

DAIMLER TRUCK

2025 Remuneration Report

YOU  
MAKE  
US

## Contents

Preface	3
1. Preamble	4
2. Structure of the Board of Management remuneration	4
2.1. Principles of remuneration	4
2.2. Regulations from previous remuneration systems	6
2.3. Review and determination of the remuneration system and the level of remuneration	6
2.4. Remuneration structure and target remuneration	6
2.5. Compliance with the maximum remuneration	7
3. Remuneration of the Board of the Management in the financial year 2025	8
3.1. Fixed remuneration components: base salary	8
3.2. Variable remuneration components	9
3.3. Malus and clawback regulation	14
3.4. Stock ownership guidelines	14
3.5. Benefits in case of early termination and other contractual provisions	15
3.6. Sideline activities	15
3.7. Third-party services	15
3.8. Individualized disclosure of board of management remuneration	15
4. Remuneration of the Supervisory Board	18
5. Comparative presentation	20

# Preface

Dear Shareholders,

The Board of Management and Supervisory Board of Daimler Truck Holding AG are pleased to present the Remuneration Report for financial year 2025.

This report is intended to transparently explain the principles, structures, and individual remuneration of the members of the Board of Management, as well as their alignment with the sustainable and long-term development of your Company.

The Board of Management and Supervisory Board report jointly in accordance with the relevant legal framework, the requirements of the German Stock Corporation Act (AktG), and the applicable Corporate Governance Regulations.

The remuneration system applicable during the reporting year ("2023+") for the members of the Board of Management has been in effect since January 1, 2023, and was approved by the Annual General Meeting on June 21, 2023, with a majority of 96.62% of the votes cast. The remuneration system is published online at <https://www.daimlertruck.com/en/company/corporate-governance/board-of-management/remuneration-of-the-board-of-management>.

## Review of the past financial year

The Supervisory Board has taken the strategic realignment ("Stronger 2030") as an opportunity to conduct a comprehensive review of the Board of Management remuneration system, in particular with regard to its linkage to value creation for investors, the strategic targets of the Company and the common national market practice.

The Supervisory Board has concluded that the existing remuneration system has proven structurally sound overall and should therefore be continued in principle. The results of the variable remuneration for financial year 2025 demonstrate the desired correlation between target achievement and remuneration ("pay for performance") and thus underscore the system's overall structural suitability. The focus of further development is therefore on emphasizing operational financial performance and on simplification and transparency.

The Annual General Meeting on May 27, 2025, approved the proposed adjustment of the Supervisory Board remuneration effective from 2026 with 99.38% of the votes cast. The remuneration of the Supervisory Board members is governed by Section 10 of the Articles of Incorporation. In accordance with the relevant regulations, the remuneration of the Supervisory Board members of Daimler Truck Holding AG consists exclusively of fixed components independent of performance.

## Outlook on the new remuneration system from 2027

The adjustments to the Board of Management's remuneration system, as decided by the Supervisory Board, are to be presented to the Annual General Meeting in 2026. Subject to approval by the Annual General Meeting in 2026, the revised Board of Management remuneration system will come into effect on January 1, 2027.

In the short-term variable remuneration (annual bonus), the focus will be on a relative financial performance criterion. As part of "Stronger 2030", Daimler Truck has set a profitability target that is intended to impact the Board of Management's remuneration. Therefore, the key performance indicator "EBIT" (Earnings Before Interest and Taxes) will be replaced by "Adjusted Return on Sales" (RoS).

In both variable remuneration components (annual bonus and stock-based compensation, SBC), additional strategic performance criteria derived from the corporate strategy can now be anchored alongside financial performance criteria, with a weighting of up to 25% per remuneration component. This adjustment allows the Supervisory Board to align the Board of Management's remuneration even more closely with the corporate strategy. Strategic performance criteria can be financial or non-financial. The Supervisory Board will, however, include at least one non-financial performance criterion related to environmental, social, or governance (ESG) factors in the annual bonus as a strategic performance criterion.

To strengthen the alignment of interests between shareholders and the management, as well as the share ownership culture within the Company, the long-term variable remuneration will be modernized. Members of the Board of Management will henceforth no longer receive long-term variable remuneration in the form of virtual shares, but real Daimler Truck Holding AG shares. Furthermore, minimum holding periods and values will be extended to management within the framework of so-called "Stock Ownership Guidelines".

Leinfelden-Echterdingen, March 2026

For the Supervisory Board



Joe Kaeser  
Chairman

# 1. Preamble

The Remuneration Report<sup>1,2</sup> was jointly prepared by the Supervisory Board and the Board of Management of Daimler Truck Holding AG (DTHAG) in accordance with the requirements of Section 162 of the German Stock Corporation Act (*Aktiengesetz - AktG*) and explains, in accordance with applicable legal requirements and the recommendations of the German Corporate Governance Code (DCGK) as amended on April 28, 2022 (published on June 27, 2022 in the Federal Gazette), the key features of the remuneration system for the Board of Management and the Supervisory Board of Daimler Truck Holding AG (hereinafter also referred to as "the Company") as well as the remuneration granted and owed to the individual members of the Board of Management and the Supervisory Board for the period from January 1, 2025 to December 31, 2025 (hereinafter referred to as "Reporting Period" or "Financial Year 2025").

The remuneration report for the previous financial year 2024 was approved by the Annual General Meeting on May 27, 2025 with an approval rate of 94.92%.

## 2. Structure of the Board of Management remuneration

The Supervisory Board has determined the remuneration for all members of the Board of Management for financial year 2025 in accordance with the remuneration system 2023+, which was submitted to the Annual General Meeting on June 21, 2023, pursuant to Section 120a (1) of the German Stock Corporation Act (AktG) and approved with 96.62% of the votes cast.

The remuneration granted and owed for financial year 2025 is consistent with the approved remuneration system with regard to the fixed remuneration components and the annual bonus.

The PPSP tranche 2021, which was paid out during the reporting period, was allocated by Daimler AG (now: Mercedes-Benz Group AG) in financial year 2021 and originates from the remuneration system in effect at the time of allocation. The disclosure required in this remuneration report is made exclusively for Martin Daum, who received an allocation of the PPSP 2021 as a member of the Board of Management of Daimler AG in the financial year 2021. Starting with the financial year 2026, a presentation of the PPSP 2022, which was allocated to the active members of the Board of Management in the financial year 2022, will be provided.

### 2.1. Principles of remuneration

The remuneration system for the members of the Board of Management consists of fixed, non-performance-related and variable, performance-related remuneration components, based on qualified and ambitious performance criteria, which together result in the total remuneration of the Board of Management.

The fixed, non-performance-related remuneration comprises the base salary, fringe benefits, and retirement benefit commitments of each member of the Board of Management. The variable, performance-related remuneration is further divided into short-term variable remuneration (annual bonus) and long-term variable remuneration (Virtual Share-based Equity Plan (VSEP)).

For variable remuneration, performance criteria and targets derived from the strategy are defined in advance by the Supervisory Board.

Subsequent changes to these performance criteria and targets are not permitted. The degree to which targets are achieved determines the actual payout to the members of the Board of Management.

Outstanding performance is rewarded accordingly, while missed targets reduce variable remuneration to zero. Due to the greater weighting of long-term variable remuneration components, the defined targets for these components represent a stronger incentive than the relevant targets for short-term variable remuneration. When determining the total remuneration of the members of the Board of Management, their respective areas of activity and responsibility are taken into account, in addition to the Company's situation. This is done in accordance with legal requirements and with a clear competitive orientation.

The Supervisory Board believes that the balanced combination of fixed, non-performance-related, and variable, performance-related remuneration components, using adequate, ambitious performance criteria and targets, provides a clear incentive for implementing the corporate strategy and striving for sustainable corporate success, taking relevant competitors into account, for the purpose of relative performance measurement. [↗ Figure 1-2](#)

<sup>1</sup> Diversity, equal opportunities and inclusion are important to us. For this reason, we use gender-neutral language throughout this report. In the interest of readability and for terms with legal meaning, we use the generic masculine form. In these cases, the terms chosen include all gender identities without limitation.

<sup>2</sup> This document contains terms such as "zero-emission (heavy-duty) vehicle" (abbreviated "ZEV", "zero-emission vehicle"), "CO<sub>2</sub>e", "CO<sub>2</sub>e-neutral", "CO<sub>2</sub>e-neutral on the balance sheet" and "locally CO<sub>2</sub>e-free" or "CO<sub>2</sub>e-free in driving operation". A "zero-emission heavy-duty vehicle" is according to Article 3 point (11) (a) of the Regulation (EU) 2024/1610 a vehicle without an internal combustion engine or with an internal combustion engine with emissions of no more than 3 g CO<sub>2</sub>/(tkm) or 1 g CO<sub>2</sub>/(pkm). "CO<sub>2</sub>e" stands for carbon dioxide equivalent and refers to the total amount of greenhouse gases released by a particular activity or process. It takes into account not only carbon dioxide, but also other greenhouse gases such as methane (CH<sub>4</sub>), nitrous oxide (N<sub>2</sub>O) and ozone (O<sub>3</sub>) by relating their climate impact to CO<sub>2</sub>. Since these gases have different effects on the climate, CO<sub>2</sub>e enables a holistic view of the climate effect of a particular activity. "CO<sub>2</sub>e-neutral" means that CO<sub>2</sub>e emissions released into the atmosphere by a company's activities are offset by a corresponding amount of CO<sub>2</sub>e. Offsetting can be achieved through various measures: reducing emissions, reducing energy consumption, switching to renewable energies, etc., or by storing or absorbing CO<sub>2</sub>. "CO<sub>2</sub>e-neutral on the balance sheet" means that CO<sub>2</sub>e emissions released are offset by compensation certificates and related projects. "Locally CO<sub>2</sub>e-free" or "CO<sub>2</sub>e-free in driving operation" means that no carbon or carbon dioxide equivalents (CO<sub>2</sub>e) is emitted from the vehicle into the immediate surroundings while driving. Unless otherwise indicated, the same understanding of terms is used in each case throughout the entire document.

**Figure 1: Remuneration guidelines**

The remuneration system in its entirety makes a significant contribution to promoting the Company's strategy.
The remuneration system and the performance criteria of its variable components incentivize long-term and sustainable development of the Company.
The remuneration system makes an important contribution to linking the interests of shareholders, customers, employees and other stakeholders.
The performance of the members of the Board of Management is appropriately taken into account through adequately and ambitiously set performance criteria within the variable remuneration components (Pay for Performance).
When measuring the performance of the Board of Management, relevant competitors are taken into account in all variable remuneration components in order to additionally implement relative measurement of success and thereby create incentives for outperformance.
The Supervisory Board ensures that the Board of Management remuneration system sets ambitious incentives and also takes into account the remuneration system of senior executives (consistency of the remuneration systems).
Current market practices are taken into account when designing the remuneration system.

In addition to ensuring the appropriateness of remuneration with regard to performance as well as market practice, taking into account the size, complexity and economic situation of the Company, the focus is also on ensuring consistency between the remuneration system of the Board of Management and the remuneration system of the senior executives.

The latter ensures that all decision-makers pursue uniform targets, taking into account the same financial and non-financial (particularly sustainability-related) aspects and driving the cultural and organizational development of Daimler Truck.

