

DaimlerChrysler AG

Extension of the Agenda*
of the Extraordinary Shareholders' Meeting
October 4, 2007

* Convenience translation. The German text is legally binding.

Dear shareholders,

In addition to the Agenda of the Extraordinary Shareholders' Meeting of DaimlerChrysler AG to be held on October 4, 2007, which was published in the electronic version of the German Federal Gazette on August 21, 2007, the shareholders Prof. Dr. Ekkehard Wenger and Prof. Dr. Leonhard Knoll have requested the publication of the following items to be decided upon by that Extraordinary Shareholders' Meeting pursuant to Section 122, Subsection 2 of the German Stock Corporation Act (AktG):

2. Amendment of the Articles of Incorporation – Change of Name

The following resolutions are submitted to the Shareholders' Meeting for adoption:

Article 1 (§ 1) of the Articles of Incorporation, currently worded

“The name of the corporation is DaimlerChrysler AG. The registered office of the corporation is in Stuttgart.”

be amended as follows:

“The name of the corporation is Daimler-Benz AG. The registered office of the corporation is in Stuttgart. A resolution by the Shareholders' Meeting on changes to the registered office or the name of the corporation shall require the statutory majority as stipulated by Section 179, Subsection 2, Sentence 1 of the German Stock Corporation Act (AktG).

Article 19 (§ 19), Paragraph 1 of the Articles of Incorporation shall therefore not be applied in this case.”

Reason: Under the name Daimler-Benz AG, the corporation was the most successful German stock corporation from the shareholders' perspective until Edzard Reuter became Chairman of the Board of Management. This Board of Management, which is responsible for numerous and grave failures, seems to have a problem with possibly being measured by that yardstick. It is otherwise incomprehensible why by all means it wants to prevent a return to the corporation's old name. The artificial name of “Daimler AG”, which the management has proposed, has no tradition and only disadvantages. In the Baden region of the federal state, Carl Benz is still the symbolic figure who is identified with the corporation. The management's refusal to return to the name Daimler-Benz AG has already demonstrably caused considerable resentment – amongst leading politicians as well as customers, and above all amongst large sections of the workforce. Anyone who willingly accepts these disadvantages, although there are no compensating advantages, is acting to the detriment of the corporation and of the federal state of Baden-Württemberg.

3. Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the question of whether in connection with the change of name proposed by the Board of Management and Supervisory Board, corporation funds have been senselessly wasted in contravention of the legally required prudence.

It is to be examined,

- for which reasons the Board of Management and the Supervisory Board have accepted the considerable costs of an extraordinary shareholders' meeting, instead of passing a resolution on the change of the corporation's name at the annual meeting in 2007 or 2008,

- whether by obtaining unnecessary expertise or consulting services, an attempt has been made to “discover” supposed reasons justifying the traditionless artificial name of “Daimler AG”,
- whether an eight-digit, possibly nine-digit amount of money has been wasted on countering possible legal disputes concerning third-party rights to the name “Daimler”.

The lawyer Nicola Monissen, Klosterstrasse 4, 89143 Blaubeuren, shall be appointed as the special auditor under the proviso that she may enlist auxiliary staff of her choosing as required to conduct the audit.

Reason: There was no legal obligation to continue to use the name DaimlerChrysler, whose image had been fundamentally ruined, subsequent to the ordinary annual shareholders’ meeting in 2007. This is especially the case since the coming separation from Chrysler was already apparent at that time and in the ordinary annual shareholders’ meeting on April 4, 2007 a motion was already on the agenda to change the name of the corporation. Therefore, there is a strong suspicion that the costs of the Extraordinary Shareholders’ Meeting of October 4, 2007 constitute a completely senseless waste of corporation funds. There is also the suspicion that meanwhile senseless consulting services have been purchased for a lot of money in order to be able to “sell” the obvious return to the traditional name Daimler-Benz to unknowing international investors as apparently only the second-best alternative. But above all, in capital-market circles there is a persistent rumor that the right to use the name “Daimler AG” had to be purchased for a nine-digit sum of money. It is essential to clarify this question and the related possible infringement of the duty of prudence.

