

**Supplement No. 1 dated August 11, 2022  
to the Prospectus dated May 17, 2022**



**Mercedes-Benz Group AG**  
Stuttgart, Federal Republic of Germany

**Mercedes-Benz Australia/Pacific Pty Ltd**  
(ABN 23 004 411 410)  
Mulgrave, Victoria, Australia

**Mercedes-Benz International Finance B.V.**  
Nieuwegein, the Netherlands

**Mercedes-Benz Finance Canada Inc.**  
Montréal, Quebec, Canada

**Mercedes-Benz Finance North America LLC**  
Delaware, USA

**Mercedes-Benz Finance Co., Ltd.**  
Tokyo, Japan

**EUR 70,000,000,000**  
Euro Medium Term Note Programme (the "**Programme**")

unconditionally and irrevocably guaranteed by

**Mercedes-Benz Group AG**  
Stuttgart, Federal Republic of Germany

This supplement No. 1 (the "**Supplement**") constitutes a supplement for the purposes of (i) Article 23 (1) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, as amended (the "**Prospectus Regulation**"), and (ii) Article 30 of the Luxembourg Law on Prospectuses for Securities (*loi du 16 juillet 2019 relative aux prospectus pour valeurs mobilières*; the "**Luxembourg Prospectus Act**") to the prospectus (which constitutes six base prospectuses for the purposes of Article 8 of the Prospectus Regulation and six alleviated base prospectuses for the purposes of Article 22 of the Luxembourg Prospectus Act) of Mercedes-Benz Group AG (formerly: Daimler AG ("**DAG**")) ("**MBG**" or the "**Guarantor**"), Mercedes-Benz Australia/Pacific Pty Ltd (ABN 23 004 411 410)

("MBAP"), Mercedes-Benz International Finance B.V. ("MBIF"), Mercedes-Benz Finance Canada Inc. (formerly: Daimler Canada Finance Inc. ("DCFI")) ("MBFCI"), Mercedes-Benz Finance North America LLC (formerly: Daimler Finance North America LLC ("DFNA")) ("MBFNA") and Mercedes-Benz Finance Co., Ltd. ("MBFJ") dated May 17, 2022 (together, the "Prospectus"), which has been prepared in connection with the Programme established by MBG, MBAP, MBIF, MBFCI, MBFNA and MBFJ (each, an "Issuer" and, together, the "Issuers"). Terms defined in the Prospectus have the same meaning when used in this Supplement.

The purpose of this Supplement is to amend the risk factors and the disclosure relating to the Issuers and the Guarantor and set out in the Prospectus, in particular following (i) the change of name of Daimler Canada Finance Inc. to Mercedes-Benz Finance Canada Inc. on July 1, 2022 and the change of name of Daimler Finance North America LLC to Mercedes-Benz Finance North America LLC on July 1, 2022, and (ii) the publication of the Interim Report Q2 2022 of Mercedes-Benz on July 27, 2022.

This Supplement is supplemental to, and should be read in conjunction with, the Prospectus and all documents incorporated by reference into the Prospectus.

Copies of the Prospectus, any document incorporated by reference into the Prospectus and this Supplement will be published in electronic form on the website of the Luxembourg Stock Exchange ([www.bourse.lu/programme/Programme-MercedesBenzGrp/2370](http://www.bourse.lu/programme/Programme-MercedesBenzGrp/2370)) and will be viewable on, and obtainable free of charge from, such website.

To the extent that there is any inconsistency between (i) any statements in this Supplement or any statements incorporated by reference into the Prospectus by this Supplement, and (ii) any other statement in or incorporated by reference into the Prospectus, the statements in (i) above will prevail.

