

DAIMLERCHRYSLER



Agenda

6th Annual Meeting

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On request, this invitation and the agenda of the Annual Meeting will be provided to you in German, without delay and free of charge.

Diese Einladung mit der Tagesordnung zur Hauptversammlung werden wir Ihnen auf Verlangen auch in deutscher Sprache unverzüglich und kostenlos zusenden.

Dear Shareholder:

Our **6th Annual Meeting** will be held 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. The invitation and the agenda were published in the electronic Federal Gazette (elektronischer Bundesanzeiger) on February 20, 2004.

Agenda

1. Presentation of the formally Approved Financial Statements, the Approved Consolidated Financial Statements, and Management Reports for DaimlerChrysler AG and the Group for the 2003 Financial Year and the Report of the Supervisory Board

The aforementioned documents can be examined at the company's registered office at Epplestrasse 225, D-70567 Stuttgart, and on the Internet at www.daimlerchrysler.com/ir/am2004. Promptly upon request, each shareholder shall receive a copy of the aforementioned documents free of charge.

2. Resolution on the Allocation of Unappropriated Profit

The Board of Management and the Supervisory Board recommend that the unappropriated profit of €1,519,236,286.50 be allocated as follows:

Dividend distribution of €1.50 for each share entitled to dividends	€1,519,236,286.50
Transfer to disclosed reserves	-
Profit carried forward	-
Unappropriated profit	€1,519,236,286.50

The dividend shall be paid out on April 8, 2004.

3. Resolution on Ratification of Board of Management Actions in the 2003 Financial Year

The Board of Management and the Supervisory Board recommend that the actions of the Board of Management be ratified.

4. Resolution on Ratification of Supervisory Board Actions in the 2003 Financial Year

The Board of Management and the Supervisory Board recommend that the actions of the Supervisory Board be ratified.

5. Resolution on the Appointment of Auditors for the 2004 Financial Year

The Supervisory Board recommends that KPMG Deutsche Treuhand-Gesellschaft Aktiengesellschaft, Wirtschaftsprüfungsgesellschaft, Frankfurt am Main and Berlin, be appointed as auditors for the financial statements of DaimlerChrysler AG and for the consolidated financial statements of DaimlerChrysler AG and subsidiaries for the 2004 financial year.

6. Resolution on Authorizing the Company to Acquire Its Own Shares

Since the authorization issued by the last Annual Meeting allowing the company to acquire its own shares is due to expire in the course of the current financial year, the Board of Management is to be granted a new authorization to acquire the company's own shares.

The Board of Management and the Supervisory Board submit the following resolution for adoption:

- a) The company shall be authorized to acquire shares in the company in order to
 - introduce shares in the company to foreign stock exchanges where they have not yet been admitted for trading or
 - be able to offer company shares to third parties in the context of mergers with companies or in the context of the acquisition of companies or participating interests in companies or
 - offer such shares for subscription to members of the Board of Management of the company, members of management of affiliated companies pursuant to sections 15 et seq. German Stock Corporation Act (Aktiengesetz) and other management staff of the company and its affiliated companies (hereinafter collectively referred to as "management") in the context of the Stock Option Plan approved at the Annual Meeting on April 19, 2000 under Agenda Item 8 or
 - offer them as employee shares to employees of the company and its affiliated companies pursuant to sections 15 et seq. German Stock Corporation Act (Aktiengesetz) or, if the employee shares are acquired as part of securities lending, to use them to fulfill the obligations arising from this securities lending or
 - cancel such shares.
- b) The authorization is limited to the acquisition of shares with an allocable portion of capital stock of €263,000,000.00, which is nearly 10% of the capital stock of €2,633,342,896.60 reported as of December 31, 2003. The authorization may be exercised within the above limitation wholly or in installments, once or several times for the pursuit of one or more purposes. The acquired shares may not, in combination with other shares owned by or in the possession of the company or to be attributed to the company pursuant to sections 71 a et seq. German Stock Corporation Act (Aktiengesetz), at any time exceed 10% of the capital stock.

The authorization shall take effect on April 8, 2004 and shall be valid until October 7, 2005.

