

# DAIMLER TRUCK



Remuneration Report 2024

## Contents

1. Preamble	3
2. Review of the past financial year	3
3. Structure of the Board of Management remuneration	3
3.1. Principles of remuneration	3
3.2. Regulations from previous remuneration systems	5
3.3. Review and determination of the remuneration system and the level of remuneration	5
3.4. Remuneration structure and target remuneration	5
3.5. Compliance with the maximum remuneration	6
4. Remuneration of the Board of Management in the financial year 2024	6
4.1. Fixed remuneration components: base salary	6
4.2. Variable remuneration components	7
4.3. Malus and clawback regulation	13
4.4. Stock ownership guidelines	13
4.5. Benefits in case of early termination and other contractual provisions	13
4.6. Sideline activities	14
4.7. Third-party services	14
4.8. Individualized disclosure of board of management remuneration	14
5. Remuneration of the Supervisory Board	18
6. Comparative presentation	20

## 1. Preamble

The remuneration report<sup>1,2</sup> was prepared jointly by the Supervisory Board and 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 the basic principles of the remuneration system for the Board of Management and Supervisory Board of Daimler Truck Holding AG (hereinafter also "Company") as well as the remuneration granted and owed to the individual members of the Board of Management and Supervisory Board for the period from January 1, 2024 to December 31, 2024 (hereinafter "reporting period" or "financial year 2024") in accordance with the applicable legal requirements and the recommendations of the German Corporate Governance Code (DCGK) in the version dated April 28, 2022 (published in the Federal Gazette on June 27, 2022).

## 2. Review of the past financial year

In the financial year 2024, the following changes occurred in the Company's Board of Management :

- Eva Scherer was appointed member of the Board of Management, responsible for the "Finance and Controlling" area of responsibility, with effect from April 1, 2024.
- Stephan Unger resigned from the Board of Management effective June 30, 2024.
- Karin Rådström was appointed Chairwoman of the Board of Management effective October 1, 2024.
- Martin Daum resigned from his position as Chairman of the Board of Management with effect from September 30, 2024 in agreement with the Supervisory Board, remained a member of the Board of Management, responsible for Daimler Buses, Daimler Truck Financial Services and IT, until December 31, 2024, and left the Board of Management at the end of December 31, 2024.

- Achim Puchert was appointed member of the Board of Management, responsible for the Europe and Latin America regions and the Mercedes-Benz Trucks brand, effective December 1, 2024.
- John O'Leary, responsible for the North America region and the Freightliner, Western Star and Thomas Built Buses brands, was extended as a member of the Board of Management until December 31, 2026 at the latest.

Further information on our milestones from the financial year 2024 can be found in the Annual Report 2024 on our corporate website: <https://www.daimlertruck.com/en/investors/reports/financial-reports>.

## 3. Structure of the Board of Management remuneration

The Supervisory Board has determined the remuneration for all members of the Board of Management for the financial year 2024 in accordance with the Remuneration System 2023+, which was presented to the Annual General Meeting on June 21, 2023 in accordance with 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 the financial year 2024 is in line with the approved remuneration system with regard to the fixed remuneration components and the annual bonus. In addition, the remuneration system valid until December 31, 2022 with regard to the deferral was applied for the last time in the reporting period. The PPSP tranche 2020, which was paid out in the reporting period, was allocated by Daimler AG (now: Mercedes-Benz Group AG) and comes from the remuneration system applicable at the time.

The remuneration report for the financial year 2023 was approved by the Annual General Meeting on May 15, 2024 with an approval rate of 96.15%.

### 3.1. Principles of remuneration

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

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

For variable remuneration, performance criteria and targets are defined in advance by the Supervisory Board, which are derived from the strategy. Subsequent changes to the performance criteria and targets are not possible. The degree to which targets are achieved determines the amount of the actual payout to the members of the Board of Management. Outstanding performances are rewarded accordingly, while missed targets reduce the variable remuneration to zero. Due to the generally higher weighting of the long-term variable remuneration components, the defined targets of the long-term variable remuneration components represent a greater incentive than the relevant targets of the short-term variable remuneration.

When determining the total remuneration of the individual members of the Board of Management, the Company's situation and the members' respective areas of activity and responsibility are taken into account. This is done in accordance with legal requirements and with a clear competitive orientation. With the balanced combination of non-performance-related fixed and performance-related variable compensation components based on adequate, ambitious performance criteria and targets, the implementation of the corporate strategy and the focus on sustainable corporate success are, in the opinion of the Supervisory Board, clearly incentivized, taking into account relevant competitors for the purpose of relative performance measurement. [↗ Figure 1-2](#)

<sup>1</sup> For the sole purpose of improving readability, this document does not use gender-specific spelling. All personal names and terms are to be understood as gender-neutral in the interests of equal treatment.

<sup>2</sup> Definitions: This document contains terms such as 'zero-emission heavy-commercial vehicle' (abbreviated to 'ZEV', 'zero-emission vehicle') and 'CO2e'.

According to Article 3 No. 11(a) of Regulation (EU) 2024/1610, a "zero-emission heavy-commercial vehicle" is a heavy motor vehicle without an combustion engine or with an combustion engine with emissions of no more than 3 g CO<sub>2</sub>/(tkm) or 1 g CO<sub>2</sub>/(pkm). "CO2e" 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>) and nitrous oxide (N<sub>2</sub>O) by relating their climate impact to CO<sub>2</sub>. Since these gases have different impacts on the climate, CO<sub>2</sub>e enables a holistic view of the climate effect of a particular activity.

Unless otherwise indicated, the same understanding of terms is used 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 incentivise 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 adequate and ambitious 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 a relative measurement of success and thereby create incentives for outperformance.
The Supervisory Board ensures that the Board of Management's remuneration system sets ambitious incentives and also takes into account the remuneration system of senior executives (consistency of remuneration systems).
Current market practice is taken into account when designing the remuneration system.

In addition to ensuring that remuneration is appropriate both in terms of performance and in terms of market practice, taking into account the size, complexity and economic situation of the Company, the focus is also on ensuring consistency in the remuneration system of the Board of Management with 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 of 15 % of the sum of base salary and the total annual bonus as determined as at the end of the reporting date.	
Variable remuneration	Annual bonus	Type	Short-term variable remuneration model
		Performance criteria	Tranche 2024 - 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 (particularly sustainability-related) performance criteria; target/actual comparison (Target achievement: 0% – 200%)
		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 years performance period plus 1 year holding period
		Performance criteria	Tranche 2024 - 75% Financial performance criterion (target achievement: 0% – 200%) - Relative share price development - 25% Non-financial (particularly sustainability-related) performance criteria; target/actual comparison (Target achievement: 0% – 200%)
Cap	300% of the allocated amount		
Further elements	Malus/Clawback	Partial or complete reduction or reclaim of variable remuneration possible	
	Stock ownership guidelines	- Depending on the function on the Board of Management, the number of real shares to be acquired is between 20,000 and 75,000 shares - The 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 years' remuneration and shall not amount to more than the remuneration for the remaining term of the service contract.	

### 3.2. Regulations from previous remuneration systems

#### Deferral

The medium-term remuneration provided for in the previous remuneration system, the so-called deferral, has been eliminated for the future with the introduction of the Remuneration System 2023+ on January 1, 2023. The deferral from the annual bonus 2022 was last paid out to the members of the Board of Management in financial year 2024. These payments are shown in section 4.8. The relative performance of the Company's shares compared to the STOXX Europe Auto Index is 98.7% for the deferral 2022 for the period December 31, 2022 - December 31, 2023.

#### Performance Phantom Share Plan (PPSP)

The long-term variable remuneration known as the Performance Phantom Share Plan (PPSP) in previous remuneration systems was replaced by the Virtual Share-based Equity Plan (VSEP) for the future with the introduction of the Remuneration System 2023+ on January 1, 2023.

However, the PPSP tranche 2020 paid out in the reporting period and the ongoing PPSP tranches 2021 and 2022 were not affected by this. The PPSP tranches 2020 and 2021 originally issued by Mercedes-Benz Group AG (formerly Daimler AG) were transferred to Daimler Truck Holding AG in 2021 through transfer agreements and were/will be continued by it. In addition, Daimler Truck Holding AG issued a PPSP tranche 2022, which will be paid out in the financial year 2026.

### 3.3. 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 upcoming financial year, i.e. the sum of the base salary, the target amount of the short-term variable remuneration, the target amount of the long-term variable remuneration as well as 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 the situation of the Group. In addition, the Supervisory Board ensures that the target total remuneration is in line with market practice. To this end, it carries out both a horizontal and a vertical comparison at regular and appropriate intervals.