MBG and each of the other Issuers accept responsibility for the information contained in this Supplement (including any information incorporated by reference into the Prospectus by this Supplement) except that each Issuer other than MBG accepts responsibility only for information which exclusively refers to it. Each Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement (including any information incorporated by reference into the Prospectus by this Supplement) for which it is responsible is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

**A. Amendments to the section commencing on page 11 of the Prospectus which is entitled "*Risk Factors*"**

**1. Amendments to the subsection commencing on page 11 of the Prospectus which is entitled "*Risk Factors Relating to MBG, MBAP, MBIF, DCFI, DFNA and MBFJ*"**

**The title and the first paragraph shall be replaced in their entirety as follows:**

**Risk Factors Relating to MBG, MBAP, MBIF, MBFCI, MBFNA and MBFJ**

Mercedes-Benz Australia/Pacific Pty Ltd (ABN 23 004 411 410) ("MBAP"), Mercedes-Benz International Finance B.V. ("MBIF"), Mercedes-Benz Finance Canada Inc. ("MBFCI"), Mercedes-Benz Finance North America LLC ("MBFNA") and Mercedes-Benz Finance Co., Ltd. ("MBFJ") are direct or indirect subsidiaries of Mercedes-Benz Group AG ("MBG" or the "Guarantor" and, together with its subsidiaries, the "Mercedes-Benz Group", the "Group", "Mercedes-Benz" or the "Issuers"). All Notes to be issued by MBAP, MBIF, MBFCI, MBFNA or MBFJ are unconditionally and irrevocably guaranteed by MBG in respect of principal and interest payments. Accordingly, MBAP, MBIF, MBFCI, MBFNA and MBFJ are affected, substantially, by the same risks as those that affect the business and operations of MBG and/or its consolidated subsidiaries. Therefore, references in this section to MBG and/or its consolidated subsidiaries and/or Mercedes-Benz Group shall include references to the Issuer (if applicable).

2. **Amendments to the subsection commencing on page 12 of the Prospectus which is entitled "*Risk Factors Relating to MBG, MBAP, MBIF, DCFI, DFNA and MBFJ – 1. Industry and Business Risks*"**

**The second paragraph of the subsection commencing on page 13 of the Prospectus which is entitled "*Geopolitical Risks*" shall be replaced in its entirety as follows:**

The different effects of the Russia-Ukraine War (for example a potential natural gas delivery stop by Russia) play an important role. But also the persistently very high and possibly further increasing inflation rates and the corresponding reaction of the central banks might have a growing impact on global economic growth and the automotive business environment.

**B. Amendments to the section commencing on page 182 of the Prospectus which is entitled "*Description of MBG*"**

1. **Amendments to the subsection commencing on page 182 of the Prospectus which is entitled "*2. Financial Information*"**

a. **The following subsection entitled "*(ii) Financial Information Relating to the First Half Year of the Financial Year 2022 of MBG*" shall be added to the end of the subsection commencing on page 185 of the Prospectus which is entitled "*b. Group Interim Financial Information*":**

**(ii) Financial Information Relating to the First Half Year of the Financial Year 2022 of MBG**

The Group interim financial information set out below has been extracted from the unaudited but reviewed interim consolidated financial statements of MBG as of and for the first half year ended June 30, 2022 (consisting of consolidated statement of income Q2, consolidated statement of income Q1-2, consolidated statement of comprehensive income Q2, consolidated statement of comprehensive income Q1-Q2, consolidated statement of financial position, consolidated statement of cash flows, consolidated statement of changes in equity and the notes to the interim consolidated financial statements) as set out in the interim report (*Zwischenbericht*) in relation to the first half year ended June 30, 2022 (the "**Interim Report Q2 2022**") (the "**Unaudited Interim Consolidated Financial Statements Q2 2022**").

Such Unaudited Interim Consolidated Financial Statements Q2 2022 are incorporated by reference into this Prospectus.

The Group interim financial information set out below should be read and analyzed together with the section entitled "*Notes to the Interim Consolidated Financial Statements*" as set out in the Interim Report Q2 2022. The accompanying notes are an integral part of the Unaudited Interim Consolidated Financial Statements Q2 2022.