4. Vote of No Confidence in Supervisory Board Member Erich Klemm

The adoption of the following resolution is proposed to the Shareholders’ Meeting:

“The Shareholders’ Meeting votes that it has no confidence in Supervisory Board member Erich Klemm.”

Reason: For many years, Supervisory Board member Erich Klemm entered into pacts with the Board of Management Chairman Schrempp and closed his eyes to his mismanagement. He thus damaged not only the shareholders, but also the employees. This fact has also been very clearly recognized by the employee representatives. In Information No. 66 of the AUB – the independent employee representative body – of June 2007, among other things it is stated that “Supervisory Board Chairman Kopper and his Deputy Klemm ... entirely failed ... to monitor Schrempp. Friendships between men prevent any critical monitoring. On the other hand, Kopper and Klemm complied with all of Schrempp’s outrageous and unjustified salary demands. At least Klemm and Klebe, the IG Metall trade-union representatives in the Presidential Committee, could have prevented these salary increases with their countervotes ... But as the Supervisory Board fees were also increased by a generous 50%, each side did favors to the other with disastrous consequences for the employees. Due to the enormous losses at Chrysler, massive savings had to be made at the expense of the quality of Mercedes vehicles in 2001. The result: a sales slump and savings programs with further job losses and earnings losses for all employees. Only the compensation of those responsible for this disaster, the members of the Board of

Management and the Supervisory Board, were increased. ... It is also highly interesting that in the course of the new management model more than 10% of the managerial staff had to depart because their functions were allegedly superfluous in the new organizational structure. The elimination of the most superfluous position of head of Schrempf's office of secretaries, the position of Lydia, was completely forgotten, however." In view of these facts, it can be assumed that following his long period of symbiosis with the former Board of Management Chairman, Supervisory Board member Erich Klemm no longer enjoys the confidence neither of the shareholders, nor of the employees. Therefore, there should be a formal vote of no confidence in him.

5. Amendment to the Articles of Incorporation – Determining the Venue of the Annual Meeting

The following resolution is submitted to the Shareholders' Meeting for adoption:

Article 14 (§ 14) of the Articles of Incorporation be amended to include the following Sentence 4:

"Starting with the year 2009 the Shareholders' Meeting shall be held in Stuttgart if the two preceding Shareholders' Meetings were not held in Stuttgart."

Reason: The bodies of the corporation may no longer be permitted to avoid a dispute with shareholders from the area in which the corporation is domiciled, who are particularly interested in the success of the corporation for more than two years in succession.

6. Amendment to the Articles of Incorporation – Age Limit for Members of the Supervisory Board Representing the Shareholders

The following resolution is submitted to the Shareholders' Meeting for adoption:

Article 8 (§ 8) of the Articles of Incorporation is amended to include the following Paragraph 4:

"No person who is 60 years old or older on the day of the election shall be elected as a member of the Supervisory Board representing the shareholders. If the average age of the members of the Supervisory Board representing the shareholders including the candidates standing for election is under 58 on the day of the election, no person who is 67 or older shall be elected."

Reason: An over-aged Supervisory Board damages the corporation as commitment, attention and the willingness for reorientation decrease with advancing age. The best example is the corporation itself. The clearly over-aged Supervisory Board left the last two Chairmen of the Board of Management in place for far too long instead of replacing them in time.

7. Amendment to the Articles of Incorporation – Limit on the Number of Mandates of Members of the Supervisory Board Representing the Shareholders

The following resolution is submitted to the Shareholders' Meeting for adoption:

Article 8 (§ 8) of the Articles of Incorporation is amended to include the following Paragraph 5:

“No person who is a member of the board of management of a DAX 30 corporation or who holds more than two supervisory board positions at DAX 30 corporations shall be elected as a member of the Supervisory Board representing the shareholders. Chairmanship of the supervisory board of a DAX 30 corporation counts double towards the total number of board positions held.”

