



# Report of the Supervisory Board on the 2023 Financial Year

Dear Shareholders,

The 2023 financial year was already the second full financial year for our Company after the Daimler Truck Group was created in 2021. Naturally, the further improvement of the Company's economic development and direction within the transformation of the commercial vehicle industry was of central importance in the past financial year. As one of the world's leading commercial vehicle manufacturers, Daimler Truck also assumed an important position here and was able to achieve some significant milestones in this regard in 2023. This includes, in particular, product launches in the area of emission-free transport. In its operating business, Daimler Truck was able to significantly improve both growth and earnings and exceed the targets set for the 2023 financial year. Also, regarding the Company's strategic direction, the planned merger of Mitsubishi Fuso Truck and Bus Corporation with Hino Motors is a further development.

Nevertheless, the 2023 financial year with its successes was also clouded by the tragic death of our Chief Financial Officer Jochen Goetz. The human and professional loss was received with a great deal of sympathy. His contribution to the Company's success was also his lifetime achievement. The Supervisory Board would like to thank him on behalf of the shareholders, the employees and all those to whom he provided advice and support.

The achievements in the 2023 financial year have shown that many things are going well and that great things are possible. The development of the markets and the earnings that can be achieved in them demonstrate the great potential that the Company can still tap into.

The great commitment of all employees, managers and the Board of Management was guarantee for success, has made this possible and gives us good reasons to continue to look confidently into the future.

In the following, we report on the work of the Supervisory Board and its committees in the 2023 financial year.

## **Responsibilities and working methods of the Supervisory Board**

The Supervisory Board of Daimler Truck Holding AG fully performed its duties in the 2023 financial year. Its responsibilities are defined in particular by the German Stock Corporation Act (Aktiengesetz or AktG), the Articles of Association of Daimler Truck Holding AG, as well as the Rules of Procedure for the Supervisory Board and its committees. In addition, the German Corporate Governance Code (DCGK) in its currently valid version represents an important set of rules, which the Supervisory Board naturally attaches great importance to observing as far as possible.

As part of its responsibilities, the Supervisory Board continuously advised and monitored the Board of Management on the management of the Company and actively provided support on important issues related to the strategic direction and future development of the Company and the Daimler Truck Group. This applied particularly to the active dialogue on the evaluation of the financial performance compared to the own targets as well as benchmarked to competition and regarding success-critical topics of the transformation of the commercial vehicle industry like Autonomous driving.



Joe Kaeser, Chairman of the Supervisory Board of Daimler Truck Holding AG



In the 2023 financial year, the Supervisory Board also examined numerous business transactions under to existing rights of approval and granted its approval to each of them after comprehensive consultation. These business transactions arose in many cases from the strategic direction of Daimler Truck as part of the advancing transformation of the commercial vehicle industry and included product projects, sustainability issues as well as financial and investment projects and plans.

Within the framework of its legal responsibilities and after thorough preparation by the Audit Committee, the Supervisory Board also examined whether the annual financial statements and consolidated financial statements, the combined management report including the integrated non-financial statement for the Daimler Truck Group and the other financial and sustainability reporting were prepared in accordance with the applicable requirements and also complied with them in all respects.

During the 2023 financial year, the Supervisory Board also received regular reports and information from the Board of Management on significant economic developments of the Daimler Truck Group and its segments and discussed them with the Board of Management and the representatives from the management. The reports included information about the intended business policy and other fundamental questions of corporate planning, including financial, investment and personnel planning, liquidity and profitability of the Company and the Group, the situation of the Company and the Group, including its segments as well as information about the course of business. The Board of Management's reports also contained developments in the procurement and sales markets. Additionally, and in the course of strategy discussions with the Board of Management, transformation and sustainability issues within the commercial vehicle industry as well as their potential technological, financial and economic impacts on the Company were discussed.

The members of the Supervisory Board prepared for the meetings on the basis of documents that were made available to them by the Company before the meetings. The preparation for the meetings also included separate preliminary discussions on the part of shareholder and employee representatives, some of which were attended by members of the Board of Management. The committees of the Supervisory Board intensively prepared the meetings of the Supervisory Board in

accordance with their respective responsibilities. In particular, Joe Kaeser as Chairman of the Supervisory Board as well as Michael Brosnan as Chairman of the Audit Committee regularly attended bilateral meetings with members of the Board of Management and the management of the Company to exchange views. This included regular meetings with the Chief Legal and Compliance Officer and the Head of Corporate Audit. The other members of the Supervisory Board made use of this on a topic-related basis.