**Selected Financial Information**

**Consolidated**

	<b>Q1-2 2022</b>	<b>Q1-2 2021</b>
	<b>(in millions of €)</b>	
<b>Profit before income taxes from continuing and discontinued operations</b>	<b>9,736</b>	<b>10,771</b>
<b>Net profit</b>	<b>6,784</b>	<b>8,077</b>

**Consolidated**

	Q1-2 2022	Q1-2 2021
	(in millions of €)	
Cash flow from operating activities	7,967	11,922
Cash flow from investing activities	-110	-2,094
Cash flow from financing activities	-17,204	-7,087

**Consolidated**

	As of June 30, 2022	As of December 31, 2021
	(in millions of €)	
Equity attributable to shareholders of Mercedes-Benz Group AG	77,261	71,951
Non-controlling interests	1,148	1,216
Total non-current liabilities	88,803	98,989
Total current liabilities	90,248	87,675
Total equity and liabilities	257,460	259,831

**Additional Information on the  
Consolidated Financial Position**

Net financial debt (i.e. total non-current and current financing liabilities plus market valuation and currency hedges for financing liabilities, minus cash and cash equivalents and marketable debt securities and similar investments, each as shown in the Unaudited Interim Consolidated Financial Statements Q2 2022)

96,769	94,817
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The accompanying notes are an integral part of the Unaudited Interim Consolidated Financial Statements Q2 2022.

**b. The subsection on page 189 of the Prospectus which is entitled "*c. Information Relating to Group Annual Financial Information and Group Interim Financial Information*" shall be replaced in its entirety as follows:**

**c. Information Relating to Group Annual Financial Information and Group Interim Financial Information**

**Accounting Policies**

The Annual Consolidated Financial Statements 2021 of MBG and the Annual Consolidated Financial Statements 2020 of DAG have been prepared in accordance with Section 315e of the German Commercial Code (*Handelsgesetzbuch*) and comply with the International Financial Reporting Standards ("**IFRS**") as adopted by the European Union.

The Unaudited Interim Consolidated Financial Statements Q1 2022 of MBG and the Unaudited Interim Consolidated Financial Statements Q2 2022 of MBG have been prepared in accordance with Section 115 of the German Securities Trading Act (*Wertpapierhandelsgesetz*; "**WpHG**") and International Accounting Standard ("**IAS**") 34 ("Interim Financial Reporting").

## **Auditing of Historical Annual Financial Information**

The Annual Consolidated Financial Statements 2021 of MBG and the Annual Consolidated Financial Statements 2020 of DAG have been audited by KPMG in accordance with German Generally Accepted Accounting Standards, and in each case KPMG issued an unqualified auditor's report (*uneingeschränkter Bestätigungsvermerk*) on each of the Annual Consolidated Financial Statements 2021 of MBG and the Annual Consolidated Financial Statements 2020 of DAG. The auditors have not performed any audit on any financial statements of MBG as of any date or for any period subsequent to December 31, 2021.

The Unaudited Interim Consolidated Financial Statements Q1 2022 of MBG and the Unaudited Interim Consolidated Financial Statements Q2 2022 of MBG have not been audited but have been reviewed by KPMG.

### **2. Amendments to the subsection commencing on page 189 of the Prospectus which is entitled "3. Information about MBG"**

#### **a. The second paragraph on page 189 shall be replaced in its entirety as follows:**

It was incorporated on May 6, 1998 under the name DaimlerChrysler AG for an unlimited duration. On October 19, 2007, following the transfer of a majority interest in Chrysler, it changed its corporate name from DaimlerChrysler AG into Daimler AG ("**DAG**"). On February 1, 2022, following the spin-off and hive-down of the Daimler Trucks & Buses business from the Mercedes-Benz vehicle business, it changed its corporate name from Daimler AG into Mercedes-Benz Group AG.

#### **b. The second and third paragraphs of the subsection commencing on page 190 which is entitled "Portfolio Changes – Spin-Off of Daimler Truck" shall be replaced in its entirety as follows:**

