

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 in other countries 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 in the context of the Diesel Emissions Matter.

1. 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 German Federal Court of Justice (*Bundesgerichtshof*) in its “ARAG/Garmenbeck” ruling of 21 April 1997 (case no. II ZR 175/95) regarding 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 has commissioned Morrison Foerster to examine the organizational structure of the Company divisions significant for the Diesel Emissions Matter as implemented by the Management Board during the decisive period, 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 2023, this analysis has made substantial progress. Case files and decisions of administrative and law enforcement authorities as well as courts are continuously being analyzed and other sources of information assessed. Further factual aspects of the matter were verified. Regarding other aspects, the analysis continues. All facts of the matter are being legally assessed in line with the requirements of our mandate. We regularly update the Supervisory Board and the Committee for Legal Affairs on the status of the analysis.

c) The Supervisory Board has instructed Morrison Foerster to establish the basis for legally and factually robust conclusions in this matter. We are asked to deploy all necessary resources to ensure efficient enforcement of potential claims. The Supervisory Board has requested and received our confirmation that the assessment will be concluded in a timely manner without jeopardizing the enforceability of potential claims. It continuously monitors statute of limitation periods and has determined that potential claims will not be subject to the statute of limitation in the near future.

2. In close to all of its meetings, the Supervisory Board dedicates attention to the status of civil and administrative as well as other proceedings. It is provided with all relevant information regarding inquiries by public authorities, actions and proceedings, technological aspects, as well as measures taken by the Company. The Supervisory Board ensures that these proceedings are conducted in the interests of the Company and comply with the strategy that has been jointly approved with the Supervisory Board.

3. In 2020, in lieu of an external monitorship, the Supervisory Board and the Committee for Legal Affairs have assumed the task of supervising Mercedes-Benz' compliance with its obligations under the settlement with the U.S. authorities. They are monitoring if the Company implements the technical, financial, and compliance-related measures as agreed upon under the settlement. In particular, 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 landscape. Among other, in 2023 the Supervisory Board has addressed how the Company can apply experiences and lessons learned over the past years to new areas such as software-compliance and electromobility. The Supervisory Board has informed itself regarding compliance-challenges and compliance-solutions related to topics such as autonomous driving, cyber security, and data protection. The tCMS meets the highest standards. Annually, the Company verifies the robustness of the system with the consent of the Committee for Legal Affairs. In this context, and in line with the provisions of the German Corporate Governance Codex, the Supervisory Board also evaluates the efficiency and adequacy of the tCMS.

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, 20 March 2024



Prof. Dr. Roland Steinmeyer