In the horizontal - external - comparison of the target total remuneration, the DAX companies and an international group of competitors were taken into account with regard to Daimler Truck's market position (in particular industry, size, country), and in particular the weighting of the components in relation to one another and the level of the target total remuneration were reviewed. The Supervisory Board came to the conclusion 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 comparison.

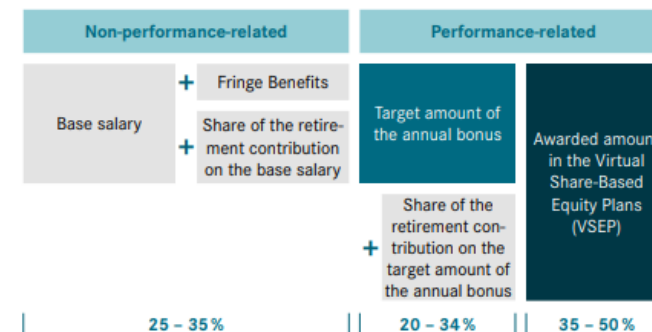
In the event of significant shifts in the ratios between the remuneration of the Board of Management and the horizontal and vertical comparison groups, the Supervisory Board examines the causes and, if there are no objective reasons for such shifts, makes an adjustment to the Board of Management remuneration if necessary. The Supervisory Board came to the conclusion that no such adjustment is necessary.

### 3.4. Remuneration structure and target remuneration

The fixed base salary (with retirement benefit commitments and fringe benefits) contributes around 25-35%, the annual bonus (with the share of the retirement benefit commitments) around 20-34% and the variable remuneration component with long-term incentive effect (VSEP) around 35-50% to the target total remuneration. [↗ Figure 3](#)

Additional components of the non-performance-related remuneration include the 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.

Figure 3: Structure and range of target total remuneration



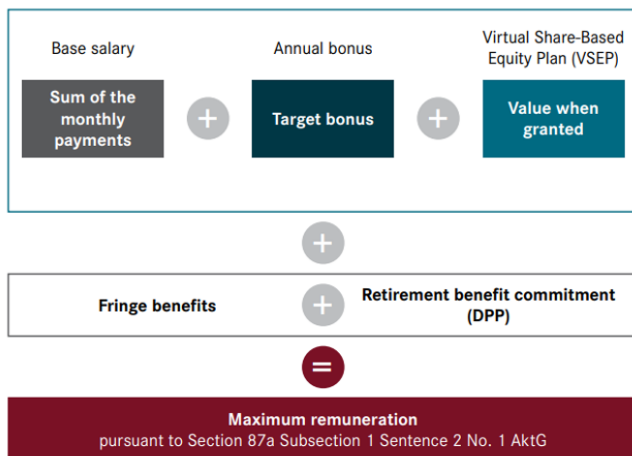
The variable remuneration, consisting of the bonus and the VSEP (with its connection to additional comparison parameters and to the share price), reflects the recommendation of the German Corporate Governance Code (GCGC). According to this, the variable remuneration resulting from the achievement of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

### 3.5. Compliance with the 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 Chairman of the Board of Management and €6,000,000 for ordinary members of the Board of Management. The total of all payments (base salary, annual bonus including deferral, PPSP/VSEP) or the expense in the case of fringe benefits and retirement benefit commitments made in a year is limited to this value, regardless of when the payments are made. [↗ Figure 4](#)

**Figure 4: Calculation of the maximum remuneration<sup>1</sup> 2024**



<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%).

If the sum of the payout amounts exceeds the maximum remuneration pursuant to Section 87a Subsection 1 Sentence 2 No. 1 AktG, the last remuneration component to be paid out, usually the PPSP/VSEP, will be reduced.

Compliance with the specified maximum remuneration cannot currently be verified for the financial year 2024. The final payout amount of the VSEP tranche 2024, which was allocated to the members of the Board of Management, can only be published in the remuneration report for the financial year 2028, i.e. after the four-year term. However, Daimler Truck Holding AG ensures at all times that the maximum remuneration is not exceeded by capping individual remuneration components.

## 4. Remuneration of the Board of Management in financial year 2024

### 4.1. Fixed remuneration components: base salary

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

#### Fringe Benefits

Fringe benefits are another fixed component of the remuneration. 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 allowances may also apply. [↗ Figure 5](#)

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

In addition, in exceptional cases, members who are newly appointed to the Board of Management can receive special payments to reimburse them for the loss of remuneration from their previous employment. Eva Scherer received such a payment when she joined the Company in the financial year 2024. This is shown in the following table and in the individualized presentation ([↗ Figure 17](#)).

**Figure 5: Active Board of Management Members - Fringe Benefits<sup>1</sup>**

Board of Management Member	Fringe Benefits (in thousand €)
Daum, Martin	297.6
Rådström, Karin	203.7
Scherer, Eva <sup>2</sup> (01.04.-31.12.2024)	1,055.9
Hartwig, Jürgen	226.9
Puchert, Achim (01.12.-31.12.2024)	1.5
O'Leary, John	688.7
Deppen, Karl	303.5
Unger, Stephan (01.01.-30.06.2024)	15.0
Gorbach, Andreas	343.5

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

<sup>2</sup> The fringe benefits include the sign-on bonus of EUR 1 million (gross)

#### Company retirement benefit plan

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

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

The amount of the annual contributions results from a fixed percentage based on the base salary and the annual bonus for the respective financial year calculated as of the annual closing date. This percentage is currently 15%.

The contributions to the retirement benefit system are granted until the age of 62. The benefit from the Daimler Pensions Plan is payable to surviving Board of Management members at the earliest at the age of 62, irrespective of their age upon retirement. If a member of the Board of Management retires due to disability, the benefit is paid as a disability pension, even before the beneficiary reaches the age of 62.

Payments under the retirement benefit system DPP can be made in three ways:

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

The contracts specify that if a member of the Board of Management passes away before retiring for reason of age, the spouse/registered life partner/named life partner or dependent children covered by Section 32 of the German Income Tax Act (EStG) is/are entitled to the amount credited to the DPP credit as well as a markup in the three payment options mentioned above for the remaining period until the member of the Board of Management reaches the calculated age of 62.

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

The service costs for pension obligations to members of the Board of Management in accordance with IFRS amounted to €1.3 million in the financial year 2024. The present value of the total defined benefit obligation according to IFRS amounted to €5.5 million as of December 31, 2024.

The service costs and the present value of the pension obligations for each Board of Management member are displayed in the following table. [↗ Figure 6](#)

**Figure 6: Active members of the Board of Management – retirement benefit commitment values pursuant to IAS 19<sup>5</sup>**

	IFRS expense (Service Cost) January - December 2024	Present value of the retirement benefit entitlement IFRS reporting date view 31.12.2024
in €		
Daum, Martin <sup>1</sup>	n/a.	n/a.
Rådström, Karin <sup>2</sup>	234,078	1,132,467
Scherer, Eva (01.04.2024 - 31.12.2024)	133,406	133,993
Hartwig, Jürgen	208,717	784,953
Puchert, Achim <sup>3</sup> (01.12.2024 - 31.12.2024)	68,265	603,050
O'Leary, John <sup>4</sup>	n/a.	n/a.
Deppen, Karl	202,188	764,179
Unger, Stephan (01.01.2024 - 30.06.2024)	205,455	1,168,911
Gorbach, Andreas	231,173	857,686
In total	1,283,282	5,445,239

<sup>1</sup> No DTHAG pension contributions, commitments remained with MBG (DAG).

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

<sup>3</sup> Pro rata calculation.

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

<sup>5</sup> Numbers may not tie due to rounding.

## 4.2. Variable remuneration components

The variable remuneration is intended to provide the right incentives for the members of the Board of Management to act in accordance with the corporate strategy, shareholders, customers, employees and other stakeholders.

In order to ensure the implementation of the corporate strategy in terms of the long-term and sustainable development of the Company, annual operational performance criteria of a financial and non-financial nature are derived, the achievement of which is incentivized through the annual bonus as short-term variable remuneration. In addition, there is the long-term variable remuneration, the VSEP.

The VSEP represents the main long-term financial and non-financial performance criteria, which are primarily based on strategic targets. The achievement of these targets ensures the sustainable success of the Company compared to the competition. This shall lead to the long-term positive share price development of Daimler Truck Holding AG and thus also ensure sustainable returns for shareholders.

### Annual bonus

The annual bonus is a short-term variable remuneration component and rewards the contribution made to the operational implementation of the corporate strategy, in particular the future-oriented expansion of the business model and the sustainable orientation of the Company as a commercial vehicle manufacturer.

