

# Remuneration Report

The Remuneration Report details the individualized remuneration of the Board of Management and the Supervisory Board of Volkswagen AG, broken down into components, as well as individualized pension provision disclosures for the members of the Board of Management. In addition, we explain in this chapter the main elements of the remuneration system for the Board of Management.

## PRINCIPLES OF BOARD OF MANAGEMENT REMUNERATION

Matters involving the remuneration system and the total remuneration of each individual member of the Volkswagen AG Board of Management are decided on by the Supervisory Board on the basis of the Executive Committee's recommendations. The remuneration system implements the requirements of the Aktiengesetz (AktG – German Stock Corporation Act) and the recommendations of the German Corporate Governance Code (the Code). In particular, the remuneration structure is focused on ensuring sustainable business development in accordance with the Gesetz zur Angemessenheit der Vorstandsvergütung (VorstAG – German Act on the Appropriateness of Executive Board Remuneration) and section 87(1) of the AktG.

At the beginning of 2017, the Supervisory Board of Volkswagen AG resolved to adjust the remuneration system of the Board of Management with effect from January 1, 2017. The system for remuneration of the Board of Management was approved by the Annual General Meeting on May 10, 2017 with 80.96% of the votes cast. The adjustment, in which the Supervisory Board was assisted by renowned, independent external remuneration and legal consultants, resulted in an alignment with the Group strategy TOGETHER – Strategy 2025.

The level of the Board of Management remuneration should be appropriate and attractive in the context of the Company's national and international peer group. Criteria include the tasks of the individual Board of Management member, their personal performance, the economic situation, and the performance of and outlook for the Company, as well as how customary the remuneration is when measured against the peer group and the remuneration structure that applies to other areas of Volkswagen. In this context, comparative studies on remuneration are conducted on a regular basis.

## COMPONENTS OF BOARD OF MANAGEMENT REMUNERATION

In this section, we provide an overview of the Board of Management's remuneration system before going into the components of the remuneration for the reporting period.

### Overview of the remuneration system

The remuneration system of the Board of Management comprises non-performance-related and performance-related components. The performance-related remuneration consists of an annual bonus with a one-year assessment period and a long-term incentive (LTI) in the form of a performance share plan with a forward-looking three-year term. The performance share plan is linked to business development in the next three years and is thus based on a multiyear, forward-looking assessment that reflects both positive and negative developments. The non-performance-related component creates an incentive for individual members of the Board of Management to perform their duties in the best interests of the Company and to fulfill their obligation to act with proper business prudence without needing to focus on merely short-term performance targets. The performance-related components, dependent among other criteria on the financial performance of the Company, serve to ensure the long-term impact of behavioral incentives.

If 100% of the respectively agreed targets are achieved, the annual target remuneration for each member of the Board of Management will amount to a total of €4,500,000 (corresponding to a fixed remuneration of €1,350,000, a target amount from the annual bonus of €1,350,000 and a target amount from the performance share plan of €1,800,000). The annual target remuneration for the Chairman of the Board of

Management amounts to a total of €9,000,000 (fixed remuneration of €2,125,000, a target amount from the annual bonus of €3,045,000, and a target amount from the performance share plan of €3,830,000).

Annual minimum remuneration of €3.5 million (sum of fixed remuneration, annual bonus, LTI and any special payments) was contractually agreed with Mr. Sommer. Annual minimum remuneration of €3.5 million (sum of fixed and variable remuneration) was contractually agreed with Mr. Blessing.

#### Non-performance-related remuneration

The non-performance-related remuneration comprises fixed remuneration and fringe benefits. Since 2018, separate remuneration is no longer provided for appointments assumed at Group companies, but is covered by the fixed remuneration. The fringe benefits result from noncash benefits and include in particular the use of operating assets such as company cars and the payment of insurance premiums. Taxes due on these noncash benefits are mainly borne by Volkswagen AG.

The fixed level of remuneration is reviewed regularly and adjusted if necessary.

#### Performance-related remuneration

The performance-related/variable remuneration consists of an annual performance-related bonus with a one-year assessment period and a long-term incentive (LTI) in the form of a performance share plan with a forward-looking three-

year term (long-term incentive components) and phantom preferred shares. The components of performance-related/variable remuneration reflect both positive and negative developments.

The Supervisory Board may cap the performance-related/variable remuneration components in the event of extraordinary developments.

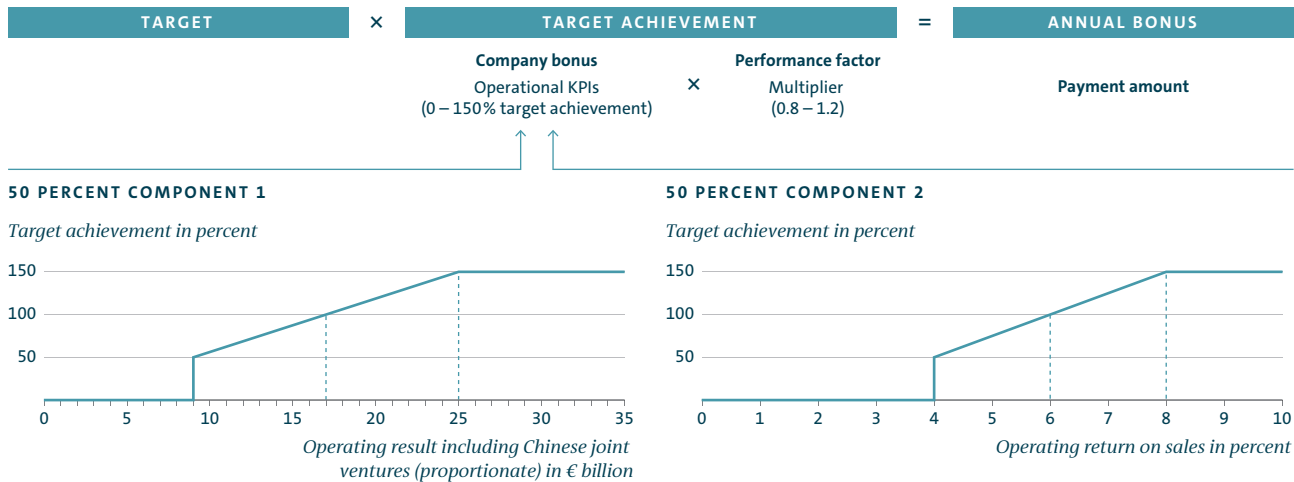
#### Annual bonus

The annual bonus is based upon the result for the respective fiscal year. Operating profit achieved by the Volkswagen Group plus the proportionate operating profit of the Chinese joint ventures form half of the basis for the annual bonus, with operating return on sales achieved by the Volkswagen Group making up the second half. Each of the two components of the annual bonus will only be payable if certain thresholds are exceeded or reached.

