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Integrity Code

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DAIMLER

Integrity Code.

Common Guiding Principles at Daimler. Our Principles of Behaviour and Guidelines for Ethical Conduct.

fairplay.

Dear Employees,

What does integrity mean at Daimler? What values should apply to our conduct and our dealings within the company and with business partners and customers?

These and similar questions have been discussed in great detail as part of the Integrity Dialog initiative, which has run since November 2011, spanning many months and all areas of the company across hierarchy, function and location.

Following intensive discussions with managers, employees and employee representatives, the Board of Management has drawn up a new Integrity Code. This Code has been negotiated and agreed with the Group Works Council and the Management Representative Committee. The results of the company-wide involvement campaign for integrity have been taken into account in the new Code. The Code is thus based on shared values. It replaces the previous Integrity Code and is applicable throughout the entire Group.

The Code accommodates the frequently expressed desire of employees for clear and transparent regulations regarding proper and responsible conduct. This makes it easier to deal with the rules contained therein.

Our mutual objective is to make integrity even more of a matter of course at Daimler. Through our own actions, each and every one of us can contribute to a shared corporate culture.



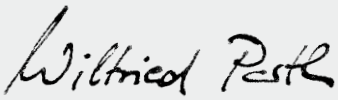
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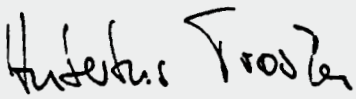
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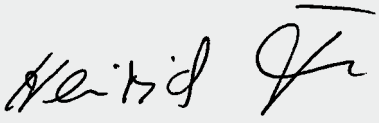
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I. Common Guiding Principles at Daimler.

1. A Commitment to Excellence.

The Daimler Group has been setting standards for more than 125 years. “The best or nothing!” – the goal that Gottlieb Daimler once set for himself continues to be the benchmark for Daimler AG as a global automobile manufacturer, and serves as encouragement and motivation for its employees. **Together we want to give our best, deliver the best and be the best in every way:** in terms of quality, technological standards, and the design of our products, with regard to our social responsibility, in dealing with others in the company, in cooperating with our business partners, assisting our customers, and in our business success. In everything we do, we are mindful of sustainability.

2. Exercise Responsibility – Socially and Globally.

A company such as Daimler that wants to assume and maintain a leading position must also take responsibility. That is the only way to achieve sustainable long-term success.

Daimler is committed to its **social responsibility** based on the Global Compact. Daimler and international labor representatives have agreed on the “Principles of Social Responsibility” to meet the obligations contained in the Global Compact.

This includes **responsibility for our employees**. Their work and motivation are the decisive factors for the shared success of our company. Therefore, they must be treated with dignity and respect by **all managers** at Daimler, regardless of their duties or position within the company, their gender, their religion, the color of their skin, their origin or sexual orientation. Everyone deserves respect.

Diversity is enriching. It enhances the quality of business decisions through a broader spectrum of ideas, points of view and abilities; and contributes to better mutual understanding of the concerns of others. This requires that we treat each other with tolerance, openness, trust and fairness. We expect our Board of Management, executive bodies and our managers to create a good working environment through exemplary behaviour, to be fair in their judgments and to have a sympathetic ear for the concerns of their staff. Our desire is to maintain a culture of trust and responsibility.

Such a culture enables us to provide our employees with adequate compensation in line with the concept of equal treatment. We ensure their health and occupational safety, support their professional advancement, and safeguard their basic rights on the job. We strive to create working conditions that promote a work-life balance. To these ends, we work together with employee representatives in a spirit of trust, abiding by the Principles of Social Responsibility that Daimler has agreed upon together with employee representatives throughout the Group.

We also take our **responsibility to conserve resources** seriously. This responsibility applies to the use of human labour resources or the company‘s assets, as well as the use of natural resources such as energy, commodities or materials.

We want our value creation processes to ensure that future generations are left with an intact ecological, social and economic foundation for life. Environmentally sound production methods and sustainable products should therefore be a signature feature of the Daimler Group.

We are aware that we as a company also bear **responsibility for the common good**. This means more than obeying the laws of the countries where we do business. Rather, we want to help improve the infrastructure, social situations and quality of life wherever we have entities. Our business activities and products should serve the people‘s well-being and needs.