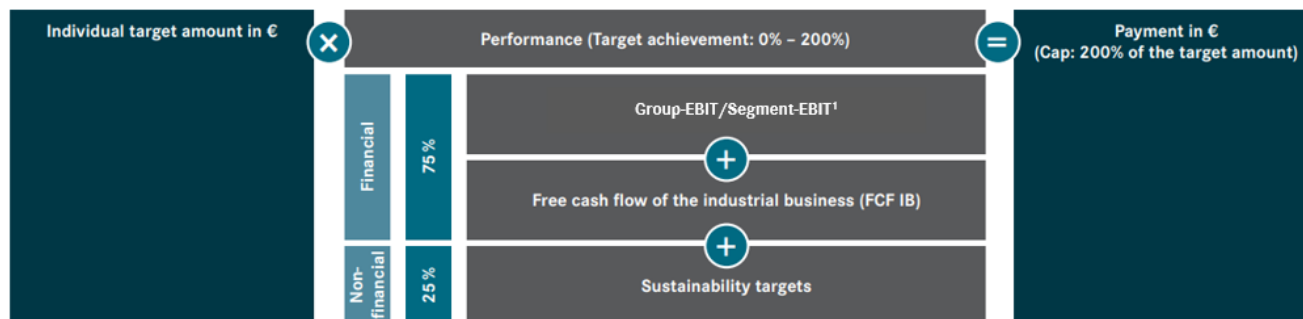
The Supervisory Board derives demanding and ambitious financial and non-financial performance criteria for the upcoming financial year from the strategic corporate targets.

In addition to financial performance criteria, non-financial performance criteria related to sustainability are anchored in the short-term variable remuneration. The Company focuses its ambitious sustainability targets on environmental and social issues.

The total payout amount from the annual bonus is limited to twice (200%) the individual target value for the corresponding financial year. The target value that is paid out when 100% of the target is achieved is determined individually for the Board of Management functions.

[↗ Figure 7](#)

Figure 7: Annual bonus overview



<sup>1</sup> From the financial year 2024 for Board of Management members with exclusive segment responsibility: Trucks North America, Mercedes-Benz Trucks, Trucks Asia and Financial Services (until June 30, 2024).

**Performance criteria of the annual bonus - Financial performance criteria**

The financial performance criteria are based on the EBIT of Daimler Truck (Group EBIT) and the free cash flow of the Industrial Business (FCF IB). The weighting of the two financial performance indicators EBIT and FCF IB of 50% each is determined by the Supervisory Board before the start of each performance period.

From the financial year 2024, the Supervisory Board has implemented segment EBIT for Board members with segment responsibility in addition to the Group EBIT as a performance criterion. The Group EBIT and segment EBIT are each weighted 50%. The financial performance criteria are weighted at 75% in the annual bonus.

As earnings before interest and income taxes, EBIT reflects the Group's profit responsibility. Daimler Truck's EBIT target for the corresponding financial year is derived on the basis of the ambitious and competitive medium-term return targets set by the Supervisory Board for the industrial business and the financial services business, as well as on the basis of the growth targets. The starting point is the previous year's turnover for the Industrial Business or the previous year's equity for the financial services business.

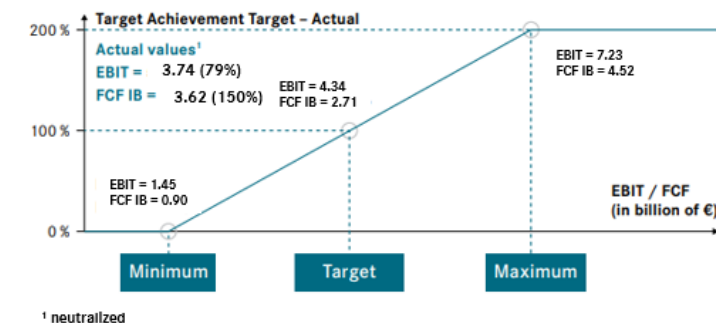
The FCF IB describes the change in liquid funds from the operating Industrial Business, which are available for distributions to shareholders, for example, and is therefore an important indicator of the financial strength of Daimler Truck Holding AG. The target for the FCF IB for the respective financial year is determined on the basis of the defined EBIT target of the Industrial Business (from the derivation of the Group 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 share of the period result that is to flow into liquidity after taking into account the payments for the investments in research and development, property, plant and equipment and working capital required as part of the strategic growth target. 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 of the financial performance criteria for determining the payout amount can be adjusted for extraordinary developments during the year. These include, for example, significant changes to the underlying IFRS accounting standards 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 expressly not included in 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 that 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 is 200%.

Figure 8

Figure 8: Financial targets - EBIT and free cash flow of the Industrial Business (FCF IB) for the financial year 2024



By taking the EBIT and FCF IB key performance indicators into account in the Board of Management's remuneration as financial bases for achieving Daimler Truck's targets a clear link to the corporate strategy is created. The EBIT target value serves to focus on strengthening the global core business and the segments. The target value set for the FCF IB supports the prioritization of efficient allocation of capital. Figure 9



**Figure 9: Achievement of financial key figures at Group and segment level for the financial year 2024**

Financial key figure [in billion €]	target (100%)	actual value
FCF IB	2.71	3.62
EBIT Group	4.34	3.74
EBIT Segment Trucks North America	2.17	3.01
EBIT Segment Mercedes-Benz Trucks	1.66	1.08
EBIT Segment Trucks Asia	0.49	0.05
EBIT Segment Financial Services	0.25	0.11

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

In addition to incentives for strong financial performance of Daimler Truck, sustainability targets are set in the annual bonus that are aligned with the ESG (Environmental, Social & Governance) framework to take all stakeholder interests into account. These take the increased importance of sustainable business into account. The 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 on an ecological, social and entrepreneurial level and what progress Daimler Truck has already achieved in this regard.

The choice of various non-financial performance criteria ensures extensive coverage of various sustainability criteria that are of strategic relevance to Daimler Truck.

The variable short-term remuneration of the Board of Management in the financial year 2024 took into account the topics of sales of locally CO2e-free vehicles (Zero Emission Vehicles (ZEV)) and general employee wellbeing. These targets, with a total weighting of 25%, were anchored in the system with an individual weighting of 20% for ZEV and 5% for wellbeing.

The range of possible target achievement for the sustainability targets can also be 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 that 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 is 200%.

For locally CO2e-free vehicles, the sales of all electrically powered trucks and buses within the Daimler Truck Group for 2024 are compared with the targets derived from the planning.

Based on the results of the employee survey, the wellbeing criterion takes into account that collaboration with a focus on health and safety creates wellbeing for each individual. Within the community, this leads to a climate of psychological safety, commitment and willingness to perform. This forms the basis of Daimler Truck's profitability. This creates a strong incentive for the consistent implementation of the sustainable corporate strategy.

In the financial year 2024, 4,035 units of ZEVs (eTrucks and eBuses) were sold. With a fixed range of 3,000 - 9,000 units, this corresponds to a target achievement of 35% for the Environmental target.

For the social target "Wellbeing", a measured value of 3.71 was achieved in the financial year 2024. With a fixed range of 3.45-3.85 points, this corresponds to a target achievement of 130%.

The Supervisory Board derived a joint level of target achievement for the Board of Management from the target achievement of the individual sustainability targets and the strategic, organizational and structural contribution of the entire Board of Management, taking into account the economic environment and the competitive situation/positioning. This is 54 percentage points for the financial year 2024 which then is weighted with 25% for the weighting of the non-financial targets. [↗ Figure 10](#)

**Figure 10: Non-financial (especially sustainability-related) performance criteria**

Category	Target	Target Achievement
E Environmental	Number of ZEVs sold (eTrucks and eBuses; Group Sales target)	35%
S Social	Wellbeing of employees	130%
G Governance	No criterion in 2024	n/a.