The calculated payment amount may be individually reduced (multiplier of 0.8) or increased (multiplier of 1.2) by up to 20% by the Supervisory Board, taking into account the degree of achievement of individual targets agreed between the Supervisory Board and the respective member of the Board of Management, as well as the success of the full Board of Management in transforming the Volkswagen Group by transferring employees to new areas of activity.

The payment amount for the annual bonus is capped at 180% of the target amount for the annual bonus. The cap arises from 150% of the maximum financial target achievement and a performance factor of a maximum of 1.2.

## CALCULATION OF THE PAYMENT AMOUNT FOR THE ANNUAL BONUS


**COMPONENT 1: OPERATING RESULT INCLUDING CHINESE JOINT VENTURES (PROPORTIONATE)**

€ billion	2017	2018
Maximum threshold	25.0	25.0
100% level of target	17.0	17.0
Minimum threshold	9.0	9.0
Actual	18.6	18.5
Target achievement (in %)	110	110

**COMPONENT 2: OPERATING RETURN ON SALES**

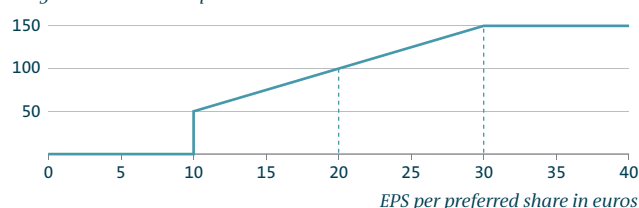
%	2017	2018
Maximum threshold	8.0	8.0
100% level of target	6.0	6.0
Minimum threshold	4.0	4.0
Actual	6.0	5.9
Target achievement (in %)	100	98

## Performance share plan – long-term incentive (LTI)

The LTI is granted to the Board of Management annually in the form of a performance share plan. Each performance period of the performance share plan has a term of three years. At the time the LTI is granted, the annual target amount under the LTI is converted on the basis of the initial reference price of Volkswagen's preferred shares into performance shares of Volkswagen AG, which are allocated to the respective member of the Board of Management purely for calculation purposes. The conversion is performed based on the unweighted average of the closing prices of Volkswagen's preferred shares for the last 30 trading days preceding January 1 of a given fiscal year. At the end of each year, the number of performance shares is determined definitively for one-third of the three-year performance period based on the degree of target achievement for the annual earnings per Volkswagen preferred share (EPS – earnings per share per preferred share in €). A prerequisite for this is that a threshold is reached.

## EPS PERFORMANCE MEASUREMENT

Target achievement in percent



## PERFORMANCE PERIOD 2017–2019

€	2017	2018
Maximum threshold	30.00	30.0
100% level of target	20.00	20.0
Minimum threshold	10.00	10.0
Actual	22.69	23.82
Target achievement (in %)	113	119

## PERFORMANCE PERIOD 2018–2020

€	2018
Maximum threshold	30.0
100% level of target	20.0
Minimum threshold	10.0
Actual	23.82
Target achievement (in %)	119

A cash settlement is made at the end of the three-year term of the performance share plan. The payment amount corresponds to the final number of determined performance shares, multiplied by the closing reference price at the end of the three-year period plus a dividend equivalent for the relevant term. The closing reference price is the unweighted average of the closing prices for Volkswagen's preferred shares for the 30 trading days preceding the last day of the three-year performance period.

€	2017	2018
Initial reference price	127.84	169.42
Closing reference price	– <sup>1</sup>	– <sup>1</sup>
Dividend equivalent	2.06	3.96

1 Determined at the end of the performance period.

The payment amount under the performance share plan is limited to 200% of the target amount. An advance of 20% on the payment amount is paid if the average ratio of capex to sales revenue in the Automotive Division or the R&D ratio of the last three years is smaller than 5%.

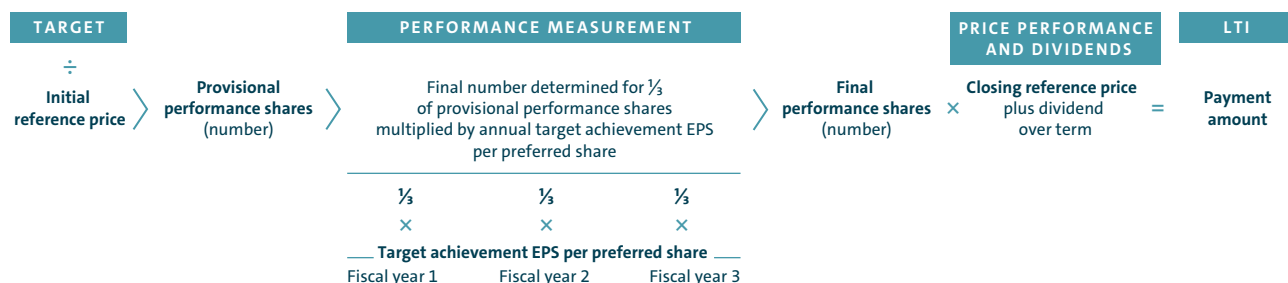
If the employment contract of a member of the Board of Management concludes prior to the end of the performance period due to extraordinary termination based on good cause, or if the member of the Board of Management starts working for a competitor, (also referred to as “bad-leaver cases”), the unpaid performance shares will expire. For members of the Board of Management who held their seat as of December 31, 2016, this rule only applies in the event of a reappointment or new appointment.

In connection with the appointment of the Chairman of the Board of Management, the employment contract of Mr. Diess was terminated by mutual agreement in 2018 and a new employment contract was entered into, although the expiry rule described above applies from the 2018–2020 performance period onwards.

Ms. Werner was appointed as a member of the Board of Management in 2017. Mr. Blume, Mr. Kilian and Mr. Sommer were newly appointed to the Board of Management in 2018.

In the introductory phase of the performance share plan (2017–2018), the members of the Board of Management who were Board members as of December 31, 2016 will generally receive advances of 80% of their target amount. Mr. Stadler did not receive an advance payment for the performance period 2018–2020. Mr. Blume will receive corresponding advances for the performance periods 2018–2020 (proportionate) and 2019–2021. The two advances will each be paid after the first year of the performance period. A settlement is made based on actual achievement of targets at the end of the relevant three-year performance period.

## CALCULATION OF THE PAYMENT AMOUNT FROM THE PERFORMANCE SHARE PLAN



## INFORMATION ON THE PERFORMANCE SHARES

€	PERFORMANCE PERIOD 2017–2019		PERFORMANCE PERIOD 2018–2020	
	Number of performance shares allocated at the grant date	Fair value at the grant date	Number of performance shares allocated at the grant date	Fair value at the grant date
Herbert Diess	14,080	2,048,640	19,212	2,840,468
Karlheinz Blessing (until April 12, 2018)	14,080	2,025,408	10,624	1,799,918
Oliver Blume (since April 13, 2018)	–	–	7,614	1,349,810
Francisco Javier Garcia Sanz (until April 12, 2018)	14,080	1,890,944	10,624	1,799,918
Jochem Heizmann	14,080	2,031,040	10,624	1,799,918
Gunnar Kilian (since April 13, 2018)	–	–	7,614	1,349,810
Matthias Müller (until April 12, 2018)	29,959	4,309,602	22,607	3,829,909
Andreas Renschler	14,080	1,891,648	10,624	1,799,918
Stefan Sommer (since September 1, 2018)	–	–	3,541	488,446
Rupert Stadler (until October 2, 2018)	14,080	2,025,408	10,624 <sup>1</sup>	1,799,918 <sup>1</sup>
Hiltrud Dorothea Werner (since February 1, 2017)	12,907	1,856,672	10,624	1,799,918
Frank Witter	14,080	2,025,408	10,624	1,799,918
<b>Total</b>	<b>141,426</b>	<b>20,104,770</b>	<b>134,956</b>	<b>22,457,869</b>

1 In connection with Mr. Stadler's departure, the number of performance shares allocated to him was reduced to 4,890 (fair value: €828,464).