Companies like Daimler that operate on a global scale bear **global responsibility**. Therefore, we joined the United Nations Global Compact as one of the founding members in 2000. In doing so, we have made a commitment to preserve human rights in our business activities, to respect the rights of employees and their representatives, to protect the environment and to prevent corruption.

As a member of the Lead Group of the Global Compact, we also consider it our duty to actively ensure that not only we, but our business partners and customers also follow the principles of the Global Compact. First and foremost that means fighting corruption worldwide in order to improve the poor social conditions which are a consequence of corruption and enable fair competition. We are using our market position to take the lead in this area as well. We are convinced that it strengthens our good reputation in the world and ensures our sustained economic success.

3. Integrity – a Top Priority.

Passion, discipline, respect and integrity are the values that serve as Daimler's guiding principles in the knowledge that economic excellence can only be permanently achieved if the company's actions are aligned with ethical principles that are accepted and perceived to be fair. The assumption that communities of values are more successful at creating value in the long run continues to hold true. We therefore strive to do business fairly, in other words, with the best possible results and in a decent, ethical manner.

This philosophy requires adherence to applicable laws, but also to internal company regulations. Such regulations set the parameters for and define exactly what is desired, allowed or prohibited. Our rules establish the framework within which everyone in the company may freely and confidently act on his/her own responsibility. These rules must be in line with our corporate values and, essentially, with our employees' concepts of "decent" ethical behavior. Aligning these values is the only way to ensure that the resulting rules will be accepted and pursued with conviction. It is the only way to turn a "must do" into a "want to" on the part of the employees, and for integrity to become a standard practice in the workplace. Furthermore, to become tangible, regulations must also be supported by compliant behavior, particularly by our managers, who are responsible for setting a consistent and credible example.

Regulations, however, do not always provide sufficient guidance, especially, for example, in situations where decisions require striking a difficult balance between conflicting interests. Rules often provide only abstract provisions without specific assistance on how to act or what decision to make in individual cases. Although we can rely chiefly on our own judgment of what is right and wrong, it is important for us to know whether our inner compass agrees with what the company expects and with what is ultimately applied to specific actions and decisions.

4. Pulling in the Same Direction.

In order to provide assurance and gain the self-confidence necessary to make decisions even in dilemma situations, the company must first agree on the principles of integrity that are meant to guide everyone. An open dialog between managers, staff and their representatives helps us to do so. Through this open dialog, we will reach an agreement on what constitutes corporate integrity so it can be expressed in rules and independent actions.

We have initiated this dialog throughout Daimler and will continue to have such a dialog in the future. The positive feedback from our workforce, including managers at every level, regarding this process of communication and understanding is encouraging. There is considerable agreement that this kind of dialog promotes integrity and fairness in the workplace, supports the responsible party in making difficult decisions, contributes to better mutual understanding and deepens the spirit of trust during collaboration to the benefit of successful, ethical business.

5. Rules for Support and Security.

This Integrity Code is based on the results and findings of the dialog conducted thus far. According to most employees, mutual respect, personal appreciation, taking responsibility for one's actions, fair, transparent and open behaviour, mutual trust and collegiality as well as clear, comprehensible regulations are the key factors for living with integrity in our company. These established principles of behaviour have, therefore, been incorporated into this Code.

The rules contained in the Code establish behavioural principles, assign rights and obligations, and establish guidelines for conduct. The rules are applicable to all employees of the Daimler Group, and are meant to provide these employees with confidence and support when they take action on the company's behalf. Whenever the regulations are not helpful, employees should seek advice from their co-workers and/or their managers. Employees who have questions concerning ethical behaviour and integrity can also contact the Human Resources, Group Compliance and / or Legal departments for advice and assistance.

“Integrity does not look for loopholes.”

Manager, Administration, Germany

“Respect for every person, regardless hierarchical level.”

Manager, Brazil

“Integrity is common sense guided by existing rules.”

Employee, Administration, Germany

“Treat others as you wish to be treated yourself.”

Employee, Administration, Germany

II. Our Principles of Behaviour and Guidelines for Ethical Conduct.

1. We Preserve Human Rights and Obey the Law.

As a company that does business worldwide, we at Daimler have a global responsibility. As a result, we have committed ourselves to the principles of the United Nations Global Compact. We place special emphasis on the following principles:

- Protection of human rights
- Protection of fundamental rights at work, in particular the freedom of association and the right to collective bargaining, the elimination of discrimination before and during employment and the rejection of forced labour and child labour
- Sustained environmental protection
- Fight against corruption.