**Payout amount of the annual bonus 2024**

The annual bonus 2024 will be paid out in full to the members of the Board of Management in the first half of of 2025. [↗ Figure 11](#)

Figure 11: Annual bonus<sup>1</sup> members of the Board of Management - Determination of the payout amounts DTHAG

Board of Management Member	Target amount in thousand € January – December 2024	Financial targets - Target achievement in % weighted		Financial targets - Total target achievement in % <sup>5</sup>	Sustainability targets - Target achievement in % weighted		Sustainability targets - Total target achievement in % <sup>5</sup>	Total target achievement in % <sup>5</sup>	Payout amount in thousand €		
		EBIT (50%)	FCF IB (50%)		75%	ZEV (80%)				Wellbeing (20%)	25%
		Group EBIT (50%/25%)	Segment EBIT (n/a./25%)			ZEV (80%)					
Daum, Martin	1,330.0	40% / 20%	n/a.	75%	86%	28%	26%	13%	100%	1,330.0	
Scherer, Eva (01.04.-31.12.2024)	665.0		n/a.						86%	100%	665.0
Rådström, Karin <sup>2,3</sup>	831.3		12 %						83%	96%	801.3
Hartwig, Jürgen	665.0		n/a.						86%	100%	665.0
Puchert, Achim <sup>2</sup> (01.12.-31.12.2024)	55.4		12 %						80%	94%	52.1
O'Leary, John <sup>2,4</sup>	777.7		40 %						101%	114%	886.6
Deppen, Karl <sup>2</sup>	665.0		0 %						71%	85%	565.3
Unger, Stephan <sup>2</sup> (01.01.-30.06.2024)	332.5		3 %						74%	87%	289.3
Gorbach, Andreas	665.0		n/a.						86%	100%	665.0

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

<sup>2</sup> Separate EBIT share only for segment Board members.

<sup>3</sup> Pro rata consideration until September 30, 2024 (Segment Board Member for Mercedes-Benz Trucks).

<sup>4</sup> To determine John O'Leary's annual bonus, the base salary was converted from USD to EUR. The base salary varies due to the exchange rate.

<sup>5</sup> The sum of the respective, weighted target achievements in relation to the overall target achievement.

### The long-term variable remuneration

This section reports on both the Performance Phantom Share Plan (PPSP) 2020, which was paid out in the reporting period, and the Virtual Share-based Equity Plan (VSEP) 2024, which was allocated in the reporting period.

### Basic principles of the PPSP and VSEP

Both the PPSP and the 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.

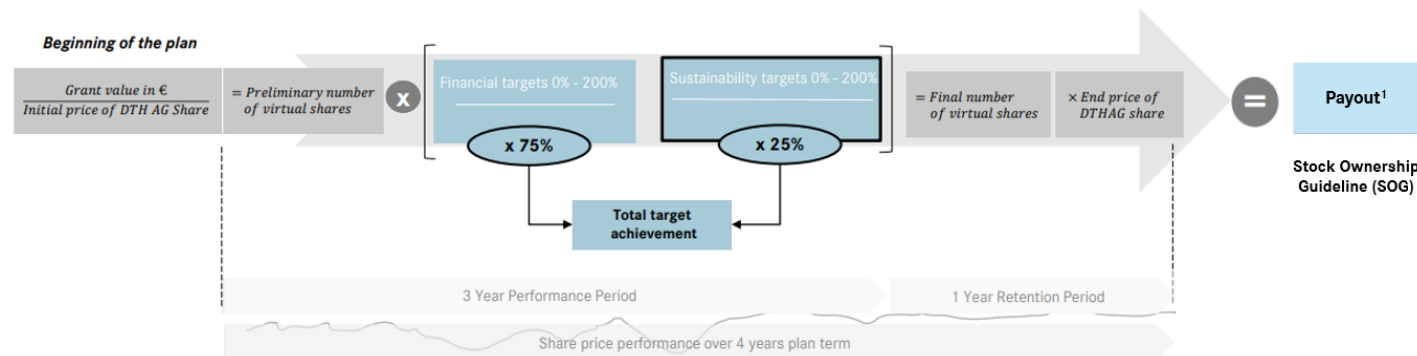
At the beginning of the plan, the Supervisory Board determines an award amount in euros as part of the determination of the individual annual target total remuneration. This amount is divided by the relevant average price of the Daimler Truck Holding AG share determined over a predetermined longer period of time (initial price), which results 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 with a possible range of 0% to 200%, the phantom/virtual shares provisionally allocated at the beginning of the plan are initially converted into the final number of phantom/virtual shares allocated at the end of the three years.

After a further year has elapsed (holding period), the final number of phantom/virtual shares is multiplied by the then applicable price (final price) of the Daimler Truck Holding AG share to determine the payout amount. [↗ Figure 12](#)

Each phantom/virtual share held will be entitled to a dividend equivalent if dividends are distributed on Daimler Truck Holding AG shares 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 the relevant year. It is granted in 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 12: Principle representation of long-term variable remuneration**



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

The sum for the dividend equivalent is the addition of the dividend equivalent payment of EUR 1.90 per virtual share that was paid out for the plans 2021 to 2024 in the financial year 2024.

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

### Final price of the PPSP 2020

For the PPSP 2020 paid out in the financial year 2024, the final price is the average opening price of the Daimler Truck Holding AG share (Xetra trading on the Frankfurt Stock Exchange) between January, 1 2024 and January, 31 2024.

The share price used to pay out the plan is also the basis for allocating the provisional number of virtual shares for the new plan issued in the respective year. The amount to be paid out after the end of the plan also takes into account the dividend equivalents paid out during the four-year plan term and is subject to a cap if necessary.

### Performance criteria of the PPSP 2020

The target achievement for long-term variable remuneration is measured by two performance criteria, each weighted at 50%. Firstly, the performance criterion "relative return on sales" (RoS) is used, which provides incentives to ensure sustainable and profitable growth and to achieve an increase in efficiency. Secondly, the performance criterion "relative share price performance" is used, a performance criterion that particularly reflects the interests of shareholders.

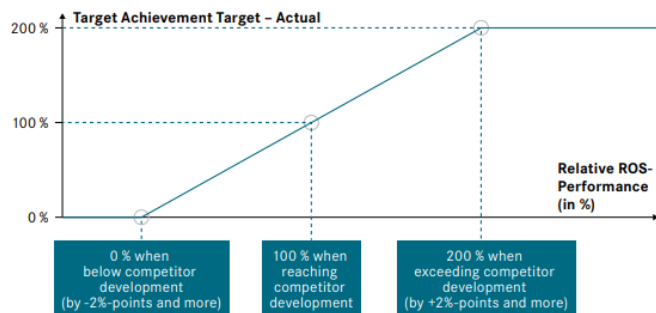
#### – Relative return on sales (RoS)

The deviation of the average RoS according to the Consolidated Financial Statements of Mercedes-Benz Group AG (formerly Daimler AG; up to and including the financial year 2021) or Daimler Truck Holding AG (from the financial year 2022) from the average RoS of the peer group (revenue-weighted average) determines the amount of the RoS target achievement. If the average RoS according to the Consolidated Financial Statements corresponds to the average RoS of the peer group, the RoS target achievement 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 target achievement is 0% (200%). Within a range of +/-2 percentage points deviation, the target achievement RoS develops proportionally to the deviation.

[↗ Figure 13](#)

**Figure 13: Financial performance criteria PPSP - Return on Sale**



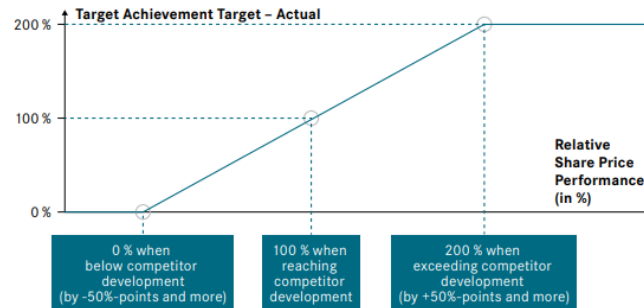
– Relative share price performance

The relative share price performance is measured up to and including December 9, 2021 by the performance of the share of Mercedes-Benz Group AG (formerly Daimler AG), from December 10, 2021 to December 31, 2021 by the average of the shares prices of Mercedes-Benz Group AG (formerly Daimler AG) and Daimler Truck Holding AG, and since January 1, 2022 exclusively by the performance of the share of Daimler Truck Holding AG.

The relative share price performance is always measured in a three-year comparison with the performance of a defined peer group. If the performance of the share (in %) corresponds to the development 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%). In the range of +/- 50 percentage points deviation, the target achievement relative share price performance develops proportionally to the deviation.

