



VOLKSWAGEN

AKTIENGESELLSCHAFT

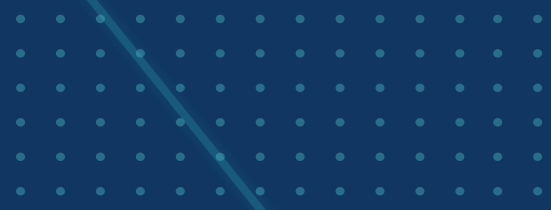

NEW AUTO



ANNUAL GENERAL MEETING 2022

ADDITION TO THE AGENDA

VIRTUAL ANNUAL
GENERAL MEETING
ON MAY 12, 2022



Addition to the Agenda to the Annual General Meeting

Dear Shareholders,

in accordance with section 122(2) German Stock Corporation Act, the shareholder Qatar Holding Germany GmbH is demanding that the agenda item of the election of a new member of the Supervisory Board pursuant to section 101(1) German Stock Corporation Act member be added to the agenda, which was published in the Federal Gazette on March 15, 2022, for the virtual Annual General Meeting of Volkswagen Aktiengesellschaft to be held at 10:00 a.m. CEST on Thursday, May 12, 2022:

Agenda item 7

7. ELECTION OF A MEMBER OF THE SUPERVISORY BOARD

The shareholder Qatar Holding Germany GmbH recommends adopting the following resolution:

“Mr. Mansoor Ebrahim Al-Mahmoud, resident in Doha, Qatar, currently the CEO of Qatar Investment Authority, will be elected to the Supervisory Board. He will be elected with effect as of the end of the General Meeting on 12 May 2022 that resolves on the election until the end of the General Meeting that decides on the ratification of his actions for the 2024 financial year. The Supervisory Board member Dr. Hussain Ali Al Abdulla resigned from his office prior to the expiry of his term of office and is to be replaced by the Supervisory Board member recommended for election. If a member of the Supervisory Board resigns during his or her term of office, a successor shall only be elected for the remainder of the term of office of the resigning member, article 11(2), sentences 1 and 2 of the Articles of Association of Volkswagen AG.

Mr. Mansoor Ebrahim Al-Mahmoud currently holds the following positions in Germany and abroad which are comparable to memberships of supervisory boards to be established pursuant to statutory provisions.

- Member and Chairman of the Board of the Harrods Group (Holding) Limited,
- Non-executive Director of Harrods Limited,
- Member and Vice Chairman of the Board of Qatar Airways,
- Member and Vice Chairman of the Board of the Qatar Exchange,
- Member and Vice Chairman of the Board of Qatari Diar Real Estate Investment Company and
- Member on the Board of Qatar National Bank Q.P.S.C.

The shareholder states the following with regard to the justification for its demand:

By way of a written declaration of 3 April 2022, Dr. Hussain Ali Al Abdulla has resigned from his office as a Supervisory Board member with effect as of the end of the Annual General Meeting on 12 May 2022. The resignation was due to personal reasons.

Pursuant to article 11(1), sentence 1 of the Articles of Association of Volkswagen AG, the Supervisory Board is made up of twenty members, 10 of which are shareholder representatives and 10 of which are employee representatives, in accordance with section 7(1) German Codetermination Act and sections 96, 101 German Stock Corporation Act. Due to the resignation of Dr. Hussain Ali Al Abdulla, the General Meeting is to elect Mr. Mansoor Ebrahim Al-Mahmoud as a new Supervisory Board member representing the shareholders.”

Addition to the Board of Management pursuant to section 127, sentence 4 German Stock Corporation Act:

At least six seats on the Supervisory Board must be filled by men and women, respectively, in order to fulfil the required minimum proportion pursuant to section 96(2), sentence 1 German Stock Corporation Act. Overall fulfilment has been objected to pursuant to section 96(2), sentence 3 German Stock Corporation Act. According to it, the Supervisory Board must have at least three female and at least three male members as shareholder representatives and as employee representatives. This is currently the case.

Further addition to the Board of Management:

Pursuant to article 11(1), sentence 2 of the Articles of Association of Volkswagen Aktiengesellschaft, the State of Lower Saxony is entitled to appoint two members to the Supervisory Board for as long as the State of Lower Saxony directly or indirectly holds at least 15 percent of the Company's ordinary shares. Since the State meets this requirement, eight members of the Supervisory Board will be appointed by the General Meeting.

Statement by the Supervisory Board:

The Supervisory Board supports Qatar Holding Germany GmbH's recommendation that Mr. Mansoor Ebrahim Al-Mahmoud be elected as a member of the Supervisory Board. According to the Supervisory Board's assessment, the recommendation takes into account the objectives determined by the Supervisory Board for its composition and the diversity concept pursued with respect to its composition and aims at fulfilling the profile of required skills and expertise for the entire Board.