We are working to ensure that our company, as well as our business partners and customers, follow these principles.

Furthermore, we comply with international and local laws and provisions. Together, we ensure that everyone in the Daimler Group obeys the laws and regulations that apply to our work.

“Integrity is part of my personal set of values. I want to create a working environment that strengthens employees in this regard.”

Manager, Administration, South Africa

“Integrity is trusting in the team.”

Manager, Brazil

“Everyone should lead by example.”

Employee, Development, Germany

“Openness, transparency and honesty are the basis of all collaboration.”

Employee, Administration, Germany

“A good working atmosphere leads to success.”

Young Professional, Administration, Germany

2. We Treat Each Other and our Partners Fairly.

When dealing with each other and third parties, we maintain an atmosphere of openness and tolerance, respect and politeness as well as fairness and trust.

Every employee should be able to rely on everyone else respecting his or her dignity and personality at all times. We treat each other with respect.

We Support Diversity and Observe the Principle of Equal Treatment.

A wide variety of ideas, viewpoints and skills improve the quality of our work, thereby ensuring long-term success. Our desire is to profit from the social, linguistic, cultural, and lifestyle diversity. We promote and respect this diversity. We, therefore, do not discriminate against anyone and we treat all people equally, regardless of:

- Ethnic decent, origin or nationality
- Religion or ideology
- Political or union affiliation
- Gender or sexual orientation
- Age
- Disability
- Medical condition
- Race or color

We Protect the Personal Rights of Every Individual.

It is our shared duty to create a fair and friendly working environment. Such an environment can only come to fruition if we respect every individual and are considerate of one another. We will, therefore, not tolerate statements or behavior that may lead to animosity or hostility towards our coworkers, business partners or customers.

At Daimler, any form of intimidation or harassment is prohibited. Behavior of this kind will be vehemently opposed.

We Protect the Privacy of Every Individual.

Working together in a spirit of trust requires us to respect and protect the privacy of our employees, business partners and customers. This expectation of privacy applies to our conduct towards each other as well the use and processing of information. For this reason, we collect, process and use personal information only to the extent that laws, regulations and our internal policies allow.

We store personal information securely and take the necessary precautions to prevent unauthorized use.

Our Managers Act with Responsibility and are Appreciative.

Acting responsibly takes responsible managers. We, therefore, expect our managers at all levels to live up to their duty to set an example by behaving ethically, to give employees guidance, and to ensure a good working environment. Maintaining an open door policy with their staff enables the free exchange of ideas.

We Stand for Good Collaboration.

Respect and mutual appreciation should be the hallmark of cooperation. That means that we allow different opinions, address problems openly and seek solutions together. This manifestation of mutual appreciation is the only way to develop an environment of trust, tolerance, and fairness.

We Ensure Safe and Fair Working Conditions.

The Daimler Group ensures occupational health and safety in the workplace. We obey the local and national regulations as minimum standards. We create motivational and inspirational working conditions. We want to create a working environment that allows our employees to reconcile work, family and private life.

We work together with all employees, their representatives and unions in a spirit of trust. We are committed to achieving the balance between the economic interests of the company and the interests of our employees. Even in cases of conflict, our goal remains to lay and preserve a firm foundation for constructive collaboration.

We Actively Pursue Success.

We perform our duties with a high level of commitment, motivation and team spirit. We take responsibility for our own actions and work carefully and efficiently.

We contribute our knowledge and skills to the success of the company. We undertake training and approach the challenges of the future with dedication and competence. The ideas and suggestions of all our employees bring us closer to success. We encourage and support them. In everything we do, we work together in a friendly and considerate manner.

We View Mistakes as Opportunities.

We want to learn from our mistakes, but in order to learn from them, we first have to acknowledge them. It is desired and expected that mistakes and misconduct be pointed out. By making mistakes and misconduct transparent, we can all prevent harm to our employees and company.

Employees who address or report mistakes and misconduct will not be subject to retaliation. Employees who have been accused of misconduct are also treated fairly.

We Take Care of our Company‘s Property and Assets.