➤ **Figure 15**

**Figure 14: Financial Performance Criteria PPSP - Relative Share Price Performance**



**Transfer and target achievement of the PPSP 2020**

The PPSP tranches allocated to Martin Daum by Daimler AG (now: Mercedes-Benz Group AG) in the financial years 2020 to 2021 were transferred to the PPSP of Daimler Truck Holding AG with 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 the PPSP tranches were allocated (2020-2021). Therefore, the PPSP tranche 2020 is only reported for Martin Daum as part of the remuneration granted and owed in accordance with Section 162 AktG. ➤ **Figure 15**

**Figure 15: Overall target achievement PPSP 2020<sup>1</sup>**

Last name	First name	Allocation value in euros	Initial price	Provisional number of phantom shares (converted due to spin-off) <sup>2</sup>	Performance factor (target achievement)	Final number phantom shares	Final price	Calculated gross payout amount PPSP 2020 in euros	Gross payout PPSP 2020 in euros (after Cap) <sup>3</sup>
Daum	Martin	1,100,000	46.12	66,149	190%	125,684	32.52	4,087,244	2,532,945

<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 payment of the PPSP 2020 was made based on the final price of the Daimler Truck Holding AG share in the period between January 1, 2024 and January 31, 2024.

The PPSP tranche 2021 will be continued as a group-specific plan following the successful spin-off of Daimler Truck. In contrast to real shares, there was no inevitable effect of the spin-off on the share price of phantom shares. In order to compensate the loss in value of the Daimler/Mercedes-Benz Group shares resulting from the spin-off, the number of preliminary allocated phantom shares was adjusted.

The relative return on sales and relative share price performance of Daimler AG (now: Mercedes-Benz Group AG) were used as the reference value for the target achievement of the financial performance criteria for the PPSP 2020. The target achievement for Martin Daum from the PPSP 2020 was 190%.

**Allocation of the VSEP 2024**

In the financial year 2024, the members of the Board of Management of Daimler Truck Holding AG were allocated virtual shares 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, 2024 was used as the initial price. For the VSEP 2024, this initial price is €32.52.

➤ **Figure 16**

**Figure 16: Allocation of VSEP 2024 for the Board of Management members**

Member of the Board of Management	Allocation value in thousand € 2024	Initial price in €	Number of provisionally allocated virtual shares (units)
Daum, Martin	2,210		67,959
Rådström Karin	1,265		38,900
Scherer, Eva (01.04.-31.12.2024)	1,050		32,288
Hartwig, Jürgen	950		29,213
Puchert, Achim (01.12.-31.12.2024)	63	32.52	1,922
O'Leary, John	950		29,213
Deppen, Karl	950		29,213
Unger, Stephan (01.01.-30.06.2024)	950		29,213
Gorbach, Andreas	950		29,213

#### Performance criteria of the VSEP 2024

For the 2024 VSEP tranche, the relative share price performance in relation to the MSCI World Industrials Index will be used as the financial performance criterion. The non-financial performance criteria used are the reduction in CO<sub>2</sub>e emissions from Daimler Truck Group production sites and the proportion of female executives among all executives at levels 1 to 4 of the Group. The financial performance criterion is weighted at 75% and the non-financial performance criteria together are weighted at 25%.

The target achievement for the VSEP 2024 and the actual payout amounts will be published in the remuneration report for the 2028 financial year after the end of the three-year performance period and the one-year holding period.

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

#### Inclusion of sustainability-related performance in incentive systems according to the Corporate Sustainability Reporting Directive (CSRD)

In 2024, 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 2024 will be used to present the climate-related considerations of Board of Management remuneration. The performance and remuneration of the Board of Management is assessed in relation to set climate targets in accordance with ESRS Standard E1-GOV-3.13. The percentage of variable target remuneration that depends on sustainability-related targets is 25% and the percentage of total target remuneration that is linked to climate-related factors is 12%. Further information can be found in the Annual Report (Group Sustainability Statement).

#### 4.3. Malus and clawback regulation

So-called malus or clawback regulations have been implemented as part of the service agreements and the VSEP plan conditions. According to these, a violation of the obligations of 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 Board of Management of the Company may lead to a partial or complete reduction of the annual bonus (malus). If it is not possible to deduct the reduction amount from bonuses that have not yet been paid out or from future bonuses, there is an obligation to repay bonuses that have already been paid out in the amount of the reduction amount (clawback). The Supervisory Board shall decide on whether and to what extent a bonus reduction is to be made, taking into account the specific circumstances of the individual case and weighting up the interests of both contracting parties.

According to the VSEP 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 until the time of payment of the plan proceeds, a partial or complete reduction of the provisional (including adjusted) and the final allocation amount is possible. The Supervisory Board decides on any reduction.

In the financial year 2024, 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.

#### 4.4. 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, the Board of Management members are obliged to purchase Daimler Truck Holding AG shares until the SOG target is reached and to hold these shares for the duration of their employment.

In order to comply with the guidelines, up to 25% of the gross payouts from the PPSP must be used annually to purchase real shares in 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 must be used to purchase real shares.

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

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

With the payment of the PPSP 2018 (in 2022), the members of the Board of Management who received a payment have begun to purchase Daimler Truck Holding AG shares in order to fulfill the SOG targets mentioned above.

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

The Service Agreements of the members of the Board of Management 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 time the revocation takes effect.

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, should not exceed the value of two years' remuneration and should 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 only exists pro rata until the end of the Board of Management member's term of office. The entitlement to payment of long-term variable remuneration (PPSP/VSEP) already allocated is determined by the terms of the respective plans and the provisions in the Service Agreements.

If the plan participant leaves the Company as a result of a mutually agreed termination of the employment relationship, a regular end of the contract (expiration of the contract), early retirement, retirement (including after part-time retirement) or occupational-disability, the plan participant retains his or her entitlement to any dividend equivalents and to remuneration for the entire term of the plan.

If the employment relationship ends automatically due to extraordinary termination or in the event of 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.

In the event of early termination of the Service Agreement, both the annual bonus and the long-term variable remuneration (PPSP/VSEP) will not be paid out early, but at the times specified in the Service Agreement or 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.

Martin Daum's term of office on the Board of Management and his Service Agreement ended prematurely and by mutual agreement on

December 31, 2024. Commitments in connection with his departure are shown in the individualized statement (Chapter 4.8).

#### 4.6. Sideline activities

The Presidential and Remuneration Committee decides on the granting of prior approval 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 interests of the Company and in particular must not interfere with the work of the Board of Management.

To the extent that the secondary 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.

#### 4.7. 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.

#### 4.8. 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 in accordance with Section 162 AktG can be found in the following table. [↗ Figure 17](#)  
This involves both a vesting-based and a payout-based statement.

The annual bonus fully earned in the financial year 2024 will be paid out in the financial year 2025. This is reported in accordance with a vesting-based interpretation. In 2024, the deferral from 2022 (50% of the annual bonus 2022) was paid out. This is reported in accordance with the payout-oriented interpretation. Based on the Remuneration System 2023+, which was approved at the Annual General Meeting 2023, the deferral will no longer apply in the future and was last paid out in the financial year 2024 as part of the bonus for the financial year 2022 and reported in this report. The payout-oriented reporting logic is also chosen for the PPSP. This ensures that the actual amount can be properly reported. The PPSP tranche 2020 was paid out in the financial year 2024. Likewise, the dividend equivalents of the PPSP 2021-2022 and VSEP 2023-2024 paid out in the financial year 2024 are reported according to the payout-oriented reporting logic.

For transparent reporting, the pension expense according to IAS 19 for retirement benefits is additionally stated, although this is not part of the remuneration granted and owed according to Section 162 AktG.

Due to his early departure on December 31, 2024, the Company has promised Martin Daum a severance payment of EUR 806,667.00, which will be paid out in 2025. The member of the Board of Management is subject to a post-contractual non-competition clause for the period from January 1, 2025 to February 28, 2026. The compensation for the post-contractual non-competition clause amounts to a total of EUR 1,300,000.00 gross. Entitlements under the VSEP 2024 and previous VSEP and PPSP plans will be continued, settled and be paid out in accordance with the applicable plan terms.

Stephan Unger resigned from the Board of Management at the end of June 30, 2024. As part of this, Mr. Unger is entitled to a pro rata annual bonus for 2024, which will be paid out at the contractually agreed due date. All Long-Term Variable Pay (PPSP/VSEP) entitlements will be continued, settled and paid out in accordance with the applicable plan terms.