On August 17, 2021, DAG published the convocation (invitation) for an extraordinary general meeting of its shareholders, to be held on October 1, 2021 (the "**Extraordinary General Meeting**"). In this Extraordinary General Meeting, the shareholders of DAG approved the spin-off and hive-down of Daimler Truck from Daimler's vehicle business and the subsequent listing of Daimler Truck Holding AG as an independent company on the Frankfurt Stock Exchange with 99.90 % of the capital stock represented for the resolution, and the renaming of DAG as "Mercedes-Benz Group AG" effective as of February 1, 2022 with 99.89 % of the capital stock represented for the resolution. This transaction included: (i) the spin-off of a majority interest of 65.00 % in the (increased) share capital of Daimler Truck AG as well as of the control and profit and loss transfer agreement existing between DAG and Daimler Truck AG to Daimler Truck Holding AG, as a result of which the shareholders of DAG received shares of Daimler Truck Holding AG in addition to their DAG shares; (ii) the hive-down by DAG of shares in Daimler Truck AG to Daimler Truck Holding AG against the issuance of new shares in Daimler Truck Holding AG to DAG; and (iii) the contribution by Daimler Verwaltungsgesellschaft für Grundbesitz mbH ("**Daimler Grund**") of its shares in Daimler Truck AG (received as consideration for contributing several real estate management partnerships which are attributable to the Trucks & Buses division into Daimler Truck Holding AG), immediately in connection with the spin-off and hive-down.

Following the implementation of the three aforementioned steps on December 9, 2021, DAG held 35.00 % in the share capital of Daimler Truck Holding AG, thereof 28.43 % directly (as a consequence of the spin-off as per step (i) above) and 6.57 % indirectly, via Daimler Grund (as a consequence of the contribution in kind as per step (iii) above), with the remaining 65.00 % being held by the existing shareholders of DAG in addition to their unchanged shareholding in DAG. Out of its shareholding, DAG intended to transfer a shareholding in Daimler Truck Holding AG of 5 % to Daimler Pension Trust e.V. Both the spin-off and the hive-down have become effective upon registration in the commercial register of DAG on December 9, 2021. The shareholders of DAG participated in Daimler Truck Holding AG, which has been listed on the stock exchange since December 10, 2021. The activities that were spun-off and hived-down were deconsolidated as of December 9, 2021. In January 2022, about 5% of the shares of Daimler Truck Holding AG were transferred to Daimler Pension Trust e.V. and contributed to the pension-plan assets. As a result of the transaction, Mercedes-Benz Group holds a minority interest of about 30 % in Daimler Truck Holding AG.

3. The subsection on page 195 of the Prospectus which is entitled "*5. Trend Information and Significant Change in Mercedes-Benz Financial Performance and Financial Position*" shall be replaced in its entirety as follows:

**5. Trend Information and Significant Change in Mercedes-Benz Financial Performance and Financial Position**

There has been no material adverse change in the prospects of MBG since the date of its last published audited financial statements as of December 31, 2021, and there has been no significant change in the financial performance and in the financial position of the Group since June 30, 2022, being the end of the last financial period for which financial information has been published by MBG.

4. Amendments to the subsection commencing on page 201 of the Prospectus which is entitled "*8. Major Shareholders*"

The table on page 202 of the Prospectus shall be replaced in its entirety as follows:

Attribution of voting rights to the following legal entities	Share of voting rights	Reference date of latest voting rights announcement
BlackRock, Inc., Wilmington, USA	5.001%	June 24, 2022

5. Amendments to the subsection commencing on page 202 of the Prospectus which is entitled "*9. Financial Information Concerning MBG's Assets and Liabilities, Financial Position and Profit and Losses*"

a. The subsection on page 202 of the Prospectus which is entitled "*Historical Financial Information*" shall be replaced in its entirety as follows:

**Historical Financial Information**

The Annual Consolidated Financial Statements 2021 of MBG as set out in the MBG Annual Report 2021, the Annual Consolidated Financial Statements 2020 of DAG as set out in the DAG Annual Report 2020, the Unaudited Interim Consolidated Financial Statements Q1 2022 of MBG as set out in the Interim Report Q1 2022 and the Unaudited Interim Consolidated Financial Statements Q2 2022 of MBG as set out in the Interim Report Q2 2022 are incorporated by reference in this Prospectus.

b. Amendments to the subsection commencing on page 202 of the Prospectus which is entitled "*Legal and Arbitration Proceedings*"

The sixth and seventh paragraphs of the subsection commencing on page 204 of the Prospectus which is entitled "*Diesel emission behavior: consumer actions and other lawsuits in the United States, Canada, Germany and other states*" shall be replaced in their entirety as follows:

