

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION,
DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES,
AUSTRALIA, CANADA, JAPAN OR SOUTH AFRICA.**

This document is not a prospectus for the purposes of Directive 2003/71/EC, as amended by Directive 2010/73/EU, and as such does not constitute an offer to sell or the solicitation of an offer to purchase shares of TRATON SE. The offer period for the securities has already ended.

VOLKSWAGEN

AKTIENGESELLSCHAFT

Media information

NO. 214/2019

Volkswagen AG sets placement price at EUR 27.00 per TRATON share

- **Placement of 57,500,000 shares (including over-allotments)**
- **Volkswagen receives gross proceeds from placement of existing TRATON shares (assuming full exercise of the greenshoe option) corresponding to EUR 1.55 billion**

Wolfsburg, June 27, 2019 – The placement price for the shares of TRATON SE (“TRATON”) has been set at EUR 27.00 per share (the placement price of EUR 27.00 corresponds to SEK 284.70 as calculated based on the EUR/SEK exchange rate at 12:00 p.m. (noon) CEST on the last day of the offer period (June 27, 2019) as displayed on the Bloomberg website under www.bloomberg.com/quote/EURSEK:CUR). In total, 57,500,000 existing ordinary bearer shares from the holdings of Volkswagen AG (“Volkswagen”) are being placed with investors (including 7,500,000 shares to cover over-allotments).

Hans Dieter Pötsch, Chairman of the Supervisory Boards of Volkswagen and TRATON, said: “The successful IPO demonstrates the investors’ trust in TRATON’s future. It confirms that TRATON and Volkswagen are on the right track and that they are pursuing the right strategies. The IPO will provide a basis for both companies to create additional value for all their stakeholders going forward.”

Volkswagen will remain a committed majority shareholder and assuming full exercise of the greenshoe option the gross proceeds from the sale of the TRATON shares correspond to EUR 1.55 billion.

TRATON shares are scheduled to begin trading on the regulated market (regulierter Markt) of the Frankfurt Stock Exchange (Prime Standard) and the regulated market (reglerad marknad) of Nasdaq Stockholm (Large Cap Segment) under the ticker symbol 8TRA on June 28, 2019. The

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION,
DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES,
AUSTRALIA, CANADA, JAPAN OR SOUTH AFRICA.**

This document is not a prospectus for the purposes of Directive 2003/71/EC, as amended by Directive 2010/73/EU, and as such does not constitute an offer to sell or the solicitation of an offer to purchase shares of TRATON SE. The offer period for the securities has already ended.

VOLKSWAGEN

AKTIENGESELLSCHAFT

International Securities Identification Number (ISIN) is DE000TRAT0N7, and the German Securities Code (WKN) is TRATON.

About the Volkswagen Group: The Volkswagen Group, with its headquarters in Wolfsburg, is one of the world's leading automobile manufacturers and the largest carmaker in Europe. The Group comprises twelve brands from seven European countries: Volkswagen Passenger Cars, Audi, SEAT, ŠKODA, Bentley, Bugatti, Lamborghini, Porsche, Ducati, Volkswagen Commercial Vehicles, Scania and MAN. The passenger car portfolio ranges from small cars all the way to luxury-class vehicles. Ducati offers motorcycles. In the light and heavy commercial vehicles sector, the products include ranges from pick-ups, buses and heavy trucks. Every weekday, 642,292 employees around the globe produce on average 44,170 vehicles, are involved in vehicle-related services or work in other areas of business. The Volkswagen Group sells its vehicles in 153 countries.

In 2018, the total number of vehicles supplied to customers by the Group globally was 10,834 million (2017: 10,741 million). The passenger car global market share was 12.1 per cent. In Western Europe 22.0 per cent of all new passenger cars come from the Volkswagen Group. Group sales revenue in 2018 totaled €235.8 billion (2017: €231 billion). Earnings after tax in 2018 amounted to €17.1 billion (2017: €11.6 billion).

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION,
DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES,
AUSTRALIA, CANADA, JAPAN OR SOUTH AFRICA.**

This document is not a prospectus for the purposes of Directive 2003/71/EC, as amended by Directive 2010/73/EU, and as such does not constitute an offer to sell or the solicitation of an offer to purchase shares of TRATON SE. The offer period for the securities has already ended.

VOLKSWAGEN

AKTIENGESELLSCHAFT

About TRATON: TRATON SE is a subsidiary of Volkswagen AG and a leading commercial vehicle manufacturer worldwide with its brands MAN, Scania and Volkswagen Caminhões e Ônibus, and RIO. In 2018, TRATON GROUP's brands sold around 233,000 vehicles in total. Its offering comprises light-duty commercial vehicles, trucks, and buses manufactured at 29 production and assembly sites in 17 countries. The Company had a workforce of around 81,000 employees worldwide across its commercial vehicle brands as of December 31, 2018. The Group seeks to transform the transportation system through its products, its services, and as a partner for its customers.

Disclaimer

This announcement does not contain or constitute an offer of, or the solicitation of an offer to buy or subscribe for, securities. The securities have already been sold.

This release is not an offer of securities for sale in the United States of America. Securities may not be offered or sold in the United States of America absent registration or an exemption from registration under the U.S. Securities Act of 1933, as amended (the "Securities Act"). Any public offering of securities to be made in the United States of America would be made by means of a prospectus that could be obtained from TRATON SE and that would contain detailed information about the company and management, as well as financial statements. There was and will be no public offer of the securities in the United States of America.

Subject to certain exceptions, the securities referred to herein may not be offered or sold in Australia, Canada, Japan or South Africa or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada, Japan or South Africa.

This document is not a prospectus for the purposes of Directive 2003/71/EC, as amended by Directive 2010/73/EU, and as such does not constitute an offer to sell or the solicitation of an offer to purchase shares of TRATON SE. The offer period for the securities has already ended.

This announcement is directed at and/or for distribution in the United Kingdom only to (i) persons who have professional experience in matters relating to investments falling within article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) high net worth entities falling within article 49(2)(a) to (d) of the Order (all such persons are referred to herein as "relevant persons"). This announcement is directed only at relevant persons. Any person who is not a relevant person should not act or rely on this announcement or any of its contents. Any investment or investment activity to which this announcement relates is available only to relevant persons and will be engaged in only with relevant persons.