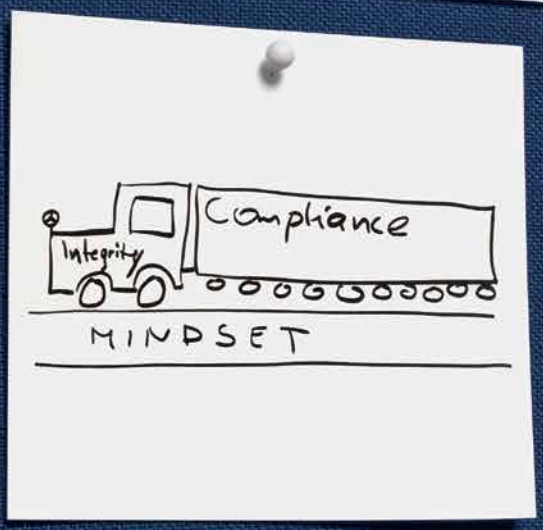
It is in our common interest to safeguard the property and assets of the Daimler Group. It is only natural for us to protect the company‘s assets, to handle them with care and not to use or embezzle them for our own inappropriate or unauthorized purposes. Depriving Daimler of financial and material assets through misappropriation or misuse is detrimental to the company and harms us all.

We Ensure Transparency and Proportionality.

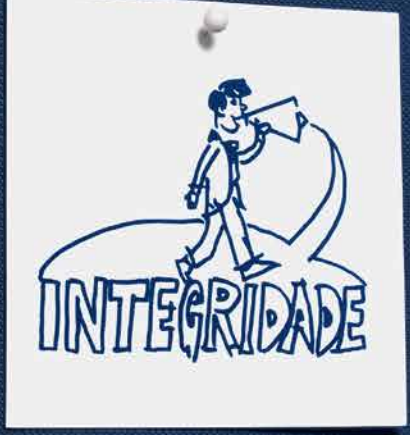
Responsible collaboration requires decisions that are transparent and comprehensible. Only then will they find acceptance. Even when conducting checks, audits, and investigations, we place high importance on transparency and treat those concerned fairly.

We deal with misconduct consistently, applying balanced and comprehensible measures. When doing so, the Daimler Group observes the principle of proportionality. Therefore, we examine each case to determine which consequences are suitable, necessary and appropriate.

Our contribution to integrity:









