Financial Statements and Audit Report

Mercedes-Benz Finance Co., Ltd.

The twenty-seventh fiscal year

From January 1, 2017 to December 31, 2017

Independent Auditor's Report

The Board of Directors Mercedes-Benz Finance Co., Ltd.

We have audited the financial statements, comprising the balance sheet, the statement of income, the statement of changes in net assets—and the related notes, and the supplementary schedules of Mercedes-Benz Finance Co., Ltd. as at December 31, 2017 and for the year from January 1, 2017 to December 31, 2017 in accordance with Article 436-2-1 of the Companies Act.

Management's Responsibility for the Financial Statements and Others

Management is responsible for the preparation and fair presentation of the financial statements and the supplementary schedules in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements and the supplementary schedules that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements and the supplementary schedules based on our audit as independent auditor. We conducted our audit in accordance with auditing standards generally accepted in Japan. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and the supplementary schedules are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the supplementary schedules. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements and the supplementary schedules, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements and the supplementary schedules in order to design audit procedures that are appropriate in the circumstances, while the objective of the financial statement audit is not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the supplementary schedules.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements and the supplementary schedules referred to above present fairly, in all material respects, the financial position and the results of operations of Mercedes-Benz Finance Co., Ltd. for the period, for which the financial statements and the supplementary schedules were prepared, in accordance with accounting principles generally accepted in Japan.

Emphasis of Matter

As disclosed in the notes to the financial statements, Mercedes-Benz Finance Co., Ltd. has merged with Daimler Financial Services Japan Co., Ltd. as at January 1, 2018. This event does not qualify our opinion.

Other Matter

Our firm and engagement partners have no interest in the Company which should be disclosed pursuant to the provisions of the Certified Public Accountants Law of Japan.

KPMG AZSA LLC March 9, 2018 Tokyo, Japan

Notesto the Reader of Independent Auditor's Report:

The Independent Auditor's Report herein is the English translation of the Independent Auditor's Report as required by the Companies Act.

Financial Statements (Translation)

The Twenty-seventh Fiscal Year

From January 1, 2017 to December 31, 2017

Mercedes-Benz Finance Co., Ltd.

Mercedes Benz Finance Co., Ltd.

Balance Sheet

As of December 31, 2017

(Unit: 1.000 ven)

ASSETS	Amount	LIABILITIES	Amount
Current assets:	111110 01110	Current liabilities:	1 IIII V WII V
Carrent assess	(487,367,681)		(226,427,092)
Cash in banks	11,032,497	Trade accounts payable	6,833,816
Short-term loans receivable	84,317,820	Short-term loans payable	127,411,109
Investment in finance leases	104,998,156	Current portion of long-term	71,500,000
Installment sales receivables	276,280,610	Other payables	594,783
Other trade receivables	263,413	Accrued expenses	1,013,808
Prepaid expenses	6,862,318	Income taxes payable	1,521,198
Deferred tax assets	1,300,995	Advances received	4,825,347
Other current assets	2,590,535	Allowance for bonuses	152,800
Allowance for doubtful	△ 278,667	Unrealized profit on installment sales	12,531,441
		Other current liabilities	42,786
Non-current assets:	(11,559,537)	Non-current liabilities:	(238,545,000)
Tangible fixed assets:	(10,766,524)	Long-term loans payable	238,500,000
Operating lease assets	10,593,937	Other non-current liabilities	45,000
Leasehold improvements	115,585		
Furniture and fixtures	57,000		
Intangible fixed assets:	(454,892)	TOTAL LIABILITIES	464,972,092
Software	451,910	NET ASSETS	
Telephone rights	2,981	Shareholders' equity:	(33,960,932)
		Paid-in capital	(4,400,000)
		Capital surplus:	(400,000)
Investments and other assets:	(338,120)	Capital reserve	400,000
Long-term loans receivable	135,000	Earned surplus:	(29,160,932)
Guarantee deposits	50,322	Legal reserve	1,100,000
Investment and others	100	Retained earnings	28,060,932
Deferred tax assets	152,698	.,	
		Valuation and translation adjustments:	(a 5,806)
		Unrealized loss on derivatives	
		used in hedge accounting	Δ 5,806
		TOTAL NET ASSETS	33,955,125
TOTAL ASSETS	498,927,218	TOTAL LIABILITIES AND NET ASSETS	498,927,218

(Note) Amounts are rounded down to the nearest thousand yen.

Mercedes-Benz Finance Co., Ltd.