A concrete connection between the remuneration of the members of the Board of Management and their performance (pay for performance) is of great importance to the Supervisory Board of Daimler Truck Holding AG. In addition to a strong financial performance of the Daimler Truck Group as a whole and the achievement of strategic targets, this also includes responsibility for employees as well as for the environment and society.

**Figure 2: Overview of the Board of Management's remuneration system**

Remuneration System of the Board of Management			
	Remuneration Component	Description	
Fixed remuneration	Base Salary	Fixed contractually agreed remuneration, paid in twelve monthly installments (Exception USA: bi-weekly payout)	
	Fringe Benefits	Mainly expenses for security services and the provision of company cars	
	Retirement Benefit Commitment	Annual contribution amounting to 15% of the sum of the base salary and the annual bonus paid in the year in which contribution is made	
Variable remuneration	Annual Bonus	Type	Short-term variable remuneration model
		Performance criteria	Tranche 2025 > 75 % Financial Performance Criteria (Target Achievement: 0 % - 200 %) - Group and Segment EBIT Target/Actual-Comparison - Free Cash Flow of the Industrial Business (FCF IB) Target/Actual-Comparison > 25 % Non-financial (especially sustainability-related) Performance Criteria (Target Achievement: 0 % - 200 %) - Target/Actual Comparison
		Cap	200 % of the target amount
	Virtual Share-Based Equity Plan (VSEP)	Type	Long-term variable remuneration model (share price-based)
		Duration	4 years: 3-year performance period plus 1-year holding period
		Performance criteria	Tranche 2025 > 75 % Financial Performance Criterion (Target Achievement: 0 % - 200 %) - Relative Share Performance plus dividends (Total Shareholder Return) > 25 % Non-financial (especially sustainability-related) performance criteria (Target Achievement: 0 % - 200 %) - Target/Actual-Comparison
Cap	300 % of the allocated amount		
Further elements	Malus/Clawback	Partial or complete reduction or reclaim of variable remuneration is possible	
	Stock Ownership Guidelines	- The number of real shares to be acquired ranges from 20,000 to 75,000, depending on the function on the Board of Management - These shares must be held until the end of the Board of Management membership	
	Benefits in the event of early termination	In the event of premature termination of the Board of Management member's activities without good cause, payments including fringe benefits shall not exceed the value of two annual salaries and shall not amount to more than the remuneration for the remaining term of the service agreement.	

## 2.2. Regulations from previous remuneration systems

### Performance Phantom Share Plan (PPSP)

The long-term variable remuneration component, previously known as the Performance Phantom Share Plan (PPSP), was replaced by the Virtual Share-based Equity Plan (VSEP) with the introduction of the remuneration system 2023+ on January 1, 2023.

This change did not affect the PPSP tranche 2021 paid out during the reporting period or the ongoing PPSP tranche 2022. The PPSP tranche 2021, originally issued by Daimler AG (now Mercedes-Benz Group AG), was transferred to Daimler Truck Holding AG in 2021 through transfer agreements and continued by Daimler Truck Holding AG. Furthermore, Daimler Truck Holding AG issued a PPSP tranche 2022, which will be paid out in financial year 2026.

## 2.3. Review and determination of the remuneration system and the level of remuneration

For each upcoming financial year, the Presidential and Remuneration Committee prepares the review of the remuneration system and level of remuneration by the Supervisory Board and, if necessary, submits its proposals for changes to it, which the Supervisory Board then decides on. If necessary, the Presidential and Remuneration Committee and the Supervisory Board seek advice from independent external remuneration experts.

Based on the preparation and recommendations of the Presidential and Remuneration Committee, the Supervisory Board regularly reviews the remuneration system of the Board of Management members. If necessary, the Supervisory Board decides on changes. In the event of significant changes, but at least every four years, the remuneration system is again presented to the Annual General Meeting for approval.

If the Annual General Meeting does not approve the remuneration system, a revised and adjusted remuneration system has to be submitted for approval at the next ordinary Annual General Meeting at the latest.

The Supervisory Board determines the amount of the target total remuneration of the individual Board of Management members for the financial year. The target total remuneration comprises the base salary, the target amount of short-term variable remuneration, the target amount of long-term variable remuneration, and expenses for fringe benefits and retirement benefit commitments. The target total remuneration should be in an appropriate relationship to the responsibilities and performance of each Board of Management member and to situation of the Group. Furthermore, the Supervisory Board ensures that the target total remuneration is in line with market practice. To this end, it conducts both horizontal and vertical comparisons at regular and appropriate intervals.

In the horizontal – external – comparison of the target total remuneration, the companies of the DAX and an international group of competitors are considered with regard to Daimler Truck's market position (in particular industry, size, country), and the weighting of the components relative to each other as well as the level of the target total remuneration are reviewed. The Supervisory Board has concluded that the remuneration is in line with the market. For the vertical – internal – comparison of the target total remuneration, the Supervisory Board uses the two upper management levels below the Board of Management and the workforce of Daimler Truck AG in Germany for a comparison.

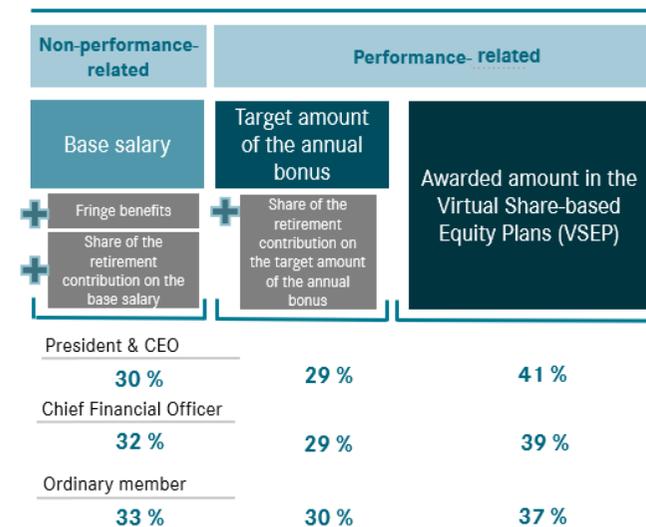
In the event of significant shifts in the ratios between the remuneration of the Board of Management and the horizontal and vertical comparison groups, the Supervisory Board examines the causes and, if there are no objective reasons for such shifts, adjusts the Board of Management remuneration accordingly. The Supervisory Board has concluded that no such adjustment is necessary.

## 2.4. Remuneration structure and target total remuneration

The fixed base salary (including retirement benefit commitments and fringe benefits) accounts for approximately 30–33% of the target total remuneration. The annual bonus (including the retirement benefit commitment component) contributes around 29–30%. The variable remuneration component with long-term incentive effect (VSEP) amounts to approximately 37–41%.

The weighting varies depending on the function – President & CEO, Chief Financial Officer or ordinary member of the Board of Management. ↗ **Figure 3**

**Figure 3: Current structure of the target total remuneration<sup>1</sup>**



<sup>1</sup> Percentage values of target total remuneration assuming EUR 100 thousand in fringe benefits.

Additional components of the non-performance-related remuneration include retirement benefit commitments and fringe benefits (non-cash benefits, mainly expenses borne by the Company for security services and the provision of company cars). The pension plan contribution is currently calculated as 15% of the sum of the base salary and the total annual bonus as determined at the end of the reporting period.

The variable remuneration, consisting of the bonus and the VSEP (with its connection to additional comparison parameters and the share price), complies with the German Corporate Governance Code (GCGC) recommendation. According to this recommendation, variable remuneration resulting from the achievement of long-term targets shall exceed the share derived from short-term targets.

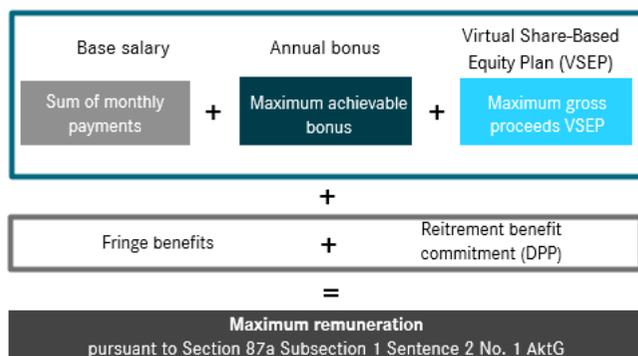
In addition, the Stock Ownership Guidelines (SOG) require the members of the Board of Management to hold a certain number of real shares for the duration of their employment, in accordance with the GCGC recommendation.

## 2.5. Compliance with maximum remuneration

In addition to the limits on the individual variable remuneration components of the Board of Management members, the Supervisory Board has decided on a maximum remuneration, which has been reviewed for its appropriateness, in accordance with Section 87a Subsection 1 Sentence 2 No. 1 AktG.

The maximum remuneration achievable for one financial year amounts to €10,000,000 for the President & CEO and €6,000,000 for ordinary members of the Board of Management. The total of all payments (base salary, annual bonus, possibly including deferral payments until 2024, PPSP/VSEP) or the expenses in the case of fringe benefits and retirement benefit commitments resulting from promises made in a given year are limited to this value, regardless of when the payments are made. [↗ Figure 4](#)

**Figure 4: Calculation of the maximum remuneration<sup>1</sup>**



<sup>1</sup> The calculation of the maximum remuneration takes into account the maximum achievable performance of the respective variable remuneration component (cap annual bonus = 200%, cap VSEP gross payout = 300%).

Should the sum of the payment amounts exceed the maximum remuneration pursuant to Section 87a Subsection 1 Sentence 2 No. 1 AktG, the remuneration element to be paid out last, usually the PPSP/VSEP, will be reduced.

Compliance with the specified maximum remuneration for financial year 2025 cannot yet be verified. The final payout amount of the VSEP tranche 2025 allocated to the Board of Management members can only be published in the remuneration report for financial year 2029, i.e., after the four-year term. However, Daimler Truck Holding AG ensures that the maximum remuneration is not exceeded at any given time through capping regulations for individual remuneration components.

The table below lists all remuneration components and compares their totals to the agreed maximum remuneration for financial year 2021. The maximum remuneration of the Board of Management members in office during fiscal year 2021 – with the exception of Martin Daum – was reviewed in 2023 (further information can be found in the Remuneration Report on the Company website: [Board of Management Remuneration | Daimler Truck](#)). Martin Daum's maximum remuneration could be reviewed in 2025 with the payment of the final remuneration component from financial year 2021, the PPSP 2021. The maximum remuneration limit was adhered to.

[↗ Figure 5](#)

The medium-term remuneration provided for in the previous remuneration system, the so-called deferral, was discontinued with the introduction of the remuneration system 2023+ on January 1, 2023. The deferral (50% of the previous year's annual bonus) was last paid out to the members of the Board of Management in financial year 2024.