The authorization for the company to acquire its own shares resolved by the Annual Meeting of the Shareholders of DaimlerChrysler AG on April 9, 2003, shall lapse as from the time that this new authorization comes into effect.

- c) The acquisition shall be accomplished via the stock exchange or through a public offering made to all shareholders of the company.
 - If the acquisition of shares is accomplished via the stock exchange, the amount paid by the company per share (excluding transaction costs) may not exceed the price determined at the opening of Xetra trading (or at the opening of a functionally equivalent successor to the Xetra system) on the Frankfurt Stock Exchange by more than 5% and may not be more than 5% lower than that price.

- If the acquisition is accomplished through a public offering to all shareholders of the company, the offered purchase price or the prescribed values of the offered purchase price margin per share (excluding transaction costs) may not exceed the closing price at the close of Xetra trading (or at the close of a functionally equivalent successor to the Xetra system) on the Frankfurt Stock Exchange on the third trading day prior to the day of publication of the offering by more than 20% or be more than 20% lower than that price. The volume of the offer may be limited. If the entire subscription of the offer exceeds this volume, acceptance must be in proportion to the shares included in each offering. A preferential acceptance of a lower number of up to 100 company shares offered for purchase per shareholder of the company can be stipulated. The provisions of the German Securities Acquisition and Corporate Takeover Act are to be adhered to provided that and to the extent that they apply.
- d) The Board of Management is authorized to use company shares acquired as a result of the aforementioned authorization to introduce shares of the company to foreign stock exchanges where they have not previously been admitted for trading.
- e) The Board of Management is authorized to offer company shares acquired as a result of the aforementioned authorization to third parties in the context of corporate mergers or the acquisition of companies or participating interests in companies.
- f) The Board of Management is authorized to use company shares acquired as a result of the aforementioned authorization to meet the stock subscription rights granted to management in the context of the Stock Option Plan approved under Agenda Item 8 by the Annual Meeting of the Shareholders on April 19, 2000. The decision on the extent to which such shares are to be transferred to members of the Board of Management lies with the Supervisory Board of the company.
- g) The Board of Management is authorized to issue company shares acquired as a result of the aforementioned authorization to employees of the company and its affiliated companies pursuant to by sections 15 et seq. German Stock Corporation Act (Aktiengesetz) or, if the employee shares are acquired as part of securities lending, to use them to fulfill the obligations arising from this securities lending.
- h) The Board of Management is authorized to retire and cancel company shares acquired as a result of the aforementioned authorization without the cancellation or execution thereof requiring an additional resolution by the Annual Meeting of the Shareholders.
- i) The authorizations described under points d), e), f), g) and h) above may be exercised wholly or in installments, once or several times, individually or together. The price at which shares in the company are introduced to such stock exchanges pursuant to the authorization in d) or at which they are issued to third parties pursuant to the authorization in e) may not be more than 5% lower (excluding transaction costs) than the price at the opening of Xetra trading (or at the opening of the functionally equivalent successor to the Xetra system) on the Frankfurt Stock Exchange on the date of the initial public offering or the date of the binding agreement with the third party.
- j) The right of shareholders to subscribe to the company's own shares shall be excluded in so far as these shares are used as a result of the aforementioned authorizations in d), e), f) and g).

7. Election to the Supervisory Board

The terms of office of all Supervisory Board members elected by the Annual Meeting of the Shareholders are due to expire at the end of this Annual Meeting, so that new elections will need to be held. In keeping with a suggestion contained in the German Corporate Governance Code, varying terms of office are to be introduced for the shareholder representatives on the Supervisory Board.

In accordance with sections 96 (1) and 101 (1) of the German Stock Corporation Act (Aktiengesetz) and section 7 (1) sentence 1 No. 3 of the Employee Codetermination Act (MitbestG), the Supervisory Board is composed of ten shareholder representatives and ten employee representatives.

In electing shareholder representatives, the Annual Meeting of the Shareholders is not bound by any recommendations.