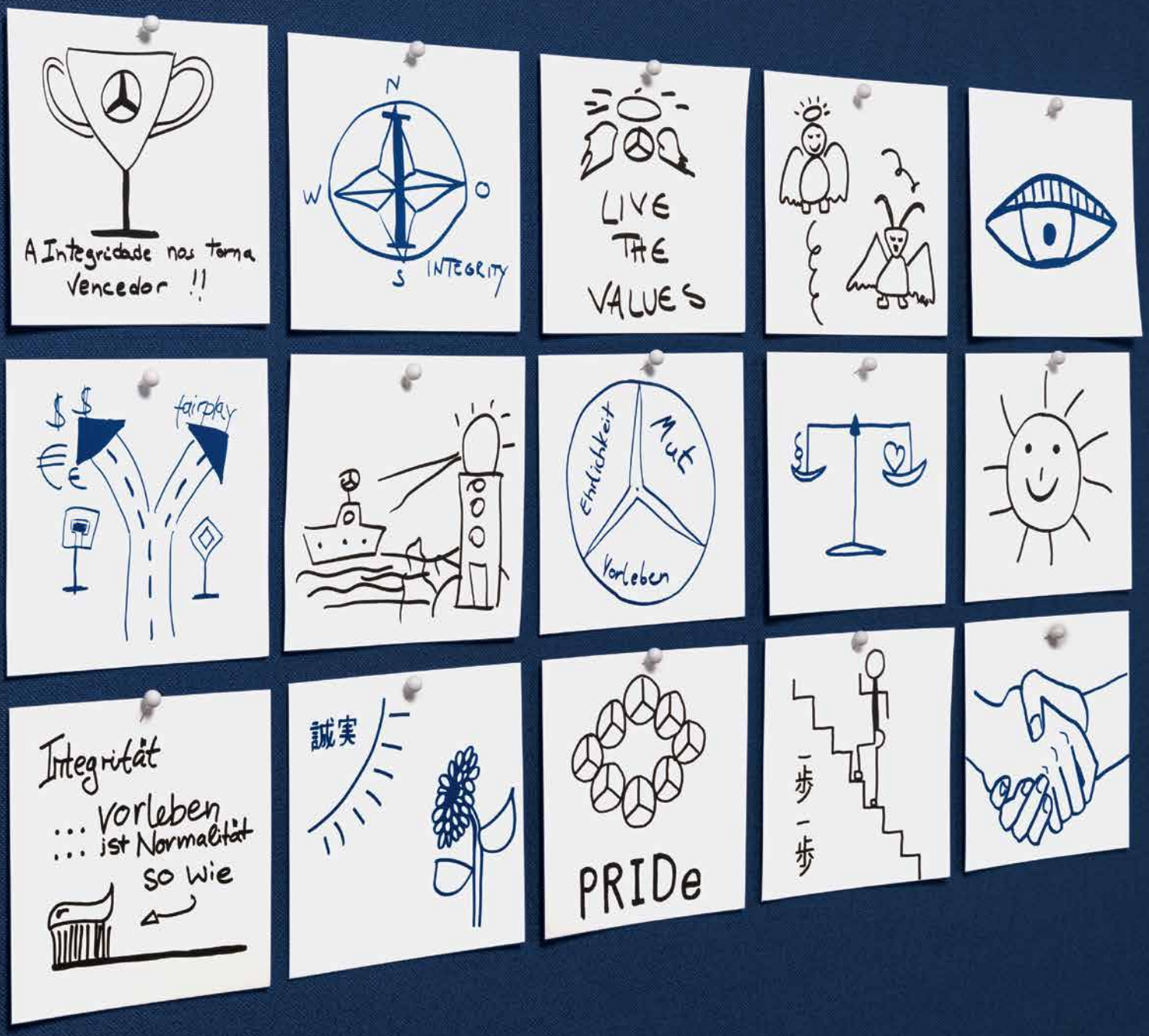












As part of the "Integrity Dialog" initiative, we discussed throughout the group what integrity at Daimler means. Here are some of your colleagues' responses.

“Trust: the basis for successful collaboration.”

Works Council, Production, Germany

“Fairness toward employees, suppliers and customers.”

Employee, Development, Germany

“Our customers and business partners see us as a benchmark for a fair company.”

Manager, Germany

“Treating each other fairly and honestly based on an internal moral code.”

Employee, Administration, Germany

“We achieve our economic results always on the basis of integrity.”

Young Professional, Administration, Germany

3. We Are Successful Together with our Business Partners and Customers.

Competition motivates and inspires excellence. Our goal is to do the best business with the best products in a decent manner. Accordingly, we treat our competitors fairly and cooperate with our business partners and customers respectfully and in a spirit of trust. These common principles form the basis for these relationships and are meant to guide our business transactions.

Therefore, we select our direct business partners according to their adherence to the same principles that we have established for ourselves in this Code. In our business relations, we pay heed to the observance of these principles. We reject business partners and customers who violate human rights and workers' rights outlined in the "Principles of Social Responsibility at Daimler" as well as environmental protection or anti-corruption laws.

We Stand for Fair Competition and Obey the Law.

We are committed to ensuring fair competition in our markets and to obeying applicable anti-trust and competition laws. We prohibit illegal agreements and coordinated behaviour that intends to or may limit competition. If we discover such agreements, we immediately terminate them and impose sanctions.

In our global activities and when opening up new markets, we are also required to obey further laws and regulations. These include:
- Foreign trade legislation, including export control regulations
- Tax and customs duty laws
- Money laundering laws
- Anti-terrorism laws

We Do Not Disclose Confidential Information.

Confidential information, such as inventions, new products and vehicle designs, as well as the latest sales figures are valuable. After all, they ensure we stay ahead of the competition. For this reason, we treat every piece of secret business information as confidential and do not share it without authorization.

We treat confidential information belonging to our competitors, business partners and customers in the same manner.

We Live by this Principle: We Do not Give or Take Bribes.

We do not do business at any cost. We only want to win contracts in a fair and legal manner. The Daimler Group does not tolerate unethical or corrupt behaviour by its employees or business partners and will take action against it. Decisions based on corruption are immoral, distort competition, harm the company's assets and reputation and go against the common good.

We pay special attention to ethical behaviour in our contact with political parties, public authorities and their officials both at home and abroad. Under no conditions do we grant payments, favours or other monetary contributions to civil servants, public employees or employees of governmental organizations in order to win contracts or gain advantages for the Daimler Group or other individuals. We do not waiver, even when benefits are expected or ”common” for official duties. We also do not try to influence specific business dealings with private enterprises by making illegal payments.