€	Provision as of Dec. 31, 2018	Intrinsic value as of Dec. 31, 2018	Comprehensive income 2018 arising from performance shares	Provision as of Dec. 31, 2017	Intrinsic value as of Dec. 31, 2017	Comprehensive income 2017 arising from performance shares
Karlheinz Blessing (until April 12, 2018)	6,573,347	3,802,998	796,447	5,202,356	2,222,245	5,202,356
Oliver Blume (since April 13, 2018)	401,323	–	401,323	–	–	–
Francisco Javier Garcia Sanz (until April 12, 2018)	4,141,211	3,802,898	49,867	5,405,211	2,222,245	5,405,211
Jochem Heizmann	3,422,628	3,802,898	759,638	4,102,990	2,222,245	4,102,990
Gunnar Kilian (since April 13, 2018)	401,323	–	401,323	–	–	–
Matthias Müller (until April 12, 2018)	10,770,485	8,091,750	1,246,413	10,201,381	4,728,427	10,201,381
Andreas Renschler	5,298,813	3,802,898	1,991,565	4,747,249	2,222,245	4,747,249
Stefan Sommer (since September 1, 2018)	97,766	–	97,766	–	–	–
Rupert Stadler (until October 2, 2018)	2,658,630	3,531,782	–938,995	4,698,709	2,222,245	4,698,709
Hiltrud Dorothea Werner (since February 1, 2017)	2,166,448	–	1,542,922	623,526	–	623,526
Frank Witter	6,366,831	3,802,898	2,678,125	5,128,707	2,222,245	5,128,707
<b>Total</b>	<b>44,916,334</b>	<b>33,694,440</b>	<b>10,574,164</b>	<b>43,783,751</b>	<b>20,284,141</b>	<b>43,783,751</b>

The number of performance shares includes the provisional performance shares allocated at the grant date of the performance share plan. The fair value as at the grant date was determined using a recognized valuation technique.

The provision recognized as of December 31, 2018 reflects the obligation to the members of the Board of Management. To determine its amount, the performance shares expected for future performance periods were taken into account in addition to the provisional performance shares determined or allocated for the performance periods 2017–2019 and 2018–2020. The amount therefore depends on the individual contract term and the relevant vesting arrangements for the performance shares. The intrinsic value was calculated in accordance with IFRS 2 and corresponds to the amount that the members of the Board of Management would have received if they had stepped down on December 31, 2018. Only the nonforfeitable (vested) performance shares at the reporting date are included in the calculation. The intrinsic value was calculated based on the unweighted average share price for the 30 trading days (Xetra closing prices of Volkswagen's preferred shares) preceding December 31, 2018, taking the dividends paid per preferred share during the performance period into account. The net value of all amounts recognized in income for the performance shares in fiscal year 2018 is recorded in comprehensive income 2018 arising from performance shares according to the IFRSs.

#### Phantom preferred shares

The phantom preferred shares for the remuneration withheld for 2015 will form part of the Board of Management remuneration until they are paid out in 2019.

#### Total remuneration cap

In addition to the cap on the individual variable components of the remuneration for the members of the Board of Management, the annual benefits received according to the Code, consisting of fixed remuneration and the variable remuneration components (i.e. annual bonus and performance share plan) for one fiscal year may not exceed an amount of €10,000,000 for the Chairman of the Board of Management and €5,500,000 for each member of the Board of Management. If the total remuneration cap is exceeded, the variable components will be reduced proportionately.

#### Regular review and adjustment

The Supervisory Board regularly reviews and, if necessary, adjusts the level of the total remuneration cap and the individual targets.

#### Other agreements

Members of the Board of Management with contracts entered into on or after January 1, 2010 are entitled to payment of their normal remuneration for six to twelve months in the event of illness. Contracts entered into before that date grant remuneration for six months. In the event of disability, they are entitled to the retirement pension.

Surviving dependents receive a widow's pension of 66  $\frac{2}{3}$ % and orphans' benefits of 20% of the former member of the Board of Management's pension. Contracts with members of the Board of Management whose first term of office began after April 1, 2015, provide for an entitlement – in line with the principles of the works agreement that also applies to employees of Volkswagen AG covered by collective agreements – to a widow's pension of 60%, an orphan's benefit of 10% for half-orphans and an orphan's benefit of 20% for full orphans, based in each case on the former member of the Board of Management's pension.

#### BENEFITS BASED ON PHANTOM PREFERRED SHARES FROM THE REMUNERATION WITHHELD FOR FISCAL YEAR 2015

At its meeting on April 22, 2016, Volkswagen AG's Supervisory Board accepted the offer made by the members of the Board of Management to withhold 30% of the variable remuneration for fiscal year 2015 for the Board of Management members active on the date of the resolution and to make its disposal subject to future share price performance.

This is being effected by first converting the amount withheld based on the average share price for the 30 trading days preceding April 22, 2016 (initial reference price) into phantom preferred shares of Volkswagen AG with a three-year holding period and, at the same time, defining a target reference price corresponding to 125% of the initial reference price. During the holding period, the phantom preferred shares are entitled to dividend equivalents in the amount of the dividends paid on real preferred shares.

The shares will generally be reconverted and paid out when the three-year holding period has expired or – in the event that members retire from office early – at the time they do so.

To determine the payment amount, the average share price for the 30 trading days preceding the last day of the holding period, i.e. April 22, 2019, or the date upon which members leave the company, will be calculated (closing reference price). The difference between the target reference price and the initial reference price will be deducted from the closing reference price, and the dividends distributed on one real Volkswagen preferred share during the holding period (dividend equivalent) will be added to the closing reference price. The figure thus calculated will be multiplied by the number of phantom preferred shares so as to calculate the

amount to be paid to each Board of Management member. This will ensure that – excluding any dividend equivalents accrued – the amount withheld is only paid out in full if the initial reference price of the preferred share has increased by at least 25%. Otherwise, the amount will be reduced accordingly to a minimum of €0. The amount disbursed may not be more than twice the amount originally withheld.