Reason: Control of the Board of Management of the corporation requires a commitment that is not possible if the burden of work becomes excessive due to other board positions. There is also the risk that a close group of people who do not wish to damage their personal networks form non-aggression pacts. This is the only way to explain the fact that no respected member of the German business community could be found who was willing to put the obvious management deficiencies at the top levels of the corporation in order before those responsible lost their own will to continue. In 2006, the Chairman of the Supervisory Board of Deutsche Bank, who was elected to the Supervisory Board of the corporation on April 4 2007, publicly protested that the exponents of long-term mismanagement were referred to as “failures”. This culture of glossing over poor performance has proved to be extraordinarily damaging to the corporation and its shareholders.

8. Amendment to the Articles of Incorporation – Shareholders' Right of Comment

The following resolution is submitted to the Shareholders' Meeting for adoption:

The Articles of Incorporation are amended to include the following Article 18a (§ 18a):

“Article 18a (§ 18a) Shareholders' Right of Comment

If, at an Annual Meeting, tribute is paid to the actual or supposed merits of a member of the Board of Management or the Supervisory Board on the occasion of his or her retirement or on any other occasion, the shareholders shall then be given an opportunity to respond. If this tribute is paid on an Internet site set up by the corporation, it must also link properly to an Internet discussion forum.”

Reason: The culture of glossing over mismanagement that prevails at the top levels of German corporations is a key reason for the fact that this mismanagement is not stopped in a timely manner. This culture must be broken. One aspect of this culture is the mutual congratulation among colleagues at the end of the Shareholders' Meeting, to which shareholders can no longer respond. Being forced to face criticism would be extremely helpful not just for the German economy but also for the self-discovery of the parties concerned, who are often severely out of touch with reality. Moreover, it has a devastating effect on the corporation's image when shareholders who have suffered for years are provoked as follows, even on August 24, 2007, on the corporation's web site without being given a properly linked opportunity to respond: “With his farsighted strategy, Jürgen Schrempp has formed DaimlerChrysler into an automobile corporation unique in the world. I would like to thank him for this personally as well as on behalf of the entire Board of

Management and the workforce,” stated future Board of Management Chairman Dr. Dieter Zetsche, underscoring the achievements of the Group’s CEO for many years. “Jürgen Schrempp demonstrated exceptional business leadership in his ten years at the head of Germany’s biggest industrial corporation. The entire Supervisory Board thanks him for this,” emphasized Supervisory Board Chairman of DaimlerChrysler AG Hilmar Kopper. “He is an outstanding example of the ability to implement changes, dedication to duty and responsibility to customers, employees and shareholders.” To top it all, the “business combination of Daimler-Benz and the Chrysler Corporation” is praised as one of the “milestones in Schrempp’s career”. The results of Jürgen Schrempp’s work then receive this final comment: “Today, DaimlerChrysler is uniquely positioned with ... a balanced range of products and brands.”

9. Amendment to the Articles of Incorporation – Separate Counting of Votes from Various Shareholder Groups

The following resolution is submitted to the Shareholders’ Meeting for adoption:

Article 19 (§ 19) of the Articles of Incorporation is amended to include the following paragraph 3:

“At the request of shareholders who together represent a share of the capital stock amounting to at least €500,000, voting on the individual items of the agenda is to take place in the form that at first only private individuals vote who are not represented by voting proxies as allowed by Section 125, Subsection 1, Sentence 1 of the German Stock Corporation Act (AktG). After the results of their voting have been announced, the shareholder associations cast the votes allocated to them as allowed by Section 125, Subsection 1, Sentence 1 of the AktG, whereby they do not have to cast votes for which they have received voting instructions (“separated votes”). After the results of this voting have been announced, all the other votes are cast and counted, including the separated votes. After that, the overall result is announced. The motion proposing the separate counting of votes is to be received by the corporation at the latest seven days after the publication of the respective items of the agenda in the electronic version of the German Federal Gazette with evidence of the required share ownership.”