#### Topics in the 2023 Financial Year

In the 2023 financial year, the Supervisory Board of Daimler Truck Holding AG held nine meetings and passed two resolutions via written procedure. More detailed information on the meeting arrangements and the attendance of the members can be found in the overview at the end of this report. [↗ A.01](#) [↗ A.02](#) [↗ A.03](#)

The meetings of the Supervisory Board were characterized by an open and constructive exchange. In addition to the intensive discussion of the relevant business transactions and measures, the Supervisory Board also focused on exchanging views on the most important topics of its work in the absence of the Board of Management in regular Executive Sessions. The topics discussed therein included succession planning as well as the assessments of important strategic and organizational topics.

At its meeting on March 9, 2023, the Supervisory Board dealt with the remuneration of the Board of Management, the annual and consolidated financial statements and the combined management report with the integrated non-financial statement of the Group as well as with the further financial and sustainability reporting. In addition to the remuneration of the Board of Management, which is to be explained separately, additional topics addressed included important strategic issues, above all in the area of emission-free driving, especially the battery strategy, and the preparation for the Annual General Meeting on June 21, 2023. The Supervisory Board also focused on the discussion of significant sustainability issues and dealt in depth with human rights important to Daimler Truck. At this meeting, the Supervisory Board also resolved upon recommendation of the Presidential and Remuneration Committee to reappoint Karin Rådström as a member of the Board of Management responsible for the Europe and Latin America regions and the Mercedes-Benz Trucks brand for a further five years after the end of the current appointment term, i.e. until 2029.

At the meeting on May 8, 2023, the strategic direction of the Company and the financial direction of Daimler Truck were the most important focus areas. This served in particular to prepare for the Capital Market Day, that was held on July 11, 2023, in Boston, USA. The Supervisory Board also dealt with the interim report for the first quarter of 2023 for information purposes, received a corresponding financial update and discussed a product development project in the field of zero-emission vehicles and, in particular, the development of autonomous trucks.

At an extraordinary meeting of the Supervisory Board on May 26, 2023, the Supervisory Board discussed in detail the planned merger of the Group subsidiary Mitsubishi Fuso Truck and Bus Corporation with Hino Motors, a subsidiary of Toyota Motor Corporation. In this regard, the Supervisory Board was comprehensively informed by the Board of Management about the planning and legal and strategic implications and granted its approval after an in-depth discussion of the realization of the project.

The Supervisory Board used its meeting after the Annual General Meeting on June 21, 2023 for a thorough debriefing of the Annual General Meeting, especially for an assessment of the shareholder's feedback. In addition, after preparation by the Presidential and Remuneration Committee, the Supervisory Board dealt with Board of Management service contracts and approved the appointment of Dr. Florian Hofer to the position of Chief Legal and Compliance Officer.

At a further extraordinary meeting on July 10, 2023, the Supervisory Board discussed a share buy-back program with the Board of Management, for the implementation of which the Annual General Meeting of Daimler Truck Holding AG had already authorized the Board of Management in 2021. Following a thorough examination of the respective planning by the Board of Management, the Supervisory Board approved the implementation of the share buy-back program.

In addition to the informative review of the interim report for the first half of 2023, the meeting on August 1, 2023, focused on business transactions from the operational area and strategic measures. In addition, the Supervisory Board dealt in-depth with the effects of climate change on the commercial vehicle industry and also obtained information from external experts. The Supervisory Board also intensively discussed the risks and opportunities in the application and the



issues related to the further development of autonomous driving and the technology strategy in the area of zero-emission transportation at Daimler Truck.

The meeting of the Supervisory Board on October 5, 2023, held as part of the Supervisory Board Strategy Days, was dedicated, in addition to dealing with strategy issues, which will be described separately in this report, to the reappointment and extension of the term of office of John O'Leary as a member of the Board of Management, responsible for the North America region and the Freightliner, Western Star and Thomas Built Buses brands for up to two more years until 2026, as recommended by the Presidential and Remuneration Committee.