**Figure 5: Compliance with the maximum remuneration<sup>1</sup> for the financial year 2021**

<b>Martin Daum</b>	
Chairman of the Board of Management of DTH AG until 30 September 2024, Member of the Board of Management, responsible for Daimler Buses, Daimler Truck Financial Services and IT from 1 October to 31 December 2024	
Remuneration December 2021	
n thousand €	
Base salary	108.3
Fringe benefits	6.7
<b>Total fixed remuneration</b>	<b>115.1</b>
Annual variable remuneration (50 % of the annual bonus 2021 (without Deferral))	103.5
Deferral (50% of the annual bonus 2021, payout in 2023) <sup>2</sup>	113.2
Multi-year variable remuneration (PPSP Plan 2021) <sup>3</sup>	2,507.4
Dividend equivalent <sup>4</sup>	242.6
<b>Total variable remuneration</b>	<b>2,966.7</b>
<b>Total remuneration 2021</b>	<b>3,081.8</b>
Retirement benefit commitments	0.0
<b>Total remuneration 2021 (incl. retirement benefit commitments)</b>	<b>3,081.8</b>
<b>Maximum remuneration 2021</b>	<b>10,000.0</b>

<sup>1</sup> Figures may not tie due to rounding.  
<sup>2</sup> Target achievement for the Deferral Annual Bonus 2021: 112% (before cap due to bonus regulation).  
<sup>3</sup> The payout amount of the PPSP 2021 was capped (see also Figure 16).  
<sup>4</sup> Payment of dividend equivalents from the allocation of the PPSP Plan 2021 for the period 2021-2024.

## 3. Remuneration of the Board of Management in financial year 2025

### 3.1. Fixed remuneration components: base salary

The base salary is a fixed remuneration for the full year based on the area of activity and responsibility of the respective Board of Management member, and is paid in twelve installments, or in the USA in twenty-six installments (Daimler Truck North America (DTNA) share).

#### Fringe benefits

Another fixed component of remuneration consists of fringe benefits. These essentially include expenses for security services and the provision of company cars, which can also be used privately, and the resulting non-cash benefit. In connection with Board of Management members whose place of employment is abroad, special location-based allowances may also apply. [↗ Figure 6](#)

During the reporting period, the members of the Board of Management were also covered by a Directors' and Officers' liability insurance policy (D&O) for governing organs and certain executives, which the Company had taken out on its behalf, with a corresponding deductible in accordance with Section 93 Subsection 2 AktG. The Company paid the premiums.

Furthermore, in exceptional cases, special payments may be granted to newly appointed members of the Board of Management to reimburse them for the loss of remuneration from their previous employment. No such special payments were granted in financial year 2025.

**Figure 6: Active members of the Board of Management - Fringe Benefits<sup>1</sup>**

Member of the Board of Management	Fringe Benefits in tsd. €
Rådström, Karin	258.0
Scherer, Eva	233.4
Hartwig, Jürgen	17.6
Puchert, Achim	35.5
O'Leary, John	511.8
Deppen, Karl	289.7
Gorbach, Andreas	240.0

<sup>1</sup> Figures may not tie due to rounding.

#### Company retirement benefit plan

The Supervisory Board of Daimler Truck Holding AG has approved a commitment to company retirement benefit system in the Daimler Pensions Plan (DPP) for all members of the Board of Management appointed from December 2021 onwards, with the exception of John O'Leary.

The Company only provides a guarantee on the sum of the contributions paid in, which are invested in the capital market according to a precautionary investment concept.

The amount of the annual contributions is based on a fixed percentage of the base salary and the annual bonus paid in the year in which the contribution is made. This percentage is currently 15%.

The contributions to the retirement benefit system are granted until the age of 62. The DPP (German Pension Plan) is paid out upon reaching the age of 62, regardless of any earlier termination of employment. If employment ends due to disability, payment is made as a disability pension even before the age of 62.

Payouts from the DPP retirement benefit system scheme can be made in three ways:

- as a single amount;
- in twelve annual installments, with each installment increasing from the occurrence of the insured event until payment (at least 1% p.a. plus any surplus shares in accordance with the retirement commitment defined in the plan);
- as a pension with an annual increase (at least 1% p.a. plus any surplus shares in accordance with the retirement commitment defined in the plan).

The contracts contain provisions stipulating that, if a member of the Board of Management passes away before retiring for reason of age, the spouse/registered life partner/designated life partner or dependent children subject to Section 32 of the German Income Tax Act (EStG) are entitled to the accrued DPP balance plus a markup for the remaining period until the member of the Board of Management reaches the calculated age of 62, in accordance with the three payout options mentioned above.

If a member of the Board of Management passes away after retiring for reason of age, the heirs are entitled to the remaining present value in the case of the twelve-annual installment option. In the case of a pension with benefits for surviving dependents, the spouse/registered life partner/designated life partner is entitled to 60% of the actual pension.

The service cost for pension obligations to members of the Board of Management according to IFRS amounted to €1.3 million in financial year 2025. The present value of the total defined benefit obligation according to IFRS was €5.9 million as of December 31, 2025.

The service cost and the present value of the pension obligations for each Board of Management member are displayed in the following table. [↗ Figure 7](#)

**Figure 7: Active members of the Board of Management – retirement benefit commitment values pursuant to IAS 19<sup>1</sup>**

	IFRS expense (Service Cost) January - December 2025	Present value of the retirement benefit entitlement IFRS reporting date view 31.12.2025
in €		
Rådström, Karin <sup>2</sup>	281,953	1,684,514
Scherer, Eva	205,107	378,884
Hartwig, Jürgen	203,268	989,842
Puchert, Achim <sup>3</sup>	209,723	858,804
O'Leary, John <sup>4</sup>	n.a.	n.a.
Deppen, Karl	198,975	962,909
Gorbach, Andreas	222,332	1,097,586
<b>Total</b>	<b>1,321,358</b>	<b>5,972,540</b>

<sup>1</sup> Figures may not tie due to rounding.

<sup>2</sup> Includes the transfer module from the Daimler Truck AG (DT AG) DPP commitment.

<sup>3</sup> The present value presentation also takes into account the valuation of the commitment from the previous affiliation with the Group (before assuming the Board mandate).

<sup>4</sup> No commitment arising from his Board membership at DTHAG.

### 3.2. Variable remuneration components

Variable remuneration is designed to provide the right incentives for the Board of Management to act in accordance with the corporate strategy, the interests of shareholders, customers, employees, and other stakeholders.

To ensure the implementation of the corporate strategy in line with the Company's long-term and sustainable development, annual operational performance criteria, both financial and non-financial, are derived from it. Achieving these criteria is incentivized through the annual bonus as short-term variable remuneration. In addition, there is the long-term variable remuneration, the Virtual Share-based Equity Plan (VSEP).

#### Annual bonus

The annual bonus is a short-term variable remuneration component that incentivizes contributions to the operational implementation of the corporate strategy, particularly the future-oriented expansion of the business model and the sustainable orientation of the Company as a commercial vehicle manufacturer.

For each upcoming financial year, the Supervisory Board derives demanding and ambitious financial and non-financial performance criteria from the strategic corporate targets.

In addition to financial performance criteria, non-financial performance criteria related to sustainability are anchored in the short-term variable remuneration. The Company aligns its ambitious sustainability targets with the ESG (Environmental, Social & Governance) framework.

The total payout amount from the annual bonus is capped at twice (200%) the individual target value for the corresponding financial year. The target value, which is paid out upon 100% target achievement, is determined individually for the Board of Management functions.

#### ➤ Figure 8

**Figure 8: Overview annual bonus**



<sup>1</sup> For members of the Board of Management with exclusive segment responsibility: Trucks North America, Mercedes-Benz Trucks and Trucks Asia.

#### VSEP

The VSEP reflects the key long-term financial and non-financial performance criteria, which are primarily aligned with strategic targets. Achieving these targets ensures sustainable corporate success compared to the competition. This is intended to lead to a positive long-term share price development for Daimler Truck Holding AG and thus also secure a sustainable return for shareholders.

#### Performance criteria for the annual bonus - Financial performance criteria

The financial performance criteria are based on Daimler Truck's EBIT (Group EBIT) and the free cash flow of the industrial business (FCF IB). The weighting of these two financial performance indicators, EBIT and FCF IB, is 50% each. For members of the Board of Management with segment responsibility, the Supervisory Board has implemented segment EBIT as a performance criterion in addition to Group EBIT. Here, Group EBIT and segment EBIT are each weighted at 50%. The financial performance criteria are weighted at 75% in the annual bonus.

As earnings before interest and taxes, EBIT reflects the Group's operating profit/profit responsibility. Daimler Truck's EBIT target for the respective financial year is derived from the ambitious, competitive, medium-term return target for the industrial and financial services businesses, as set by the Supervisory Board, and from growth targets.

The starting point for this calculation is the previous year's turnover for the industrial business or the previous year's equity for the financial services business.

Free cash flow (FCF) of the industrial business describes the change in liquid funds from the operating industrial business that are available, for example, for distributions to shareholders, and is therefore an important indicator of the financial strength of Daimler Truck Holding AG. The target FCF for the respective financial year is determined based on the defined EBIT target for the industrial business (derived from the Group's EBIT target) and a strategic target for the so-called cash conversion rate, taking into account a growth rate.

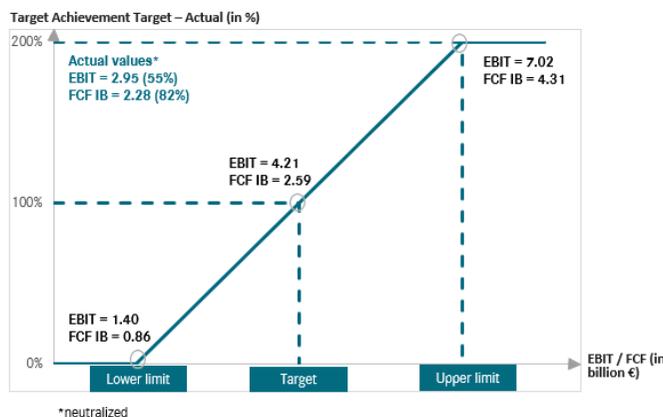
The cash conversion rate represents the proportion of the period's profit that, after taking into account the payments for investments in research and development, property, plant and equipment and working capital required as part of the strategic growth target, is intended to flow into liquidity.

The FCF IB actual value is generally determined taking into account investments in the transformation, specifically in the fields of »cellcentric«, charging infrastructure and battery cells.

The result of the target achievement for the financial performance criteria used to determine the payout amount may be adjusted for extraordinary developments during the year. These include, for example, significant changes to the underlying IFRS accounting standard and the associated valuation methods, acquisitions and divestments, as well as new, particularly legal, framework conditions that have a significant impact on ongoing business. Unfavorable market developments are explicitly excluded from this definition.

The range of possible target achievement for the financial performance criteria EBIT and FCF IB is between 0% and 200%. If the actual value achieved is at or below the lower value of the range, the target achievement level is always 0%, meaning a total loss of the bonus is possible. If the actual value is at or above the upper value of the range, the maximum target achievement level of 200% is achieved. ↗ **Figure 9**

**Figure 9: Financial targets - EBIT and Free Cash Flow of the Industrial Business (FCF IB) for financial year 2025**



By incorporating EBIT and FCF IB into the Board of Management remuneration as financial foundations for achieving Daimler Truck's targets, a clear link to the corporate strategy is established. The EBIT target value serves to focus on strengthening the global core business and the segments. The FCF IB target value supports the prioritization of efficient capital allocation. ↗ **Figure 10**

**Figure 10: Achievement of financial key figures at Group and segment level for the financial year 2025**

Financial key figure [in billion €]	Target (100%)	Actual Value
FCF IB	2.59	2.28
EBIT Group	4.21	2.95
EBIT Segment Trucks North America	1.54	1.83
EBIT Segment Mercedes-Benz Trucks	2.22	0.70
EBIT Segment Trucks Asia	0.32	0.21

**Performance criteria for the annual bonus – Non-financial performance criteria**

In addition to incentives for strong financial performance of Daimler Truck, sustainability targets aligned with the ESG (Environmental, Social & Governance) framework are also included in the annual bonus to consider all stakeholder interests.