Figure 17

Individualized disclosure of Board of Management remuneration in accordance with Section 162 AktG<sup>1,10</sup>

	<b>Martin Daum<sup>4</sup></b> Chairman of the Board of Management DTHAG until September 30, 2024; Member of the Board of Management, responsible for Daimler Buses, Daimler Truck Financial Services and IT in the period 01.10.-31.12.2024				<b>Karin Rådström</b> Chairwoman of the Board of Management DTHAG from October 1, 2024; Member of the Board of Management, responsible for the regions of Europe and Latin America and the Mercedes-Benz Trucks brand until September 30, 2024				<b>Eva Scherer<sup>5</sup></b> Chief Financial Officer			
	January - December 2024		January - December 2023		January - December 2024		January - December 2023		January - December 2024		January - December 2023	
	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %
Base salary	1,300.0	16.1%	1,300.0	18.8%	812.5	31.0%	650.0	28.9%	487.5	21.5%	n/a.	n/a.
Fringe benefits	297.6	3.7%	88.0	1.3%	203.7	7.8%	273.8	12.2%	1,055.9	46.5%	n/a.	n/a.
<b>Total fixed remuneration</b>	<b>1,597.6</b>	<b>19.8%</b>	<b>1,388.0</b>	<b>20.0%</b>	<b>1,016.3</b>	<b>38.8%</b>	<b>923.8</b>	<b>41.1%</b>	<b>1,534.4</b>	<b>68.0%</b>	<b>n/a.</b>	<b>n/a.</b>
Annual variable remuneration (Fully earned annual bonus 2024 or annual bonus 2023 (without deferral))	1,330.0	16.5%	2,394.0	34.6%	801.3	30.6%	1,197.0	53.2%	665.0	29.3%	n/a.	n/a.
Deferral (50% of the 2022 Annual Bonus) <sup>2</sup>	1,283.0	15.9%	113.2	1.6%	641.6	24.5%	56.6	2.5%	n/a.	n/a.	n/a.	n/a.
Multi-year variable remuneration (PPSP Plan 2020 or PPSP Plan 2019)	2,532.9	31.4%	2,628.0	38.0%								
Dividend equivalent <sup>3</sup>	525.8	6.5%	400.8	5.8%	160.9	6.1%	72.1	3.2%	61.4	2.7%	n/a.	n/a.
<b>Total variable remuneration</b>	<b>5,671.7</b>	<b>70.2%</b>	<b>5,536.0</b>	<b>80.0%</b>	<b>1,603.8</b>	<b>61.2%</b>	<b>1,325.7</b>	<b>58.9%</b>	<b>726.4</b>	<b>32.0%</b>	<b>n/a.</b>	<b>n/a.</b>
<b>Severance payment</b>	<b>806.7</b>	<b>10.0%</b>										
<b>Total remuneration within the meaning of Section 162 AktG</b>	<b>8,076.0</b>	<b>100.0%</b>	<b>6,924.0</b>	<b>100.0%</b>	<b>2,620.0</b>	<b>100.0%</b>	<b>2,249.5</b>	<b>100.0%</b>	<b>2,269.8</b>	<b>100.0%</b>	<b>n/a.</b>	<b>n/a.</b>
Retirement benefit expense	0.0		0.0		234.1		284.4		133.4		n/a.	n/a.
<b>Total remuneration (inc. retirement benefit expense)</b>	<b>8,076.0</b>		<b>6,924.0</b>		<b>2,854.1</b>		<b>2,497.9</b>		<b>2,403.2</b>		<b>n/a.</b>	

<sup>1</sup> Daimler Truck AG will be charged a portion of the total remuneration of the Board of Management members for the financial year 2024 by Daimler Truck Holding AG.

<sup>2</sup> Target achievement of deferral annual bonus 2022: 98.7% (before cap due to bonus regulation).

<sup>3</sup> Payment of dividend equivalents (EUR 1.90 per share) from allocation of the PPSP/VSEP plans from the date of the membership of the Board of Management Daimler Truck Holding AG 2022-2024; for Martin Daum 2021-2024 (see footnote 4).

<sup>4</sup> Martin Daum was the only member of the Board of Management of Daimler Truck Holding AG who was already a Member of the Board of Management of Daimler AG (now: Mercedes-Benz Group AG) at the time the PPSP tranche was allocated. The payout amount of the PPSP 2020 was capped.

<sup>5</sup> Pro rata calculation for the base salary, fringe benefits and retirement benefit expenses (01.04.2024-31.12.2024). The fringe benefits include the sign-on bonus of 1 million euros (gross).

<sup>6</sup> Pro rata calculation for base salary, fringe benefits, retirement benefit expenses and annual bonus (01.12.-31.12.2024).

<sup>7</sup> Two contracts (German contract with Daimler Truck Holding AG and American contract with Daimler Truck North America LLC (DTNA)); a large part of the remuneration is processed via DTNA in US\$; 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).

<sup>9</sup> A large part of the remuneration is charged to Daimler Truck Financial Services GmbH. Pro rata calculation for the base salary, fringe benefits, retirement benefit expenses and annual bonus (01.01.-30.06.2024).

<sup>10</sup> Figures may not tie due to rounding.

Figure 17

Individualized disclosure of Board of Management remuneration in accordance with Section 162 AktG<sup>1,10</sup>

	Jürgen Hartwig <sup>6</sup> Human Resources				Achim Puchert <sup>6</sup> Regions Europe and Latin America and the Mercedes-Benz Truck brand				John O'Leary <sup>7</sup> Region North America and the brands Freightliner, Western Star and Thomas Built Buses			
	January - December 2024		January - December 2023		January - December 2024		January - December 2023		January - December 2024		January - December 2023	
	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %
Base salary	650.0	27.7%	650.0	31.3%	54.2	50.3%	n/a.	n/a.	768.1	23.5%	728.8	24.1%
Fringe benefits	226.9	9.7%	98.7	4.8%	1.5	1.4%	n/a.	n/a.	688.7	21.1%	827.5	27.4%
<b>Total fixed remuneration</b>	<b>876.9</b>	<b>37.4%</b>	<b>748.7</b>	<b>36.1%</b>	<b>55.7</b>	<b>51.7%</b>	<b>n/a.</b>	<b>n/a.</b>	<b>1,456.8</b>	<b>44.7%</b>	<b>1,556.3</b>	<b>51.5%</b>
Annual variable remuneration (Fully earned annual bonus 2024 or annual bonus 2023 (without deferral))	665.0	28.4%	1,197.0	57.7%	52.1	48.3%	n/a.	n/a.	886.6	27.2%	1,328.0	44.0%
Deferral (50% of the 2022 Annual Bonus) <sup>2</sup>	641.6	27.4%	56.6	2.7%	n/a.	n/a.	n/a.	n/a.	758.1	23.2%	63.1	2.1%
Multi-year variable remuneration (PPSP Plan 2020 or PPSP Plan 2019)												
Dividend equivalent <sup>3</sup>	160.9	6.9%	72.1	3.5%	n/a.	n/a.	n/a.	n/a.	160.9	4.9%	72.1	2.4%
<b>Total variable remuneration</b>	<b>1,467.5</b>	<b>62.6%</b>	<b>1,325.7</b>	<b>63.9%</b>	<b>52.1</b>	<b>48.3%</b>	<b>n/a.</b>	<b>n/a.</b>	<b>1,805.6</b>	<b>55.3%</b>	<b>1,463.3</b>	<b>48.5%</b>
<b>Severance payment</b>												
<b>Total remuneration within the meaning of Section 162 AktG</b>	<b>2,344.4</b>	<b>100.0%</b>	<b>2,074.4</b>	<b>100.0%</b>	<b>107.8</b>	<b>100.0%</b>	<b>n/a.</b>	<b>n/a.</b>	<b>3,262.4</b>	<b>100.0%</b>	<b>3,019.5</b>	<b>100.0%</b>
Retirement benefit expense	208.7		215.4		68.3		n.a.		0.0		0.0	
<b>Total remuneration (inc. retirement benefit expense)</b>	<b>2,553.1</b>		<b>2,289.8</b>		<b>176.1</b>		<b>n/a.</b>		<b>3,262.4</b>		<b>3,019.5</b>	

<sup>1</sup> Daimler Truck AG will be charged a portion of the total remuneration of the Board of Management members for the financial year 2024 by Daimler Truck Holding AG.

<sup>2</sup> Target achievement of deferral annual bonus 2022: 98.7% (before cap due to bonus regulation).

<sup>3</sup> Payment of dividend equivalents (EUR 1.90 per share) from allocation of the PPSP/VSEP plans from the date of the membership of the Board of Management Daimler Truck Holding AG 2022-2024; for Martin Daum 2021-2024 (see footnote 4).

<sup>4</sup> Martin Daum was the only member of the Board of Management of Daimler Truck Holding AG who was already a Member of the Board of Management of Daimler AG (now: Mercedes-Benz Group AG) at the time the PPSP tranche was allocated. The payout amount of the PPSP 2020 was capped.

<sup>5</sup> Pro rata calculation for the base salary, fringe benefits and retirement benefit expenses (01.04.2024-31.12.2024). The fringe benefits include the sign-on bonus of 1 million euros (gross).