The Supervisory Board proposes that the following shareholder representatives be elected for the following terms:

a) for the period ending at the close of the Annual Meeting of the Shareholders resolving on the ratification of the actions of the Board of Management and the Supervisory Board for the 2005 financial year:

1. Robert J. Lanigan, Toledo, USA,
Chairman Emeritus of
Owens-Illinois, Inc.;
Founder Partner Palladium Equity
Partners

b) for the period ending at the close of the Annual Meeting of the Shareholders resolving on the ratification of the actions of the Board of Management and the Supervisory Board for the 2006 financial year:

2. Hilmar Kopper, Frankfurt am Main,
presently Chairman of the Supervisory
Board of DaimlerChrysler AG

c) for the period ending at the close of the Annual Meeting of the Shareholders resolving on the ratification of the actions of the Board of Management and the Supervisory Board for the 2008 financial year:

3. Earl G. Graves, New York, USA,
Publisher and CEO of the Black
Enterprise Magazine,
Managing Director, Black
Enterprise/Greenwich Street
Corporate Growth Partners

4. Prof. Victor Halberstadt,
Amsterdam, Netherlands,
Professor of Public Economics,
at University Leiden, Netherlands

5. Peter A. Magowan, San Francisco, USA,
President of San Francisco Giants

6. William A. Owens, Kirkland, USA
Senior Advisor AEA Investors LLC

7. Dr. rer. pol. Manfred Schneider,
Leverkusen,
Chairman of the Supervisory Board of
Bayer AG
8. Bernhard Walter,
Frankfurt am Main,
Former Spokesman of the Board of
Managing Directors of Dresdner Bank AG
9. Lynton R. Wilson, Toronto, USA,
Chairman of the Board of CAE Inc.;
Chairman of the Board of Nortel
Networks Corporation
10. Dr.-Ing. Mark Wössner, München,
Former Chairman of the Board of
Management and former Chairman of
the Supervisory Board of Bertelsmann AG

Further mandates held by the shareholder representatives proposed for election are contained in the supplementary information on Agenda Item 7 following the list of individual Agenda Items.

8. Resolution Concerning Changes to the Remuneration of the Supervisory Board and Amendment of the Memorandum and Articles of Incorporation*

In keeping with a recommendation contained in the German Corporate Governance Code and in order to make the remuneration paid to the company's Supervisory Board more competitive, a variable remuneration component is to be introduced and the remuneration paid to the Supervisory Board is to be modified with effect from the current financial year. The total remuneration is to remain largely unchanged; however, approximately 25% of this amount is to be paid as variable remuneration in the form of phantom shares.

The Board of Management and the Supervisory Board submit the following resolution for adoption:

- a) § 13 (1) of the company's Memorandum and Articles of Incorporation in its current version is to be rescinded and replaced by the following subsections 1 to 5:
 - (1) The members of the Supervisory Board shall be reimbursed for their expenses (including the costs of any value-added tax incurred by them in the performance of their office) and shall receive both fixed and performance-based remuneration for each financial year in accordance with the following conditions. In addition, the members of the Supervisory Board or respective committee shall each receive a fee of €1,100.00 for every Supervisory Board or committee meeting they attend.
 - (2) The fixed remuneration payable to each Supervisory Board member after the end of the financial year shall amount to €55,000.00. The Chairman of the Supervisory Board shall receive three times this amount, the Deputy Chairman of the Supervisory Board and the Chairman of the Audit Committee shall receive twice this amount, chairmen of other Supervisory Board committees shall receive 1.5 times this amount, and members of the Supervisory Board committees shall receive 1.3 times this amount. If a member of the Supervisory Board exercises several of the aforementioned functions, he shall be remunerated solely according to the function with the highest remuneration. The aforementioned incremental amounts paid for committee functions presuppose that the respective committee has met during the financial year.

* The text provides a translation. The German text of the Memorandum and Articles of Association is legally binding.

