

# DAIMLERCHRYSLER

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## **DaimlerChrysler AG Stuttgart**

### **Notification to the 6<sup>th</sup> Annual Meeting of DaimlerChrysler AG**

**on Wednesday, April 7, 2004  
at 10:00 a.m. C.E.T.**

at the Berlin Trade Fair Center  
(Messe Berlin), Special Entrance,  
corner of Masurenallee/Messedamm,  
14055 Berlin, Germany.

**Item 8 of the Agenda "Resolution Concerning Changes to the Remuneration of the Supervisory Board and Amendment of the Memorandum and Articles of Incorporation" is removed from the Agenda by a resolution of the Supervisory Board and the Board of Management.**

Reasons:

According to a recommendation of the German Corporate Governance Code, it was intended to introduce a performance-related remuneration for the Supervisory Board of DaimlerChrysler AG based on the long-term performance of the Company.

As a consequence, in item 8 to the Agenda to the Annual Meeting the Supervisory Board and the Board of Management proposed to reduce the fixed compensation and to design a respective variable component based on phantom shares for the reduced portion.

Granting phantom shares to members of the Supervisory Board was in agreement with the prevailing legal opinion and complied with the express recommendations of the Corporate Governance Government Commission headed by Professor Baums and with the pronouncements on the German Corporate Governance Code.

According to a Decision of the German Federal High Court of Justice (the Court), published on March 15, 2004, it cannot be ruled out that the Court generally considers a Supervisory Board remuneration with an alignment to the share price as inadmissible. On the other hand, DaimlerChrysler is still of the opinion that the Court's judgement does not relate to the proposed compensation model. However, due to the judgement of the Court, which may be in variance with original recommendations and regulations of the commissions, there is now uncertainty regarding the legal situation. This uncertainty has to be resolved by the legislator.

Therefore the Members of the Supervisory Board and the Board of Management have decided to withdraw their proposal regarding the changes of the Supervisory Board compensation for the time being and to remove item 8 "Resolution Concerning Changes to the Remuneration of the Supervisory Board and Amendment of the Memorandum and Articles of Incorporation" from the agenda of this year's Annual Meeting.

Stuttgart, March 2004

**DaimlerChrysler AG**  
The Board of Management