At its meeting on November 6, 2023, the Supervisory Board dealt with the results of the Supervisory Board's self-assessment carried out for the first time in the financial year 2023. This report also includes separate explanations on this. The Supervisory Board also discussed the interim report for the third quarter of 2023 and reviewed the information provided by the Board of Management regarding ongoing projects and existing participations.

Finally, the meeting of the Supervisory Board on December 8, 2023 addressed in particular issues relating to the remuneration of the Board of Management, corporate planning and corporate governance, each of which is reported separately, as well as several significant product and technology projects, particularly from the area of zero-emission transport and autonomous driving. The Supervisory Board also dealt in-depth with the Financial Services segment and its mid-term direction and resolved upon recommendation by the Presidential and Remuneration Committee to reappoint Dr. Andreas Gorbach, member of the Board of Management responsible for Truck Technology, for five additional years from the end of the current appointment, i. e. until 2029.

### **Corporate governance, Declaration of Compliance (with the German Corporate Governance Code), and requirements profile for the Board of Management and the Supervisory Board**

The Supervisory Board continuously dealt with corporate governance issues in the 2023 financial year and was supported in this regard especially by the Presidential and Remuneration Committee. The Supervisory Board also exchanged views with the Chief Legal and Compliance Officer of the Company on these topics in particular.

At its meeting on December 8, 2023, the Supervisory Board discussed corporate governance issues and, in particular, dealt with the draft declaration of compliance for 2023.

In this context, the Supervisory Board also discussed the implementation of important recommendations of the DCGK and, in particular, the independence of shareholder representatives within the meaning of the DCGK.

The 2023 Declaration of Compliance with the DCGK in accordance with Section 161 of the AktG was also adopted on December 8, 2023. With the exceptions justified therein, all recommendations of the Code are complied with. In the interests of good corporate governance, the members of the Company's Supervisory Board are obliged to disclose conflicts of interest to the Supervisory Board as a whole. Such conflicts of interest may arise in particular from an advisory or governing body function with customers, suppliers or lenders of the Company or other third parties. There were no such conflicts of interest during the reporting period.

Against the background of one year's work experience with the Rules of Procedure amended in the light of the 2022 amended DCGK, the Supervisory Board decided to make only specific adjustments to the Rules of Procedure for the Supervisory Board and its committees. At its meeting on December 8, 2023, the Supervisory Board adopted these adjustments. In particular, they take into account the increased focus of the supervisory and advisory role of the Supervisory Board with regard to sustainability issues in corporate governance. The continuation of responsibility for this extremely important issue was particularly important for the Supervisory Board. After extensive consultation and in-depth preparation by the Presidential and Remuneration Committee, the Supervisory Board has decided to keep and handle the primary responsibility for monitoring and advising on sustainability issues and not to delegate this to a separate committee. This is due to the central importance of sustainability for Daimler Truck as well as to the great complexity of this topic, which requires the use of all the sustainability expertise widely distributed within the Supervisory Board. The aforementioned expertise is to be kept up to date through regular training.

At the Supervisory Board meeting on December 8, 2023, the Supervisory Board also discussed the requirements profiles for the Board of

Management and the Supervisory Board. The composition of the Board of Management and Supervisory Board of Daimler Truck Holding AG is based in particular on diversity concepts relating to aspects such as educational and professional background, gender and age. The Supervisory Board has merged these diversity concepts with the requirements of the Act for the Equal Participation of Women and Men in Management Positions and other requirements for the competences required for board members in an overall requirements profile for the Board of Management and the Supervisory Board. In addition, the Supervisory Board resolved to include further requirements in respect of the knowledge and experience of the Supervisory Board members in the overall requirements profile following the positive experiences with the sustainability expertise requirements introduced in 2022.

On the basis of the requirements profile for the Supervisory Board, the Supervisory Board also prepared a qualification matrix reflecting the implementation status of the requirements profile and discussed its structure as well as its planned publication in the [Declaration on Corporate Governance](#).

At its meeting on December 8, 2023, the Supervisory Board determined the fulfillment of the requirements profile approved in November 2022 on the basis of its composition until October 15, 2023 and regarding its current composition – after the resignation of Raymond Curry and the judicial appointment of Shintaro Suzuki with effect from October 16, 2023 – as well as the fulfillment of the overall requirements profile adapted on the same day regarding its current composition and approved the publication of the Qualification Matrix within the [Declaration on Corporate Governance](#). In the course of the same meeting, the Supervisory Board determined the fulfillment of the requirements profile adapted in November 2022 and applicable in the entire reporting period regarding the current composition of the Board of Management.