In fiscal year 2018, Mr. Garcia Sanz and Mr. Müller – Board members participating in the amount withheld – retired from the Board of Management of Volkswagen AG, while their contract of service remained in place. Therefore, they did not receive any early disbursement. Moreover, the three-year holding period still applies. Due to early termination of the contract of service in 2018, Mr. Stadler received a payment from the amount withheld.

The number of phantom preferred shares granted on April 22, 2016 to the members of the Board of Management who were in office at that time did not change in fiscal year 2018. The fair value as of December 31, 2018 was determined using a recognized valuation technique. The intrinsic value was calculated in accordance with IFRS 2 and corresponds to the amount that the members of the Board of Management would have received if they had stepped down on December 31, 2018. The intrinsic value was calculated based on the unweighted average share price for the 30 trading days (Xetra closing prices of Volkswagen's preferred shares) preceding December 31, 2018, taking the initial reference price and the dividends for the relevant fiscal years into account. The net value of all amounts recognized in income for the phantom shares in fiscal year 2018 is recorded in comprehensive income 2018 arising from phantom preferred shares according to the IFRSs.

#### INFORMATION ON THE PHANTOM PREFERRED SHARES HELD IN 2018

€	Number of phantom shares	Provision Dec. 31, 2018	Provision Dec. 31, 2017	Intrinsic value Dec. 31, 2018	Intrinsic value Dec. 31, 2017	Comprehensive income 2018 arising from phantom preferred shares	Comprehensive income 2017 arising from phantom preferred shares
Herbert Diess	4,317	512,740	596,428	540,704	620,051	-83,688	169,732
Francisco Javier Garcia Sanz (until April 12, 2018)	8,633	1,025,361	1,192,718	1,081,283	1,239,958	-47,418	339,425
Jochem Heizmann	8,633	1,025,361	1,192,718	1,081,283	1,239,958	-167,356	339,425
Matthias Müller (until April 12, 2018)	10,583	1,256,967	1,462,126	1,325,521	1,520,036	-58,128	416,094
Andreas Renschler	7,914	939,964	1,093,382	991,229	1,136,688	-153,418	311,156
Rupert Stadler (until October 2, 2018)	8,633	-	1,192,718	-	1,239,958	-68,178	339,425
Frank Witter	1,990	236,357	274,934	249,248	285,824	-38,577	78,241
<b>Total</b>	<b>50,703</b>	<b>4,996,750</b>	<b>7,005,022</b>	<b>5,269,268</b>	<b>7,282,472</b>	<b>-616,764</b>	<b>1,993,496</b>

## REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT IN ACCORDANCE WITH THE GERMAN COMMERCIAL CODE

€	2018			2017	
	Non-performance-related component	Performance-related component	Long-term incentive component	Total remuneration	Total remuneration
Herbert Diess	1,982,182	3,055,182	2,840,468	7,877,832	5,034,323
Karlheinz Blessing (until April 12, 2018)	483,329	435,831	1,799,918	2,719,078	5,193,502
Oliver Blume (since April 13, 2018)	1,013,499	1,152,506	1,349,810	3,515,815	–
Francisco Javier Garcia Sanz (until April 12, 2018)	469,821	435,831	1,799,918	2,705,570	5,009,209
Jochem Heizmann	1,605,076	1,608,147	1,799,918	5,013,141	5,139,764
Gunnar Kilian (since April 13, 2018)	1,027,207	1,152,506	1,349,810	3,529,523	–
Matthias Müller (until April 12, 2018)	672,083	983,042	3,829,909	5,485,033	10,140,544
Andreas Renschler	1,596,305	1,608,147	1,799,918	5,004,370	5,025,264
Stefan Sommer (since September 1, 2018)	579,020	536,049	488,446	1,603,515	–
Rupert Stadler (until October 2, 2018)	687,284	643,642	1,799,918 <sup>1</sup>	3,130,844	5,002,721
Hiltrud Dorothea Werner (since February 1, 2017)	1,522,095	1,608,147	1,799,918	4,930,160	4,626,272
Frank Witter	1,413,363	1,608,147	1,799,918	4,821,428	5,004,967
Members of the Board of Management who left in the previous year	–	–	–	–	109,361
<b>Total</b>	<b>13,051,264</b>	<b>14,827,178</b>	<b>22,457,869</b>	<b>50,336,310</b>	<b>50,285,927</b>

1. In connection with Mr. Stadler's departure, the number of performance shares allocated to him was reduced to 4,890 (fair value: €828,464).

## REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE

The amounts shown as benefits received in the Board of Management remuneration tables in accordance with the Code correspond, in principle, to the amounts paid out for the fiscal year in question.

In the introductory phase of the performance share plan (2017 to 2018), the members of the Board of Management who were Board members as of December 31, 2016 generally received advances on the target amount, which in accordance with the Code are reported in the tables as benefits received for the fiscal year in which the performance shares under the plan were allocated; Mr. Stadler did not receive an advance for the 2018–2020 performance period. Mr. Blume will receive corresponding advances for the performance period 2018–2020 (proportionate) and 2019–2021.

The amounts shown as benefits granted in the Board of Management remuneration tables in accordance with the Code are based on 100% of the targets for the annual bonus and on the fair value at the grant date for the performance share plan. Since the new members of the Board of Management were appointed on different dates throughout 2018, there is an individual grant date for these Board members and, consequently, a different fair value.

In the Board of Management remuneration tables in accordance with the Code showing benefits received, entries for the phantom preferred shares from the amount withheld for fiscal year 2015 are only included for Mr. Stadler. No other payments for the phantom preferred shares were made in financial year 2018.



**REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT (BENEFITS RECEIVED AND BENEFITS GRANTED) IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE**

HERBERT DIESS						
Chairman of the Board of Management of Volkswagen AG, Chairman of the Brand Board of Management of Volkswagen Passenger Cars, Volume brand group						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	1,905,414	1,350,000	1,350,000	1,905,414	1,905,414	1,905,414
Fringe benefits	76,768	78,104	78,104	76,768	76,768	76,768
<b>Total</b>	<b>1,982,182</b>	<b>1,428,104</b>	<b>1,428,104</b>	<b>1,982,182</b>	<b>1,982,182</b>	<b>1,982,182</b>
One-year performance-related remuneration	3,055,182	1,557,579	1,350,000	2,564,750	0	4,616,550
Multiyear performance-related remuneration	2,603,867	1,440,000	2,048,640	2,840,468	0	6,509,667
LTI (performance share plan 2017–2019)	–	1,440,000	2,048,640	–	–	–
LTI (performance share plan 2018–2020)	2,603,867	–	–	2,840,468	0	6,509,667
<b>Total<sup>1</sup></b>	<b>7,641,230</b>	<b>4,425,683</b>	<b>4,826,744</b>	<b>7,387,400</b>	<b>1,982,182</b>	<b>13,108,398</b>
Pension expense	850,620	814,654	814,654	850,620	850,620	850,620
<b>Total remuneration</b>	<b>8,491,850</b>	<b>5,240,337</b>	<b>5,641,398</b>	<b>8,238,020</b>	<b>2,832,802</b>	<b>13,959,018</b>

1 The fixed remuneration agreed with Mr. Diess for fiscal year 2018 is €1,905,414, while the target amount for the annual bonus is €2,564,750, the target amount for the performance share plan is €3,254,833 and the total remuneration cap is €8,725,000. The values were calculated pro rata for the term of office as a full member of the Board of Management up until April 12, 2018 and for the term of office as Chairman of the Board of Management starting April 13, 2018.