<sup>6</sup> Pro rata calculation for base salary, fringe benefits, retirement benefit expenses and annual bonus (01.12.-31.12.2024).

<sup>7</sup> Two contracts (German contract with Daimler Truck Holding AG and American contract with Daimler Truck North America LLC (DTNA)); a large part of the remuneration is processed via DTNA in US\$; 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).

<sup>9</sup> A large part of the remuneration is charged to Daimler Truck Financial Services GmbH. Pro rata calculation for the base salary, fringe benefits, retirement benefit expenses and annual bonus (01.01.-30.06.2024).

<sup>10</sup> Figures may not tie due to rounding.



Figure 17

Individualized disclosure of Board of Management remuneration in accordance with Section 162 AktG<sup>1,10</sup>

	Karl Deppen <sup>8</sup> Truck China and the regions Japan and India with the brands FUSO and BharatBenz				Stephan Unger <sup>9</sup> Financial Services				Andreas Gorbach Truck Technology			
	January - December 2024		January - December 2023		January - December 2024		January - December 2023		January - December 2024		January - December 2023	
	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %	in thousand €	in %
Base salary	650.0	28.0%	650.0	28.0%	325.0	22.7%	650.0	32.3%	650.0	26.4%	650.0	30.1%
Fringe benefits	303.5	13.1%	345.5	14.9%	15.0	1.0%	34.2	1.7%	343.5	14.0%	182.9	8.5%
<b>Total fixed remuneration</b>	<b>953.5</b>	<b>41.1%</b>	<b>995.5</b>	<b>42.9%</b>	<b>340.0</b>	<b>23.7%</b>	<b>684.2</b>	<b>34.0%</b>	<b>993.5</b>	<b>40.4%</b>	<b>832.9</b>	<b>38.6%</b>
Annual variable remuneration (Fully earned annual bonus 2024 or annual bonus 2023 (without deferral))	565.3	24.4%	1,197.0	51.6%	289.3	20.2%	1,197.0	59.6%	665.0	27.0%	1,197.0	55.5%
Deferral (50% of the 2022 Annual Bonus) <sup>2</sup>	641.6	27.6%	56.6	2.4%	641.6	44.8%	56.6	2.8%	641.6	26.1%	56.6	2.6%
Multi-year variable remuneration (PPSP Plan 2020 or PPSP Plan 2019)												
Dividend equivalent <sup>3</sup>	160.9	6.9%	72.1	3.1%	160.9	11.2%	72.1	3.6%	160.9	6.5%	72.1	3.3%
<b>Total variable remuneration</b>	<b>1,367.8</b>	<b>58.9%</b>	<b>1,325.7</b>	<b>57.1%</b>	<b>1,091.8</b>	<b>76.3%</b>	<b>1,325.7</b>	<b>66.0%</b>	<b>1,467.5</b>	<b>59.6%</b>	<b>1,325.7</b>	<b>61.4%</b>
<b>Severance payment</b>												
<b>Total remuneration within the meaning of Section 162 AktG</b>	<b>2,321.3</b>	<b>100.0%</b>	<b>2,321.2</b>	<b>100.0%</b>	<b>1,431.8</b>	<b>100.0%</b>	<b>2,009.9</b>	<b>100.0%</b>	<b>2,461.0</b>	<b>100.0%</b>	<b>2,158.6</b>	<b>100.0%</b>
Retirement benefit expense	202.2		215.7		205.5		222.6		231.2		251.8	
<b>Total remuneration (inc. retirement benefit expense)</b>	<b>2,523.5</b>		<b>2,536.9</b>		<b>1,637.3</b>		<b>2,232.5</b>		<b>2,692.2</b>		<b>2,410.4</b>	

<sup>1</sup> Daimler Truck AG will be charged a portion of the total remuneration of the Board of Management members for the financial year 2024 by Daimler Truck Holding AG.

<sup>2</sup> Target achievement of deferral annual bonus 2022: 98.7% (before cap due to bonus regulation).

<sup>3</sup> Payment of dividend equivalents (EUR 1.90 per share) from allocation of the PPSP/VSEP plans from the date of the membership of the Board of Management Daimler Truck Holding AG 2022-2024; for Martin Daum 2021-2024 (see footnote 4).

<sup>4</sup> Martin Daum was the only member of the Board of Management of Daimler Truck Holding AG who was already a Member of the Board of Management of Daimler AG (now: Mercedes-Benz Group AG) at the time the PPSP tranche was allocated. The payout amount of the PPSP 2020 was capped.

<sup>5</sup> Pro rata calculation for the base salary, fringe benefits and retirement benefit expenses (01.04.2024-31.12.2024). The fringe benefits include the sign-on bonus of 1 million euros (gross).

<sup>6</sup> Pro rata calculation for base salary, fringe benefits, retirement benefit expenses and annual bonus (01.12.-31.12.2024).

<sup>7</sup> Two contracts (German contract with Daimler Truck Holding AG and American contract with Daimler Truck North America LLC (DTNA)); a large part of the remuneration is processed via DTNA in US\$; 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).

<sup>9</sup> A large part of the remuneration is charged to Daimler Truck Financial Services GmbH. Pro rata calculation for the base salary, fringe benefits, retirement benefit expenses and annual bonus (01.01.-30.06.2024).

<sup>10</sup> Figures may not tie due to rounding.

## 5. Remuneration of the Supervisory Board

### Remuneration system of the Supervisory Board

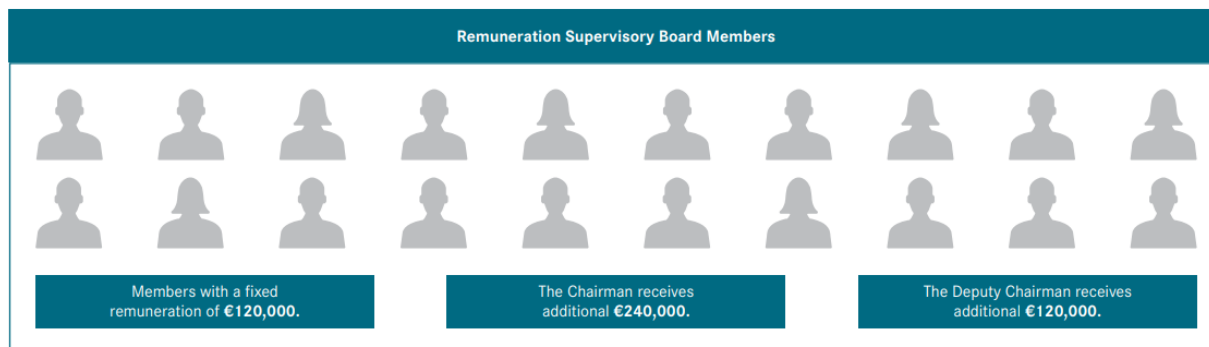
The remuneration of the members of the Supervisory Board is regulated in Article 10 of the Articles of Incorporation of Daimler Truck Holding AG. The Annual General Meeting 2022 passed a resolution on the currently applicable remuneration system for the Supervisory Board in accordance with Section 113 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 takes appropriate account of 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 an additional €120,000. Membership of the Audit Committee is remunerated with an additional €60,000, membership of the Presidential and Remuneration Committee is remunerated with an additional €50,000 and membership of other committees of the Supervisory Board is remunerated 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 has met during this period to fulfil its duties.

[↗ Figure 18](#)

**Figure 18: 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 meetings of the Supervisory Board and/or its committees on one calendar day, the attendance fee is only paid once. In addition, the members of the Supervisory Board are reimbursed for the value-added tax payable for their Supervisory Board activities and their expenses.

During the reporting period, the members of the Supervisory Board were also covered by insurance against pecuniary damage for corporate bodies and certain executives that was taken out by the Company and in the interests of the Company. The Company paid the insurance premiums.

