Annual Meeting 2015

Countermotions and election proposals from shareholders

Dear Shareholders,

As follows, you will find the countermotions and election proposals from shareholders as defined by Sections 126 and 127 of the German Stock Corporation Act on the items of the agenda of the Annual Meeting to be held on April 1, 2015.

The following motions are listed in the same order as they were received by Daimler.

Voting and issuing voting instructions on motions submitted by shareholders

Even if you do not participate in the Annual Meeting in person or through a proxy other than a bank, a shareholders’ association or person or institution exercising the same function, you can still support countermotions of shareholders by entering “No” (i.e. rejecting the proposal of the management) or by giving appropriate voting instructions on the corresponding items of the agenda in the absentee voting / voting instructions template of our e-service for shareholders or on your reply form.

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Mr. Paul Russmann, Stuttgart

Regarding Item 3 of the Agenda:
The actions of the members of the Board of Management are not to be ratified.

Reason:
‘In this way ... we want to further expand and systematize our activities for the protection of human rights,’ is the bold promise in ‘Sustainability Report 2020’ of Daimler AG.

Daimler AG does not say a word in its Annual Report 2014 about the human-rights violating arms exports by Mercedes-Benz Military. Apart from the countermotions from the Critical Shareholders, nothing is said on the official website of Daimler AG about the Group’s arms production and arms exports.

Anyone who wants to find out more about ‘inhuman arms production’ (trade union IG Metall Stuttgart, September 2014) by the three-pointed star has to search in a fairly unknown source: http://www.mb-military-vehicles.com.

The recipients of military Unimogs and tank transporters from the Daimler plant in Wörth in recent years include(d) Egypt, Abu Dhabi, Algeria, Angola, Iraq, Israel, Jordan, Qatar, Kuwait, Libya, Morocco, Oman, Pakistan, Saudi-Arabia, Syria, Tunisia, Turkey and the United Arab Emirates – countries in which human rights are trodden underfoot and which are located in crisis areas and war zones.

With the export of military vehicles, in the opinion of the Critical Daimler Shareholders (Arndtstr. 31, 70197 Stuttgart, tel. 0711 608396, www.kritischeaktionare.de), Daimler AG is violating the intentions of ‘good corporate governance’ and ‘corporate social responsibility’ as well as the intention of the ‘Global Compact.’

Anyone who wants to respect human rights must condemn the export of military Unimogs and tank transporters.

Following the exit from the Daimler arms producers EADS and Rolls Royce-Power-Systems, as demanded by the Critical Shareholders, it is now time also to terminate the business with the production and export of military vehicles. The military vehicles produced constitute less than one percent of the Group’s production of commercial vehicles. It would therefore be easy for Daimler AG to take the next step, in particular when it is a matter of delivering military vehicles to crisis areas and warzones.

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Umbrella Association of Critical Shareholders (Dachverband der Kritischen Aktionärinnen und Aktionäre e.V.), Cologne

Regarding Item 3 of the Agenda:
The actions of the members of the Board of Management are not to be ratified.

Reason:
According to the final report of the Brazilian National Truth Commission published in December 2014, amongst other companies, Daimler (“Mercedes Benz” branch) was also involved in the Brazilian military dictatorship. According to the final report (Vol. II, page 320), Daimler Brazil also provided financial support to the torture center Operação Bandeirante (Oban) from 1969 until the mid-1970s, the peak of state terror and torture in Brazil. The Daimler Board of Management has failed to immediately investigate and clarify these events, not least in view of the recent 50th anniversary of the military putsch in Brazil. Daimler must face up to and acknowledge its historical responsibility.

Since 2002, Daimler and Deutsche Telekom AG have been the main owners of the road-charging system Toll Collect. This features an ongoing (for many years) large degree of secrecy regarding the specific contractual details, has brought the public sector financial damage in the millions due to the delayed start of operations, meanwhile resulting in the “biggest, longest and most secretive case of arbitration in the history of German business,” whose end is still not in sight. According to consistent media reports, the amount of damages at stake is €7.5 billion. Nonetheless, Toll Collect succeeded in achieving an extension with the federal government until 2018. This means that Daimler AG and its partner continue to promote secrecy, lack of transparency and the removal of public-democratic control.

It is true that the Berlin Public Prosecutor’s Office has suspended its investigations of Daimler’s chief lobbyist Eckart von Klaeden and the Daimler Board of Management concerning the initial suspicion of undue advantage. Nonetheless, the smooth transition of the former Minister of State at the Federal Chancellery to Daimler AG creates a bad impression and damages the image of the German government and of the company. Just two months after leaving the federal government, von Klaeden joined Daimler AG in September 2013, where he was made Head of Policy and External Affairs. In the view of the Umbrella Association, the way that this change of sides was carried out is unacceptable.

