



Mercedes-Benz

## **Amendment to the Proposed Resolution by the Board of Management and the Supervisory Board on the Appropriation of distributable profit for 2025 (Agenda Item 2 of the Ordinary Annual General Meeting on 16 April 2026)**

The proposal on the appropriation of profit submitted to the Annual General Meeting 2026 under Agenda Item 2 in the notice of convocation published in the German Federal Gazette (*Bundesanzeiger*) on 6 March 2026 takes into account 5,573,502 treasury shares held directly or indirectly by the Company as of 31 December 2025 that are not entitled to dividends. The notice of convocation already stated that, due to the ongoing share buyback programme, the number of treasury shares held directly or indirectly by the Company may change up to the date of the Annual General Meeting and that an adjusted resolution proposal would therefore be submitted to the Annual General Meeting. Thus, from the distributable profit in the total amount of €3,350,655,703.50, with an unchanged dividend of €3.50 per no-par value share entitled to dividends, the portion of the distributable profit attributable to additional no-par value shares not entitled to dividends, will be transferred to retained earnings, and the total distribution amount will be adjusted accordingly.

As of 10 April 2026, in addition to the holding of 5,573,502 treasury shares as of 31 December 2025, the Company holds a further 8,097,877 treasury shares and thus a total of 13,671,379 treasury no-par value shares that are not entitled to dividends for the financial year 2025. As a result of the temporary suspension of the share buyback programme around the Annual General Meeting, this corresponds to the Company's treasury share holding on the date of the Annual General Meeting.

With an unchanged dividend of €3.50 per no-par value share entitled to dividends, and with the total number of shares entitled to dividends reduced by an additional 8,097,877 treasury shares compared with the original proposal on the appropriation of profit, the total distribution amount is therefore €3,322,313,134.00. The pro rata portion of the distributable profit attributable to treasury shares acquired between 1 January 2026 and the date of the Annual General Meeting, which are not entitled to dividends, amounting to €28,342,569.50, will be transferred to retained earnings.

The Board of Management and the Supervisory Board adjust the proposal on the appropriation of distributable profit accordingly. The Board of Management and the Supervisory Board propose that the distributable profit for the financial year 2025 in the amount of €3,350,655,703.50 be appropriated as follows:

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Dividend distribution of € 3.50 per each no-par value share entitled to dividends	3,322,313,134.00 €
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Transfer to retained earnings	28,342,569.50 €

Pursuant to Section 58, Subsection 4, Sentence 2 of the German Stock Corporation Act (*Aktiengesetz*), the claim to payment of dividends is due on the third business day following adoption of the resolution by the General Meeting, i.e., on 21 April 2026.

Stuttgart, 10. April 2026

Mercedes-Benz Group AG