Annex to agenda item 7

Remuneration system for the members of the Supervisory Board of TRATON SE

I. Remuneration components

The remuneration of Supervisory Board members consists of fixed annual remuneration and the attendance fee.

The fixed annual remuneration is EUR 225,000 for the Chairman of the Supervisory Board, EUR 150,000 for the Deputy Chairman of the Supervisory Board and EUR 75,000 for every other member of the Supervisory Board. For their work in committees, Supervisory Board members receive additional fixed annual remuneration per committee, provided that the committee met at least once per year to perform its tasks. The fixed annual remuneration is EUR 80,000 for the Chairman of the committee, EUR 60,000 for the Deputy Chairman of the committee and EUR 40,000 for the other members of a committee. Memberships in the nomination committee and the mediation committee pursuant to section 27 (3) German Co-Determination Act, to the extent that such a mediation committee is introduced in future, are not taken into account. If a member of the Supervisory Board sits on several committees, only the two functions in the committees with the highest fixed annual remuneration will be remunerated. This means that the remuneration of the members of the Supervisory Board is also in line with recommendation G.17 of the German Corporate Governance Code according to which appropriate account is to be taken of the larger time commitment of the Chairman and the Deputy Chairman of the Supervisory Board as well as of the Chairman and the members of committees.

The relevant member of the Supervisory Board receives an attendance fee of EUR 1,000 for attending a meeting of the Supervisory Board or a committee. If there are several meetings on one day, the attendance fee is only paid once.

The fixed annual remuneration becomes payable after the end of the General Meeting accepting or deciding on the adoption of the consolidated financial statement for the financial year for which the remuneration is paid. The fixed annual remuneration is reduced pro rata if a member does not sit on the Supervisory Board or the committee for the entire financial year or does not hold the office of Chairman or Deputy Chairman of the Supervisory Board or of a committee for the entire financial year. TRATON SE reimburses any VAT payable on the remuneration and expenses of the members of the Supervisory Board.

TRATON SE also ensures that third-party liability insurance with a deductible is taken out for the benefit of the members of the Supervisory Board.

II. Contribution of the remuneration of the members of the Supervisory Board to the promotion of the business strategy and the long-term development of TRATON SE

The remuneration of the members of the Supervisory Board takes into account, both in terms of structure and amount, the requirements of the office of a member of the Supervisory Board of TRATON SE, in particular the time involved as well as the responsibility associated with it. The remuneration is in line with the market and the amount – also in comparison to the remuneration of the members of the supervisory boards of other listed companies of comparable size in Germany – is commensurate with the tasks of the members of the Supervisory Board and the situation of TRATON SE. The remuneration makes it possible to recruit suitable and qualified candidates for the office of Supervisory Board member. As such, the remuneration of the members of the Supervisory Board contributes to the Supervisory Board as a whole being able to properly and competently perform its tasks of monitoring and advising the Executive Board. Limiting the remuneration to a fixed remuneration also takes these tasks of the Supervisory Board into account. The limitation gives the Supervisory

Board members – when performing their monitoring and advising tasks – an incentive to reasonably examine the management by the Executive Board without basing this primarily on the development of key operational indicators. Together with the Executive Board, the Supervisory Board thereby promotes the business strategy as well as the long-term development of TRATON SE. Paying only a fixed remuneration is moreover in line with suggestion G.18, sentence 1 of the German Corporate Governance Code.

III. Procedures for determining, implementing and reviewing the remuneration system

The General Meeting determines the remuneration of the members of the Supervisory Board on a recommendation of the Executive Board and Supervisory Board in the articles of association or by resolution. At present, the remuneration has been laid down in the articles of association.

The General Meeting must resolve on the remuneration of the members of the Supervisory Board at least every four years. In this regard, a resolution that confirms the existing remuneration is also permissible. In preparation for the resolution of the General Meeting, the Executive Board and the Supervisory Board each review whether the remuneration, in particular in terms of amount and structure, continues to be in the interest of TRATON SE and is commensurate with the tasks of the members of the Supervisory Board and the situation of TRATON SE. To this end, the Supervisory Board may also carry out a horizontal market comparison. In doing so, the Supervisory Board may seek advice from an external remuneration expert. If necessary, the Executive Board and the Supervisory Board will propose an appropriate adjustment of the remuneration to the General Meeting. The Executive Committee prepares the meetings and resolutions of the Supervisory Board; this also applies in principle to the remuneration of the members of the Supervisory Board, including the remuneration system.

The preparation and submission of proposed resolutions on the remuneration of Supervisory Board members is the responsibility of the Executive Board and the Supervisory Board in accordance with the statutory delineation of responsibilities. This means that each of the bodies monitors the other.