

PROF. DR. MATHIAS HABERSACK

**Statement**

on the duties of the Supervisory Board  
in connection with cartel matters,

prepared for the Supervisory Board of Mercedes-Benz Group AG

The undersigned holds the Chair of Civil Law and Corporate Law at Ludwig-Maximilian University in Munich. On behalf of the Supervisory Board of Daimler AG, he has prepared yearly legal opinions since 2017 on the obligations of the Supervisory Board of the former Daimler AG and today's Mercedes-Benz Group AG in connection with the proceedings of the European Commission AT.39824 – Trucks ("Truck Cartel") and other possible violations of antitrust law.

The results of these legal opinions can be summarized as follows:

1. a) The Supervisory Board of Mercedes-Benz Group AG (hereinafter also referred to as "the Company") has examined, with the involvement of legal counsel and the undersigned, whether in connection with the European Commission's antitrust proceedings AT.39824 – Trucks, the Company is entitled to claims for damages against current or former members of the Board of Management; it has thus fully complied with its monitoring duties in this respect to date.

b) The Supervisory Board of Mercedes-Benz Group AG has also complied in full with its duty to decide, in the interests of the Company and on the basis of information obtained from clarification of the facts, on the assertion of any claims for damages by the Company against current or former members of the Board of Management. The Company currently focuses on proceedings in connection with the truck cartel and other matters relating to possible antitrust-law violations (see below under 2.). Particularly in view of the fact that in the context of the possible pursuit of claims, relevant legal issues are still awaiting clarification by the Supreme Court's ruling, it is in accordance with the duty of discretion that the Supervisory Board attaches considerable importance to these proceedings within the framework of its considerations. However, the Supervisory Board continues to be aware of the risk of limitation of any claims for liability of executive bodies and has taken appropriate measures in this regard.

c) Finally, the Supervisory Board is also acting in accordance with its duties when it does not disclose further details of the considerations upon which its decision not to assert claims for damages at present is based, insofar as they could have a negative impact on the interests of the Company.

2. The Supervisory Board of Mercedes-Benz Group AG has also dealt with further matters involving possible antitrust-law violations, including the ongoing antitrust investigation into End-of-Life vehicle recycling and the accusation by the European Commission and the South Korean antitrust

authority that the company had entered into agreements with competing manufacturers in violation of antitrust-law concerning the development of systems for reducing the emissions of diesel cars. On July 8, 2021 the European Commission imposed fines in the total amount of EUR 875 million against competing manufacturers in the context of settlement proceedings; the South Korean antitrust authority imposed fines in the total amount of around KRW 29 billion on June 16, 2023. Due to the cooperation with the respective authorities, the company has not been obliged to pay a fine in any of these proceedings. The Company does not expect to be fined in the area of End-of-Life vehicle recycling either.

The corporate statements underlying the proceedings and investigations are based on extensive investigations conducted by the company in cooperation with the antitrust authorities. Based on these investigations and then after evaluating the findings, the Supervisory Board in each case initiated its own comprehensive and independent investigations. In this respect too, the Supervisory Board is aware of the risk of limitation of any claims for liability of executive bodies and has taken appropriate measures in this regard.

The Supervisory Board has to date thus fully complied with its obligations under stock corporation law also in this respect.

3. The Supervisory Board of Mercedes-Benz Group AG is guided by the principles developed by the Second Civil Senate of the BGH (German Federal Court of Justice) in its “ARAG/Garmenbeck” verdict of April 21, 1997 (II ZR 175/95) regarding the obligations of a supervisory board in connection with examining the existence and assertion of claims for damages by a company against current or former members of a board of management.

4. According to the results of my legal opinions, the Supervisory Board of Mercedes-Benz Group AG has so far complied in full with its obligations under stock corporation law.



Prof. Dr. Mathias Habersack

March 18, 2024