Furthermore, a class action against MBG and other Group companies was filed in the Netherlands on June 23, 2020. The class action makes allegations comparable to the aforementioned US and Canadian class actions relating to all Euro 5 and 6 diesel vehicles sold in the EU between 2009 and 2019. The plaintiff, a foundation under the laws of the Netherlands, is representing Dutch claimants and is seeking declarations of law concerning the customers' entitlement to nullify or rescind their vehicle purchase contracts, to demand replacement of their vehicles and/or to demand damages. After the extension of the deadline granted by court, two further foundations filed statements of claim in court on December 30, 2020. The court ruled in a partial judgment of June 22, 2022 that only such customers may participate who purchased their vehicles in the Netherlands. In addition, these claimants must actively register (opt-in). Furthermore, due to the applicability of the previous legal regime, only a determination of claims can be obtained. The decision is not yet final.

In May and July 2022, class actions were filed in the United States alleging claims based on a voluntary recall of certain Mercedes-Benz ML-, GL- and R-Class vehicles produced during the 2004-2015 model year period for potentially corroded brake boosters. Among other things, plaintiffs allege that the brake booster in such vehicles can corrode and lead to reduced braking force. They allege failure to disclose the claimed defect and make various assorted claims. A similar class action was filed in Israel.

**c. The first paragraph of the subsection commencing on page 205 of the Prospectus which is entitled "Antitrust law proceedings (including actions for damages)" shall be replaced in its entirety as follows:**

Starting in July 2017, a number of class actions were filed in the United States and Canada against MBG and other manufacturers of automobiles as well as various of their North American subsidiaries. Plaintiffs allege to have suffered damages because defendants engaged in anticompetitive behavior relating to vehicle technology, costs, suppliers, markets, and other competitive attributes, including diesel emissions control technology, since the 1990s. All pending US class actions were centralized in one proceeding by the Judicial Panel on multidistrict litigation and transferred to the US District Court for the Northern District of California. In 2018, plaintiffs in the US antitrust class action amended and consolidated their complaints into two pleadings, one on behalf of consumers and the other on behalf of dealers. On June 21, 2022, the US Supreme Court denied the dealer plaintiffs' petition for *certiorari*, thereby ending that appeal. Consequently, in the United States, both the dealer and consumer claims have now been dismissed in favour of Mercedes-Benz. The remaining lawsuits in Canada are still pending.

**6. The subsection on page 209 of the Prospectus which is entitled "13. Recent Developments" shall be replaced in its entirety as follows:**

### **13. Recent Developments**

On February 1, 2022, Daimler AG became Mercedes-Benz Group AG. Following the successful stock market debut of Daimler Truck AG, the Mercedes-Benz Group's renewed focus on the automotive business is being underlined with a new name. The change of name from "Daimler AG" to "Mercedes-Benz Group AG" was given effect by registration of the corresponding amendment of the articles of incorporation of MBG in the commercial register of the local court (*Amtsgericht*) of Stuttgart, Germany.

On March 2, 2022, due to the Russia-Ukraine War, the Mercedes-Benz Group decided to discontinue the export of cars and vans to Russia as well as local production in Russia until further notice.

Due to the still not fully foreseeable global consequences of the Russia-Ukraine War, the estimates and management judgements regarding the recognized assets and liabilities relating to adjustments to business activities in Russia are both particularly subject to increased uncertainty. A degree of discretion has been exercised in the consideration and subsequent derivation of the effects of the sanctions and countersanctions on business activities, in particular the processing of existing transactions in Russia. In this connection expenses totalling €658 million were incurred in the Mercedes-Benz Cars segment and €51 million were incurred in the Mercedes-Benz Vans segment. In the Mercedes-Benz Mobility segment, expenses of €104 million arose primarily from the assessment of credit default risks and increased refinancing costs. Most of the expenses are included in the cost of sales. As of June 30, 2022, assets of around €2 billion are recognized in the Russian subsidiaries. In addition, Russian subsidiaries have liabilities to banks of around €1 billion, for which the Group has provided a global guarantee. Between the end of 2021 and June 30, 2022, there was an increase of around €1.8 billion in contingent liabilities as a result of the Russia-Ukraine War.