Reason: Institutional investors and custodial banks with proxy voting rights are often subject to massive conflicts of interest when voting, due to the fact that they have other business relations with the corporation which are more important to them than a proper voting procedure. It is otherwise inexplicable why institutional investors and custodial banks have repeatedly ratified the actions of the Board of Management and the Supervisory Board despite their mismanagement and the resulting miserable development of the Daimler share price, and have even reelected the responsible Supervisory Board members. In order to shed more light on these conflicts of interest, upon a motion being proposed by a qualified minority, at first those votes are to be counted that are affected by no, or only minor, conflicts of interest. In this way, the institutional investors and the custodial banks will at least be subject to more pressure to justify their sometimes scandalous voting behavior. Whoever votes against the majority of the private individuals and against the majority of the shareholders’ associations should also have to expect that his or her behavior will be taken into account with respect to the liability law, supervisory law and criminal law, if he or she cannot offer any convincing reasons.

10. Amendment to the Articles of Incorporation – Preparation of Verbatim Minutes of the Shareholders’ Meeting

The following resolution is submitted to the Shareholders’ Meeting for adoption:

The Articles of Incorporation are amended to include the following Article 18b (§ 18b):

“Article 18b (§ 18b) Production of Verbatim Minutes of the Shareholders’ Meeting

Verbatim minutes of the proceedings of the Shareholders’ Meeting shall be prepared. To ensure its accuracy, an audio or video recording shall be made which may only be interrupted if shareholders demand such interruption while they speak at the Shareholders’ Meeting. The shareholders shall be notified of this right. At least two technically independent systems shall be used for the recording so that the proceedings of the debate can still be documented if one system fails. All recordings must be stored for at least five years.”

Reason: The shareholders must be given the opportunity to provide exact proof of their own statements and those made by the management in the event of civil law proceedings or criminal law investigations. This opportunity used to exist when the management had verbatim minutes produced without being obliged to do so. This sensible custom was discontinued for unknown reasons. It is possible that the management does not wish to be held to any comments it makes in the Shareholders’ Meeting. If it wishes to refute this presumption it should resume its former standard practice.

11. Transformation into a European Stock Corporation (SE)

The following resolutions are submitted to the Shareholders’ Meeting for adoption by separate votes:

- a) The Board of Management is instructed to take the necessary measures so that a resolution on the transformation of the corporation into a European Stock Corporation (SE) can be voted on no later than the next ordinary Shareholders’ Meeting.
- b) The Board of Management is instructed to conduct the necessary negotiations with the employee representatives with the objective that the Supervisory Board should only have twelve members and that the negative impact of equal numbers of members representing the shareholders and the employees on the propensity to invest of current and future investors should be taken into account in the composition of the Supervisory Board.

Reason: Unlike German stock corporation law, European stock corporation law allows for a reduction in the number of members of the Supervisory Board. The need to reduce the size of hypertrophic supervisory boards as prescribed by the German Stock Corporation Act can only be doubted by persons unaware of the facts. Aside from this, it is not clear what the shareholders may expect in return for remunerating the currently ten employee representatives on the Supervisory Board when they pass on most or all of this compensation to a trade union-related foundation. Such circumstances are rightly greeted by investors, upon whose cooperation the employees depend for the financing of future investments, with suspicion. This is why corporations subject to the German Codetermination Act are not valued as highly and face disadvantages when raising capital. This applies even more in the specific case of Daimler as former Chairman of the Board of Management Jürgen Schrempp practiced a disastrous symbiosis with Supervisory Board members representing the employees who delayed his removal and the realignment of business policy for years. Both the shareholders and especially the employees suffered as a result.

12. **Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the issue of whether the members of the Board of Management and the Supervisory Board were in breach of duty in neglecting to examine all options to make claims for damages against the responsible members of the Board of Management and the Supervisory Board and the relevant consultants and auditors or to at least effect an adequate reduction in current compensation or pension benefits or to cancel share-based components of compensation following the statements made by the Stuttgart District Court on August 4, 2006 concerning the business combination between Daimler-Benz AG and Chrysler Corporation that**

“the conversion ratio quickly negotiated on April 9, 1998 was in no way preceded by any due-diligence examination of the respective other corporation – neither commercially nor technically – and presumably only the market values of the two corporations were compared, whereby the market value of Chrysler Corporation was increased by a premium of almost 30%.”