The non-governmental organization Lobby Control expressed the judgment in its lobbyism portal lobbypedia.de: “Merely the suspicion that political decisions are directly influenced by a future car lobbyist damages the image of the federal government.” According to a small interpolation by the parliamentary group of The Left party in the German Bundestag but contrary to the statements of the government, von Klaeden met representatives of the automotive industry at least seven times in 2012, including three meetings with representatives of Daimler AG. In addition, he had five meetings with lobbyists of the aerospace and armaments company EADS, in which Daimler held a stake until April 2013. These meetings show that von Klaeden’s area of responsibility definitely overlapped with the interests of the automotive industry and of Daimler AG. (https://lobbypedia.de/wiki/Eckart_von_Klaeden). With von Klaeden as a member of its management, Daimler AG grossly disregards the recommendation of the federal government that ex-politicians should have a period of abstinence of at least one year before taking up a position in business or the public sector.
Regarding Item 4 of the Agenda:
The actions of the members of the Supervisory Board are not to be ratified.

Reason:
The Supervisory Board of Daimler AG has failed to point out to the Board of Management the consequences of the seamless change of sides of Eckart von Klaeden. The Supervisory Board thus accepts the damage to the image of Daimler AG and tolerates the disregard for the recommendations of the federal government.

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Mr. Gil Schlappal, Berlin

Regarding Item 3 of the Agenda:
The actions of the members of the Board of Management are not to be ratified.

Reason:
On May 23, 2013, Daimler AG published a purported “Mercedes Benz Innovation” under the heading of “QR code can save lives.” This was about supplying emergency personnel with rescue-relevant information at the scene of an accident by means of a QR code.

I had already offered such a QR code via Groupon under the name “digital emergency code” for a price of €17.85. Anyone can google that using the parameters “Groupon,” “advisor control,” and “emergency code.”

The QR code system, which at that time was still very simple, led to a URL which could display characters as well as graphics specified by the customer. Although the focus was on providing personal health data, it was also possible to display other scanned-in details as desired by the customer such as a patient’s decree and other graphics that might facilitate emergency assistance.

Only with the change of name to Rescue Code was a changeover made to a safer system, which, however, had to be limited to the input of characters.

The basic idea of the Mercedes Benz innovation had therefore long before demonstrably been published for the first time by me! As I was far ahead of my time and neither QR codes nor smartphones were sufficiently well known or widespread, this digital emergency code was sold only 11 times.

Due to the worldwide presentation of the Daimler publication, however, today’s Rescue Code came under slight “suspicion of plagiarism,” which sufficed to persuade decision makers of retail chains not to cooperate. A possible dispute with Daimler AG could not be ruled out over the long term, so that it has so far not been possible to utilize the strongest sales channel.

As according to the patent office, a QR code that in line with its original function leads to a database or a URL cannot be patented, it is not possible to protect this idea under patent law, but only under copyright law. The public presentation that Daimler AG has “waived” a patent for the good of all car drivers and has generously made a “Mercedes Benz innovation” available to all other car manufacturers could therefore be assessed differently?
In addition, the actual necessity for this QR code was not really comprehensible in this press release. Although it was mentioned that in particular with hybrid and electric vehicles such a QR code would be a very valuable aid for emergency personnel, this does not describe in the slightest the actual mortal dangers that make such a QR code essential rather than just sensible!

From the training material of the fire service, it can be seen that these vehicles involve increased hazards with regard to
- explosions,
- chemical burns,
- high voltage and
- environmental danger (possible acid leaks).

These dangers can occur in “solid,” “liquid” and “gaseous” form, and according to the fire service can be lethal even in small amounts. So these are grave hazards that could even jeopardize completely uninvolved third parties after an accident.

According to a statement by BaFin (Germany’s financial services supervisory authority), publications with untrue or incomplete contents as defined by Section 20a of the WpHG (Germany’s Securities Trading Act) can lead to erroneous valuations of a financial instrument. BaFin should therefore investigate whether the positive development of the share price during the period of this publication was possibly influenced by this press release?

Furthermore, the legal department of Daimler AG, represented by a lawyer holding a doctor’s degree, has so far dismissed all of my notifications with the words “significant differences.” It is therefore necessary to investigate whether this pretension is in line with the principles of the administration of justice? In the interests of the administration of justice, this matter should have been investigated so conscientiously that no loss of rights would be suffered also by me as a counterparty!

It is also not recognizable that this superficial approach corresponds with the “Integrity Code” published by Daimler AG.

Therefore, no ratification can take place until these inconsistencies have been thoroughly clarified! If BaFin or any other worldwide stock-exchange supervisory authority should see the facts that can easily be googled differently from the lawyer allocated to deal with this matter, or even recognize an actual violation of Section 20a of the WpHG, the actions of the members of the Board of Management cannot be deemed to be ratified!

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Mr. Wilm Diedrich Müller, Neuenburg

Regarding Item 4 of the Agenda:
The actions of the members of the Supervisory Board are not to be ratified.