According to Section 96 Subsection 2 AktG, the supervisory boards of listed companies subject to joint co-determination must consist of at least 30% women and 30% men. This quota must be met by the Supervisory Board as a whole. If the shareholder or employee representatives object to the overall fulfillment to the Chairman of the Supervisory Board before the election, the minimum quota for this election must be fulfilled separately by each the shareholder and employee



representatives. As the overall fulfillment was not objected to, the gender quota must be met by the Supervisory Board as a whole.

On December 31, 2023, the Supervisory Board of Daimler Truck Holding AG consisted of six women (of these, three were on the shareholder side and three on the employee side) and fourteen men (of these, seven were on the shareholder side and seven on the employee side). However, without prejudice to the overall fulfillment, the shareholder and employee sides also fulfilled the minimum requirement for their respective sides throughout the 2023 financial year.

### Remuneration of the Board of Management

The remuneration system for the members of the Board of Management applicable in financial year 2023 (Remuneration System 2023+) was determined by the Supervisory Board at its meeting on December 15, 2022 and specified in more detail in February 2023. On this basis, the Supervisory Board set the targets for the 2023 financial year at its meeting on March 9, 2023, upon recommendation of the Presidential and Remuneration Committee. The Supervisory Board also determined the target achievement for the 2022 financial year. The Remuneration System 2023+ was subsequently submitted to the Annual General Meeting of Daimler Truck Holding AG on June 21, 2023 in accordance with Section 120a Subsection 1 AktG for approval. Approval was given at the Annual General Meeting by a large majority of 96.62% votes in favor. In the meeting on December 8, 2023, after preparation by the Presidential and Remuneration Committee, the Supervisory Board dealt again with the remuneration system for the members of the Board of Management and prepared the decisions to be made in 2024 to set the targets for 2024 and to determine the target achievement for 2023. Further details can be taken from the description of the Remuneration System published on the Company's website at [www.daimlertruck.com/en/company/corporate-governance/board-of-management/remuneration-of-the-board-of-management](https://www.daimlertruck.com/en/company/corporate-governance/board-of-management/remuneration-of-the-board-of-management).

### Supervisory Board Strategy Days

On October 4 and 5, 2023, the Supervisory Board held the second Strategy Days of Daimler Truck Holding AG after the formation of the Daimler Truck Group in Würth in one of the world's largest truck plants. As part of this event, the Supervisory Board dealt extensively with the strategic direction of the Daimler Truck Group, including the

sustainable business strategy. Together with the responsible representatives of the management of the Daimler Truck Group and in particular the members of the Board of Management, the Supervisory Board discussed in detail the business plans for the further strategic direction and the expected economic impacts on the Group resulting from this. Another particular focus was on sustainability topics and the necessary technology transformation, in which the Supervisory Board dealt in depth with strategic planning in the area of battery-electric and hydrogen-powered transport. In addition to the in-depth discussion of strategic topics and their impacts, the Supervisory Board also used the Strategy Days to deal with production issues in the framework of production tours and to test current and upcoming products.

### Self-assessment of the Supervisory Board

In line with the corresponding recommendation of the DCGK, the Supervisory Board carried out a self-assessment supported by external consultants in the 2023 financial year. The purpose of this measure was to assess how effectively the Supervisory Board and its committees fulfil their respective tasks. The self-assessment was conducted as a very comprehensive measure in view of the first time this process was carried out and its importance. It consisted of a multi-stage process, including bilateral interviews and meeting observation, and involved all members of the Supervisory Board and the Board of Management as well as representatives of the Supervisory Board office. Focus topics included the assessment of the supervisory and advisory activities of the Supervisory Board, its cooperation as well as the provision of information by the Board of Management as well as issues of corporate governance and the work of the committees. The results of the successfully conducted self-assessment - especially regarding the effectiveness of the fulfillment of the tasks incumbent upon the Supervisory Board and its committees - were presented and discussed thoroughly at the meeting on November 6, 2023 after preliminary discussion in the Presidential and Remuneration Committee. This also included an in-depth examination of the implementation of the insights for the further development of the work of the Supervisory Board at Daimler Truck. Another self-assessment is planned for the 2025 financial year.

