

DAIMLER TRUCK

Daimler Truck Holding AG

Joint election proposals of Mercedes-Benz Group AG and Mercedes-Benz Verwaltungsgesellschaft für Grundbesitz mbH

Annual General Meeting
on May 6, 2026



Convenience translation.
The German text is legally binding.

Joint election proposals of Mercedes-Benz Group AG and Mercedes-Benz Verwaltungsgesellschaft für Grundbesitz mbH

February 16, 2026

As part of the separation of the commercial vehicle business from the Mercedes-Benz Group (formerly: Daimler Group) by way of the spin-off of a majority interest in Daimler Truck AG to Daimler Truck Holding AG (hereinafter: Company), Mercedes-Benz Group AG (formerly: Daimler AG) and Mercedes-Benz Verwaltungsgesellschaft für Grundbesitz mbH (hereinafter: Mercedes-Benz Grund) on the one hand and the Company on the other hand concluded a so-called Deconsolidation Agreement (Annex 28 of the Spin-Off and Hive-Down Agreement (Demerger Agreement)) on 6 August 2021, which became effective on completion of the spin-off on 9 December 2021.

According to Section 1.1 of the Deconsolidation Agreement, Mercedes-Benz Group AG and Mercedes-Benz Grund undertake vis-à-vis the Company not to exercise their voting rights in the election of two of the ten Supervisory Board members of the Company to be elected by shareholders pursuant to Section 101 para. 1 German Stock Corporation Act (AktG) in conjunction with Section 7 para. 1 sent. 1 no. 3 German Co-Determination Act (MitbestG). Moreover, Section 1.4 of the Deconsolidation Agreement stipulates that Mercedes-Benz Group AG and Mercedes-Benz Grund shall jointly propose to the Company eight of the Supervisory Board members to be elected by the shareholders in good time prior to the adoption of the resolution by the Supervisory Board of the Company on its proposals for the election of the Supervisory Board members to the General Meeting the Company.

Against this background, on 13 February 2026 Mercedes-Benz Group AG and Mercedes-Benz Grund informed the Company in writing that they jointly propose the following persons for the election proposal to be submitted by the Supervisory Board of the Company to the Annual General Meeting of the Company on 6 May 2026:

1. Joe Kaeser;
2. Harald Wilhelm;
3. Britta Seeger;
4. Michael Brosnan;
5. Kurt Sievers;
6. Wayne Eyre;
7. Claudia Nemat;
8. Vipin Sondhi.

The Deconsolidation Agreement also provides for:

If the Supervisory Board of the Company resolves to propose the candidates proposed by Mercedes-Benz Group AG and Mercedes-Benz Grund to the General Meeting of the Company for election to the Supervisory Board of the Company, Mercedes-Benz Group AG and Mercedes-Benz Grund shall exercise their voting rights only in respect of these candidates (Section 1.4 of the Deconsolidation Agreement).

If the Supervisory Board of the Company deviates from the election proposals of Mercedes-Benz Group AG and Mercedes-Benz Grund, Mercedes-Benz Group AG and Mercedes-Benz Grund shall inform the Company without undue delay after receipt of the relevant invitation to the General Meeting of the Company as to with regard to which of the Supervisory Board members standing for election they will and will not exercise their voting rights on the basis of the Deconsolidation Agreement.

The Company has to promptly publish on its homepage the relevant election proposals of Mercedes-Benz Group AG and Mercedes-Benz Grund and information on the voting behaviour of Mercedes-Benz Group AG and Mercedes-Benz Grund received from Mercedes-Benz Group AG and Mercedes-Benz Grund in connection with the election or dismissal of members of the Supervisory Board of the Company and keep these election proposals and information on the voting behaviour available on its homepage at least until the end of the General Meeting at which the election or dismissal resolutions are adopted.

Supervisory Board resolutions regarding the election proposals

March 12, 2026

At its meeting on 11 March 2026 the Supervisory Board of the Company has resolved upon recommendation by the Nomination Committee from 10 March 2026 to endorse the joint election proposals from Mercedes-Benz Group AG and Mercedes-Benz Grund and to propose to the General Meeting of the Company on 6 May 2026 the following two additional candidates for election:

- Marie Wieck and
- Jan Gurander.

The details on the proposal for election of Supervisory Board members to the General Meeting of the Company are included in the convocation of the General Meeting which will be published in due time in the Federal Gazette and on the homepage of the Company.

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