assessment. The Supervisory Board has asked Morrison Foerster to continue the analysis with great precision and persistence in order to ensure efficient enforcement of potential claims. This analysis aims to provide the basis for legally and factually robust conclusions. The Supervisory Board has received confirmation that 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.

4. In our role as legal expert (Section 111 paragraph 2 sentence 2 AktG), we hereby conclude that the Supervisory Board has been in full compliance with its duties under the German Stock Corporation Act.

Berlin, 15 March 2022



Prof. Dr. Roland Steinmeyer