### Discussion and resolution on corporate planning (Daimler Truck Business Planning)

At its meeting on December 8, 2023, the Supervisory Board discussed and approved the Daimler Truck Business Planning. In this regard, the

Supervisory Board was provided with the respective documents that also highlighted sustainability-related aspects in the corporate planning. Regarding the target setting for the future planning, the Supervisory Board put special emphasis on the inclusion of external comparisons with leading competitors. In addition, the Supervisory Board dealt with the framework for liquidity risk steering developed by the Company.

### Composition of the Supervisory Board and its committees

The Supervisory Board of Daimler Truck Holding AG consists of twenty members. In accordance with the provisions of the German Co-Determination Act, it must be composed of ten employee representatives and ten shareholder representatives. The term of office of the ten Supervisory Board members elected by the 2022 Annual General Meeting ends in 2026, the term of office of the employee representatives elected by the workforce in November 2022 ends in 2027, whereby an employee representative was appointed by the court in October 2023. According to this, the Supervisory Board is equally composed. The Supervisory Board of Daimler Truck Holding AG has established and appointed a Presidential and Remuneration Committee, an Audit Committee, a Nomination Committee and a Mediation Committee in accordance with the relevant provisions of the German Co-Determination Act. The committees were composed as follows in the 2023 financial year:

#### Presidential and Remuneration Committee

In accordance with the Rules of Procedure, Joe Kaeser also chairs the Presidential and Remuneration Committee as Chairman of the Supervisory Board and Michael Brecht acts as Deputy Chairman in accordance with the Rules of Procedure. Additionally, the Supervisory Board elected Marie Wieck and Roman Zitzelsberger as members of the Presidential and Remuneration Committee.

#### Audit Committee

Michael Brosnan, Akihiro Eto, Harald Wilhelm, Michael Brecht, Jörg Köhlinger and Thomas Zwick were elected to the Audit Committee in 2022. The Audit Committee elected Michael Brosnan as its Chairman and Michael Brecht was elected Deputy Chairman.

#### Nomination Committee

In accordance with the Rules of Procedure, Joe Kaeser also chairs the Nomination Committee as Chairman of the Supervisory Board. In



2022 the Supervisory Board elected Marie Wieck and Renata Jungo Brüngger as further members of the Nomination Committee.

### Mediation Committee

In 2022, the Supervisory Board set up a Mediation Committee for the first time and elected Marie Wieck and Roman Zitzelsberger as further members of the Mediation Committee. In accordance with the Rules of Procedure, Joe Kaeser also chairs the Mediation Committee as Chairman of the Supervisory Board and Michael Brecht as Deputy Chairman of the Supervisory Board is also Deputy Chairman of the Committee.

### Changes to the Board of Management and the Supervisory Board

There was only one change to the composition of the Supervisory Board in the 2023 financial year. With effect from October 15, 2023, Raymond Curry resigned from his mandate as a member of the Supervisory Board for personal reasons. Subsequently, upon application of the Board of Management, Mr. Shintaro Suzuki, Tokyo, Japan, was appointed as a member of the Supervisory Board as a representative of the employees by the Stuttgart District Court with effect from October 16, 2023. There were no further changes to the composition of the Supervisory Board.

At its meeting on March 9, 2023, the Supervisory Board reappointed Karin Rådström, responsible for the Mercedes-Benz Trucks brand and the Europe and Latin America regions, as a member of the Board of Management for a further five years from February 1, 2024, i. e. until January 31, 2029, on the recommendation of the Presidential and Remuneration Committee.

On August 5, 2023, Jochen Goetz, responsible for Finance and Controlling, died as a result of a tragic incident. As an interim solution, the Supervisory Board decided in August 2023 to assign the Board of Management division to the Chairman of the Board of Management Martin Daum. The search for a long-term successor solution was initiated immediately with the involvement of an international personnel consultancy.

At its meeting on October 5, 2023 as part of the Supervisory Board's Strategy Days, the Supervisory Board decided to reappoint and extend the term of office of John O'Leary, responsible for the North America

region and the Freightliner, Western Star and Thomas Built Buses brands, for up to two additional years from the end of the current term of office on March 31, 2024, i.e. until March 31, 2026.

In the meeting on December 8, 2023, the Supervisory Board reappointed Dr. Andreas Gorbach as member of the Board of Management, responsible for Truck Technology, for five additional years with effect from July 1, 2024, i. e. until June 30, 2029.