Income Statement

For the fiscal year ended December 31, 2017

		(Onit: 1,000 yen)
Sales:		
Installment sales	10,197,432	
Operating lease income	2,007,634	
Interest income on finance leases	4,108,899	
Interest income on loans	344,973	
Other income	2,437,995	19,096,936
Cost of Sales:		
Cost of installment sales	3,056,828	
Cost of operating leases	1,833,399	
Other costs	2,120,815	
Financing costs	1,226,544	8,237,587
Gross profit		10,859,348
Selling, general and administrative expenses		3,203,800
Operating income		7,655,548
Non-operating income:		
Interest income		4,338
Recovery Prior Year Write-Offs		30,902
Exchange gain		296
Ordinary income		7,691,086
Net income before taxes		7,691,086
Income taxes - current		2,465,898
- deferred		Δ 47,853
Net income		5,273,041

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Mercedes-Benz Finance Co., Ltd.

Statement of Changes in Shareholders' Equity

For the fiscal year ended December 31, 2017

				Valuation an	, v					
		Capital	surplus		Earned st	urplus		adjust	ments	
	Paid-in capital	Capital reserve	Total capital surplus	Legal reserve	Retained earnings	Total earned surplus	Total shareholder's equity	Unrealized loss on derivatives used in hedge accounting	Total valuation and translation adjustments	Total net assets
Balance as of January 1, 2017	4,400,000	400,000	400,000	1,100,000	23,587,954	24,687,954	29,487,954	Δ 20,879	Δ 20,879	29,467,075
Changes during the year										
Dividend					Δ 800,064	Δ 800,064	Δ 800,064			Δ 800,064
Net income for the year					5,273,041	5,273,041	5,273,041			5,273,041
Changes in items other than shareholders'equity during the year (net)								15,072	15,072	15,072
Total changes during the year					4,472,977	4,472,977	4,472,977	15,072	15,072	4,488,049
Balance as of December 31, 2017	4,400,000	400,000	400,000	1,100,000	28,060,932	29,160,932	33,960,932	Δ 5,806	Δ 5,806	33,955,125

Notes to Financial Statements

Amounts included in the following notes to the financial statements are rounded down to the nearest thousand yen.

1. Significant Accounting Policies

(1) Valuation standards and methods for significant assets

Derivative financial instruments

Derivative financial instruments are carried at fair value.

(2) Depreciation and amortization

1) Tangible fixed assets

Operating lease assets are depreciated using the straight-line method over the lease contract period with an estimated disposal value at the expiry of the lease contract as a residual value. Tangible fixed assets other than operating lease assets are depreciated using the declining balance method. However Leasehold improvements acquired on or after April 1, 2016 are depreciated using straight-line method. Useful lives applied are as follows.

Operating lease assets $1 \sim 5$ years Leasehold improvements $8 \sim 50$ years Furniture and fixtures $5 \sim 20$ years

2) Intangible fixed assets

Software for internal use is amortized using the straight-line method over the estimated useful life of five years.

(3) Allowances

1) Allowance for doubtful accounts

Allowance for doubtful accounts is recorded based on historical experience to provide for estimated losses on bad debts.

2) Allowance for bonuses

Allowance for bonuses has been established based on amounts incurred in the current year.

(4) Revenue recognition

- 1) Revenue from operating lease contracts is recognized as "operating lease income" on an accrual basis over the lease contract period.
- 2) Revenue from finance leases without ownership-transfer consists of interest income allocated to each period not including lease payments received from users.
- 3) Gross receivable from installment sales are recorded at execution of installment sales contracts. Interest on such receivables is recognized when each installment becomes due. Interest on installment receivables that have not fallen due is deferred as Unrealized profit on installment sales.

(5) Hedge accounting

1) Method of hedge accounting

The company adopts the deferral method of hedge accounting.

2) Hedging instruments and hedged items

<u>Hedging instruments</u> <u>Hedged item</u>
Interest rates swap Loans payable

3) Hedging policy

The Company established internal rules regarding derivatives, which include policies and procedures for risk assessment, approval, reporting and monitoring. The Company uses derivatives mainly to hedge market risk exposures resulting from liabilities on the balance sheet and does not own derivatives for trading purposes.

4) Evaluation of the hedging effectiveness

In principle, the Company evaluates hedge effectiveness based on the coverage ratio calculated by comparison between accumulated changes in cash flow of hedged items and hedging instruments from commencement of the hedge through time of the evaluation. However the Company omits the evaluation under the circumstances where important conditions of contract for hedged items match those on hedging instrument and market risk or change in cash flow is supposed to be offset each other at the time of commencement and later period.