“Such a method in no way represents a responsible or comprehensible balancing of interests between the groups of shareholders involved, and in fact appears to have been arbitrary.”

“Thus, the approval by a large majority of votes was not based on substantiated information.”

The lawyer Nicola Monissen, Klosterstrasse 4, 89143 Blaubeuren, shall be appointed as the special auditor under the proviso that she may enlist auxiliary staff of her choosing as required to conduct the audit.

Reason: According to the comments by the District Court, which arrived at the conclusion that there had been a serious misvaluation by the partners in the business combination, there should be an examination to determine whether those responsible can be called to account. There is no indication that either the Board of Management or the Supervisory Board has taken any action of this kind. This would have been even more necessary since there is meanwhile the suspicion that warnings concerning the business combination with Chrysler were apparently deliberately ignored. For example, Information No. 66 of the AUB (the independent employee representative body) of June 2007 reported as follows on the former Board of Management Chairman Schrempp: "At that time, he just looked to see which American automobile executive had the highest salary ... Schrempp only focused on this level in order to gain Eaton's salary – ten times as high as his own – when Eaton left DaimlerChrysler. The quality and competitiveness of Chrysler's products did not interest him, because otherwise he would not have ignored all the warnings of the third-party automobile sub-department of our Development department. These warnings were given, as we know today." If such warnings were actually given, the Board of Management and the Supervisory Board should not have remained inactive in reviewing whether or not inappropriate compensation had to be reduced or repaid.

13. **Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the issue of whether the Supervisory Board neglected its obligations of due care and attention when, in spring 2003, close to when the share price reached its lowest point for several years, it issued 20.5 million options to the Board of Management and other management staff of the corporation at an exercise price of only €34.40 per share.**

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Reason: It is not clear how a Supervisory Board that is complying with its obligations of due care and attention could have the idea to issue options precisely at the moment when share prices are practically in free fall due to temporary market disruptions with correspondingly low strike prices instead of waiting until the situation on the stock market had settled down again. The management has since been able to redeem the options issued in 2003 at considerable profit without the shareholders seeing anything in return as, following a strong recovery from its lowest point in several years, the share price is still lower than it was in April 2000 when the Annual Meeting approved the option program. It must be explained what considerations moved the Supervisory Board to make it so easy for the managers to get rich at the expense of the shareholders.

14. Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the issue of whether the corporation is owed damages in relation to an interview by the former Chairman of the Board of Management Jürgen Schrempp in the Financial Times, which later aided a class action lawsuit in the United States that was settled at USD 300 million, of which the corporation was required to pay an uninsured share which was an eight-digit amount.

It is necessary to examine:

- whether liability claims can be enforced against the former Chairman of the Board of Management or at least could have been enforced if asserted in a timely manner,
- whether and in what form and for what reasons the Supervisory Board took action or failed to take action against the former Chairman of the Board of Management in this matter,
- whether claims for damages can be asserted against the members of the Supervisory Board who were responsible at the relevant times arising from insufficient or untimely pursuit of claims on the part of the corporation against the former Chairman of the Board of Management Jürgen Schrempp.

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Reason: The newspaper Stuttgarter Zeitung reported on January 3, 2007 under the headline “Millions for one careless interview” that the insurance companies from which DaimlerChrysler bought its liability insurance for members of the Board of Management are only covering “most of the necessary €175 million”, which was claimed from the insurance companies in connection with the class action lawsuit in which the corporation settled. Even if the insurance claim had been fully covered, €175 million would in no way have been enough to cover the settlement amount, with the result that the corporation would have lost an eight-digit amount just on account of the settlement amount. It is not evident that this loss would still have been incurred if the former Chairman of the Board of Management had not given his “careless interview”. Also, the corporation presumably incurred other losses amounting to at least an eight-digit figure as it had to pay lawyers’ fees, particularly for those lawyers involved in lawsuits relating to the interview in which the corporation did not settle.

15. Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the issue of the extent to which current or former members of the Board of Management or the Supervisory Board were aware of transactions that have since led to investigations by various authorities, including the US Securities and Exchange Commission (SEC) and the US Department of Justice in particular, or whether the above persons can be accused of organizational failure as no sufficient precautions were taken to prevent these transactions.

It is necessary to examine whether these persons were aware or negligently unaware of or negligently failed to take precautions to prevent certain transactions with regard to all matters listed in the 2005 Annual Report under Note 31 (“Legal Proceedings”) from the second half of page 185. These are:

- “improper payments”, that “raise concerns under the US-Foreign Corrupt Practices Act (FCPA), German law, and the laws of other jurisdictions”;
- “certain payable accounts related to consolidated subsidiaries” that “were not eliminated during consolidation”;
- “potential tax liabilities” that were the subject of internal investigations;
- a “portion of the taxes related to compensation paid to expatriate employees” that “was not properly reported”;
- a “formal order of investigation” by the US Securities and Exchange Commission (SEC) in connection with the United Nations’ Oil-for-Food program.

The special audit should also include all the transactions not listed in the Annual Report that are pertinently related to the above investigations by the SEC and the US Department of Justice or that were the subject of the questioning of the former Board of Management member Manfred Gentz by the US authorities or their representatives, that were mentioned on page 122 of issue 37/2006 of “Der Spiegel” magazine, and which are supposedly the reason for the fact that the Supervisory Board meeting allegedly took place in Canada instead of the United States. In this context, it should also be clarified whether it is actually true that members of the Board of Management or the Supervisory Board wished to avoid coming into contact with US territory and, if so, who this was.

The lawyer Nicola Monissen, Klosterstrasse 4, 89143 Blaubeuren, shall be appointed as the special auditor under the proviso that she may enlist auxiliary staff of her choosing as required to conduct the audit.

Reason: The investigations of the US authorities have been going through the press for some time without the corporation having commented on this in any comprehensible way for the shareholders. At best, the information in the 2005 Annual Report hints at how significant these clearly extremely unpleasant transactions are and who is responsible for them; the information in the 2006 Annual Report is even sparser. Clarification is needed all the more urgently as the above article in Der Spiegel gives the impression that current or former members of the Board of Management or the Supervisory Board at least temporarily wished to avoid coming into contact with US territory. This is aggravated by the fact that the online edition of Manager-Magazin raised speculation that the US authorities felt the transactions were so important that they were demanding that a person accepts responsibility at Board of Management level. The newspaper Süddeutsche Zeitung reported on September 14, 2006 with reference to the newspaper Handelsblatt, that it was supposed that the former Board of Management member responsible for Finance, Manfred Gentz, “was in trouble”. This question should also be examined.

16. Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the issue of whether, prior to the Federal Court of Justice repealing the prison sentence handed down by the Stuttgart District Court on the businessman Gerhard Schweinle, the current Chairman of the Board of Management Dr. Zetsche and various employees of the corporation provided false, incomplete, misleading or otherwise inaccurate information on an alleged fraud committed against the corporation in the area of so-called grey-market transactions, if so, what internal preliminary clarification this information was based on, who knew of this and who knew of any grey-market transactions per se and who profited from any grey-market transactions.