No further changes were made to the Board of Management in the 2023 financial year. In the course of an extraordinary meeting on January 10, 2024, the Supervisory Board appointed Eva Scherer upon recommendation by the Presidential and Remuneration Committee with effect from April 1, 2024, for three years, i. e. until March 31, 2027, as member of the Board of Management, responsible for the Finance and Controlling resort, that had temporarily been led by the Chairman of the Board of Management.

### Work in the committees

The **Presidential and Remuneration Committee** gathered for ten meetings in the 2023 financial year. The committee's work focused on corporate governance and the remuneration of the Board of Management. A particular focus was also on succession planning for the Board of Management, in respect of which the Presidential and Remuneration Committee made recommendations to the Supervisory Board. The Presidential and Remuneration Committee also supported the Chairman of the Supervisory Board in his work and dealt with the assumption of external and other mandates by members of the Board of Management, personnel matters and directors' and officers' insurance (D&O insurance).

The **Audit Committee** held eight meetings in the 2023 financial year. Further details are provided in the [Report of the Audit Committee](#).

The **Nomination Committee** gathered for two meetings in the 2023 financial year. The subject of these meetings was in particular the discussion of the level of fulfillment of the overall requirements profile for the composition of the Supervisory Board and the implications for the shareholder representatives on the Supervisory Board – once before and once after the resolution of the Supervisory Board on adjustments to the overall requirements profile for the Supervisory Board.

There was no reason to convene the **Mediation Committee** in the 2023 financial year.

### Audit of the annual and consolidated financial statements for the 2023 financial year

The annual financial statements of Daimler Truck Holding AG and the combined management report 2023 for Daimler Truck Holding AG and the Group have been duly audited by KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, and provided with an unqualified audit opinion. This also applies to the 2023 consolidated financial statements prepared in accordance with IFRS.

At its meeting on February 29, 2024, the Supervisory Board, dealt with the annual financial statements of the Company, the consolidated financial statements, the combined management report and the proposed appropriation of profits, the non-financial consolidated statement integrated into the combined management report, which has been audited with a limited assurance by the auditor and the other unaudited sustainability reporting integrated into the combined management report each provided with an unqualified audit opinion by the auditor.

The Supervisory Board members were provided with extensive draft documents for preparation, including the annual report, the consolidated financial statements prepared in accordance with IFRS, the combined management report including the non-financial statement of the Group, the further sustainability reporting as well as the Declaration on Corporate Governance, the annual financial statements of Daimler Truck Holding AG, the profit appropriation proposal of the Board of Management, the remuneration report and the audit reports of KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, for the annual financial statements of Daimler Truck Holding AG, the consolidated financial statements in each case including the combined management report and the reporting on the accounting-related internal control system as well as the draft report of the Supervisory Board and the recommendations of the Audit Committee, which had also dealt in detail with the aforementioned topics.



The Audit Committee and the Supervisory Board discussed these documents in detail and in the presence of the auditor, who reported on the results of his audit and, in particular, addressed the key audit matters and the respective audit procedures, including the conclusions made, and was available for additional questions and information. Following the final result of the examination by the Audit Committee and its own examination, the Supervisory Board endorsed the result of the audit by the auditor, determined that no objections were to be raised and approved the financial statements prepared by the Board of Management and the combined management report, including the non-financial statement of the Group audited with limited assurance. The Company's 2023 annual financial statements were thus approved. On this basis, the Supervisory Board endorsed the Board of Management's proposal for the appropriation of profits. Additionally, the Supervisory Board endorsed the determination of the Audit Committee, that there were no indications that the internal control system, the risk management system, the compliance-management system and the internal audit system were ultimately not appropriate or not effective.

The Supervisory Board also approved the report of the Supervisory Board, the Declaration on Corporate Governance and the remuneration report prepared together with the Board of Management in accordance with Section 162 AktG.



Joe Kaeser and Michael Brecht at the Annual General Meeting of Daimler Truck Holding AG on June 21, 2023.

#### 2023 Annual General Meeting and preparations for the 2024 Annual General Meeting

The Annual General Meeting of Daimler Truck Holding AG was held as a virtual General Meeting in accordance with the relevant provisions of corporate law on June 21, 2023 in Stuttgart.