These targets reflect the increased importance of sustainable business. Non-financial performance criteria are weighted at 25% in the annual bonus.

The sustainability targets provide information on whether and to what extent Daimler Truck is implementing and planning sustainable strategies at the environmental, social, and corporate levels, and what progress Daimler Truck has already achieved in this regard. The selection of various non-financial performance criteria ensures extensive coverage of various sustainability criteria that are of strategic relevance to Daimler Truck.

In financial year 2025, the variable short-term remuneration for the Board of Management included sales of locally CO2e-free vehicles (Zero Emission Vehicles (ZEVs)) and the Lost Time Injury Rate (LTIR), which is the rate of work-related accidents resulting in days of absence. These targets, with a total weighting of 25%, were anchored in the system with individual weightings of 20% for ZEV and 5% for LTIR.

The range for achieving the sustainability targets can also be between 0% and 200%. If the actual value achieved is at or below the lower end of the range, the target achievement level is always 0%, meaning a complete loss of the bonus is possible. If the actual value is at or above the upper end of the range, the maximum target achievement level of 200% is achieved.

For locally CO2e-free vehicles, the sales of all electrically powered trucks and buses within the Daimler Truck Group for the year 2025 are compared to the targets derived from the planning.

Daimler Truck relies on a holistic occupational safety and health management. In the area of Health & Safety, the goal is to reduce the company-wide Lost Time Injury Rate (LTIR). The LTIR serves as a measure of accident frequency within the Company. The target value is derived from the previous year's actual value.

It records the number of work-related accidents resulting in at least one day of absence relative to the hours worked, normalized to one million working hours.

In financial year 2025, 6,726 units of ZEVs (eTrucks and eBuses) were sold. Within a defined range of 4,000 to 8,000 units, this corresponds to a target achievement of 136% for the Environmental target. For the Social target LTIR, a measured value of 6.77 was achieved in financial year 2025. Within a defined range of 7.24 to 6.16 points, this corresponds to a target achievement of 87%.

Based on the target achievements for the individual sustainability targets and the strategic, organizational, and structural contributions of the entire Board of Management, taking into account the economic environment and the competitive situation/positioning, the Supervisory Board derived a combined target achievement level for the Board of Management.

This level for financial year 2025 is 32% percentage points and subsequently incorporates a weighting of 25% for the non-financial targets. [↗ Figure 11](#)

**Payout of the annual bonus 2025**

The annual bonus 2025 will be paid out in full to the members of the Board of Management in the first half of 2026. [↗ Figure 12](#)

**Figure 11: Non-financial (especially sustainability-related) performance criteria**

Category	Target	Target Achievement
E Environmental	Number of ZEVs sold (eTrucks and eBuses; Group Sales target)	136%
S Social	Lost Time Injury Rate (LTIR)	87%
G Governance	No criterion in 2025	n.a.

**Figure 12: Annual bonus<sup>1</sup> for members of the Board of Management - Determination of payment amounts DTHAG**

Board of management member	Target amount in thousand € January – December 2025	Financial targets - Target achievement in % weighted		Financial targets - Total target achievement in % <sup>4</sup>	Sustainability targets - Target achievement in % weighted		Sustainability targets - Total target achievement in % <sup>4</sup>	Total target achievement in % <sup>4</sup>	Payout amount in thousand €
		EBIT (50%)	FCF IB (50%)		ZEV (80%)	LTIR (20%)			
		Group EBIT (50%/25%)	Segment EBIT (n.a./25%)	FCF IB (50%)	ZEV (80%)	LTIR (20%)			
Rådström, Karin	1,330.0	27% / 14%	n.a.	41%	51%	17%	32%	83%	1,103.9
Scherer, Eva	665.0		n.a.		51%			83%	552.0
Hartwig, Jürgen	665.0		n.a.		51%			83%	552.0
Puchert, Achim <sup>2</sup>	665.0		5%		45%			76%	505.4
O’Leary, John <sup>2,3</sup>	696.8		19%		55%			87%	606.2
Deppen, Karl <sup>2</sup>	665.0		12%		50%			82%	545.3
Gorbach, Andreas	665.0		n.a.		51%			83%	552.0

<sup>1</sup> Figures may not tie due to rounding; they are rounded up to the nearest percentage point.

<sup>2</sup> The sum of the respective weighted target achievements relative to the overall target achievement.

<sup>3</sup> To determine John O’Leary’s annual bonus, his base salary was converted from USD to EUR. Base salary varies due to exchange rate fluctuations.

<sup>4</sup> The sum of the respective, weighted target achievements in relation to the overall target achievement.

### Long-Term Variable Remuneration

This section reports on both the Performance Phantom Share Plan (PPSP) 2021, which was paid out during the reporting period, and the Virtual Share-based Equity Plan (VSEP) 2025, which was allocated during the reporting period.

### Basic principles of the PPSP and VSEP

The PPSP and VSEP are long-term variable remuneration components that were/are generally allocated to the members of the Board of Management of Daimler Truck Holding AG in annual tranches. The PPSP was allocated until financial year 2022. The VSEP has been allocated since financial year 2023.

At the beginning of the plan, the Supervisory Board determines an award amount value in euros as part of the determination of the individual annual target total remuneration. This amount is divided by the relevant average share price of Daimler Truck Holding AG, calculated over a predetermined longer period (the "initial price"), resulting in the number of phantom/virtual shares provisionally allocated.

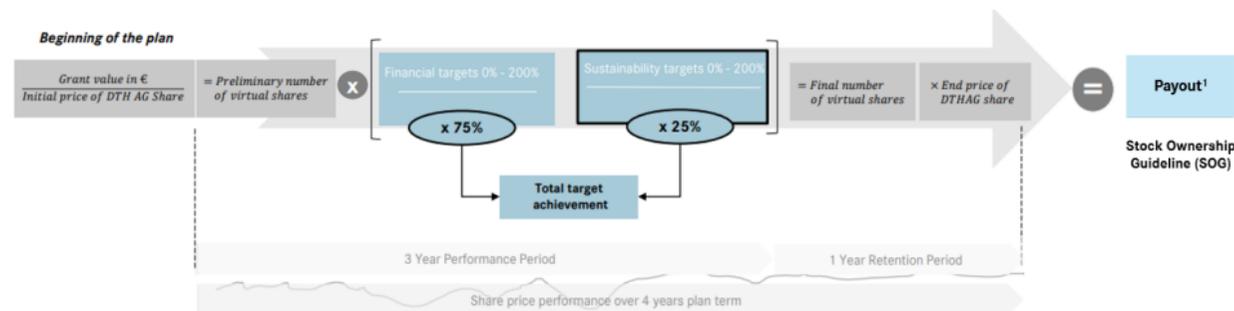
Performance criteria are also set at the beginning of the plan for a period of three years (performance period). Depending on the achievement of these performance criteria, which can range from 0% to 200%, the phantom/virtual shares provisionally allocated at the beginning of the plan are initially converted into the final number of allocated phantom/virtual shares after the three years have elapsed.

After a further year (holding period), the final number of phantom/virtual shares is multiplied by the determined end price (final price) of the Daimler Truck Holding AG share to calculate the payout amount.

#### ➤ Figure 13

Each phantom/virtual share held qualifies for a dividend equivalent if a dividend is paid on shares of Daimler Truck Holding AG in the relevant year. The amount of the dividend equivalent is then determined by the dividend paid on a real share of the Company in that year. It is granted during the performance period for the provisionally allocated number of phantom/virtual shares, and in the year of the holding period for the final number of phantom/virtual shares.

**Figure 13: Principle representation of long-term variable remuneration**



<sup>1</sup> Reduction of the payment if the maximum total remuneration exceeds the specified maximum limit.

The Annual General Meeting of Daimler Truck Holding AG resolved on May 27, 2025, to pay a dividend of EUR 1.90 per Daimler Truck share. A dividend equivalent of the same amount was paid to the members of the Board of Management during the reporting period for each virtual share allocated to them under the PPSP/VSEP tranches for 2022 to 2025. A dividend equivalent for the PPSP/VSEP tranches 2022-2024 was paid to Martin Daum (who left the Company on December 31, 2024).

If a plan participant deceases during the performance period, the holding period, or after the holding period before the payment claim becomes due, their heirs will receive, in addition to any dividend equivalents already received, remuneration determined according to differentiated regulations in the plan terms and conditions. The corresponding tranche is generally paid out on a pro rata basis.

### Final price of the PPSP 2021

For the PPSP 2021, which was paid out in the financial year 2025, the "final price" is defined as the average opening price of the Daimler Truck Holding AG share (Xetra trading on the Frankfurt Stock Exchange) between January 1, 2025 and January 31, 2025.

The share price used to pay out the plan is also relevant for the allocation of the provisional number of virtual shares for the plan newly issued in the respective year.

The amount payable at the end of the plan also takes into account the dividend equivalents paid out during the four-year plan term and may be subject to a cap.

### Performance criteria of the PPSP 2021

The target achievement for long-term variable remuneration is measured by two performance criteria, each weighted at 50%. The first criterion is "relative return on sales" (RoS), which incentivizes sustainable and profitable growth and increased efficiency. The second criterion is "relative share price performance" plus dividends (total shareholder return), which particularly reflects the interests of shareholders.

#### – Relative return on sales (RoS)

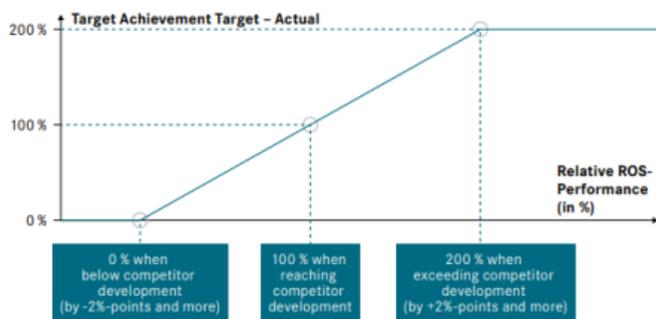
The deviation of the average RoS according to the Consolidated Financial Statements of Mercedes-Benz Group AG (formerly Daimler AG; up to and including financial year 2021) or Daimler Truck Holding AG (from the financial year 2022 onwards) from the average RoS of the peer group (revenue-weighted average) determines the level of the RoS performance factor.

If the average return on sales (RoS) according to the Consolidated Financial Statements corresponds to the average RoS of the peer group, the RoS performance factor is 100%.

If the average RoS according to the Consolidated Financial Statements is 2 percentage points or more below (above) the average RoS of the peer group, the RoS performance factor is 0% (200%). Within a range of +/- 2 percentage points deviation, the RoS performance factor develops proportionally to the deviation.