Mr. Al-Mahmoud's curriculum vitae and further information on the election recommendation can be found in the annex to this additional agenda item 7, which is also available online at www.volkswagenag.com/ir/agm.

The notice convening the Annual General Meeting was published in the Bundesanzeiger (Federal Gazette) on March 15, 2022.

The addition to the agenda pursuant to Section 122 (2) of the German Stock Corporation Act was published in the Federal Gazette on April 20, 2022.

VOLKSWAGEN AKTIENGESELLSCHAFT

The Board of Management

Wolfsburg, April 2022

Chairman of the Supervisory Board:

Hans Dieter Pötsch

The Board of Management:

Dr.-Ing. Herbert Diess

Murat Aksel

Dr. Arno Antlitz

Oliver Blume

Ralf Brandstätter

Dr. Manfred Döss

Markus Duesmann

Gunnar Kilian

Thomas Schmall-von Westerholt

Hauke Stars

Hildegard Wortmann

Domiciled in: Wolfsburg, Germany

Commercial register: Braunschweig Local Court HRB 100484

CONTACT INFORMATION

Contact information in case of questions relating to organizational matters:

You can reach us Monday to Friday
(except for national holidays)
during normal business hours (CEST)

via phone: +49-5361 - 9 13088
via e-mail: hvstelle@volkswagen.de

ANNEX TO AGENDA ITEM 7

Mansoor Ebrahim Al-Mahmoud

First Election in the Supervisory Board of Volkswagen AG.



Place of residence:

Doha, Qatar

Date of birth:

June, 1974 in Doha, Qatar
(Nationality: Qatari)

Education:

B.A. in Business Administration and Finance from George Washington University, Washington, D.C., USA

Professional career:

- 2006 - 2007: Head of Risk Management at Qatar Investment Authority
- 2007 - 2014: Director of Investment Affairs for H.E. the former Prime Minister and Minister of Foreign Affairs of the State of Qatar
- 2009 - 2013: Chief Executive Officer of Qatar Development Bank
- 2014 - 2019: Chief Executive Officer of Qatar Museums Authority and Special Advisor to Chairperson

Current professional activity:

- 2022: President – Qatar National Museum
- 2018 – present: Chief Executive Officer of Qatar Investment Authority

Membership of statutory supervisory boards in Germany:

–

Appointments in Germany and abroad that are comparable with membership of a statutory supervisory board:

- Chairman of the Board of Directors of Harrods Group (Holding) Limited and Director of the Board of Directors of Harrods Limited
- Vice Chairman of the Board of Directors of Qatar Airways
- Vice Chairman of the Board of Directors of Qatar Stock Exchange
- Vice Chairman of the Board of Directors of Qatari Diar Real Estate Investment Company
- Member of the Board of Directors of Qatar National Bank Q.P.S.C.

Relationships with executive bodies of Volkswagen Aktiengesellschaft:

–

Relationships with shareholders with a significant interest in Volkswagen Aktiengesellschaft:

Mr. Al-Mahmoud is the CEO of Qatar Investment Authority, which has a significant investment in Volkswagen AG (split between ordinary shares and preference shares) equating to approximately 17% of the voting rights of the company.

Relationships with the Volkswagen Group:

Mr. Al-Mahmoud has not had any significant business relationship with Volkswagen AG or a company dependent on it, either directly as a shareholder or as a representative of a company not belonging to the Volkswagen group (whether as a lender, consultant, customer, supplier or otherwise) in the last 12 months.

Knowledge, skills and professional experience:

Mr. Al-Mahmoud has a track record of leading diverse and complex organisations. As the CEO of the Qatar Museums Authority he led the opening of the new National Museum of Qatar. Since becoming CEO of Qatar Investment Authority he has redefined its investment strategy with diversification and a greater focus on ESG, while also implementing a new operating model. He is well versed in the dynamics of listed entities through various roles such as his present position as Vice-Chairman of the Qatar Stock Exchange. Mr. Al-Mahmoud has extensive knowledge and experience in the areas of corporate strategy and corporate governance. Furthermore, he is particularly experienced in interacting and working with government and authorities, in particular with government representatives and other high-level decision-makers.



PUBLISHED BY

**VOLKSWAGEN AKTIENGESELLSCHAFT
AGM, SHAREHOLDER AND
STOCK EXCHANGE
REQUIREMENTS
LETTERBOX 1848-3
38436 WOLFSBURG
GERMANY**

ISSN 258.809.610.20 PRINTED IN GERMANY