At its meeting on March 9, 2023, the Supervisory Board adopted the agenda and proposed resolutions for the Annual General Meeting. In the run-up to the Annual General Meeting, the Chairman of the Supervisory Board, conducted in-depth discussions with investors and proxy advisory on the role of the Supervisory Board in corporate governance as part of the so-called Governance Roadshows. These meetings provided valuable observations on the shareholders' expectations and about potential improvements regarding the interactions with the Company's owners.

At the Annual General Meeting, the resolution proposals of the administration were adopted by large majorities. These included, in particular, the aforementioned resolution on the remuneration system for the Board of Management and the resolution on the discharge of the members of the Supervisory Board and the Board of Management for the 2022 financial year.

At its meeting on February 29, 2024, the Supervisory Board approved the agenda and the proposed resolutions for the Annual General Meeting 2024, which will be again carried out in virtual format.

#### Appreciation

The Supervisory Board expresses its thanks to all employees of the Daimler Truck Group as well as the members of the Board of Management and the further management for their commitment and dedication in the 2023 financial year and their active contribution to the Company's success.

A special thank you goes to Raymond Curry, who, has earned special credit for Daimler Truck and left the Supervisory Board in the 2023 financial year. This report should conclude with the commemoration of the Company's CFO Jochen Goetz, who passed away last year. We will not forget him.

Leinfelden-Echterdingen, February 2024

The Supervisory Board

Joe Kaeser  
Chairman

**A.01**
**Individualized disclosure of participation in meetings by the members of the Supervisory Board of Daimler Truck Holding AG in the 2023 financial year – Supervisory Board**

	Participation	Attendance (%)
2023		
<b>Supervisory Board</b>		
Joe Kaeser (Chairman)	8/9	89
Michael Brecht (Deputy chairman)*	9/9	100
Michael Brosnan	9/9	100
Bruno Buschbacher*	9/9	100
Jacques Esculier	9/9	100
Akihiro Eto	9/9	100
Laura Ipsen	9/9	100
Renata Juno Brüngger	8/9	89
Carmen Klitzsch-Müller*	8/9	89
Jörg Köhlinger*	9/9	100
John Krafcik	9/9	100
Jörg Lorz*	9/9	100
Andrea Reith*	9/9	100
Martin H. Richenhagen	9/9	100
Andrea Seidel*	9/9	100
Shintaro Suzuki* (since October 16, 2023)	2/2	100
Marie Wieck	8/9	89
Harald Wilhelm	9/9	100
Roman Zitzelsberger*	8/9	89
Thomas Zwick*	9/9	100
Raymond Curry* (until October 15, 2023)	5/7	71

\* Employee representative

**A.02**
**Individualized disclosure of participation in meetings by the members of the Supervisory Board of Daimler Truck Holding AG in the 2023 financial year – Committees of the Supervisory Board**

	Participation	Attendance (%)
2023		
<b>Presidential and Remuneration Committee</b>		
Joe Kaeser (Chairman)	10/10	100
Michael Brecht*	10/10	100
Marie Wieck	10/10	100
Roman Zitzelsberger*	9/10	90
<b>Audit Committee</b>		
Michael Brosnan (Chairman)	8/8	100
Michael Brecht*	8/8	100
Akihiro Eto	8/8	100
Jörg Köhlinger*	7/8	88
Harald Wilhelm	8/8	100
Thomas Zwick*	8/8	100
<b>Nomination Committee</b>		
Joe Kaeser (Chairman)	2/2	100
Renata Jungo Brüngger	2/2	100
Marie Wieck	2/2	100
<b>Mediation Committee</b>		
Joe Kaeser (Chairman)	0/0	/
Michael Brecht*	0/0	/
Marie Wieck	0/0	/
Roman Zitzelsberger*	0/0	/

\* Employee representative

**A.03**
**Disclosure of the session mode**

Committee	Number of meetings	thereof as face-to-face <sup>1</sup>	thereof as video or telephone conferences
Supervisory Board	9	6	3
Presidential and Remuneration Committee	10	4	6
Audit Committee	8	5	3
Nomination Committee	2	0	2
Mediation Committee	0	0	0

<sup>1</sup> A face-to-face meeting is a meeting to which members of the Supervisory Board have been invited to participate on site. Attendance by video or telephone link is also possible during an in-person meeting however.