In May 2022, Mercedes-Benz decided to start a worldwide recall and to contact the owners of potentially affected vehicles of the ML, GL (BR 164) and R-Class (BR 251) series from the production period 2004 – 2015. Based on analysis of isolated reports for these vehicles, Mercedes-Benz has found that in some of these vehicles the function of the brake booster could be affected by advanced corrosion in the joint area of the housing. The recall process will involve inspecting these vehicles and, depending on the results of the inspection, replacing the parts where necessary. Until the inspection takes place, Mercedes-Benz is asking its customers not to drive these vehicles. In the event a repair would be necessary and cannot be carried out

immediately, an authorized Mercedes-Benz dealer will help coordinate an individual solution for the customer, including alternate mobility.

On May 19, 2022, Mercedes-Benz hosted a capital market day. This event outlined the future of Mercedes-Benz as a dedicated pure-play luxury car company and provided details of its strategic course. Mercedes-Benz will focus its car business even more strongly on luxury, continue to elevate its product portfolio, accelerate on its path to a fully electric future and target structurally higher profitability.

On June 29, 2022, Mercedes-Benz announced that Mercedes-Benz Cars has set itself the target of becoming all electric by the end of the decade – wherever market conditions allow. The Mercedes-Benz plants in Sindelfingen, Bremen, Rastatt (all located in Germany) and Kecskemét (Hungary) will start production of the new electric models in the Top-End Luxury, Core Luxury and Entry Luxury segments from the middle of the decade. The Mercedes-Benz Sindelfingen site is the lead plant for the Top-End Luxury segment and will produce models based on the electric AMG.EA platform (AMG Electric Architecture) from 2025. The Mercedes-Benz plants in Bremen and Kecskemét will manufacture vehicles based on the electric MB.EA platform (Mercedes-Benz Electric Architecture) in Europe. Rastatt and Kecskemét will also produce the repositioned models based on the MMA platform (Mercedes Modular Architecture) from 2024 onwards. As part of implementing the Mercedes-Benz 2022-2026 Business Plan, Mercedes-Benz is investing more than €2 billion into its European production sites.

**7. The subsection commencing on page 209 of the Prospectus which is entitled "14. Outlook" shall be replaced in its entirety as follows:**

**14. Outlook**

Following the realignment of the Mercedes-Benz Group, the Group is concentrating on achieving profitable growth in the market for luxury cars and premium vans, as well as for sales financing. However, high advance expenditure will still be required for the necessary transformation towards a CO<sub>2</sub>-neutral future. The geopolitical and macroeconomic conditions continue to be characterized by an exceptional degree of uncertainty, including the Russia-Ukraine War, its impacts on supply chains, and the development of prices for raw materials and energy. Further effects due to the rapidly changing situation in Russia and Ukraine are not currently known but could possibly have substantial negative consequences for the business activities of Mercedes-Benz, should it escalate beyond its current state. Mercedes-Benz expects supply constraints related to semiconductors and other industrial upstream products and the COVID-19 pandemic to impact business in the near future and continues to monitor supply chain risks closely to react flexibly if needed. Strict COVID-19 countermeasures in China hold uncertainties for the expected development of the market, supply chains and production. In addition, the continued very high inflationary pressure for consumers and companies and the associated central bank increases in interest rates as well as ongoing bottlenecks in global supply chains make the outlook more difficult.

**C. Amendments to the section commencing on page 211 of the Prospectus which is entitled "Description of MBAP"**

**The second paragraph of the subsection commencing on page 214 of the Prospectus which is entitled "3. Information about MBAP" shall be replaced in its entirety as follows:**

Following the transfer of a majority interest in Chrysler, Daimler AG changed its corporate name from DaimlerChrysler AG to Daimler AG. Accordingly, as per the Resolution of Members dated November 5, 2007, MBAP was renamed Mercedes-Benz Australia/Pacific Pty Ltd as of November 30, 2007. Mercedes-Benz Australia/Pacific Pty Ltd is MBAP's current legal and commercial name. On February 1, 2022, following the spin-off and hive-down of the Daimler Trucks & Buses business from the Mercedes-Benz vehicle business, Daimler AG changed its corporate name from Daimler AG into Mercedes-Benz Group AG.