➤ Figure 14

Figure 14: Financial Performance Criteria PPSP - Return on Sales

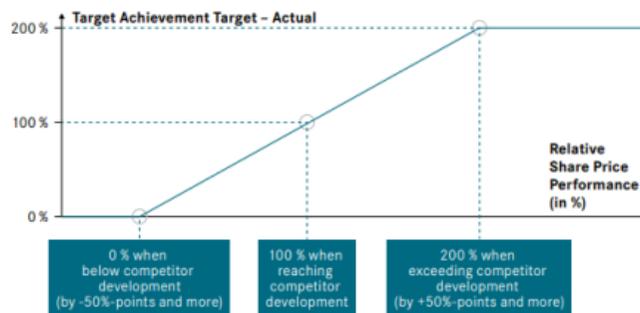


- Relative share price performance

The relative share performance is measured up to and including December 9, 2021, based on the performance of the Mercedes-Benz Group AG share (formerly Daimler AG). From December 10, 2021, to December 31, 2021, it is measured on the average of the share prices of Mercedes-Benz Group AG (formerly Daimler AG) and Daimler Truck Holding AG. Since January 1, 2022, it has been measured exclusively on the performance of the Daimler Truck Holding AG share.

The relative share performance is always measured in a three-year comparison with the performance of a defined group of peers. If the share performance (in %) corresponds the performance of the peer group (in %), the target achievement level is 100%. If the performance development of the share (in %) is 50 percentage points or more below (above) the performance of the peer group, the target achievement level is 0% (200%). Within a range of +/- 50 percentage points deviation, the performance factor relative share performance develops proportionally to the deviation. ➤ Figure 15

Figure 15: Financial Performance Criteria PPSP - Relative Share Price Performance



**Transfer and target achievement of the PPSP 2021**

The PPSP tranche allocated to Martin Daum by Daimler AG (now: Mercedes-Benz Group AG) in financial year 2021 was transferred to the PPSP of Daimler Truck Holding AG following the spin-off of the Daimler Truck Group. The other members of the Board of Management of Daimler Truck Holding AG were not members of the Board of Management of Daimler AG/Mercedes-Benz Group AG at the time of the allocation of the PPSP tranche (2021). Therefore, in accordance with Section 162 AktG, the PPSP tranche 2021 is reported only for Martin Daum within the framework of the remuneration granted and owed. ➤ Figure 16

Figure 16: Overall target achievement PPSP 2021<sup>1</sup>

Last name	First name	Allocation value in euros	Initial price in euros	Provisional number of phantom shares (converted due to spin-off) <sup>2</sup>	Performance factor (target achievement)	Final number phantom shares	Final price in euros	Calculated gross payout amount PPSP 2021 in euros	Gross payout PPSP 2020 in euros (after Cap) <sup>3</sup>
Daum	Martin	1,100,000	58.30	52,329	150%	78,494	39.09	3,068,330	2,507,361

<sup>1</sup> Figures may not tie due to rounding.

<sup>2</sup> Conversion factor of original Daimler AG shares to Daimler Truck Holding (DTH) AG shares 2.7734.

<sup>3</sup> The total payout amount was capped at 2.5 times the allocation value at the start of the plan. Cap including dividend equivalent.

The payout of the PPSP 2021 was based on the calculated final share price of Daimler Truck Holding AG between January 1, 2025, and January 31, 2025.

Following the successful spin-off of Daimler Truck, the PPSP tranche 2021 was continued as a Group-specific plan. To offset the loss in value of the Daimler/Mercedes-Benz Group share resulting from the spin-off, the number of provisional phantom shares allocated was adjusted.

The target achievement for the reference figures used as financial performance criteria for the PPSP 2021 was 200% for the relative return on sales and 99% for the relative share performance of Daimler AG (now: Mercedes-Benz Group AG). The target achievement for Martin Daum from the PPSP 2021 was 150%.

**Allocation of the VSEP 2025**

In financial year 2025, virtual shares were allocated to the members of the Board of Management of Daimler Truck Holding AG as part of the VSEP. The individual allocation value was divided by the initial price of the Daimler Truck Holding AG share. The average opening price of the Daimler Truck Holding AG share in Xetra trading on the Frankfurt Stock Exchange between January 1 and 31, 2025 was used as the initial share price. For the VSEP 2025, this initial price is €39.09.

**Figure 17: Allocation of VSEP 2025 for the Board of Management members**

Member of the Board of Management	Allocation value in thousand € 2025	Initial price in €	Number of provisionally allocated virtual shares (units)
Rådström Karin	2,210	39,09	56,537
Scherer, Eva	1,050		26,862
Hartwig, Jürgen	950		24,303
Puchert, Achim	950		24,303
O'Leary, John	950		24,303
Deppen, Karl	950		24,303
Gorbach, Andreas	950		24,303

#### Performance criteria of the VSEP 2025

For the VSEP tranche 2025, the relative share price performance in relation to the MSCI World Industrials Index serves as the financial performance criterion.

The non-financial performance criterion is the reduction of CO<sub>2</sub>e emissions. From 2025 onward, in addition to Scope 2 (indirect emissions from the generation of purchased energy), Scope 1 emissions (direct emissions from the Company's own emission sources) of the Daimler Truck Group will also be considered.

The proportion of female executives among all executives at levels 1 to 4 of the Group, which served as a further non-financial performance criterion in the VSEP tranches 2023 and 2024, will not be considered in the VSEP 2025 tranche anymore in order to address legal risks in the USA.

The financial performance criterion is weighted at 75% and the non-financial performance criterion at 25%.

The target achievement for the VSEP 2025 and the actual payout amounts will be published in the remuneration report for the financial year 2029, after the three-year performance period and the one-year holding period have expired.

If a plan participant deceases during the performance period, the holding period, or after the holding period before the payment claim becomes due, their heirs will receive, in addition to any dividend equivalents already received, remuneration determined according to differentiated regulations in the plan terms and conditions depending on the circumstances. The corresponding tranche is generally paid out on a pro rata basis.

#### Integration of sustainability-related performance into incentive systems in accordance with the Corporate Sustainability Reporting Directive (CSRD)

In 2025, the Company adhered to the requirements of CSRD reporting in accordance with the defined European Sustainability Reporting Standards (ESRS). The non-financial performance criteria for 2025 are used to present the climate-related considerations of the Board of Management remuneration.

The performance and remuneration of the Board of Management are assessed in relation to set climate targets in accordance with ESRS Standard E1-GOV-3.13. The percentage of variable target remuneration dependent on sustainability-related targets remains unchanged at 25%, and the percentage of total target remuneration linked to climate-related factors is 16% (2024: 12%). Further information can be found in the Annual Report (Group Sustainability Statement).

#### 3.3. Malus and clawback regulation

The service agreements and the VSEP terms and conditions include so-called malus and clawback regulations. Accordingly, a violation of the obligations under Section 93 AktG and, in particular, the principles of conduct set out in the Company's Code of Conduct, in the capacity of a member of the Company's Board of Management, can lead to a partial or complete reduction of the annual bonus (malus). If a deduction of the reduction amount from bonuses not yet paid or from future bonuses is not possible, there is an obligation to repay bonuses already paid out in the amount of the reduction (clawback).

The Supervisory Board decides on whether and to what extent a reduction will be made, taking into account the specific circumstances of the individual case and weighing the interests of both contracting parties.

According to the VSEP terms and conditions, in the event of a proven violation of the principles of conduct set out in the Company's Code of Conduct or of other service obligations up to the date of payment of the plan proceeds, a partial or complete reduction of the preliminary (including adjusted) and final allocation amount is possible. The Supervisory Board decides on any reduction.

In financial year 2025, no circumstances were identified that would justify a reduction or clawback of the variable remuneration. A claim for repayment based on this was therefore not made.

#### 3.4. Stock ownership guidelines

To further align the interests of the Board of Management and shareholders, there are guidelines for the Board of Management's stock ownership ("Stock Ownership Guidelines," SOG) as part of the Board of Management's remuneration. According to these guidelines, the Board of Management members are obligated to acquire Daimler Truck Holding AG shares until the SOG target is reached and to hold these shares until their employment ends.

To comply with these guidelines, up to 25% of the gross annual payouts from the PPSP are generally to be used to acquire real shares of the Company; however, the shares may also be purchased in other ways. Starting with the VSEP 2023 and the associated payout in 2027, 50% of the gross payout is to be used for the acquisition of real shares.

The number of shares to be acquired and held (SOG targets) is as follows for each Board of Management function:

- President & CEO: 75,000 shares
- Chief Financial Officer: 25,000 shares
- Ordinary member of the Board of Management: 20,000 shares

The members of the Board of Management in office during the reporting year fulfilled their obligations to acquire shares from the payout amount of the PPSP 2021, which was paid out in financial year 2025.

### 3.5. Benefits in case of early termination and other contractual provisions

The service agreements of the Board of Management members are concluded for the duration of the appointment and are extended in each case for the duration of the reappointment. If the appointment as a member of the Board of Management is revoked in accordance with Section 84 Subsection 4 AktG and there is a good cause (wichtiger Grund) within the meaning of Section 626 of the German Civil Code (Bürgerliches Gesetzbuch - BGB), the service agreement also ends at the time the revocation of the appointment takes effect. In this case, the member of the Board of Management will not receive any payments for the period from the effective date of the revocation.

In the event of premature termination of the employment relationship without good cause pursuant to Section 626 of the German Civil Code (BGB) for extraordinary termination, payments to the member of the Board of Management, including fringe benefits, shall not exceed the value of two years' remuneration and shall not exceed the remuneration for the remaining term of the Service Agreement, even if the Service Agreement continues. The entitlement to payment of the annual bonus exists only on a pro rata basis up to the Board of Management member's end of the term of office. The entitlement to payment of already allocated long-term variable remuneration (PPSP/VSEP) is determined by the terms of the respective plans and the provisions in the Service Agreements.

In the event of a plan participant leaving the Company due to a mutually agreed termination of the employment relationship, a regular end of the agreement (expiration of the agreement), early retirement, retirement (including after part-time retirement) or occupational or work disability, the plan participant retains their entitlements to any dividend equivalents and remuneration for the entire term of the plan.

If the employment relationship ends automatically due to extraordinary termination or in the event of a revocation of the appointment or resignation from office, all claims to long-term variable remuneration (PPSP/VSEP) generally expire upon the end of the employment relationship.

If the employment relationship ends because the member of the Board of Management does not agree to its extension, claims to long-term variable remuneration (PPSP/VSEP) may expire in certain constellations.

Both the annual bonus and the long-term variable remuneration (PPSP/VSEP) will not be paid prematurely in the event of early termination of the service agreement, but rather at the time specified in the Service Agreement or in the respective plan conditions.

There are no commitments in the event of premature termination of the Board of Management's activities as a result of a change of control.

### 3.6. Sideline activities

The Presidential and Remuneration Committee decides on the granting of prior approvals for sideline activities of the Board of Management's members and reports to the Supervisory Board on an ongoing and prompt basis on any approvals it has granted. It submits a complete list of the sideline activities of each Board of Management member to the Supervisory Board once a year for information.

The members of the Board of Management should only take on management or supervisory board mandates and/or other administrative or voluntary functions outside the Daimler Truck Group to a limited extent. The aforementioned activities should generally serve the Company's interests and, in particular, must not interfere with the work of the Board of Management.

Insofar as sideline activities involve mandates on statutory supervisory boards or comparable control bodies of commercial enterprises, these are listed in the Annual Report (annual financial statements) of Daimler Truck Holding AG, which is published on the Company's website. There is generally no entitlement to separate remuneration for the performance of mandates in Group companies.