KARLHEINZ BLESSING						
Human Resources and Organization						
Left: April 12, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	382,500	1,350,000	1,350,000	382,500	382,500	382,500
Fringe benefits	100,829	260,515	260,515	100,829	100,829	100,829
<b>Total</b>	<b>483,329</b>	<b>1,610,515</b>	<b>1,610,515</b>	<b>483,329</b>	<b>483,329</b>	<b>483,329</b>
One-year performance-related remuneration	435,831	1,557,579	1,350,000	382,500	0	688,500
Multiyear performance-related remuneration	408,000	1,440,000	2,025,408	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	1,440,000	2,025,408	–	–	–
LTI (performance share plan 2018–2020)	408,000	–	–	1,799,918	0	3,600,000
<b>Total<sup>1</sup></b>	<b>1,327,160</b>	<b>4,608,094</b>	<b>4,985,923</b>	<b>2,665,747</b>	<b>1,092,496</b>	<b>4,771,829</b>
Pension expense	236,664	686,413	686,413	236,664	236,664	236,664
<b>Total remuneration</b>	<b>1,563,824</b>	<b>5,294,507</b>	<b>5,672,336</b>	<b>2,902,411</b>	<b>1,329,159</b>	<b>5,008,493</b>

1 Minimum amount for 2018 includes a prorated top-up amount on minimum remuneration of €3.5 million.

**REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT (BENEFITS RECEIVED AND BENEFITS GRANTED) IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE**

OLIVER BLUME						
Chairman of the Board of Management of Dr. Ing. h.c. F. Porsche AG, Sport & Luxury brand group						
Joined: April 13, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	967,500	–	–	967,500	967,500	967,500
Fringe benefits	45,999	–	–	45,999	45,999	45,999
<b>Total</b>	<b>1,013,499</b>	<b>–</b>	<b>–</b>	<b>1,013,499</b>	<b>1,013,499</b>	<b>1,013,499</b>
One-year performance-related remuneration	1,152,506	–	–	967,500	0	1,741,500
Multiyear performance-related remuneration	1,032,000	–	–	1,349,810	0	2,580,000
LTI (performance share plan 2018–2020)	1,032,000	–	–	1,349,810	0	2,580,000
<b>Total</b>	<b>3,198,005</b>	<b>–</b>	<b>–</b>	<b>3,330,809</b>	<b>1,013,499</b>	<b>5,334,999</b>
Pension expense	588,354	–	–	588,354	588,354	588,354
<b>Total remuneration</b>	<b>3,786,359</b>	<b>–</b>	<b>–</b>	<b>3,919,163</b>	<b>1,601,853</b>	<b>5,923,353</b>

FRANCISCO JAVIER GARCIA SANZ						
Procurement						
Left: April 12, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	382,500	1,350,000	1,350,000	382,500	382,500	382,500
Fringe benefits	87,321	210,686	210,686	87,321	87,321	87,321
<b>Total</b>	<b>469,821</b>	<b>1,560,686</b>	<b>1,560,686</b>	<b>469,821</b>	<b>469,821</b>	<b>469,821</b>
One-year performance-related remuneration	435,831	1,557,579	1,350,000	382,500	0	688,500
Multiyear performance-related remuneration	408,000	1,440,000	1,890,944	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	1,440,000	1,890,944	–	–	–
LTI (performance share plan 2018–2020)	408,000	–	–	1,799,918	0	3,600,000
<b>Total</b>	<b>1,313,652</b>	<b>4,558,265</b>	<b>4,801,631</b>	<b>2,652,239</b>	<b>469,821</b>	<b>4,758,321</b>
Pension expense	250,087	889,410	889,410	250,087	250,087	250,087
<b>Total remuneration</b>	<b>1,563,740</b>	<b>5,447,675</b>	<b>5,691,041</b>	<b>2,902,326</b>	<b>719,908</b>	<b>5,008,408</b>

REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT (BENEFITS RECEIVED AND BENEFITS GRANTED) IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE

JOCHEM HEIZMANN						
China						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	1,350,000	1,351,278	1,351,278	1,350,000	1,350,000	1,350,000
Fringe benefits	255,076	199,867	199,867	255,076	255,076	255,076
<b>Total</b>	<b>1,605,076</b>	<b>1,551,145</b>	<b>1,551,145</b>	<b>1,605,076</b>	<b>1,605,076</b>	<b>1,605,076</b>
One-year performance-related remuneration	1,608,147	1,557,579	1,350,000	1,350,000	0	2,430,000
Multiyear performance-related remuneration	1,440,000	1,440,000	2,031,040	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	1,440,000	2,031,040	–	–	–
LTI (performance share plan 2018–2020)	1,440,000	–	–	1,799,918	0	3,600,000
<b>Total</b>	<b>4,653,223</b>	<b>4,548,724</b>	<b>4,932,185</b>	<b>4,754,994</b>	<b>1,605,076</b>	<b>7,635,076</b>
Pension expense	–	–	–	–	–	–
<b>Total remuneration</b>	<b>4,653,223</b>	<b>4,548,724</b>	<b>4,932,185</b>	<b>4,754,994</b>	<b>1,605,076</b>	<b>7,635,076</b>

GUNNAR KILIAN						
Human Resources						
Joined: April 13, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	967,500	–	–	967,500	967,500	967,500
Fringe benefits	59,707	–	–	59,707	59,707	59,707
<b>Total</b>	<b>1,027,207</b>	<b>–</b>	<b>–</b>	<b>1,027,207</b>	<b>1,027,207</b>	<b>1,027,207</b>
One-year performance-related remuneration	1,152,506	–	–	967,500	0	1,741,500
Multiyear performance-related remuneration	–	–	–	1,349,810	0	2,580,000
LTI (performance share plan 2018–2020)	–	–	–	1,349,810	0	2,580,000
<b>Total</b>	<b>2,179,713</b>	<b>–</b>	<b>–</b>	<b>3,344,517</b>	<b>1,027,207</b>	<b>5,348,707</b>
Pension expense	703,228	–	–	703,228	703,228	703,228
<b>Total remuneration</b>	<b>2,882,941</b>	<b>–</b>	<b>–</b>	<b>4,047,745</b>	<b>1,730,435</b>	<b>6,051,935</b>

**REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT (BENEFITS RECEIVED AND BENEFITS GRANTED) IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE**