**D. Amendments to the section commencing on page 219 of the Prospectus which is entitled "*Description of MBIF*"**

**The second paragraph of the subsection on page 222 of the Prospectus which is entitled "*3. Information about MBIF*" shall be replaced in its entirety as follows:**

On February 1, 2022, following the spin-off and hive-down of the Daimler Trucks & Buses business from the Mercedes-Benz vehicle business, Daimler AG changed its corporate name from Daimler AG into Mercedes-Benz Group AG. In parallel, Daimler International Finance B.V. changed its corporate name from Daimler International Finance B.V. to Mercedes-Benz International Finance B.V., effective as of February 1, 2022.

**E. Amendments to the section commencing on page 226 of the Prospectus which is entitled "*Description of DCFI*"**

**The first paragraph of the subsection on page 229 of the Prospectus which is entitled "*3. Information about DCFI*" shall be replaced in its entirety as follows:**

DCFI was incorporated on November 8, 1994 as a corporation under the laws of the Province of Quebec for an unlimited duration. DCFI operates under the laws of the Province of Quebec and the laws of Canada applicable in that Province. On February 1, 2022, following the spin-off and hive-down of the Daimler Trucks & Buses business from the Mercedes-Benz vehicle business, DCFI's parent company Daimler AG changed its corporate name from Daimler AG into Mercedes-Benz Group AG. In parallel, Daimler Canada Finance Inc. changed its corporate name from Daimler Canada Finance Inc. to Mercedes-Benz Finance Canada Inc. effective as of July 1, 2022. Mercedes-Benz Finance Canada Inc. is now the legal and commercial name of Mercedes-Benz Finance Canada Inc.

Not all references in this Prospectus to "Daimler Canada Finance Inc." or "DCFI" have been amended to read "Mercedes-Benz Finance Canada Inc." or "MBFCI" and prospective investors should bear this in mind when reviewing this Prospectus.

**F. Amendments to the section commencing on page 233 of the Prospectus which is entitled "*Description of DFNA*"**

**1. The first paragraph of the subsection on page 236 of the Prospectus which is entitled "*3. Information about DFNA*" shall be replaced in its entirety as follows:**

DFNA was formed on July 23, 2007 as a limited liability company under the laws of the State of Delaware. DFNA operates under the laws of the State of Delaware. On February 1, 2022, following the spin-off and hive-down of the Daimler Trucks & Buses business from the Mercedes-Benz vehicle business, DFNA's ultimate parent company Daimler AG changed its corporate name from Daimler AG into Mercedes-Benz Group AG. In parallel, Daimler Finance North America LLC changed its corporate name from Daimler Finance North America LLC to Mercedes-Benz Finance North America LLC, effective as of July 1, 2022. Mercedes-Benz Finance North America LLC is the legal and commercial name of Mercedes-Benz Finance North America LLC.

Not all references in this Prospectus to "Daimler Finance North America LLC" or "DFNA" have been amended to read "Mercedes-Benz Finance North America LLC" or "MBFNA" and prospective investors should bear this in mind when reviewing this Prospectus.

**2. The subsection on page 236 of the Prospectus which is entitled "*4. Business Overview – Organizational Structure*" shall be replaced in its entirety as follows:**

**Organizational Structure**

DFNA is a wholly-owned subsidiary of Daimler North America Corporation, which is a wholly-owned subsidiary of Mercedes-Benz Capital Nederland B.V., which in turn is a wholly-owned subsidiary of MBG. DFNA does not have any subsidiaries of its own.

Daimler North America Corporation changed its corporate name from Daimler North America Corporation to Mercedes-Benz North America Corporation, effective as of July 1, 2022.

Not all references in this Prospectus to "Daimler North America Corporation" have been amended to read "Mercedes-Benz North America Corporation" and prospective investors should bear this in mind when reviewing this Prospectus.