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Reason: Employees of the corporation and the current Chairman of the Board of Management Dr. Zetsche gave testimony before the Stuttgart District Court in the trial of Gerhard Schweinle. Among other things, the subject of the trial was an alleged defraud of DaimlerChrysler AG by Gerhard Schweinle. The Stuttgart District Court handed down a prison sentence on Gerhard Schweinle, which he commenced. Among other things, the sentence was based on alleged defraud on account of alleged non-compliant reselling of DaimlerChrysler vehicles. The destination of these vehicles should then have caused an error at the corporation, purely as a matter of course. An opinion of the performance of Stuttgart's law courts can be derived from a resolution by the Federal Court of Justice on June 9, 2004, which, so to speak, tore the fraud conviction to shreds. Stating the reasons for its decision, the Federal Court of Justice stated that there are "material doubts as to the evidence of fraudulent acts ... with regard to the knowledge on the part of the representatives of DaimlerChrysler AG of the defendant's intentions to resell." The Federal Court of Justice felt there were certain considerations explained in more detail indicating knowledge on the part of the representatives of DaimlerChrysler AG. The Federal Court of Justice also commented: The District Court "should have considered ... that, from 2000, there was an accumulation of cases in which so-called cross-border commissions were claimed outside the intended sales channels, particularly from Far Eastern countries for exports intended for those regions (by the end of 2000: 14; by the end of 2001: a further 47); nonetheless, vehicles were delivered to the defendant until the end of October 2001, even though the phenomenon of such parallel exports was already known to DaimlerChrysler AG. If, taking these circumstances into consideration, a new trial court judge was unable to rule out at least a tacit agreement between the defendant and the representatives of DaimlerChrysler negotiating with him, there would not only have been no financial loss but also no error would have been caused as defined by Section 263 of the German Criminal Code." Under these circumstances, there is a need for clarification regarding whether and to what extent there was knowledge of the grey-market transactions within the corporation – particularly at Board of Management level – and, if so, whether attempts were made to cover up this knowledge both in general and in respect of the District Court. There should also be investigations as to who profited from the so-called grey-market transactions.

17. Motion for a Resolution on the Execution of a Special Audit pursuant to Section 142, Subsection 1 of the German Stock Corporation Act (AktG) to examine the issue of whether the Supervisory Board sufficiently monitored the administration of the former Chairman of the Board of Management Jürgen Schrempp, whether it – particularly in view of his services – granted him inappropriately high compensation, whether the Supervisory Board checked that all benefits to the former Chairman of the Board of Management were recorded as Board of Management compensation, and whether in the case of the employment of family members and relatives of the former Chairman of the Board of Management the Supervisory Board demanded and monitored the rendering of appropriate services, or arranged for this to be done, and, if so, who is/was responsible for doing this.

It is necessary to examine:

- whether the compensation or pension benefits are or were appropriate in view of the services rendered,
- whether the former Chairman of the Board of Management was sufficiently present at the domicile of the corporation or whether his work on the Board of Management suffered on account of his choice of residence, and particularly whether other members of the Board of Management or other employees had to travel because of this,
- whether the employment relationship with the wife of the former Chairman of the Board of Management despite the place of residence allows or allowed undisturbed rendering of services,
- whether the corporation incurred other costs as a result of the change of residence, for example, as a result of providing an infrastructure or construction work and whether these costs were reported under Board of Management compensation,
- by what criteria the service of his wife, brother and any other relatives or family members of the former Chairman of the Board of Management who may work or have worked for the corporation were assessed and remunerated and who was responsible for the assessment,
- whether internal principles that regulate or regulated the employment of family members and relatives of Board of Management members were revoked or modified in respect of the Schrempp family and what role was played in this by the Supervisory Board.
- in which way suitable monitoring instruments are used to ensure that the performance of the wife of the former Board of Management Chairman in her employment with DaimlerChrysler, which is ongoing in the year 2007, is commensurate with the compensation paid to her.

The lawyer Nicola Monissen, Klosterstrasse 4, 89143 Blaubeuren, shall be appointed as the special auditor under the proviso that she may enlist auxiliary staff of her choosing as required to conduct the audit.