(3) The performance-based remuneration shall be paid for the respective current financial year in the form of phantom shares and shall be determined by the performance of the company's share price. A phantom share confers the right to demand payment of the value of a share in the company at the time this right is granted, plus or minus the gains or losses in the share price as of the end of the holding period of the phantom share. The company calculates the number of phantom shares to be granted to each member by dividing the underlying amount of €20,000 by the average price of the share of the company at the opening of Xetra trading (or at the opening of a functionally equivalent successor to the Xetra system) on the Frankfurt Stock Exchange in the first quarter of the financial year in which the phantom shares are issued ("initial price of the phantom share"). The number of phantom shares granted is determined *mutatis mutandis* by subsection 2 sentences 2 to 4. Fractions of phantom shares are rounded up to the next-highest full number. The phantom shares shall be granted immediately after the Annual Meeting of the Shareholders and must be held by the respective Supervisory Board member until such time as he retires from the Supervisory Board ("holding period of the phantom shares"). No dividend equivalents are to be paid on the phantom shares.

Immediately after the respective member has retired from the Supervisory Board, the phantom shares shall be paid out at the average price of the share of the company at the opening of Xetra trading (or at the opening of a functionally equivalent successor to the Xetra system) on the Frankfurt Stock Exchange in the first quarter of the financial year in which the respective member retires from the Supervisory Board ("final price of the phantom share"). Claims arising from the variable remuneration cannot be assigned, sold or pledged.

(4) If, during the holding period of the phantom shares, the company increases its capital stock by issuing new shares in exchange for capital contributions, granting direct or indirect stock subscription rights to its shareholders, or issues bonds or other securities conferring conversion or stock subscription rights to shares, the initial price of the phantom shares used to calculate performance-based remuneration shall be reduced by the value of the stock subscription right. The value of the stock subscription right deducted is the average price of the stock subscription right at the opening of Xetra trading (or at the opening of a functionally equivalent successor to the Xetra system) on the Frankfurt Stock Exchange. If stock subscription rights are not traded, the value of the stock subscription right is not deducted. The initial price of the phantom shares shall also remain unchanged if the company reduces its capital by reducing the share capital attributable to each share as well as in the case of dividends. If the company increases its capital from its own funds, the initial price of the phantom shares is reduced in proportion to the increase in the capital stock, unless the company increases its capital from its own funds without issuing new shares. The initial price of the phantom shares is also adjusted accordingly if the company reduces its capital by combining or retiring shares. The same applies in case of a reallocation of its capital.

(5) If a member of the Supervisory Board does not hold his office during the course of a whole financial year, he shall receive the fixed and performance-based remuneration *pro rata temporis*. If a member of the Supervisory Board does not hold a function paying an increased remuneration during the course of a whole financial year, the previous sentence applies *mutatis mutandis* to the remuneration for the respective function.

b) § 13 (2) of the current version of the Memorandum and Articles of Incorporation shall become § 13 (6) of the new version.

Re Agenda Item 6:

Report of the Board of Management concerning the exclusion of stock subscription rights in the event of the sale of the company's own shares pursuant to section 71 (1) sentence 5 in conjunction with section 186 (4) sentence 2 and section 186 (3) sentence 4 German Stock Corporation Act (Aktiengesetz):

The sale following purchase of own shares shall be permitted in all of the following cases, without any preemptive rights of the shareholders:

Among other things, the authorization under Agenda Item 6 is intended to give the company the opportunity to acquire shares in order to use them for initial public offerings on stock markets where the company's shares are not yet listed.

The company faces intense competition on the international capital markets. An adequate supply of equity capital is vital for the future development of the company. This includes the possibility of obtaining equity capital on the market at any time at appropriate conditions. Consequently, the company must be able to tap into other major capital markets around the world. In individual cases, this can also make it necessary to acquire own shares and use these shares for initial public offerings on foreign stock markets where the company's shares are not currently listed.

The company should also be in the position to have own shares available to enable it to offer them as consideration in the context of corporate mergers or the acquisition of companies or participating interests. International competition and the globalization of the economy increasingly demand this form of consideration.

Therefore, the proposed authorization would grant the company the necessary flexibility to exploit opportunities that arise to acquire companies or participating interests quickly and flexibly. There are no concrete plans to utilize this authorization. The Board of Management will report to the Annual Meeting of the Shareholders on any utilization of this authorization.