**G. Amendments to the section commencing on page 240 of the Prospectus which is entitled "*Description of MBFJ*"**

**The first paragraph of the subsection commencing on page 242 of the Prospectus which is entitled "*3. Information about MBFJ*" shall be replaced in its entirety as follows:**

MBFJ was incorporated on November 19, 1991 pursuant to the Commercial Code of Japan (a major part of which was amended and newly established as the Company Law of Japan effective as of May 1, 2006) under the name of Mercedes-Benz Finance Co., Ltd. On November 1, 2018, MBFJ's head office was relocated from 9-9 Roppongi 1-chome, Minato-ku, Tokyo to the current location, 12-4, Higashi Shinagawa 4-chome, Shinagawa-ku, Tokyo. On January 1, 2018, MBFJ absorbed its sister company, Daimler Financial Services Japan Co., Ltd. On April 1, 2020, MBFJ absorbed its parent company, Daimler Insurance Services Japan Co., Ltd. ("**DISJ**"). In connection with the spin-off and hive-down of the Daimler Trucks & Buses business from the Mercedes-Benz vehicle business, on December 1, 2021, MBFJ and Daimler Truck Financial Services Asia Co., Ltd. ("**DTFSA**") carried out an Absorption-type Company Split with MBFJ as the Splitting Company and DTFSA as the Succeeding Stock Company in the Absorption-type Company Split. MBFJ was established for an unlimited duration. MBFJ's legal form is a limited liability company, and MBFJ operates under the laws of Japan.

**H. Amendments to the section commencing on page 260 of the Prospectus which is entitled "*Documents Incorporated by Reference*"**

On July 27, 2022, MBG published its "*Interim Report Q2 2022*", containing, *inter alia*, the unaudited but reviewed interim consolidated financial statements of MBG as of and for the first half year of the financial year 2022 of MBG ended on June 30, 2022 (the "**Interim Report Q2 2022**"). A copy of the Interim Report Q2 2022 has been filed with the *Commission de Surveillance du Secteur Financier*.

By virtue of this Supplement, the Interim Report Q2 2022 shall be incorporated by reference into, and form part of, the Prospectus to the extent set out below, provided that any information not specifically set out below, but included in the Interim Report Q2 2022 is either not relevant for an investor or is covered elsewhere in the Prospectus and shall therefore not be deemed to be included in the Prospectus. In this context, the following amendments shall be made to the section commencing on page 260 of the Prospectus which is entitled "*Documents Incorporated by Reference*".

**The following subsection "*B.2*" shall be added to the table commencing on page 260 of the Prospectus which is entitled "*Table of Documents Incorporated by Reference*" as follows:**

B.2 Interim Report Q2 2022 of MBG (containing the unaudited but reviewed interim consolidated financial statements in relation to the first half of the financial year 2022 of MBG ended on June 30, 2022 prepared in accordance with Section 115 of the WpHG and IAS 34 ("*Interim Financial Reporting*")), including

- Consolidated Statement of Income Q2	Page 30
- Consolidated Statement of Income Q1-Q2	Page 31
- Consolidated Statement of Comprehensive Income Q2	Page 32

- Consolidated Statement of Comprehensive Income Q1-Q2	Page 33
- Consolidated Statement of Financial Position	Pages 34 – 35
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<https://dl.bourse.lu/dlp/10bceacd35203a4c50a530161f89149fb5>

## **I. Withdrawal Right**

Any investor who had already agreed to purchase or subscribe for any notes (the "**Notes**") to be issued by any of the Issuers before this Supplement was published may, if the Notes have not yet been delivered to the investor at the time when the significant new factor, material mistake or material inaccuracy arose or was noted, exercise any withdrawal right arising pursuant to Article 23 (2a) of the Prospectus Regulation or Article 30.2 of the Luxembourg Prospectus Act, respectively, as a result of the publication of this Supplement, on or before August 16, 2022. Such withdrawal, if any, does not have to be justified or substantiated. Any investor who wishes to exercise its right of withdrawal may contact

in the case of Notes issued by Mercedes-Benz Group AG

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In order to comply with the time limit set out above, punctual dispatch of the withdrawal is sufficient.