In our business dealings, we always pay special attention to avoid even the mere appearance of an impropriety, such as an attempt to influence our business partners or customers.

The Daimler Group provides information and conducts regular audits to ensure corrupt behaviour is exposed, stopped and punished.

We want to use our market influence to lead the way in fighting corruption. We are convinced that fighting corruption strengthens our good reputation in the world and ensures us sustained economic success.

We Balance Personal Interests and the Interests of the Company Carefully.

The Daimler Group respects the personal interests and private lives of its employees. Personal and private financial interests are not allowed to influence business decisions, since they may conflict with business interests. Therefore, we avoid situations in which private or personal financial interests conflict with the interests of the Group or our business partners.

In the event that such a conflict of interest arises, we disclose it and seek a solution with the respective manager in order to avoid any negative impact on the interests of the Daimler Group.

Conflicts of interest may arise when employees, for example:
- Accept, offer or grant gifts and invitations
- Are members of the governing bodies of other companies, pursue activities ”on the side” or invest in competitors

In These Cases, our Behaviour Must be in Accordance with the Following Rules:

Gifts, benefits and invitations.

As Daimler employees, we may not encourage, ask for, or demand gifts, benefits, invitations, personal services or favours for ourselves or others from business partners or customers.

We refuse gifts, benefits or invitations from business partners and customers whenever their value may influence or appear to influence our decisions.

We only accept discounts, rebates and other benefits offered to us by business partners if they are offered to all employees of the Daimler Group or its member companies.

Voluntarily given promotional and occasional gifts by our business partners and customers may only be accepted if of reasonable value and scope. To determine what is deemed reasonable a value of 50 euros serves as a reference.

We only accept invitations from business partners and customers to meals or events if they are freely given, serve a business purpose, do not occur with excessive frequency, take place in the course of regular collaboration, and are appropriate for the purpose.

If there is any doubt as to the appropriateness of gifts, benefits or invitations, we consult our managers.

We disclose and document any gifts or benefits received if they exceed the reference value of 50 euros for gifts or benefits and 100 euros for invitations. Reporting requirements according to applicable law remain unaffected.

We also only give gifts and benefits to business partners and customers within appropriate limits and as part of our normal business conduct.

If we extend an invitation to a business partner or customer, it must also be within appropriate limits and must correspond with the occasion. We must not create an appearance of seeking to make a party dependent on us.

Governing Body Membership and ”Side” Activities.

Employees may only serve on the management board, supervisory board or advisory board of another company with the prior approval of the Board of Management of the Daimler Group.

Before employees assume business activities ”on the side” they must report them to their managers, who must then check for possible conflicts of interest. In the event of a conflict, the activity may be prohibited if in opposition to the company`s justified interests.

Share Ownership.

As employees of the Daimler Group, we are allowed to acquire and hold shares and investments in business partners or competitors under the following conditions:
- We do so on a small scale
- The possibility of a conflict of interest or the appearance of such is excluded.

This rule may not be circumvented by having a third party hold the shares on the behalf of the employee.

We Keep Insider Knowledge to Ourselves.

The Daimler Group promotes fair and sustainable securities trading. We, therefore, do our part to prevent insider trading. Illegal insider information concerning the Daimler Group can significantly influence the price of Daimler stocks and bonds and diminish investor confidence. Insider trading can negatively impact our stock market value and damage our reputation among the public.

Knowledge that is not public and that employees gain in the performance of their duties is considered to be insider information. Insider information includes, for example, information about the following:
- Financial results and changes to dividends
- Mergers and acquisitions
- Technical innovations and order status
- Important changes to the leadership structure or in business relations.

We treat these unpublished pieces of information as confidential, do not use them for private trading of securities and do not share them without authorization – not even to close friends and trusted family members.

“Taking responsibility for regions and the people living there.”

Works Council, Production, Germany

“Every employee has the duty to deeply understand the meaning of integrity and convey the spirit of integrity to our customers and our dealers through our sincere service.”

Employee, Administration, China

“Long-term damage to the image is worse than not achieving targets in the short-term.”

Trainee, Administration, Germany

“We are part of the company and as such must accept our own share of responsibility.”

Manager, Germany

4. We Are Aware of our Social Responsibility.

We Are Responsible for the Common Good.