The DaimlerChrysler Stock Option Plan approved at the Annual Meeting of the Shareholders on April 19, 2000 can be serviced using the conditional capital resolved at that Annual Meeting. The resolution proposed under Item 6 of this year's agenda is intended to give the company the opportunity to additionally service the Stock Option Plan through prior acquisition of own shares. The key conditions of the DaimlerChrysler Stock Option Plan were adopted by the Annual Meeting of the Shareholders on April 19, 2000. They can be examined as an integral part of the notarized minutes of the Annual Meeting of the Shareholders on April 19, 2000 in the Commercial Register in Stuttgart. They can also be examined as an integral part of the contemporaneous disclosure at the company's registered office at Epplestrasse 225, D-70567 Stuttgart and on the Internet at www.daimlerchrysler.com/ir/am2004. On request, each shareholder will be sent a copy of the aforementioned documents free of charge.

The decision on how the options are to be serviced in each case will be taken by the company's relevant boards. Their decision will be guided exclusively by the interests of the shareholders and the company and they will report on their decision at the subsequent Annual Meeting after any such decision has been taken.

In addition, the company must be able to issue employee shares to employees of the company and its affiliated companies. In order to facilitate the issue of employee shares, measures should be taken to enable the company to obtain the necessary shares by using securities lending to acquire shares in the company and, where necessary, to use shares in the company to meet the reimbursement claims of the lenders.

The company should be able to retire and cancel its own shares without a new resolution being adopted by the Annual Meeting of the Shareholders.

In addition to purchasing shares via the stock exchange, the company shall also be given the opportunity to acquire shares in the company through a public offering (tender procedure). This alternative provides that any shareholders of the company willing to sell can decide how many shares to sell and, if a price range is set, at what price they are willing to offer them. If the volume offered at the set price is in excess of the quantity of shares requested by the company, acceptance of the offers to sell must be allocated appropriately. It should be possible to allow preferred acceptance of small offers or small portions of offers of up to a maximum of one hundred shares. This possibility serves to avoid fractional amounts and small residual quantities in determining the quotas to be acquired, and thus facilitates technical settlement.

Re Agenda Item 7:

Disclosures pursuant to section 125 (1) sentence 3 German Stock Corporation Act (Aktiengesetz)

The shareholder representatives proposed for election under Agenda Item 7 are members of a supervisory board at the companies listed under a) below or members of a comparable domestic or foreign board at the companies listed under b) below. The ages indicated below refer to the date of publication.

1. Robert J. Lanigan, Age 75
 - a) none
 - b) none

2. Hilmar Kopper, Age 68
 - a) none
 - b) Xerox Corporation,
Unilever N.V.

3. Earl G. Graves, Age 69
 - a) none
 - b) Aetna Life and Casualty Company,
AMR Corporation (American Airlines),
Federated Department Stores, Inc.
Rohm & Haas Corporation

4. Prof. Victor Halberstadt, Age 64
 - a) none
 - b) Royal KPN N.V.,
TPG N.V.,
Concertgebouw N.V.,
PA Holdings Ltd.

5. Peter A. Magowan, Age 61
 - a) none
 - b) Safeway Inc.,
Caterpillar Inc.,
Spring Group plc

6. William A. Owens, Age 63
 - a) none
 - b) Telstra Corp.,
Nortel Networks Corp.,
British American Tobacco,
Symantec Corp.,
Polycom Inc.,
Tibco Software Inc.,
Cray Inc.,
Wireless Facilities Inc.,
Viasat Inc.,
IDT Corp.,
Metal Storm Ltd.,
BioLase Technology Inc.

7. Dr. rer. pol. Manfred Schneider, Age 65
 - a) Allianz AG,
Metro AG,
RWE AG,
Linde AG,
TUI AG
 - b) none

8. Bernhard Walter, Age 61
 - a) Bilfinger Berger AG,
Deutsche Telekom AG,
Henkel KGaA,
mg technologies ag,
Staatliche Porzellan-Manufaktur Meissen GmbH,
ThyssenKrupp AG,
Wintershall AG
 - b) KG Allgemeine Leasing GmbH & Co.,

9. Lynton R. Wilson, Age 63
 - a) none
 - b) DaimlerChrysler Canada Inc.,

10. Dr.-Ing. Mark Wössner, Age 65
 - a) Citigroup Deutschland AG + Co. KGaA
Douglas Holding AG,
Dussmann AG & Co. KGaA,
eCircle AG,
Loewe AG,
Reuters AG,
thorborgnet GmbH & Co KGaA
 - b) none