MATTHIAS MÜLLER						
Chairman of the Board of Management						
Left: April 12, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	602,083	2,125,000	2,125,000	602,083	602,083	602,083
Fringe benefits	70,000	192,735	192,735	70,000	70,000	70,000
<b>Total</b>	<b>672,083</b>	<b>2,317,735</b>	<b>2,317,735</b>	<b>672,083</b>	<b>672,083</b>	<b>672,083</b>
One-year performance-related remuneration	983,042	3,513,207	3,045,000	862,750	0	1,552,950
Multiyear performance-related remuneration	1,085,167	3,830,000	4,309,602	3,829,909	0	7,660,000
LTI (performance share plan 2017–2019) <sup>1</sup>	–	3,830,000	4,309,602	–	–	–
LTI (performance share plan 2018–2020) <sup>1</sup>	1,085,167	–	–	3,829,909	0	7,660,000
<b>Total</b>	<b>2,740,292</b>	<b>9,660,942</b>	<b>9,672,337</b>	<b>5,364,742</b>	<b>672,083</b>	<b>9,885,033</b>
Pension expense	187,207	612,807	612,807	187,207	187,207	187,207
<b>Total remuneration</b>	<b>2,927,498</b>	<b>10,273,749</b>	<b>10,285,144</b>	<b>5,551,949</b>	<b>859,290</b>	<b>10,072,240</b>

1. Advance of 100% in the introductory phase of the performance share plan, pro rata for 2018.

ANDREAS RENSCHLER						
Chairman of the Board of Management of TRATON SE, Truck & Bus brand group						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	1,350,000	1,350,000	1,350,000	1,350,000	1,350,000	1,350,000
Fringe benefits	246,305	226,037	226,037	246,305	246,305	246,305
<b>Total</b>	<b>1,596,305</b>	<b>1,576,037</b>	<b>1,576,037</b>	<b>1,596,305</b>	<b>1,596,305</b>	<b>1,596,305</b>
One-year performance-related remuneration	1,608,147	1,557,579	1,350,000	1,350,000	0	2,430,000
Multiyear performance-related remuneration	1,440,000	1,440,000	1,891,648	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	1,440,000	1,891,648	–	–	–
LTI (performance share plan 2018–2020)	1,440,000	–	–	1,799,918	0	3,600,000
<b>Total</b>	<b>4,644,452</b>	<b>4,573,616</b>	<b>4,817,685</b>	<b>4,746,223</b>	<b>1,596,305</b>	<b>7,626,305</b>
Pension expense	5,249,526	5,361,551	5,361,551	5,249,526	5,249,526	5,249,526
<b>Total remuneration</b>	<b>9,893,978</b>	<b>9,935,167</b>	<b>10,179,236</b>	<b>9,995,749</b>	<b>6,845,831</b>	<b>12,875,831</b>

REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT (BENEFITS RECEIVED AND BENEFITS GRANTED) IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE

STEFAN SOMMER						
Components & Procurement						
Joined: September 1, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	450,000	–	–	450,000	450,000	450,000
Fringe benefits	129,020	–	–	129,020	129,020	129,020
<b>Total</b>	<b>579,020</b>	–	–	<b>579,020</b>	<b>579,020</b>	<b>579,020</b>
One-year performance-related remuneration	536,049	–	–	450,000	0	810,000
Multiyear performance-related remuneration	–	–	–	488,446	0	1,200,000
LTI (performance share plan 2018–2020)	–	–	–	488,446	0	1,200,000
<b>Total<sup>1</sup></b>	<b>1,295,687</b>	–	–	<b>1,517,466</b>	<b>1,295,687</b>	<b>2,589,020</b>
Pension expense	270,997	–	–	270,997	270,997	270,997
<b>Total remuneration</b>	<b>1,566,684</b>	–	–	<b>1,788,463</b>	<b>1,566,684</b>	<b>2,860,017</b>

1 Benefits received and the minimum amount for 2018 include a prorated top-up amount on minimum remuneration of €3.5 million.

RUPERT STADLER						
Chairman of the Board of Management of AUDI AG, Premium brand group						
Left: October 2, 2018						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (minimum)	2018 (maximum)
Fixed remuneration	621,370	1,350,000	1,350,000	621,370	621,370	621,370
Fringe benefits	65,914	69,734	69,734	65,914	65,914	65,914
<b>Total</b>	<b>687,284</b>	<b>1,419,734</b>	<b>1,419,734</b>	<b>687,284</b>	<b>687,284</b>	<b>687,284</b>
One-year performance-related remuneration	643,642	1,557,579	1,350,000	621,370	0	1,118,466
Multiyear performance-related remuneration	1,044,593	1,440,000	2,025,408	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	1,440,000	2,025,408	–	–	–
LTI (performance share plan 2018–2020)	–	–	–	1,799,918 <sup>1</sup>	0	3,600,000
Phantom shares	1,044,593	–	–	–	–	–
<b>Total</b>	<b>2,375,519</b>	<b>4,417,313</b>	<b>4,795,142</b>	<b>3,108,572</b>	<b>687,284</b>	<b>5,405,750</b>
Pension expense	379,726	829,730	829,730	379,726	379,726	379,726
<b>Total remuneration</b>	<b>2,755,245</b>	<b>5,247,043</b>	<b>5,624,872</b>	<b>3,488,298</b>	<b>1,067,010</b>	<b>5,785,476</b>

1 In connection with Mr. Stadler's departure, the number of performance shares allocated to him was reduced to 4,890 (fair value: €828,464).

REMUNERATION OF THE MEMBERS OF THE BOARD OF MANAGEMENT (BENEFITS RECEIVED AND BENEFITS GRANTED) IN ACCORDANCE WITH THE GERMAN CORPORATE GOVERNANCE CODE

HILTRUD DOROTHEA WERNER						
Integrity and Legal Affairs						
Joined: February 1, 2017						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (Minimum)	2018 (Maximum)
Fixed remuneration	1,350,000	1,237,500	1,237,500	1,350,000	1,350,000	1,350,000
Fringe benefits	172,095	104,319	104,319	172,095	172,095	172,095
<b>Total</b>	<b>1,522,095</b>	<b>1,341,819</b>	<b>1,341,819</b>	<b>1,522,095</b>	<b>1,522,095</b>	<b>1,522,095</b>
One-year performance-related remuneration	1,608,147	1,427,781	1,237,500	1,350,000	0	2,430,000
Multiyear performance-related remuneration	–	–	1,856,672	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	–	1,856,672	–	–	–
LTI (performance share plan 2018–2020)	–	–	–	1,799,918	0	3,600,000
<b>Total</b>	<b>3,130,242</b>	<b>2,769,600</b>	<b>4,435,991</b>	<b>4,672,013</b>	<b>1,522,095</b>	<b>7,552,095</b>
Pension expense	953,404	930,689	930,689	953,404	953,404	953,404
<b>Total remuneration</b>	<b>4,083,646</b>	<b>3,700,289</b>	<b>5,366,680</b>	<b>5,625,417</b>	<b>2,475,499</b>	<b>8,505,499</b>

