

VOLKSWAGEN

AKTIENGESELLSCHAFT

Volkswagen Supervisory Board approves Comprehensive Agreement for an Integrated Automotive Group with Porsche

- Comprehensive agreement reached: multistage transaction structure, completion expected in the course of 2011
- Volkswagen's solid financial base and Porsche's independence will be preserved
- High growth, earnings and synergy potential accompanied by job security

At its extraordinary meeting today, Volkswagen Aktiengesellschaft's Supervisory Board approved the comprehensive agreement to create an integrated automotive group with Porsche led by Volkswagen. A corresponding agreement has been negotiated by Volkswagen AG and Porsche Automobil Holding SE, as well as the Porsche and Piëch family shareholders and the employee representatives of the companies involved. The comprehensive agreement seals the creation of a joint group with ten strong brands.

Under this agreement, Volkswagen will initially take a 42.0 percent stake in Porsche AG by the end of 2009, and the family shareholders will sell the automobile trading business of Porsche Holding Salzburg to Volkswagen. The plans will culminate in the merger of Porsche SE with Volkswagen. This is expected to be completed in the course of 2011. Porsche will remain an independent company headquartered in Zuffenhausen. The details for implementing the concept will be finalized in the coming weeks. In parallel, talks will be initiated with Porsche's financing banks to discuss the overall concept. Successful completion of these discussions would be a further key step on the way to becoming an integrated group. Implementation of the agreement is also subject to the standard approval by the relevant authorities.

Volkswagen's proven management model will enable the complete and timely realization of the potential synergies. In the long term, this will increase annual operating profit in the group by a total of around EUR 700 million.

Under the comprehensive agreement, the combination of Volkswagen and Porsche to form an integrated group with ten strong brands under a common group-wide leadership will be achieved in several stages.

Following the comprehensive due diligence and valuation process that has been performed a value of EUR 12.4 billion has been determined for Porsche AG as a whole, including the expected synergy effects. On this basis, and after factoring in Porsche's debt, Volkswagen is expected to pay approximately up to EUR 3.3 billion for the 42.0 percent stake.

To finance its investment in Porsche AG and safeguard its rating, Volkswagen is planning a capital increase in the first six months of 2010 by issuing new preferred shares. The Supervisory Board will address the issue and resolve the details in the near future. Such a capital increase requires the approval of the shareholders, which is expected to be obtained at an Extraordinary General Meeting by the end of this year.

Another component of the overall concept is that the family shareholders will sell to Volkswagen the operating business of the separately owned Porsche Holding Salzburg. An enterprise value of EUR 3.55 billion has been determined for Europe's largest automobile trade company, with unit sales of most recently 474,000 vehicles. The trading business can be sold starting in 2011.

The merger of Porsche SE with Volkswagen AG is expected to be completed in the course of 2011. The precise shareholder interests following a merger are not yet final. However, the Porsche and Piëch family shareholders will remain the largest shareholders at Volkswagen, and the State of Lower Saxony will continue to be the second-largest shareholder in the Volkswagen Group in the future.

According to the comprehensive agreement, the status of Lower Saxony will in future be explicitly anchored in Volkswagen's articles of association. It is envisaged that Lower Saxony will be entitled to appoint two members of the Supervisory Board. The existing blocking minority rule will be reaffirmed - at Volkswagen, key decisions by the Annual General Meeting require a qualified majority of more than 80 percent of the share capital represented at the AGM.

Wolfsburg, August 13, 2009

Volkswagen Aktiengesellschaft - The Board of Management