### 3.7. Third-party services

The members of the Board of Management of Daimler Truck Holding AG did not receive any benefits from third parties for their service on the Board of Management of Daimler Truck Holding AG.

### 3.8. Individualized disclosure of the Board of Management remuneration

The remuneration granted and owed to the individual members of the Board of Management, in individualized form, as well as their relative shares pursuant to Section 162 AktG, can be found in the following table. This involves both a vesting-based and a payout-based statement. [↗ Figure 18](#)

The annual bonus fully earned in the financial year 2025 will be paid out in the financial year 2026. This is reported in accordance with a vesting-based interpretation. The payout-oriented reporting logic is chosen for the PPSP. This ensures that the amount can be reported according to the actual inflow. The PPSP tranche 2021 was paid out in financial year 2025. Similarly, the dividend equivalents of the PPSP 2022 and VSEP 2023-2025 paid out in the financial year 2025 are reported according to the payout-oriented reporting logic.

For transparent reporting, the pension expense in accordance with IAS 19 for retirement benefit commitments is additionally stated, even though it is not part of the remuneration granted and owed pursuant to Section 162 AktG.

Former Board of Management member Martin Daum left the Company prematurely and by mutual agreement on December 31, 2024. The total remuneration granted and owed for the financial year 2025 to Martin Daum amounted to €3,949,896.8 (100.0%). Martin Daum is subject to a post-contractual non-compete clause for the period from January 1, 2025, to February 28, 2026. The total compensation for this post-contractual non-compete clause is €1,300,000.0 gross. The pro rata amount of €1,083,333.3 (27.4%) gross was paid out during the financial year. Fringe benefits (provision of a company car and granting of taxable benefits) already promised up to the original service agreement end date (February 28, 2025) were granted in 2025 and amount to €4,723.5 (0.1%). The PPSP tranche 2021 was paid out in the financial year, with a final payout value of €2,507,361.0 (63.5%). The dividend equivalent for the PPSP tranches 2022-2024, which was paid out in 2025, amounted to €354,479.0 (9.0%).

Entitlements from the VSEP 2024 and earlier VSEP and PPSP plans will continue, be settled, and paid out in accordance with the applicable plan terms and conditions.

The remuneration granted and owed for the financial year 2025 for former member of the Board of Management Stephan Unger includes the dividend equivalent for the PPSP tranches 2022-2024 and amounts to €151,598.0 (100.0%).

**Figure 18: Individualized disclosure of the Board of Management remuneration in accordance with § 162 AktG<sup>1,2</sup>**

Remuneration granted and owed pursuant to Section 162 Paragraph 1 Sentence 1 of the German Stock	Karin Rådström President & CEO				Eva Scherer <sup>5</sup> Chief Financial Officer				Jürgen Hartwig Human Resources				Achim Puchert <sup>6</sup> Mercedes-Benz Trucks and BharatBenz			
	January - December 2025		January - December 2024		January - December 2025		January - December 2024		January - December 2025		January - December 2024		January - December 2025		January - December 2024	
	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %
Base salary	1,300.0	44.2%	812.5	31.0%	650.0	42.0%	487.5	21.5%	650.0	45.9%	650.0	27.7%	650.0	51.1%	54.2	50.3%
Fringe benefits	258.0	8.8%	203.7	7.8%	233.4	15.1%	1,055.9	46.5%	17.6	1.2%	226.9	9.7%	35.5	2.8%	1.5	1.4%
<b>Total fixed remuneration</b>	<b>1,558.0</b>	<b>53.0%</b>	<b>1,016.3</b>	<b>38.8%</b>	<b>883.4</b>	<b>57.1%</b>	<b>1,534.4</b>	<b>68.0%</b>	<b>667.6</b>	<b>47.1%</b>	<b>876.9</b>	<b>37.4%</b>	<b>685.5</b>	<b>53.9%</b>	<b>55.7</b>	<b>51.7%</b>
Annual variable remuneration (Fully earned annual bonus 2025 or annual bonus 2024)	1,103.9	37.6%	801.3	30.6%	552.0	35.7%	665.0	29.3%	552.0	38.9%	665.0	28.4%	505.4	39.7%	52.1	48.3%
Deferral (50% of the Annual Bonus 2022) <sup>3</sup>	n.a.	n.a.	641.6	24.5%	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	641.6	27.4%	n.a.	n.a.	n.a.	n.a.
Dividend Equivalent <sup>4</sup>	277.4	9.4%	160.9	6.1%	112.4	7.3%	61.4	2.7%	197.8	14.0%	160.9	6.9%	80.9	6.4%	n.a.	n.a.
<b>Total variable remuneration</b>	<b>1,381.3</b>	<b>47.0%</b>	<b>1,603.8</b>	<b>61.2%</b>	<b>664.4</b>	<b>42.9%</b>	<b>726.4</b>	<b>32.0%</b>	<b>749.8</b>	<b>52.9%</b>	<b>1,467.5</b>	<b>62.6%</b>	<b>586.3</b>	<b>46.1%</b>	<b>52.1</b>	<b>48.3%</b>
<b>Total remuneration within the meaning of Section 162 AktG</b>	<b>2,939.3</b>	<b>100.0%</b>	<b>2,620.0</b>	<b>100.0%</b>	<b>1,547.8</b>	<b>100.0%</b>	<b>2,269.8</b>	<b>100.0%</b>	<b>1,417.4</b>	<b>100.0%</b>	<b>2,344.4</b>	<b>100.0%</b>	<b>1,271.8</b>	<b>100.0%</b>	<b>107.8</b>	<b>100.0%</b>
Retirement benefit commitments	281.9		234.1		205.1		133.4		203.3		208.7		209.7		68.3	
<b>Total remuneration (incl. retirement benefit commitments)</b>	<b>3,221.2</b>		<b>2,854.1</b>		<b>1,752.9</b>		<b>2,403.2</b>		<b>1,620.7</b>		<b>2,553.1</b>		<b>1,481.5</b>		<b>176.1</b>	

<sup>1</sup> Figures may not tie due to rounding.

<sup>2</sup> Daimler Truck AG will have a portion of the total remuneration of its Board of Management members for financial year 2025 charged to it by Daimler Truck Holding AG.

<sup>3</sup> Deferral annual bonus target achievement 2022: 98.7% (before cap due to bonus arrangement). Last deferral payment in 2024.

<sup>4</sup> Payment of dividend equivalents (1.90 Euro per share) from the allocation of the PPSP/VSEP plans for the period 2022-2025.

<sup>5</sup> Pro-rata calculation for base salary, fringe benefits, and pension expenses (April 1, 2024 - December 31, 2024). Fringe benefits include the sign-on bonus of EUR 1 million (gross), which was granted as a special payment to compensate for payments no longer made in the previous employment relationship.

<sup>6</sup> Proportional calculation for the basic remuneration, the additional benefits, the pension expenses and the annual bonus (01.12.-31.12.2024).

Figure 18: Individualized disclosure of the Board of Management remuneration in accordance with § 162 AktG<sup>1,2</sup>

Remuneration granted and owed pursuant to Section 162 Paragraph 1 Sentence 1 of the German Stock Corporation Act (AktG)	John O'Leary <sup>7</sup> Daimler Truck North America				Karl Deppen <sup>8</sup> FUSO and RIZON				Andreas Gorbach Truck Technology			
	January - December 2025		January - December 2024		January - December 2025		January - December 2024		January - December 2025		January - December 2024	
	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %
Base salary	688.3	34.3%	768.1	23.5%	650.0	38.6%	650.0	28.0%	650,00	39.6%	650.0	26.4%
Fringe benefits	511.8	25.5%	688.7	21.1%	289.7	17.2%	303.5	13.1%	240.0	14.6%	343.5	14.0%
<b>Total fixed remuneration</b>	<b>1,200.1</b>	<b>59.9%</b>	<b>1,456.8</b>	<b>44.7%</b>	<b>939.7</b>	<b>55.8%</b>	<b>953.5</b>	<b>41.1%</b>	<b>890.0</b>	<b>54.3%</b>	<b>993.5</b>	<b>40.4%</b>
Annual variable remuneration (Fully earned annual bonus 2025 or annual bonus 2024 (without deferral))	606.2	30.2%	886.6	27.2%	545.3	32.4%	565.3	24.4%	552.0	33.7%	665.0	27.0%
Deferral (50% of the Annual Bonus 2022) <sup>3</sup>	n.a.	n.a.	758.1	23.2%	n.a.	n.a.	641.6	27.6%	n.a.	n.a.	641.6	26.1%
Dividend Equivalent <sup>4</sup>	197.8	9.9%	160.9	4.9%	197.8	11.8%	160.9	6.9%	197.8	12.1%	160.9	6.5%
<b>Total variable remuneration</b>	<b>804.0</b>	<b>40.1%</b>	<b>1,805.6</b>	<b>55.3%</b>	<b>743.1</b>	<b>44.2%</b>	<b>1,367.8</b>	<b>58.9%</b>	<b>749.8</b>	<b>45.7%</b>	<b>1,467.5</b>	<b>59.6%</b>
<b>Total remuneration within the meaning of Section 162 AktG</b>	<b>2,004.1</b>	<b>100.0%</b>	<b>3,262.4</b>	<b>100.0%</b>	<b>1,682.8</b>	<b>100.0%</b>	<b>2,321.3</b>	<b>100.0%</b>	<b>1,639.8</b>	<b>100.0%</b>	<b>2,461.0</b>	<b>100.0%</b>
Retirement benefit commitments	0.0		0.0		198.9		202.2		222.3		231.2	
<b>Total remuneration (incl. retirement benefit commitments)</b>	<b>2,004.1</b>		<b>3,262.4</b>		<b>1,881.7</b>		<b>2,523.5</b>		<b>1,862.1</b>		<b>2,692.2</b>	

<sup>7</sup> Two contracts (a German contract with Daimler Truck Holding AG and an American contract with Daimler Truck North America LLC (DTNA)); a large portion of the remuneration is processed via DTNA in US dollars; the deviation between base salary and STI due to exchange rate conversion.

<sup>8</sup> A large part of the remuneration is charged to Mitsubishi Fuso Truck and Bus Corp. (MFTBC).

## 4. Remuneration of the Supervisory Board

### Remuneration system of the Supervisory Board

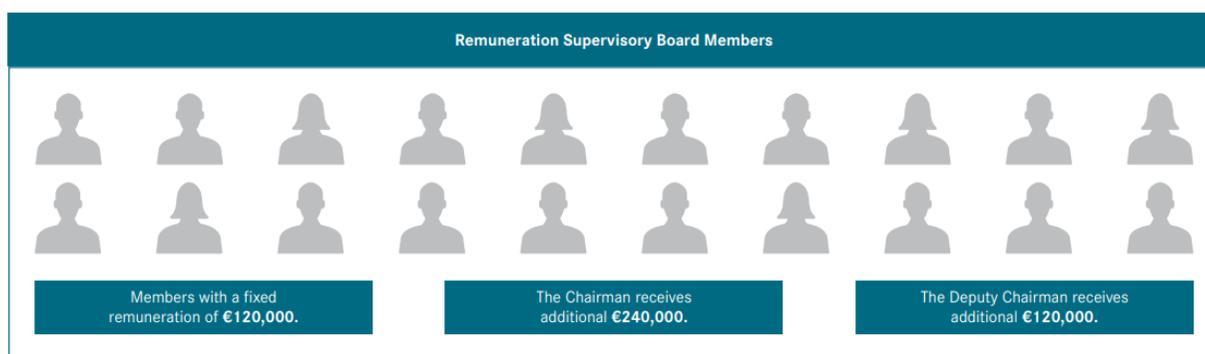
The remuneration of the members of the Supervisory Board is regulated in Article 10 of the Articles of Incorporation of Daimler Truck Holding AG. The Annual General Meeting of 2022 passed a resolution on the currently applicable remuneration system for the Supervisory Board in accordance with Section 113 Subsection 3 AktG and approved this remuneration system for the Supervisory Board with a majority of 99.84% of the votes cast.