FRANK WITTER						
Finance & IT						
€	Benefits received		Benefits granted			
	2018	2017	2017	2018	2018 (Minimum)	2018 (Maximum)
Fixed remuneration	1,350,000	1,350,000	1,350,000	1,350,000	1,350,000	1,350,000
Fringe benefits	63,363	71,980	71,980	63,363	63,363	63,363
<b>Total</b>	<b>1,413,363</b>	<b>1,421,980</b>	<b>1,421,980</b>	<b>1,413,363</b>	<b>1,413,363</b>	<b>1,413,363</b>
One-year performance-related remuneration	1,608,147	1,557,579	1,350,000	1,350,000	0	2,430,000
Multiyear performance-related remuneration	1,440,000	1,440,000	2,025,408	1,799,918	0	3,600,000
LTI (performance share plan 2017–2019)	–	1,440,000	2,025,408	–	–	–
LTI (performance share plan 2018–2020)	1,440,000	–	–	1,799,918	0	3,600,000
<b>Total</b>	<b>4,461,510</b>	<b>4,419,559</b>	<b>4,797,388</b>	<b>4,563,281</b>	<b>1,413,363</b>	<b>7,443,363</b>
Pension expense	849,556	692,743	692,743	849,556	849,556	849,556
<b>Total remuneration</b>	<b>5,311,066</b>	<b>5,112,302</b>	<b>5,490,131</b>	<b>5,412,837</b>	<b>2,262,919</b>	<b>8,292,919</b>

#### POST-EMPLOYMENT BENEFITS

In the event of regular termination of their service on the Board of Management, the members of the Board of Management are entitled to a pension, including a surviving dependents' pension, as well as the use of company cars for the period in which they receive their pension. The agreed benefits are paid or made available when the Board of Management member reaches the age of 63. As a departure from this principle, Mr. Renschler is able to start drawing his pension when he reaches the age of 62.

The retirement provision for members of the Board of Management with an existing occupational pension based on final remuneration is calculated as a percentage of the fixed remuneration, starting from 50%. For Mr. Garcia Sanz, Mr. Heizmann, Mr. Renschler and Mr. Stadler, the individual percentages rise by two percentage points for every year of service. For Mr. Müller, the percentage increases by 4.5% as of March 1, 2017 and 2018. In specific cases, credit is given for previous employment periods and retirement pensions earned. In a departure from this rule, a retirement pension entitlement of 62% of the fixed level of remuneration was set for Mr. Renschler on his appointment. The Supervisory Board has capped the percentage at 70%. These benefits are not broken down any further into performance-related components and long-term incentive components. Mr. Heizmann reached a retirement pension entitlement of 70% of his fixed level of remuneration at the end of 2018; the entitlement for Mr. Renschler is 68%. The increase in the fixed remuneration as a consequence of the remuneration system in place from fiscal year 2017 is therefore not taken into account for the incumbent members of the Board of Management of Volkswagen AG with an existing occupational pension based on final remuneration. Current pensions are index-linked in accordance with the index-linking of the highest collectively agreed salary insofar as the application of section 16 of the Gesetz zur Verbesserung der betrieblichen Altersversorgung (BetrAVG – German Company Pension Act) does not lead to a larger increase.

For the members of the Board of Management of Volkswagen AG appointed before February 24, 2017 with a defined contribution pension scheme, a contribution rate of 50% of the fixed remuneration applies. For the members of the Board of Management of Volkswagen AG appointed after February 24, 2017 with a defined contribution pension scheme, a contribution rate of 40% of the fixed remuneration applies. The resulting amount will be credited to the pension account.

Ms. Werner, Mr. Blessing, Mr. Blume, Mr. Diess, Mr. Kilian, Mr. Sommer and Mr. Witter received a defined contribution plan, which is based in principle on a works agreement that also applies to the employees of Volkswagen AG covered by collective agreements and includes retirement, invalidity and

surviving dependents' benefits. A pension contribution in the amount of 50% of the fixed level of remuneration for Ms. Werner, Mr. Blessing, Mr. Diess and Mr. Witter and in the amount of 40% of the fixed level of remuneration for Mr. Blume, Mr. Kilian and Mr. Sommer is paid to Volkswagen Pension Trust e.V. at the end of the calendar year for each year they are appointed to the Board of Management. The annual pension contributions result in modules of what is, in principle, a lifelong pension in line with the arrangements that also apply to employees covered by collective agreements. The individual pension modules vest immediately upon payment to Volkswagen Pension Trust e.V. Instead of a lifelong pension, benefits can optionally be paid out as a lump sum or in installments when the beneficiary reaches retirement age – currently 63 at the earliest. Volkswagen AG has assumed responsibility for pension entitlements due to Mr. Witter from the time before his service with the Company, although these cannot be claimed before he reaches the age of 60.

On December 31, 2018, the pension obligations for members of the Board of Management in accordance with IAS 19 amounted to €55.8 (125.4) million. €11.9 (12.9) million was added to the provision in the reporting period in accordance with IAS 19. Other benefits such as surviving dependents' pensions and the use of company cars are also factored into the measurement of pension provisions. The pension obligations measured in accordance with German GAAP amounted to €45.9 (92.4) million. Measured in accordance with German GAAP, €9.5 (15.8) million was added to the provision in the reporting period.

Retired members of the Board of Management and their surviving dependents received €44.0 (19.9) million, or €44.0 (19.9) million measured in accordance with German GAAP, in the past year. Obligations for pensions for this group of persons measured in accordance with IAS 19 amounted to €324.0 (269.0) million, or €276.2 (214.9) million measured in accordance with German GAAP.

The following rule applies to Board of Management contracts entered into for the first term of office before August 5, 2009: the retirement pension to be granted after a member of the Board of Management leaves the Company is payable immediately if the member's contract is not renewed by the Company, or when the member reaches the age of 63. Any remuneration received from other sources until the age of 63 is deductible from the benefit entitlement up to a certain fixed amount.

The following general rule applies to contracts for the first term of office of members of the Board of Management entered into after August 5, 2009: the retirement pension to be granted after a member of the Board of Management leaves the Company is payable when the member reaches the age of 63.

**EARLY TERMINATION BENEFITS**

If the appointment to the Board of Management is terminated for cause through no fault of the Board of Management member, the claims under Board of Management contracts entered into since November 20, 2009 are limited to a maximum of two years' remuneration, in accordance with the recommendation in section 4.2.3(4) of the Code (severance payment cap). For Board of Management members who are commencing their third or later term of office, existing rights under contracts entered into before November 20, 2009 are grandfathered.

No severance payment is made if the appointment to the Board of Management is terminated for good reason for

which the Board of Management member is responsible. The members of the Board of Management are also entitled to a pension and to a surviving dependents' pension as well as the use of company cars for the period in which they receive their pension in the event of early termination of their service on the Board of Management.

Please refer to notes 43 and 46 to the consolidated financial statements and the notes to the annual financial statements of Volkswagen AG for more detailed individual disclosures relating to members of the Board of Management who left the Company in fiscal year 2018.