Reason:
I justify my motion with the fact that the aforementioned firm Commerzbank AG, of which I am a customer, repeatedly refers to me as “Wilm Mueller” and not as Mr. Wilm Mueller, as most recently occurred on my bank statement for tax purposes, on bank transfers and on orders in my name for entrance tickets to annual shareholders’ meetings of stock corporations, as reported to me by the aforementioned firm PR im Turm – in my opinion the most reputable service provider for annual shareholders’ meetings.

The firm Daimler should have influenced the aforementioned firm Commerzbank in an educational manner rather than producing cars, however good those cars are.

That would really be of more help to me.

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Mr. Jürgen Grässlin, Freiburg

Regarding Item 3 of the Agenda:
The actions of the members of the Board of Management are not to be ratified.

Reason:
Death continues to be a master from Wörth, Bolsheim (France), Portland (USA) and Mannheim. Because many thousands of military vehicles continue to be produced at those Daimler plants, and engines are still supplied for military vehicles from the Daimler plant in Mannheim. In the military version, Mercedes vehicles are in demand worldwide: With them, armed forces, security forces and guerilla units have been carrying out their business in wars and civil wars for decades – also in financial year 2014.

In this context, the advertising and sale of vehicles by Mercedes-Military is particularly problematic, see www.mb-military-vehicles.com. The Daimler Group advertises uninhibitedly at armaments shows for the sale of military vehicles, in the Middle East for example. This is exactly what happened at the IDEX biennial armaments show in the United Arab Emirates in 2011, 2013 and 2015, amongst others.

On the Mercedes-Military stand at the IDEX show in February 2015, Mercedes military vehicles were advertised for sale with the brochures “Ready for Future Operations,” “Special Chassis. Unlimited” and “G-Class. Military vehicles.” The advertising language used in the brochures shows that neither morals nor ethics, but solely the pursuit of profits determines the business policy of Daimler AG.

Anyone who knows with which lack of inhibitions the Daimler Group under the leadership of Dr. Dieter Zetsche has in recent years supplied Mercedes military vehicles to states involved in wars and violations of human rights – including dictatorships – must draw the following shocking conclusions:
The resolutions of Daimler AG on “good corporate governance,” on “corporate social responsibility” (CSR) and on the “Global Compact” are not worth the paper they are printed on. The image-enhancing membership of the “Global Compact” of the United Nations is reduced to pure hypocrisy in view of the facts.

The result is that Mercedes military vehicles have been available for use on the battlefields of the Iraq war, in the Russia-Georgia war, in the Libya war and in 2014 in the Afghanistan war and the Syria war. In this context, it is particularly telling that Daimler’s advertising language is no longer bound by any moral inhibitions. Mercedes-Benz, the world’s leading producer of commercial vehicles, advertises the G-Wagon for sale with the slogan “combat proven.”

What “combat proven” really means is well known due to the research of the Armaments Information Office (RüstungsInformationsBüros, www.rib-ev.de): Mercedes military vehicles are used to transport tanks, to transport troops and materials to the front, and to remove the corpses of killed combatants and civilians.

The campaign “Action Outcry – Stop the Arms Trade!” (“Aktion Aufschrei – Stoppt den Waffenhandel,” www.aufschrei-waffenhandel.de) and the German Peace Society – United Opponents of Military Conscription (Deutschen Friedensgesellschaft – Vereinigte KriegsdienstgegnerInnen, www.dfg-vk.de) have evidence showing that more than 150,000 units solely of the Unimogs in the military version have been sold to 80 armies worldwide. The countries receiving Unimogs include Egypt, Algeria, Indonesia, Iraq, Kuwait, Libya, Pakistan, Saudi Arabia, Syria, Turkey and many more (disclosed in the “Black Book of Armaments Trading. How Germany Earns Money from Wars” (“Schwarzbuch Waffenhandel. Wie Deutschland am Krieg verdient”), published by Heyne, pages 294 ff.

As long as the Daimler Board of Management under the leadership of Dieter Zetsche continues with its uninhibited policy of selling and exporting military vehicles, its actions cannot be ratified. On the contrary, the Board of Management must be made responsible for the facts that customers buy vehicles from automotive companies that are free of armaments activities and invest their money elsewhere – ethically and responsibly.

According to a survey carried out in 2014 on behalf of Germany’s “Stiftung Warentest” (an organization that tests goods and services) and the Bremen Consumer Center (http://www.test.de/Umfrage-zu-ethisch-oekologischen-Geldanlagen-Was-Anlegern-wichtig-ist-4654401-0/), ethical aspects play a decisive role in the search for politically correct investments.

A survey of more than one thousand consumers carried out by Forsa, an opinion research institute, also revealed a clear picture: “Weapons and armaments have no place in an ethical-ecological investment.”

Anyone who buys Mercedes vehicles is still buying from a producer of armaments. Anyone who invests in Daimler is still investing in the armaments business. The Critical Daimler Shareholders (Kritischen AktionärInnen Daimler, KAD, Arndstraße 31, 70197 Stuttgart, tel.: +49 711 608396, www.kritischeaktionare.de) demand the termination of the production and export of Mercedes military vehicles – for both ethical and moral reasons as well as for business reasons!

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