The remuneration of the Supervisory Board is regulated as a fixed, function-related remuneration without variable components and appropriately reflects the responsibility and scope of activities of the Supervisory Board members. The members of the Supervisory Board receive a fixed remuneration of €120,000 after the end of the financial year.

The Chairman of the Supervisory Board receives an additional €240,000, and the Deputy Chairman of the Supervisory Board receives an additional €120,000. Membership in the Audit Committee is remunerated with an additional €60,000, membership in the Presidential and Remuneration Committee with an additional €50,000, and membership in other committees of the Supervisory Board with an additional €24,000; in deviation from this, the Chair of the Audit Committee is remunerated with an additional €120,000.

Committee activities are remunerated for a maximum of three committees, with the three highest-paid functions being decisive if this number is exceeded. Remuneration for committee activities for a financial year requires that the committee in question met during that period to fulfill its duties. [↗ Figure 19](#)

Figure 19: Remuneration system of the Supervisory Board



	Audit Committee	Presidential and Remuneration Committee	Further Committees
Chair	€120,000	€50,000	€24,000
Member	€60,000	€50,000	€24,000

The members of the Supervisory Board and its committees receive an attendance fee of €1,100 for each Supervisory Board and committee meeting they attend. For multiple Supervisory Board and/or committee meetings on the same calendar day, the attendance fee is paid only once. Furthermore, the Supervisory Board members are reimbursed for the value-added tax (VAT) payable in connection with their Supervisory Board activities and for their expenses.

During the reporting period, the Supervisory Board members were also covered by insurance against pecuniary damage for corporate bodies and certain executives, which the Company had taken out on its behalf. The Company paid the insurance premiums.

With the exception of the remuneration of employee representatives from their respective employment relationships, no remuneration was granted to Supervisory Board members in the financial year 2025 for personally provided services outside the aforementioned committee activities, in particular for advisory and agency services.

The remuneration granted (vested) and owed to the individual members of the Supervisory Board in individualized form, as well as their relative shares, are detailed in the table below, pursuant to Section 162 of the AktG. [↗ Figure 20](#)

By resolution of the Annual General Meeting of May 27, 2025, an adjustment of the Supervisory Board remuneration was set with an approval rate of 99.38% effective from January 1, 2026.

Figure 20: Individualized disclosure of Supervisory Board remuneration according to Section 162 AktG<sup>1</sup>

Incumbent Supervisory Board members (financial year 2025)	Fixed remuneration		Committee remuneration		Attendance fee		Total remuneration granted and owed
	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €
Kaeser, Joe Chairman of the Supervisory Board	360.0	80.3%	74.0	16.5%	14.3	3.2%	448.3
Brecht, Michael Deputy Chairman of the Supervisory Board	240.0	65.9%	110.0	30.2%	14.3	3.9%	364.3
Brosnan, Michael	120.0	47.4%	120.0	47.4%	13.2	5.2%	253.2
Buschbacher, Bruno	120.0	93.2%	0.0	–%	8.8	6.8%	128.8
Esculier, Jacques <sup>2</sup>	90.0	95.3%	0.0	–%	4.4	4.7%	94.4
Gurander, Jan <sup>3</sup>	30.0	93.2%	0.0	–%	2.2	6.8%	32.2
Eto, Akihiro	120.0	62.1%	60.0	31.1%	13.2	6.8%	193.2
Ipsen, Laura	120.0	94.8%	0.0	–%	6.6	5.2%	126.6
Jungo Brüngger, Renata	120.0	78.0%	24.0	15.6%	9.9	6.4%	153.9
Klitzsch-Müller, Carmen	120.0	93.2%	0.0	–%	8.8	6.8%	128.8
Köhlinger, Jörg	120.0	62.5%	60.0	31.2%	12.1	6.3%	192.1
Krafčík, John <sup>4</sup>	48.7	97.8%	0.0	–%	1.1	2.2%	49.8
Sievers, Kurt <sup>5</sup>	71.6	92.9%	0.0	–%	5.5	7.1%	77.1
Lorz, Jörg	120.0	93.2%	0.0	–%	8.8	6.8%	128.8
Reith, Andrea <sup>6</sup>	60.0	93.2%	0.0	–%	4.4	6.8%	64.4
Resch, Barbara	120.0	65.9%	50.0	27.5%	12.1	6.6%	182.1
Richenhagen, Martin	120.0	94.0%	0.0	–%	7.7	6.0%	127.7
Roth, Udo <sup>7</sup>	60.0	93.2%	0.0	–%	4.4	6.8%	64.4
Seidel, Andrea	120.0	93.2%	0.0	–%	8.8	6.8%	128.8
Suzuki, Shintaro	120.0	93.2%	0.0	–%	8.8	6.8%	128.8
Wieck, Marie L.	120.0	57.6%	74.0	35.5%	14.3	6.9%	208.3
Wilhelm, Harald	120.0	62.1%	60.0	31.1%	13.2	6.8%	193.2
Zwick, Thomas	120.0	62.1%	60.0	31.1%	13.2	6.8%	193.2

<sup>1</sup> Figures may not tie due to rounding.<sup>2</sup> Supervisory Board member until September 30, 2025.<sup>3</sup> Supervisory Board member since October 1, 2025.<sup>4</sup> Supervisory Board member until May 27, 2025.<sup>5</sup> Supervisory Board member from May 27, 2025.<sup>6</sup> Supervisory Board member until June 30, 2025.<sup>7</sup> Supervisory Board member since July 1, 2025.

## 5. Comparative presentation

The Comparative Presentation displays the annual change in the remuneration of the Board of Management, the development of the Company's profit, and the average remuneration of employees on full-time equivalent (FTE) basis.

The basis for calculating the development of the remuneration of the Board of Management and the Supervisory Board is the remuneration granted and owed in the respective financial year, in accordance with Section 162 Subsection 1 Sentence 1 of the German Stock Corporation Act (AktG).

The development of Daimler Truck Holding AG's annual net profit is used as a key figure for the Company's profit development. This selected key figure appropriately reflects the profit development of Daimler Truck. In addition to the Company's profit development, the average remuneration of employees (active workforce excluding trainees, interns, thesis students, doctoral candidates, and working students) at Daimler Truck AG Germany on the basis of a full-time equivalent is also used.

The results of the Comparative Presentation can be found in the following tables. [➤ Figure 21-22](#)

The Comparative Presentation considers the financial years 2021 to 2025. The comparison between 2022 and 2021 reveals significant changes in the Comparative Presentation due to the spin-off in December 2021, as this reporting period only includes just under a month.

Figure 21: Comparative presentation of annual changes in the Board of Management remuneration, key profit figures and the remuneration of employees<sup>1</sup>

Change in the Board of Management remuneration	Actual January – December 2025	Actual January – December 2024	Actual January – December 2023	Actual January – December 2022	Actual December 2021	Delta 2025 to 2024 (relative)	Delta 2024 to 2023 (relative)	Delta 2023 to 2022 (relative)	Delta 2022 to 2021 (relative)
	in thousand €	in thousand €	in thousand €	in thousand €	in thousand €	in %	in %	in %	in %
Rådström, Karin	2,939.3	2,620.0	2,249.5	1,486.4	115.9	12.2%	16.5%	51.3%	1,182.5%
Scherer, Eva	1,547.8	2,269.8	n.a.	n.a.	n.a.	-31.8%	n.a.	n.a.	n.a.
Hartwig, Jürgen	1,417.4	2,344.4	2,074.4	1,334.0	108.3	-39.5%	13.0%	55.5%	1,131.8%
Puchert, Achim	1,271.8	107.8	n.a.	n.a.	n.a.	1,079.8%	n.a.	n.a.	n.a.
O'Leary, John	2,004.1	3,262.4	3,019.5	2,208.4	113.2	-38.6%	8.0%	36.7%	1,850.9%
Deppen, Karl	1,682.8	2,321.3	2,321.2	1,610.0	111.2	-27.5%	–%	44.2%	1,347.8%
Gorbach, Andreas	1,639.8	2,461.0	2,158.6	1,377.2	110.6	-33.4%	14.0%	56.7%	1,145.2%
Daum, Martin (until 31.12.2024)	3,949.9	8,076.0	6,924.0	3,398.5	218.5	-51.1%	16.6%	103.7%	1,455.4%
Unger, Stephan (until 30.06.2024)	151.6	1,431.8	2,009.9	1,325.6	116.8	-89.4%	-28.8%	51.6%	1,034.9%

Development of key figures	Actual January – December 2025	Actual January – December 2024	Actual January – December 2023	Actual January – December 2022	Actual 2021 <sup>2</sup>	Delta 2025 to 2024 (relative)	Delta 2024 to 2023 (relative)	Delta 2023 to 2022 (relative)	Delta 2022 to 2021 (relative)
	in thousand €	in thousand €	in thousand €	in thousand €	in thousand €	in %	in %	in %	in %
Net profit Daimler Truck Holding AG according to HGB in million € <sup>2</sup>	3,557	1,643	5,262	1,362	1,206	116.5%	-68.8%	286.3%	12.9%
Average remuneration of employees at Daimler Truck AG (active workforce / full-time equivalent) in thousand € <sup>3</sup>	89.3	84.1	90.0	86.0	79.4	6.2%	-6.6%	4.7%	8.3%

<sup>1</sup> Figures may not tie due to rounding.<sup>2</sup> Net profit of DTH AG Actual 2021 = short financial year (25.03.2021 – 31.12.2021).<sup>3</sup> Personnel expenses based on the figures in the profit and loss account (Annual Report 2025).