**PENSIONS OF THE MEMBERS OF THE BOARD OF MANAGEMENT IN 2018 (PRIOR-YEAR FIGURES IN BRACKETS)**

€	Pension expense	Present values as of December 31 <sup>1</sup>
Herbert Diess	850,620	3,410,933
	(814,654)	(2,169,255)
Karlheinz Blessing (until April 12, 2018)	236,664	–
	(686,413)	(1,623,275)
Oliver Blume (since April 13, 2018)	588,354	588,354
	–	–
Francisco Javier Garcia Sanz (until April 12, 2018)	250,087	–
	(889,410)	(22,544,823)
Jochem Heizmann	–	18,098,438
	–	(19,254,055)
Gunnar Kilian (since April 13, 2018)	703,228	703,228
	–	–
Matthias Müller (until April 12, 2018)	187,207	–
	(612,807)	(30,065,068)
Andreas Renschler	5,249,526	20,109,236
	(5,361,551)	(16,278,653)
Stefan Sommer (since September 1, 2018)	270,997	270,997
	–	–
Rupert Stadler (until October 2, 2018)	379,726	–
	(829,730)	(22,262,176)
Hiltrud Dorothea Werner (since February 1, 2017)	953,404	1,872,035
	(930,689)	(975,823)
Frank Witter	849,556	10,765,942
	(692,743)	(10,214,190)
Members of the Board of Management who left in the previous year	(54,091)	–
<b>Total</b>	<b>10,519,369</b>	<b>55,819,163</b>
	<b>(10,872,088)</b>	<b>(125,387,318)</b>

1 The amount is reported in the total amount for defined benefit plans reported in the balance sheet (see note 29 to the consolidated financial statements).



#### SUPERVISORY BOARD REMUNERATION

Following its regular review of Supervisory Board remuneration, the Supervisory Board proposed a reorganization of the system of Supervisory Board remuneration to the 2017 Annual General Meeting, which was approved on May 10, 2017 with 99.98% of the votes cast. The remuneration of the members of the Supervisory Board of Volkswagen AG is comprised entirely of non-performance-related remuneration components. Remuneration for supervisory board work at subsidiaries continues in part to comprise a mix of non-performance-related and performance-related components.

The following applies to members of the Supervisory Board of Volkswagen AG with effect from January 1, 2017:

- > Members of the Supervisory Board receive fixed remuneration of €100,000 per fiscal year.
- > The Chairman of the Supervisory Board receives fixed remuneration of €300,000, while the Deputy Chairman receives remuneration of €200,000.
- > For their work in the Supervisory Board committees, the members of the Supervisory Board also receive additional fixed remuneration of €50,000 per committee per fiscal year provided the committee met at least once per year for the performance of its duties. Memberships of the Nomination and Mediation Committees established in accordance with section 27(3) of the Mitbestimmungsgesetz (MitbestG – German Codetermination Act) are not taken into account.
- > Committee chairpersons receive double this amount, while deputy chairpersons receive one-and-a-half times the committee remuneration listed above.
- > Membership of no more than two committees is taken into account, whereby the two functions with the highest remuneration are counted if this maximum number is exceeded.
- > Supervisory Board members who belonged to the Supervisory Board or one of its committees for only part of the fiscal year receive proportionate remuneration.
- > Supervisory Board members receive an attendance fee of €1,000 for attending a meeting of the Supervisory Board or one of its committees; if several meetings are held on one day, the attendance fee is paid only once.
- > The remuneration and attendance fees are each payable after the end of the fiscal year.

In fiscal year 2018, the members of the Supervisory Board received €4,538,986 (3,786,839). Of this figure, €2,297,500 related to the work of the Supervisory Board and €936,389 related to the work in the committees.

## REMUNERATION OF THE MEMBERS OF THE SUPERVISORY BOARD

€	FIXED	WORK IN THE	OTHER <sup>1</sup>	TOTAL	TOTAL
	REMUNERATION	COMMITTEES		2018	2017
Hans Dieter Pötsch	300,000	100,000	184,500	584,500	– <sup>2</sup>
Jörg Hofmann <sup>3</sup>	200,000	75,000	19,000	294,000	295,000
Hussain Ali Al-Abdulla	100,000	–	8,000	108,000	107,000
Hessa Sultan Al-Jaber	100,000	–	11,000	111,000	111,000
Bernd Althusmann <sup>4</sup> (since December 14, 2017)	100,000	43,194	12,000	155,194	4,583
Birgit Dietze <sup>3</sup>	100,000	50,000	17,000	167,000	163,000
Annika Falkengren (until February 5, 2018)	9,444	–	–	9,444	150,750
Hans-Peter Fischer <sup>3</sup>	100,000	–	14,000	114,000	109,000
Marianne Heiß (since February 14, 2018)	88,056	43,194	67,050	198,300	–
Uwe Hück <sup>3</sup>	100,000	–	84,500	184,500	180,500
Johan Järvklo <sup>3</sup>	100,000	–	14,000	114,000	110,000
Ulrike Jakob <sup>3</sup> (since May 10, 2017)	100,000	–	12,000	112,000	68,028
Louise Kiesling	100,000	–	11,000	111,000	111,000
Peter Mosch <sup>3</sup>	100,000	100,000	146,589	346,589	293,107
Bertina Murkovic <sup>3</sup> (since May 10, 2017)	100,000	50,000	14,000	164,000	102,042
Bernd Osterloh <sup>3</sup>	100,000	125,000	39,233	264,233	226,021
Hans Michel Piëch	100,000	–	172,000	272,000	250,600
Ferdinand Oliver Porsche	100,000	150,000	162,500	412,500	397,100
Wolfgang Porsche	100,000	150,000	172,500	422,500	411,400
Athanasios Stimoniaris <sup>3</sup> (since May 10, 2017)	100,000	–	130,225	230,225	170,778
Stephan Weil <sup>4</sup>	100,000	50,000	14,000	164,000	174,000
Members of the Supervisory Board who left in the previous year	–	–	–	–	351,931
<b>Total</b>	<b>2,297,500</b>	<b>936,389</b>	<b>1,305,097</b>	<b>4,538,986</b>	<b>3,786,839</b>

1 Attendance fees, membership of other Group bodies (non-performance-related: €355,483; performance-related: €534,614).

2 Mr. Pötsch waived his remuneration for fiscal year 2017 in full.

3 These employee representatives have stated that they will transfer their Supervisory Board remuneration to the Hans Böckler Foundation in accordance with the guidelines issued by the German Confederation of Trade Unions (DGB).

4 Under section 5(3) of the Niedersächsisches Ministergesetz (German Act Governing Ministers of the State of Lower Saxony), these members of the Supervisory Board are obliged to transfer their Supervisory Board remuneration to the State of Lower Saxony as soon as and to the extent that it exceeds €6,200 per annum. Remuneration is defined for this purpose as Supervisory Board remuneration and attendance fees exceeding the amount of €200.