With the exception of the remuneration of employee representative from their respective employment relationships, no remuneration was granted to Supervisory Board members in the financial year 2024 for personally provided services outside the committee activities described above, 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 can be found in the following table in accordance with Section 162 of the AktG. [↗ Figure 19](#)

Figure 19: Individualized disclosure of Supervisory Board remuneration according to Section 162 AktG<sup>1</sup>

Incumbent Supervisory Board members (financial year 2024)	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	79.5%	74.0	16.3%	18.7	4.1%	452.7
Brecht, Michael Deputy Chairman of the Supervisory Board	240.0	65.1%	110.0	29.8%	18.7	5.1%	368.7
Brosnan, Michael	120.0	47.4%	120.0	47.4%	13.2	5.2%	253.2
Buschbacher, Bruno	120.0	94.0%	0	– %	7.7	6.0%	127.7
Esculier, Jacques	120.0	94.0%	0	– %	7.7	6.0%	127.7
Eto, Akihiro	120.0	62.5%	60.0	31.2%	12.1	6.3%	192.1
Ipsen, Laura	120.0	94.0%	0	– %	7.7	6.0%	127.7
Jungo Brüngger, Renata	120.0	78.5%	24.0	15.7%	8.8	5.8%	152.8
Klitzsch-Müller, Carmen	120.0	94.0%	0	– %	7.7	6.0%	127.7
Köhlinger, Jörg	120.0	62.1%	60.0	31.1%	13.2	6.8%	193.2
Krafcik, John	120.0	94.8%	0	– %	6.6	5.2%	126.6
Lorz, Jörg	120.0	94.0%	0	– %	7.7	6.0%	127.7
Reith, Andrea	120.0	94.0%	0	– %	7.7	6.0%	127.7
Richenhagen, Martin	120.0	94.0%	0	– %	7.7	6.0%	127.7
Seidel, Andrea	120.0	94.0%	0	– %	7.7	6.0%	127.7
Suzuki, Shintaro	120.0	94.0%	0	– %	7.7	6.0%	127.7
Wieck, Marie L.	120.0	56.4%	74.0	34.8%	18.7	8.8%	212.7
Wilhelm, Harald	120.0	62.1%	60.0	31.1%	13.2	6.8%	193.2
Zitzelsberger, Roman	120.0	64.0%	50.0	26.7%	17.6	9.4%	187.6
Zwick, Thomas	120.0	62.1%	60.0	31.1%	13.2	6.8%	193.2

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

## 6. 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 a full-time equivalent (FTE) basis.

The basis for the calculation of 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 AktG.

The development of the annual net profit of Daimler Truck Holding AG is used as a key figure for the Company's profit development. The 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 and interns, those writing their thesis, doctoral students and working students) of Daimler Truck AG Germany on the basis of a full-time equivalent is used.

The results of the Comparative Presentation can be found in the following tables. [➤ Figure 20-21](#)

The Comparative Presentation takes into account the financial years 2024 to 2021. When comparing the years 2022 to 2021, the Comparative Presentation shows very large changes due to the spin-off in December 2021, as only just under one month was included in the reporting period.

Figure 20: Comparative presentation of annual changes in Board of Management remuneration, key profit figures and the remuneration of employees<sup>1</sup>

Change in Board of Management remuneration	Actual January – December 2024	Actual January – December 2023	Actual January – December 2022	Actual December 2021	Delta 2024 to 2023 (relative)	Delta 2023 to 2022 (relative)	Delta 2022 to 2021 (relative)
	in thousand €	in thousand €	in thousand €	in thousand €	in %	in %	in %
Daum, Martin	8,076.0	6,924.0	3,398.5	218.5	16.6%	103.7%	1,455.4%
Rådström, Karin	2,620.0	2,249.5	1,486.4	115.9	16.5%	51.3%	1,182.5%
Scherer, Eva (01.04.-31.12.2024)	2,269.8	n/a.	n/a.	n/a.	n/a.	n/a.	n/a.
Hartwig, Jürgen	2,344.4	2,074.4	1,334.0	108.3	13.0%	55.5%	1,131.8%
Puchert, Achim (01.12.-31.12.2024)	107.8	n/a.	n/a.	n/a.	n/a.	n/a.	n/a.
O'Leary, John	3,262.4	3,019.5	2,208.4	113.2	8.0%	36.7%	1,850.9%
Deppen, Karl	2,321.3	2,321.2	1,610.0	111.2	–%	44.2%	1,347.8%
Unger, Stephan (01.01.-30.06.2024)	1,431.8	2,009.9	1,325.6	116.8	-28.8%	51.6%	1,034.9%
Gorbach, Andreas	2,461.0	2,158.6	1,377.2	110.6	14.0%	56.7%	1,145.2%

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

<sup>1</sup> Numbers 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 2024).

Figure 21: Comparative representation of the Supervisory Board<sup>1</sup>

Incumbent Supervisory Board members (financial year 2024)	Actual January - December 2024	Actual January - December 2023	Actual January - December 2022	Actual December 2021	Delta 2024 to 2023 (relative)	Delta 2023 to 2022 (relative)	Delta 2022 to 2021 (relative)
	in thousand €	in thousand €	in thousand €	in thousand €	in %	in %	in %
Kaeser, Joe Chairman of the Supervisory Board	452.7	454.9	447.2	22.8	-0.5%	1.7%	1,861.4%
Brecht, Michael Deputy Chairman of the Supervisory Board	368.7	373.1	365.4	15.6	-1.2%	2.1%	2,246.8%
Brosnan, Michael	253.2	254.3	252.1	8.3	-0.4%	0.9%	2,926.4%
Buschbacher, Bruno	127.7	129.9	127.7	8.3	-1.7%	1.7%	1,433.0%
Esculier, Jacques	127.7	129.9	125.5	8.3	-1.7%	3.5%	1,406.6%
Eto, Akihiro	192.1	194.3	192.1	8.3	-1.1%	1.1%	2,206.1%
Ipsen, Laura	127.7	129.9	126.6	8.3	-1.7%	2.6%	1,419.8%
Jungo Brüngger, Renata	152.8	155.0	152.8	8.3	-1.4%	1.4%	1,734.3%
Klitzsch-Müller, Carmen	127.7	128.8	126.6	8.3	-0.9%	1.7%	1,419.8%
Köhlinger, Jörg	193.2	193.2	192.1	8.3	– %	0.6%	2,206.1%
Krafcik, John	126.6	129.9	127.7	8.3	-2.5%	1.7%	1,433.0%
Lorz, Jörg	127.7	129.9	127.7	8.3	-1.7%	1.7%	1,433.0%
Reith, Andrea	127.7	129.9	127.7	8.3	-1.7%	1.7%	1,433.0%
Richenhagen, Martin	127.7	129.9	127.7	8.3	-1.7%	1.7%	1,433.0%
Seidel, Andrea <sup>2</sup>	127.7	129.9	14.3	n/a.	-1.7%	808.4%	n/a.
Suzuki, Shintaro <sup>3</sup>	127.7	27.5	n/a.	n/a.	364.4%	n/a.	n/a.
Wieck, Marie L.	212.7	214.9	207.2	8.3	-1.0%	3.7%	2,387.4%
Wilhelm, Harald	193.2	194.3	192.1	8.3	-0.6%	1.1%	2,206.1%
Zitzelsberger, Roman	187.6	187.6	182.1	8.3	– %	3.0%	2,086.1%
Zwick, Thomas	194.3	194.3	192.1	8.3	– %	1.1%	2,206.1%

<sup>1</sup> Numbers may not tie due to rounding.<sup>2</sup> Supervisory Board member since November 22, 2022.<sup>3</sup> Supervisory Board member since October 16, 2023.

**For the Board of Management (03/2025):**

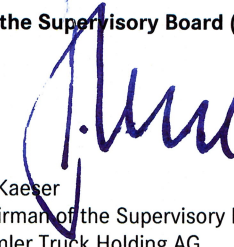


Karin Rådström  
Chairwoman of the Board of Management  
Daimler Truck Holding AG



Eva Scherer  
Chief Financial Officer  
Daimler Truck Holding AG

**For the Supervisory Board (03/2025):**



Joe Kaeser  
Chairman of the Supervisory Board  
Daimler Truck Holding AG

# Further Information

## Publications for the 2024 financial year

In addition to this Remuneration Report, other documents such as Annual Report, Factbook and Capital Market Presentation for the 2024 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.

[www.daimlertruck.com/unternehmen/compliance/daimler-truck-code-of-conduct](https://www.daimlertruck.com/unternehmen/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 AG  
Freightliner  
Western Star  
Mercedes-Benz Trucks  
FUSO  
BharatBenz  
RIZON  
Thomas Built Buses  
Daimler Truck Career



Daimler Truck AG  
Freightliner  
Western Star  
FUSO  
BharatBenz  
RIZON  
Daimler Buses



Daimler Truck AG  
FUSO  
BharatBenz  
Thomas Built Buses



Daimler Truck AG





#### 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 for the financial year from January 1 to December 31, 2024 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 13, 2025

KPMG AG  
Wirtschaftsprüfungsgesellschaft  
[Original German version signed by:]

Pritzer  
Wirtschaftsprüfer  
[German Public Auditor]

Rohrbach  
Wirtschaftsprüfer  
[German Public Auditor]