(6) Accounting for consumption taxes

Consumption tax is excluded from measurement of related transactions.

(7) Additional information

We have implemented the "Implementation Guidance on Recoverability of Deferred Tax Assets" (Accounting Standards Board of Japan (ASBJ) Guidance. No. 26, March 28, 2016) from this fiscal year.

2. Notes to the Balance Sheet

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1100	ics to the Daranee Sheet	(Unit: 1,000 yen)
1)	Receivables from and payables to affiliated companies	(01110 1,000 j 011)
-/	Short-term monetary receivables	1,234,976
	Long-term monetary receivables	43,632
	Dong term memerally receivables	10,002
	Short-term monetary payables	108,399,848
	Long-term monetary payables	90,500,000
		, ,
2)	Accumulated depreciation of tangible fixed assets	
	Operating lease assets	1,851,185
	Other tangible assets	58,836
	Total	1,910,021
		1,010,021
3)	Operating lease receivables due after the balance sheet date	3,930,047
,	•	-,,-
4)	Trade receivables due after more than one year from the	he
	Installment sales receivables	193,676,235
	Investment in finance leases	53,960,075
	Operating lease receivables due after the balance sheet date	1,916,954
	Total	249,553,266
		210,000,200
5)	Breakdown of Investment in finance lease	
	Investment in finance lease-Gross	59,054,284
	Estimated residual value	52,158,436
	Unearned interest	Δ 6,214,564
	Total	104,998,156
		101,000,100
Not	es to the Income Statement	
1100	ios to the medic statement	(Unit: 1,000 yen)
1)	Transactions with affiliated companies	(Cilit 1,000 yell)
1/	Cost of sales	650,385
	Operating expenses	53,400
	Operating expenses	55,400
2)	Details of financing cost	
4)	Interest expense and others	1 996 544
	interest expense and others	1,226,544
3)	Total finance lease revenue and cost	
-/	Gross finance lease revenue	93,668,027
	Gross finance lease cost	89,559,127
	Net	4,108,899

4. Notes to the Statement of Changes in Shareholders' Equity

(1) Type and total number of outstanding shares

Share Type	Beginning Balance	Increase	Decrease	Ending Balance
Common stock	96,000	0	0	96,000

(2) Dividends

Dividend payments

The following resolution regarding dividends was made at the regular shareholders' meeting held on March 23, 2017.

Dividends on Common Shares

Total dividend 800 million yen
 Dividend per share 8,334 yen

3) Date of record December 31, 2016 4) Effective date March 28, 2017

5. Deferred Tax Accounting

Main sources of deferred tax assets

The deferred tax assets mainly arise from allowances for doubtful accounts, depreciation, deferred subsidies and prepaid incentives.

6. Financial Instruments

(1) General information of financial instruments

The Company manages and controls credit risk and residual value risk inherent in its main business, lease and installment sales of cars, based on the transaction information accumulated in the database. The Company's main sources of funding are loans from related companies and banks.

(2) Risk control system for financial instruments

The Company does not conduct qualitative analysis of market risk. Financial instruments that are subject to risk of interest rate fluctuations are mainly Investment in finance leases, Installment sales receivables, and Long-term loans payable. Assuming all other risk factors remain unchanged, 10 basis point (0.1%) decrease of the market interest rate at December 31, 2017 would have caused an increase of fair value of net financial assets and liabilities by 109 million yen and 10 basis point (0.1%) increase would have caused a decrease of fair value of net financial assets and liabilities by 109 million yen.

(3) Fair values of financial instruments

The following table shows the carrying amounts and fair values of the financial instruments as of December 31, 2016.

			1	(21110 1,000 je11)
		Carrying amount	Fair value	Difference
(1)	Cash in banks	11,032,497	11,032,497	-
(9)	Short-term loans receivable (*1)	04.917.990		
(2)		84,317,820		
	Allowance for doubtful accounts	Δ 123,928		
		84,193,892	84,195,879	1,986
(3)	Investment in finance leases (*1)(*2)	104,998,156		
	Allowance for doubtful accounts	Δ 154,738		
		104,843,417	102,770,598	Δ 2,072,819
(4)	Installment sales receivables(*2)	276,280,610		
	Unrealized profit on installment sales	Δ 12,531,441		
		263,749,169	261,781,593	Δ 1,967,576
1	Financial assets total	463,818,977	459,780,567	Δ 4,038,409
		22,2 2,2 2	, ,	, , , , , , , ,
(1)	Short-term loans payable	127,411,109	127,391,951	Δ 19,158
(2)	Current portion of long-term loans payable	71,500,000	$71,\!520,\!727$	20,727
(3)	Long-term loans payable	238,500,000	237,922,279	Δ 577,720
Fi	nancial liabilities total	437,411,109	436,834,957	Δ 576,151

^(*1) Allowance for doubtful accounts are deducted.