Those shareholders who on the day of the Annual Meeting of the Shareholders are registered in the share register as shareholders of the company and who have announced their intention to attend by no later than Friday, April 2, 2004 are entitled to participate in the Annual Meeting of the Shareholders and to exercise their voting rights. Shareholders who are registered in the share register may notify the company of their intention to attend by contacting

DaimlerChrysler AG,
Investor Relations HPC 0324
70546 Stuttgart, Germany

or electronically via the Internet at

www.DaimlerChrysler.com/ir/am2004.

Shareholders who are registered in the share register may also have their voting rights exercised by a representative, by a bank, or by a shareholder association. In such cases, the authorized representatives must be registered in advance by the shareholder or shareholder's representative. In such instances we ask that shareholders forward the forms they have received to an authorized representative of their choice together with their respective instructions.

If a bank is entered in the share register, it may only exercise voting rights attaching to shares it does not own if it has been authorized to do so by the shareholder.

As a special service we offer our shareholders the opportunity to be represented at the Annual Meeting of the Shareholders by employees of the company. Powers of attorney and pertinent relevant instructions can be issued in writing or by fax to the company (Fax no. +49 (0) 711 17-94075) or directed to the aforementioned Internet address. Details can be found in the documents mailed to shareholders.

All motions and inquiries from shareholders must be directed to the following company addresses:

In writing or by fax to:
DaimlerChrysler AG
Investor Relations HPC 0324
70546 Stuttgart, Germany
(fax: +49 (0)711 17-94075)

By email to:
investor.relations@daimlerchrysler.com

Motions from shareholders which are intended for publication and are received before midnight on March 23, 2004 C.E.T. shall be published on the Internet at www.daimlerchrysler.com/ir/am2004 as soon as they are received. Any statements from the management shall be published after this date on the same Internet page.

The company will send the agenda for the Annual Meeting of the Shareholders on April 7, 2004, together with the summary report for the 2003 financial year and the documents for registration and the issuance of proxy voting authorizations, to the shareholders registered in the company's share register.

Shareholders who are unable to attend the Annual Meeting in person can follow the speeches of the Chairman of the Supervisory Board Chairman and the Chairman of the Board of Management on the Internet at www.daimlerchrysler.com/ir/am2004, where they will also find information on the Annual Meeting and, subsequently, details of the votes cast.

Stuttgart, February 20, 2004

DaimlerChrysler AG

The Board of Management

Appendix to the Agenda:

Details pursuant to Section 128 (2) of the German Stock Corporation Law

Members of the Board of Management or employees of DaimlerChrysler AG are also members of supervisory boards of the following credit institutes:

Bayerische Hypo- und Vereinsbank AG
DaimlerChrysler Bank GmbH
HVB Real Estate Bank AG

No member of the DaimlerChrysler Supervisory Board is employed by any bank or a member of any bank's board of management.

Credit institutes that hold equity in DaimlerChrysler AG that must be disclosed pursuant to Section 21 of the German Securities Trading Law:

Deutsche Bank AG, Frankfurt (11.8%)

Credit institutes that belonged to a consortium that within the last five years carried out the company's last securities issue:

ABN AMRO Bank N.V.
Banc of America Securities Inc.
Banc One Capital Markets Inc.
Barclays Bank plc
Bayerische Hypo- und Vereinsbank AG
Bayerische Landesbank Girozentrale
Bear Stearns & Co.
BNP Paribas
Caboto Holdings SIM S.P.A.
Citigroup
Commerzbank Aktiengesellschaft
Credit Suisse First Boston Corporation
Credit Agricole Indosuez
Deutsche Bank AG
Dresdner Bank AG
DZ Bank Deutsche Genossenschaftsbank AG
Goldman Sachs & Co.
HSBC Bank plc
J. P. Morgan Chase & Co.
Landesbank Baden-Württemberg
Morgan Stanley & Co.
Royal Bank of Scotland
Scotia Bank
Société Générale
Westdeutsche Landesbank Girozentrale

