

VOLKSWAGEN

AKTIENGESELLSCHAFT

Information on Shareholders' Rights

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

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

Shareholders whose combined shareholdings amount to one-twentieth of the share capital or represent a proportionate interest of EUR 500,000 (corresponding to 195,313 shares) may, in accordance with section 122(2) in conjunction with section 122(1) of the AktG, require items to be added to the agenda and published. Each new item must be accompanied by a reason or by a proposed resolution.

The notice requiring the new item to be added must reach the Company, together with proof, issued by the shareholder's custodian bank, that the shareholders hold the minimum number of shares, by **April 13, 2019, 24:00 exclusively** at the following address:

Volkswagen Aktiengesellschaft
HV-Stelle
Brieffach 1848
D-38436 Wolfsburg
Fax: +49-5361-95600100
or by e-mail to: hvstelle@volkswagen.de

Motions for additions to the agenda must be submitted in German. If they are meant to be published in English as well, a translation is to be enclosed.

Applicants have to prove that they have held their shares for at least 90 days before the day the motion for addition was received and that they will hold the shares until the Board of Management decides on the request. We refer to section 70 of the AktG for the calculation of the time of share ownership.

Motions for additions to the agenda liable to publication will be published without delay in the Bundesanzeiger (Federal Gazette) and disseminated throughout Europe. Furthermore, motions for additions to the agenda will be published on the Company's website at www.volkswagenag.com/ir/agm.

2. Motions and proposals for election by shareholders in accordance with sections 126(1) and 127 of the AktG

Countermotions with the relevant explanation 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 **April 29, 2019, 24:00**:

Volkswagen Aktiengesellschaft
HV-Stelle
Brieffach 1848
D-38436 Wolfsburg
Fax: +49-5361-95600100
or via e-mail to: hvstelle@volkswagen.de

Counter motions and proposals for election must be submitted in German. If they are meant to be published in English as well, a translation is to be enclosed.

Counter motions and proposals for election from shareholders to be made accessible will be published without delay on the Company's website at www.volkswagenag.com/ir/agm.

Any statements by the Management will also be published at the website shown above.

Shareholders' counter motions and proposals for election submitted to the Company in advance and on time can only be voted on if they are put forward during the course of the general meeting. If shareholders file counter motions and proposals for election during the general meeting, that have not been submitted in advance, they are asked to file them additionally in text form at the sign-up desk.

Counter motions and their reasons need not be made available, if

1. the Board of Management would commit an offence by doing so,
2. the counter motion would lead to an illegal resolution by the 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 counter motion by the shareholder based on the same subject matter has already been made available to a general meeting of the Company in accordance with section 125 of the AktG,
5. the same counter motion by the shareholder with essentially the same reason has already been made available in relation to at least two 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 general meeting has voted in favor of it,
6. the shareholder indicates that he or she will not be attending the general meeting and will not be represented at it, or
7. the shareholder did not present and did not have presented a counter motion submitted by him or her at two 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 proposals available 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.

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 their respective reasons.

Shareholders' countermotions and proposals for election, when submitted to the Company in good time in advance, can only be included in the voting if they are presented during the general meeting.

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

Each shareholder who requests information on Company matters from the Board of Management at the general meeting must be provided with such information to the extent that it is required for an adequate assessment of the relevant item on 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 general meeting adopts the annual financial statements;
4. relating to the accounting policies used, insofar as the information on these policies provided in the notes is sufficient to provide a true and fair view of the Company's results of net assets, financial position and operations as defined by section 264(2) of the Handelsgesetzbuch (HGB – German Commercial Code); however, this shall not apply if the 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 information concerning the applied accounting policies as well as undertaken offsetting does not need to be provided by a bank or financial services institution in the annual financial statements, management report, consolidated financial statements or consolidated management report
7. 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 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 general meeting, it must be made available to all other shareholders at their request during the 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.

4. Information on data protection for shareholders

a) Legal basis for the processing of personal data

Volkswagen Aktiengesellschaft processes personal data (name, address, e-mail address, number of shares, class of shares, type of ownership of shares and number of the admission ticket) in accordance with the applicable data protection laws to enable the shareholders and their representatives to exercise their rights pursuant to the Aktiengesetz (AktG – German Stock Corporation Act) and the Articles of Association of Volkswagen Aktiengesellschaft during the course of the general meeting. The processing of your personal data is mandatory for your attendance at the general meeting. Volkswagen Aktiengesellschaft is the responsible body for the data processing. Legal basis for the processing is Article 6 (1) c) of the General Data Protection Regulation.

b) Storage of personal data

The personal data shall be stored, for as long as this is statutorily required or Volkswagen Aktiengesellschaft is deemed to have a legitimate interest in storage, for example, due to liability risks arising from applicable laws. Then the personal data shall be deleted.

c) Disclosure of data

The service providers acting on behalf of Volkswagen Aktiengesellschaft, which are assigned for the purpose of organizing the general meeting, do not receive other personal data from Volkswagen Aktiengesellschaft than what is absolutely needed to provide the requested services. They process the data solely in accordance with instructions of Volkswagen Aktiengesellschaft. Furthermore, in accordance with statutory regulations, personal data shall be provided to shareholders and shareholder representatives, by listing names in the subscriber directory.

In addition, we transmit your data to further recipients outside of the company, who are solely responsible for the processing of your data, Article 4 (7) GDPR. These could be, for example, public authorities due to statutory requirements.

d) Rights with regard to your personal data

You are at any time entitled to exercise any of your rights of access, of rectification, of restriction, of objection and of erasure with regard to the processing of your personal data as well as to exercise your right to data portability in accordance with chapter III of the General Data Protection Regulation. You can assert these rights against Volkswagen Aktiengesellschaft

free of charge by writing an e-mail to the address **info-datenschutz@volkswagen.de** or by postal mail to:

Volkswagen Aktiengesellschaft
Berliner Ring 2
D- 38440 Wolfsburg
Fax: +49-5361-9-28282

Furthermore, you have the right to lodge a complaint with the supervisory authorities for data protection according to Article 77 of the General Data Protection Regulation.

Further information on data protection is available at Volkswagen Aktiengesellschaft's website at <https://datenschutz.volkswagen.de/?lang=en>

e) Data Protection Officer

Our Data Protection Officer is available to you for any matters relating to data protection.

Datenschutzbeauftragter der Volkswagen Aktiengesellschaft
Berliner Ring 2
38440 Wolfsburg
datenschutz@volkswagen.de

VOLKSWAGEN AKTIENGESELLSCHAFT

The Board of Management

Wolfsburg, March 2018