^(*2) Deferred subsidies are not deducted from carrying amounts.

(Note) The following methods and premises were used for calculation of the fair values of financial instruments.

Financial assets

(1) Cash in banks

Because of the predominant short maturities of these instruments in general, it is assumed that the fair values approximate the carrying amounts.

(2) Short-term loans receivable

The fair values of loans with variable interest rates are estimated to be equal to the respective carrying amounts since the actual interest rates and those available on the market do not significantly differ unless credit conditions of debtors materially deteriorate. The fair values of loans with fixed interest rates are determined on the basis of discounted expected future cash flows. The discounting is based on the current interest rates at which similar loans could have been borrowed.

(3) Investment in finance leases and (4) Installment sales receivables

The fair values are determined on the basis of discounted expected future cash flows. The discounting is based on the current interest rates at which financial programs could have been utilized.

Financial liabilities

- (1) Short-term loans payable, (2) Current portion of long-term loans payable and
- (3) Long-term loans payable

The fair values of loans with variable interest rates are estimated to be equal to the respective carrying amounts since the actual interest rates and those available on the market do not significantly differ. The fair values of loans with fixed interest rates are calculated as the present values of the estimated future cash flows using current market interest rates.

7. Related Party Transactions

(1) Parent Companies

Relation- ship	Company name	Business	Ownership percentage of voting right	Concurrent	elationship Business relationship	Transaction details	Transaction amount (1,000 yen)	Account	Ending balance (1,000 yen)
Parent company	Mercedes- Benz Japan Co., Ltd.	Import, sales of automobiles and related services	90% (direct)	1	Financing services to customers of parent company, Borrowing Funds, Commission of administrat ive operation	Borrowing operating funds Interest expense Outsourcing fee	- 394,860 53,400	payable Interest	107,911,109 90,500,000 91,768 113,501
Parent company	Daimler AG	Production and sales of vehicles	90% (indirect)	-	Loan guarantee	Borrowing operating funds	255,525	Payable	261,738

(2) Subsidiaries of Parent Companies

			Ownership	Details of r	elationship		m .:		D. II
Relation- ship	Company name	Business	percentage of voting right	Concurrent directorship	Business relationship	Transaction details	Transaction amount (1,000 yen)	Account	Ending balance (1,000 yen)
Subsidiary of parent company	Daimler Financial Services Japan Co., Ltd.	Finance, lease, loan	ı	4	Lending operating funds, Outsourcing services	Interest income Outsourcing fee	4,338 282,962	Short-term loans receivable	6,000,000
Subsidiary of parent company	Daimler Insurance Services Japan Co., Ltd.	Insurance services	1	3	Automobile insurance Outsourcing services	Outsourcing fee Commission income	11,254 34,974	Other	3,466 9,443
Subsidiary of parent company	Mitsubishi Fuso Truck and Bus Co. Ltd	Production and sales of vehicles	_	-	Borrowing operating funds	-	-	Short-term loans payable	27,000,000

(3) Major shareholder

			Ownership	Details of rel	Details of relationship				15. 1:
Relation- ship	Company name	Business	percentage of voting right	Concurrent directorship	Business relationship	Transaction details	Transaction amount (1,000 yen)	Account	Ending balance (1,000 yen)
Major share- holder	YANASE & Co., Ltd.	Sales of automobiles	10% (direct)	·		Purchase of automobiles	52,265,249	Trade accounts payable Short-term loans receivable	3,181,437 49,993,587

- (4) Transaction Terms and Policies to determine Transaction Terms, Etc.
 - 1. Interest associated with the lending or borrowing of funds to or from the companies noted above is determined consistent with market conditions.
 - 2. Outsourcing expenses are determined based on operating expenses incurred by Mercedes-Benz Japan Co., Ltd.
 - 3. Outsourcing revenue is determined based on operating expenses paid on the behalf of Daimler Financial Services Japan Co., Ltd. And Daimler Insurance Services Japan Co., Ltd.
 - 4. Transaction amounts do not include consumption taxes. Ending balances include consumption taxes.