Reason: According to the 2006 Annual Report, total compensation of the Board of Management decreased from €34.9 million in the previous year to €20.5 million. On the other hand, the compensation of former Board of Management members and their surviving dependents rose from €16.9 million to €25.1 million. It must be supposed that these drastic changes are related to the compensation of the former Chairman of the Board of Management, which has been kept secret to date, and who has been receiving retirement compensation since 2006. This alone gives good grounds to doubt the appropriateness of his compensation – even compared to the other very generously paid members of the Board of Management – especially when one considers how the shareholders have suffered under his decisions. At the 2005 Shareholders’ Meeting, questions regarding the presence of the Chairman of the Board of Management at the corporation’s headquarters in light of his having relocated his residence to Munich were answered only evasively or not at all. The same applies to questions as to whether the corporation incurred any expenses as a result of the change of residence and to questions concerning the employment of his wife. Against this backdrop, it is necessary to check which conditions prevailed in the final phase of the Board of Management activity of Jürgen Schrempp and whether it seems appropriate from a legal point of view that his wife is still employed as his personal secretary at the expense of the shareholders in the year 2007.

**Statement by the Management of DaimlerChrysler AG
on the Motions Proposed by Prof. Dr. Ekkehard Wenger and Prof. Dr. Leonhard Knoll**

The Board of Management and the Supervisory Board propose that the motions on Items of the Agenda 2 and 5 through 11b be rejected:

The proposal by the Management to change the name of the corporation takes consideration of requirements concerning the legal aspects of brand names as well as strategic factors. The name Daimler has a high profile and evokes a high degree of confidence in the expertise of the corporation as a globally respected manufacturer of automobiles and commercial vehicles. With Daimler, we will also avoid overlaps between the brand of the corporation and the most valuable automobile brand name in the world, Mercedes-Benz. The name Daimler is significantly more open with regard to the positioning of the brand portfolio than “Mercedes-Benz” or “Daimler-Benz” for example, and therefore is suitable to serve as a corporate name for all our products – not only for Mercedes-Benz but also for Freightliner, Setra, smart etc. With the proposed name of Daimler, the corporation is continuing its tradition while simultaneously signaling a new start. The contributions of Bertha and Karl Benz continue to be honored through the unchanged brand name “Mercedes-Benz”. Mercedes-Benz will continue to be visible where customers want to purchase our products, i.e. all foreign subsidiaries that sell almost exclusively Mercedes-Benz products will be renamed as Mercedes-Benz companies. And all plants that manufacture Mercedes-Benz products will be renamed as Mercedes-Benz plants.

The other motions proposing changes to the Articles of Incorporation were already submitted at the last Annual Meeting and were rejected by a large majority of the shareholders. Furthermore, the Articles of Incorporation already contain balanced and sufficient regulations concerning the venue and procedure of the shareholders’ meetings and the suitability and qualification of Supervisory Board members, which do not require any further amendment.

At the last Annual Meeting, neither the Management nor the shareholders determined that there was any need for changes to the legal form of the corporation. Since then, there have been no new developments that could necessitate any change to this judgment. But we will continue to monitor future developments and other company's experience with the SE legal form.

The Supervisory Board proposes that the motions on Items of the Agenda 3, 4 and 12 through 17 be rejected.

The corporation's Board of Management and Supervisory Board work together trustingly and constructively for the benefit of the corporation. The change in the name of the corporation was discussed intensively and decided upon by the boards. The Supervisory Board and its committees advise and monitor the Board of Management in all areas of significance for the Group. Each of the responsible boards and committees acts in its prescribed composition and all of its members bear shared responsibility for the decisions it makes. For this reason, there is no need for any votes of no confidence in individual members.

The level and the system of compensation of the members of the Board of Management is decided upon by the Supervisory Board always after a careful review and taking into consideration the aspects of competitiveness and appropriateness, with the assistance of external consultants. The compensation is explained in detail in the Annual Report, so anyone can make a judgment and there is no need for a special audit of the compensation.

Most of the points of this and the other special audits were already proposed at the last ordinary Shareholders' Meeting in April and were rejected with significantly more than 90% of the votes cast. Therefore, no need for the special audits is apparent. Furthermore, the proposed special audits partially refer to ongoing lawsuits and official inquiries, and would be unlikely to yield any results beyond those gained or to be gained in those proceedings.

Stuttgart, August 29, 2007

DaimlerChrysler AG
The Board of Management