As a worldwide leading company, the Daimler Group supports institutions, projects and events concerning education, science, art, culture, sports and social issues at its entities, and views them as methods of creating social value. Additionally, the Daimler Group plays an active role in international disaster relief efforts.

Daimler supports its employees' tremendous willingness to provide assistance e.g. by matching a portion of the employees' donations. One successful example is the ProCent initiative which supports non-profit projects at home and abroad.

We Encourage Volunteering.

Volunteering is what holds society together. As a company that takes its responsibility towards society seriously, we encourage the volunteer activities of our employees – regardless of whether they support political democratic, social or charitable activities.

Representing Daimler.

Daimler employees have the right to freedom of expression. For opinions expressed at events, in public or in publicly accessible communication forums, we ensure that personal views are labelled as such. During public appearances on behalf of Daimler we are careful to ensure that our actions or statements do not cause harm to the Daimler Group or damage its good reputation.

We Stand for Quality and Safety of our Products.

Our desire is to make the mobility of the future as safe as possible and to turn our vision of accident-free driving into reality. We, therefore, focus on top quality and constant quality improvements, as well as the use of innovations in our cars that raise their level of safety. Such innovations are essential to the growth and success of the Daimler Group.

We Work Sustainably and Conserve Resources.

With new mobility concepts, we are taking into account the needs of sprawling metropolises to reduce environmental pollution and to ensure mobility. The steps we take to improve the environmental impact of our production and our products are published in an annual Sustainability Report, and we exchange information with those who follow our business, our stakeholders.

We Carry on a Transparent Dialog with Governments and Societies.

As a company that does business worldwide, we are subject to varied political changes and decisions that affect our actions. Therefore, it is crucial for safeguarding the future of the Daimler Group that we represent our company's interests in an open dialog with governments, associations, organizations and social groups. In a similar fashion, we listen to their suggestions and take their interests into consideration.

We Make our Donations and Sponsorship Activities Transparent.

When making donations and conducting sponsorship activities, we pay attention to transparency. We donate on a voluntary basis without demanding anything in return, and we adhere to applicable laws and local regulations.

We use our sponsorship activities to affect our reputation and public perception in a positive manner.

Donations and other contributions, sponsorship and other monetary benefits that are granted to political parties, candidates or individuals holding public office are only made with the approval of the Daimler Group's Board of Management.

5. Complying with the Integrity Code.

The Daimler Group expects the members of its Board of Management, its executive bodies, its managers and its employees to obey this Integrity Code. All employees are required to familiarize themselves with its contents, know them and act in compliance with them. After all, it forms the foundation of our daily work.

It is our managers' responsibility that all employees know and adhere to the Integrity Code. They are the first point of contact for questions and will support their staff in behaving in accordance with our values.

In addition to our managers, Human Resources, Legal and Group Compliance are available to provide support and assistance for questions concerning the Integrity Code.

This Integrity Code cannot encompass the standards, procedures, and regulations for our Group in every detail. The specific policies, instructions, or regulations for individual cases which have been adopted by Daimler are binding.

Business units, departments or individual entities with specific conditions may require additional regulations. These regulations are also binding.

Violations of this Integrity Code and other Daimler policies and regulations may have consequences on the employment relationship and other legal implications in accordance with the principle of proportionality.

“Doing the right thing, even when no one is watching.”

Employee, Administration, USA

“Integrity to me is a basic moral principle. Integrity tells me what to do and what not to do.”

Employee, Administration, China

“When integrity is firmly ingrained in us, it will further strengthen our work relationships and our sense of belonging.”

Employee, Production, South Africa

“Integrity requires us to take responsibility for our own actions.”

Employee, Administration, Germany

“Just being fair! Integrity felt like a burden in the beginning, now it’ becoming more like a relief. Acting with integrity makes you feel proud and strong.”

Employee, Administration, Germany

The quotes were collected as part of the “Integrity Dialog” initiative at events and in the Employee Portal. Since the feedback was sent largely anonymously, it is not possible to identify the contributors of individual statements.

Last revised on November 1, 2012. The current version can be found in the Enterprise Regulations Database in the Employee Portal.

Daimler Brand Portfolio.

Mercedes-Benz Cars





Daimler Trucks













Mercedes-Benz Vans



Daimler Buses





Daimler Financial Services







Daimler AG
Stuttgart, Germany
www.daimler.com
www.daimler.mobi