8. Per Share Information

(1) Net assets per share 353,699.22 yen
(2) Net income per share 54,927.51 yen

9. Important Subsequent Events

We concluded a merger agreement with Daimler Financial Services Japan Co., Ltd. on November 10, 2017 under which our company is the surviving company and Daimler Financial Services Japan Co., Ltd. is the company absorbed in the merger. In accordance with this agreement, we absorbed Daimler Financial Services Japan Co., Ltd. on January 1, 2018.

(1) Summary of Business Combination

① Name of absorbed company and content of its business

Name of absorbed company: Daimler Financial Services Japan Co., Ltd.

Content of the business : Financing • Loan • Lease

2 Reason for the business combination

We conducted an absorption-type merger to further expand our company's business by integrating hitherto dispersed management resources and streamlining our management.

3 Date of Business Combination

January 1, 2018

4 Legal form of the business combination

Absorption type merger in which our company is the surviving company and Daimler Financial Services Japan Co., Ltd. is the absorbed company

- ⑤ Our company's capital, contents of business, and the like, after the business combination There is no change regarding our company's name, location, title and name of the representative, contents of business, capital or accounting period after the business combination.
- ⑥ Voting rights ratio acquired 100%

(2) Summary of accounting treatment to be applied

In accordance with the "Accounting Standard for Business Combinations" (ASBJ Statement No.21, September 13, 2013) and the "Guidance on Accounting Standard for Business Combinations and Accounting Standard for Business Divestitures" (ASBJ Guidance No. 10, September 13, 2013), we plan to treat the merger as a common control transaction.

Supplementary Schedules of Financial Statements (Translation)

The Twenty-seventh Fiscal Year

From January 1, 2017 to December 31, 2017

Mercedes-Benz Finance Co., Ltd.

1. Details of Tangible Fixed Assets and Intangible Fixed Assets

(Unit: 1,000 yen)

Category	Asset type	Net book value at beginning of year	Increase	Decrease	Depreciation and amortization	Net book value at end of year	Accumulated depreciation	Acquisition cost
	Operating lease assets	5,625,277	10,952,356	4,590,828	1,392,868	10,593,937	1,851,185	12,445,123
Tangible fixed assets	Leasehold improvements	142,425	5,802	32,604	37	115,585	25,533	141,119
assets	Furniture and fixtures	71,565	16,075	13,285	17,355	57,000	33,301	90,302
	Total	5,839,268	10,974,234	4,636,717	1,410,260	10,766,524	1,910,021	12,676,545
	Software	325,581	263,918	-	137,589	451,910		
Intangible fixed assets	Telephone rights	2,981	-	-	-	2,981		
	Total	328,562	263,918	-	137,589	454,892		

(Notes)(1) Major increases for the current year are as follows.

Operating lease assets
Purchase of operating lease assets
Software
Purchase of software for internal use

(Unit: 1,000 yen)
10,952,356
263,918

(2) The major decrease for the current year is as follows.

Operating lease assets

Disposal and sale of lease assets

(Unit: 1,000 yen)
4,590,828

2. Details of Allowances

Catagogg	Beginning balance	Imamaga	Decr	Ending balance	
Category	beginning balance	Increase	Utilization	Others	Ending balance
Allowance for doubtful accounts	347,369	7,468	76,171	•	278,667
Allowance for bonuses	135,109	152,800	135,109	-	152,800

$3 \boldsymbol{.}$ Details of Selling, General and Administrative Expenses

	(Unit: 1,000 yen)			
Account	Amount			
Salaries and bonuses	1,058,730			
Social insurance	134,511			
Temporary staff salaries	134,864			
Other personnel expense	330,192			
Retirement and severance benefits	84,620			
Recruiting	9,911			
Couriers	905			
Advertising	81,442			
Bank charges	20,920			
Entertainment	4,193			
Travel	66,676			
Transportation	36,183			
Taxes and public dues	144,914			
Rent	74,569			
Communication	9,226			
Supplies	8,253			
Professional fees	238,244			
Utilities	12,383			
IT costs	79,058			
Depreciation and amortization	105,572			
Outside services	555,698			
Provision for doubtful accounts	7,468			
Amortization of guarantee deposits	4,363			
Others	896			
Total	3,203,800			
L. L.	,,			