Figure 22: Comparative presentation of the annual changes in the Supervisory Board remuneration<sup>1</sup>

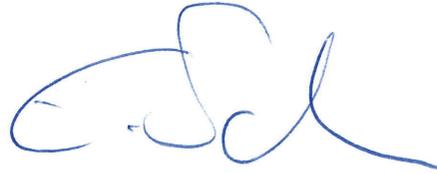
Incumbent members of the Supervisory Board (Financial Year 2025)	Actual January - December 2025	Actual January - December 2024	Actual January - December 2023	Actual January - December 2022	Actual December 2021	Delta 2025 to 2024 (relative)	Delta 2024 to 2023 (relative)	Delta 2023 to 2022 (relative)	Delta 2022 to 2021 (relative)
	in thousand €	in thousand €	in thousand €	in thousand €	in thousand €	in %	in %	in %	in %
Kaeser, Joe Chairman of the Supervisory Board	448.3	452.7	454.9	447.2	22.8	-1.0%	-0.5%	1.7%	1,861.4%
Brecht, Michael Deputy Chairman of the Supervisory Board	364.3	368.7	373.1	365.4	15.6	-1.2%	-1.2%	2.1%	2,246.8%
Brosnan, Michael	253.2	253.2	254.3	252.1	8.3	–%	-0.4%	0.9%	2,926.4%
Buschbacher, Bruno	128.8	127.7	129.9	127.7	8.3	0.9%	-1.7%	1.7%	1,433.0%
Esculier, Jacques <sup>2</sup>	94.4	127.7	129.9	125.5	8.3	-26.1%	-1.7%	3.5%	1,406.6%
Gurander, Jan <sup>3</sup>	32.2	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
Eto, Akihiro	193.2	192.1	194.3	192.1	8.3	0.6%	-1.1%	1.1%	2,206.1%
Ipsen, Laura	126.6	127.7	129.9	126.6	8.3	-0.9%	-1.7%	2.6%	1,419.8%
Jungo Brüngger, Renata	153.9	152.8	155.0	152.8	8.3	0.7%	-1.4%	1.4%	1,734.3%
Klitzsch-Müller, Carmen	128.8	127.7	128.8	126.6	8.3	0.9%	-0.9%	1.7%	1,419.8%
Köhlinger, Jörg	192.1	193.2	193.2	192.1	8.3	-0.6%	–%	0.6%	2,206.1%
Krafcik, John <sup>4</sup>	49.8	126.6	129.9	127.7	8.3	-60.7%	-2.5%	1.7%	1,433.0%
Sievers, Kurt <sup>5</sup>	77.1	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
Lorz, Jörg	128.8	127.7	129.9	127.7	8.3	0.9%	-1.7%	1.7%	1,433.0%
Reith, Andrea <sup>6</sup>	64.4	127.7	129.9	127.7	8.3	-49.6%	-1.7%	1.7%	1,433.0%
Resch, Barbara <sup>7</sup>	182.1	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
Richenhagen, Martin	127.7	127.7	129.9	127.7	8.3	–%	-1.7%	1.7%	1,433.0%
Roth, Udo <sup>8</sup>	64.4	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.	n.a.
Seidel, Andrea <sup>9</sup>	128.8	127.7	129.9	14.3	n.a.	0.9%	-1.7%	808.4%	n.a.
Suzuki, Shintaro <sup>10</sup>	128.8	127.7	27.5	n.a.	n.a.	0.9%	364.4%	n.a.	n.a.
Wieck, Marie L.	208.3	212.7	214.9	207.2	8.3	-2.1%	-1.0%	3.7%	2,387.4%
Wilhelm, Harald	193.2	193.2	194.3	192.1	8.3	–%	-0.6%	1.1%	2,206.1%
Zwick, Thomas	193.2	194.3	194.3	192.1	8.3	-0.6%	–%	1.1%	2,206.1%

<sup>1</sup> Figures may not tie due to rounding.<sup>2</sup> Supervisory Board member until September 30, 2025.<sup>3</sup> Supervisory Board member since October 1, 2025.<sup>4</sup> Supervisory Board member until May 27, 2025.<sup>5</sup> Supervisory Board member from May 27, 2025.<sup>6</sup> Supervisory Board member until June 30, 2025.<sup>7</sup> Supervisory Board member since January 1, 2025.<sup>8</sup> Supervisory Board member since July 1, 2025.<sup>9</sup> Supervisory Board member since November 22, 2022.<sup>10</sup> Supervisory Board member since October 16, 2023.

**For the Board of Management (03/2026):**

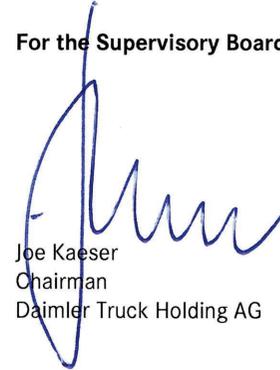


Karin Rådström  
President & CEO  
Daimler Truck Holding AG



Eva Scherer  
Chief Financial Officer  
Daimler Truck Holding AG

**For the Supervisory Board (03/2026):**



Joe Kaeser  
Chairman  
Daimler Truck Holding AG

# Further Information

## Publications for the 2025 financial year

In addition to this Remuneration Report, other documents such as Annual Report, Factbook and Capital Market Presentation for the 2025 financial year are available at [www.daimlertruck.com/en](https://www.daimlertruck.com/en).

## Daimler Truck Holding AG

70771 Leinfelden-Echterdingen  
Tel. +49 711 8485 0  
[www.daimlertruck.com](https://www.daimlertruck.com)

## Investor Relations

[ir@daimlertruck.com](mailto:ir@daimlertruck.com)  
[www.daimlertruck.com/en/investors](https://www.daimlertruck.com/en/investors)

## Press

[com@daimlertruck.com](mailto:com@daimlertruck.com)  
[www.daimlertruck.com/en/newsroom](https://www.daimlertruck.com/en/newsroom)

## Sustainability

[sustainability\\_dt@daimlertruck.com](mailto:sustainability_dt@daimlertruck.com)  
[www.daimlertruck.com/en/sustainability](https://www.daimlertruck.com/en/sustainability)

## Our Code of Conduct

Only those who act responsibly will be successful in the long term. Our Daimler Truck Code of Conduct, our guideline to doing the right thing, provides us with guidance for our actions: The policy sets out clearly which rules apply to every single one of us and which principles we follow. In short, it helps us to make the right decisions.

<https://www.daimlertruck.com/en/company/compliance/daimler-truck-code-of-conduct>

## Our brand websites

### Trucks

- [Freightliner](#)
- [Western Star](#)
- [Mercedes-Benz Trucks](#)
- [FUSO Trucks](#)
- [BharatBenz Trucks](#)
- [RIZON](#)

### Buses

- [Thomas Built Buses](#)
- [Mercedes-Benz Buses](#)
- [FUSO Buses](#)
- [BharatBenz Buses](#)
- [Setra](#)

### Financial Services

- [Financial Services](#)



Daimler Truck AG  
Freightliner  
Western Star  
Mercedes-Benz Trucks  
FUSO  
BharatBenz  
Daimler Buses  
RIZON  
Thomas Built Buses  
Financial Services



Daimler Truck  
Freightliner  
Western Star  
Mercedes-Benz Trucks  
FUSO  
BharatBenz  
RIZON  
Thomas Built Buses  
Daimler Truck Career



Daimler Truck  
Freightliner  
Western Star  
FUSO  
BharatBenz  
RIZON  
Daimler Buses



Daimler Truck  
FUSO  
BharatBenz  
Thomas Built Buses



Daimler Truck



# Daimler Truck

## Forward-looking statements

This document contains forward-looking statements that reflect our current views about future events. The words “aim”, “ambition”, “anticipate”, “assume”, “believe”, “estimate”, “expect”, “intend”, “may”, “can”, “could”, “plan”, “project”, “should” and similar expressions are used to identify forward-looking statements. These statements are subject to many risks and uncertainties, including an adverse development of global economic conditions, in particular a decline of demand in our most important markets; a deterioration of our refinancing possibilities on the credit and financial markets; events of force majeure including natural disasters, pandemics, acts of terrorism, political unrest, armed conflicts, industrial accidents and their effects on our sales, purchasing, production or financial services activities; changes in currency exchange rates, customs and foreign trade provisions; a shift in consumer preferences; a possible lack of acceptance of our products or services which limits our ability to achieve prices and adequately utilise our production capacities; price increases for fuel or raw materials; disruption of production due to shortages of materials, labour strikes or

supplier insolvencies; a decline in resale prices of used vehicles; the effective implementation of cost-reduction and efficiency-optimisation measures; the business outlook for companies in which we hold a significant equity interest; the successful implementation of strategic cooperations and joint ventures; changes in laws, regulations and government policies, particularly those relating to vehicle emissions, fuel economy and safety; the resolution of pending government investigations or of investigations requested by governments and the conclusion of pending or threatened future legal proceedings; and other risks and uncertainties, some of which are described under the heading “Risk and Opportunity Report” in this Annual Report. If any of these risks and uncertainties materializes, or if the assumptions underlying any of our forward-looking statements prove to be incorrect, the actual results may be materially different from those we express or imply by such statements. We do not intend or assume any obligation to update these forward-looking statements since they are based solely on the circumstances at the date of publication.

# Independent Auditor's Assurance Report on Examination of the Remuneration Report pursuant to Section 162 (3) AktG

To Daimler Truck Holding AG, Stuttgart

## Opinion

We have formally examined the remuneration report of Daimler Truck Holding AG, Stuttgart, for the financial year from January 1 to December 31, 2025 to determine whether the disclosures pursuant to Section 162 (1) and (2) AktG have been made in the remuneration report. In accordance with Section 162 (3) AktG, we have not examined the content of the remuneration report.

In our opinion, the accompanying remuneration report complies, in all material respects, with the disclosure requirements pursuant to Section 162 (1) and (2) AktG. Our opinion does not cover the content of the remuneration report.

## Basis for Opinion

We conducted our examination of the remuneration report in compliance with Section 162 (3) AktG taking into account the IDW assurance standard: Examination of the remuneration report pursuant to Section 162 (3) AktG (IDW AsS 870 (09.2023)). Our responsibilities under this regulation and this standard are further described in the "Our Responsibilities" section of our assurance report. Our audit firm has applied the IDW Standard on Quality Management 1: Requirements for Quality Management in Audit Firms (IDW QMS 1). We have complied with our professional duties pursuant to the German Public Accountants Act [WPO] and the Professional Charter for Auditors/Chartered Accountants [BS WP/vBP], including the independence requirements.

## Responsibilities of the Management Board and the Supervisory Board

The management and the Supervisory Board of Daimler Truck Holding AG are responsible for the preparation of the remuneration report, including the related disclosures, in accordance with the requirements of Section 162 AktG. The management and the Supervisory Board are also responsible for such internal control as they have determined necessary to enable the preparation of the remuneration report that is free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

## Our Responsibilities

Our objectives are to obtain reasonable assurance about whether the remuneration report complies, in all material respects, with the disclosure requirements pursuant to Section 162 (1) and (2) AktG, and to issue an assurance report that includes our opinion.

We planned and performed our examination to obtain evidence about the formal completeness of the remuneration report by comparing the disclosures made in the remuneration report with the disclosures required by Section 162 (1) and (2) AktG. In accordance with Section 162 (3) AktG, we have not examined whether the disclosures are correct or individual disclosures are complete or whether the remuneration report is fairly presented.

### **Handling Potential Misleading Presentations**

In connection with our examination our responsibility is to read the remuneration report by taking into account the findings of the audit of the annual financial statements and, in doing so, remain alert for indications of misleading presentations in the remuneration report to determine whether the disclosures are correct or individual disclosures are complete or whether the remuneration report is fairly presented.

If, based on the work we have performed, we conclude that there is such misrepresentation, we are required to report that fact. We have nothing to report in this regard.

Stuttgart, March 11, 2026

KPMG AG  
Wirtschaftsprüfungsgesellschaft  
[Original German version signed by:]

Pritzer  
Wirtschaftsprüfer  
[German Public Auditor]

Rohrbach  
Wirtschaftsprüfer  
[German Public Auditor]