

VOLKSWAGEN

AKTIENGESELLSCHAFT

Information on Shareholders' Rights

(in accordance with section 122(2), section 126(1), section 127, section 131(1), section 138 of the Aktiengesetz (AktG – German Stock Corporation Act))

1. Requirements of additions to the agenda in accordance with section 122(2) of the AktG

Shareholders whose shareholdings when taken together amount to one-twentieth of the share capital or a proportionate interest of €500,000 (corresponding to 195,313 shares) may, in accordance with section 122(2) in conjunction with section 122(1) of the Aktiengesetz (AktG – German Stock Corporation Act), require items to be added to the agenda and published. Each new item must be accompanied by the reasons for it or by a proposed resolution.

The notice requiring the new item to be added must be received by the Company together with proof that the shareholders hold the minimum number of shares by April 12, 2014, 24:00 at the following address:

Volkswagen Aktiengesellschaft
HV-Stelle
Brieffach 1848
38436 Wolfsburg, Germany
Fax: +49 (0) 5361 / 95600100
or by e-mail to: hvstelle@volkswagen.de

Additions to the agenda required to be published shall be published without delay following their receipt in the Bundesanzeiger (Federal Gazette) and shall be sent for publication to such media as can be expected to circulate the information throughout the European Union. In addition, they shall be published on the Internet at <http://www.volkswagenag.com/ir/hv> and shall be communicated to shareholders in accordance with section 125(1) sentence 3 of the AktG.

2. Countermotions and proposals for election in accordance with section 126(1) and section 127 of the AktG

Countermotions to proposals by the Board of Management and/or the Supervisory Board on specific agenda items, plus the reasons for them, and proposals for election must be submitted, together with evidence that the person filing the countermotion or making the proposal is a shareholder, exclusively to the following address by the end of April 28, 2014, 24:00:

Volkswagen Aktiengesellschaft
HV-Stelle
Brieffach 1848
38436 Wolfsburg, Germany
Fax: +49 (0) 5361 / 95600100
or by e-mail to: hvstelle@volkswagen.de

Countermotions and proposals for election must be submitted in German. If they are also to be published in English, they must be accompanied by an English translation.

Countermotions and proposals for election will be published on the Internet without delay at www.volkswagenag.com/ir/hv.

Any statements by the Management shall also be published at the Internet address given above.

Countermotions and the reasons for them need not be made available if:

1. The Board of Management would commit an offence by doing so,
2. The countermotion would lead to an illegal resolution by the Annual General Meeting, or to a resolution that infringes the Articles of Association,
3. The reasons given clearly contain erroneous or misleading information in material aspects, or if they contain defamations,
4. A countermotion by the shareholder based on the same subject matter has already been made available to an Annual General Meeting of the Company in accordance with section 125 of the AktG,
5. The same countermotion by the shareholder with essentially similar reasons has already been made available in relation to at least two Annual General Meetings of the Company in accordance with section 125 of the AktG within the last five years and less than one-twentieth of the share capital represented at the Annual General Meeting has voted in favor of it,
6. The shareholder indicates that he or she will not be attending the Annual General Meeting and will not be represented at it, or
7. The shareholder has not proposed, or has not had proposed, a countermotion submitted by him or her at two Annual General Meetings in the last two years.

The same principles apply where proposals for election are to be made available. Furthermore, the Board of Management need not make available proposals for the election of members of the Supervisory Board and the auditors if these do not contain the name, practiced profession and place of residence of the proposed candidates (or the name and domicile in the case of legal entities) and if, in the case of proposals for election to the Supervisory Board, no information is provided on the candidates' memberships of other statutory supervisory boards. Information on their memberships of comparable German and foreign supervisory bodies of business enterprises should be attached.

The reasons for countermotions and proposals for election need not be made available if their total length exceeds 5,000 characters. If multiple shareholders submit countermotions on the same item for resolution or if they make the same proposals for election, the Board of Management is entitled to consolidate the countermotions or proposals and the respective reasons for these.

3. Right to information in accordance with section 131(1) of the AktG

Any shareholder who requests information on Company matters from the Board of Management at the Annual General Meeting must be provided with such information to the extent that it is required for an adequate assessment of the agenda. The obligation to provide information also applies to the legal and business relationships of the Company with an affiliated company.

The Board of Management is entitled to refuse to provide information

1. if the provision of such information could, measured by prudent business judgment, cause damage that is not insignificant to the Company or an affiliated company;
2. insofar as it relates to carrying amounts for tax purposes or the amount of individual taxes;
3. relating to the difference between the carrying amount of items in the annual financial statements and a higher value for these items, unless the Annual General Meeting adopts the annual financial statements;
4. relating to the accounting policies used, insofar as the information provided on these in the notes is sufficient to provide a true and fair view of the Company's net assets, financial position and results of operations as defined by section 264(2) of the HGB; however, this shall not apply where the Annual General Meeting adopts the annual financial statements;
5. insofar as the Board of Management would commit an offence by providing such information;
6. insofar as the information has been made available continuously on the Company's website for at least seven days before, and at all times during, the Annual General Meeting.

The Board of Management may not refuse to provide the information for other reasons.

If information has been made available to a shareholder in his or her capacity as a shareholder outside the Annual General Meeting, it must be made available to all other shareholders at their request during the Annual General Meeting, even if it is not required for

the due and proper assessment of the item on the agenda. The Board of Management may not refuse to provide the information in accordance with numbers 1 to 4 above.

If a shareholder is refused information, he or she may demand that the question, together with the reason why the Board of Management refused to provide the information, be noted in the minutes of the meeting.

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Wolfsburg, March 2014