



**Declaration of the Board of Management and Supervisory Board
of AUDI AG
regarding the recommendations of the
"Government Commission on the German Corporate Governance Code"
pursuant to Section 161 of German Stock Corporation Law**

The Board of Management and Supervisory Board of AUDI AG declare that the recommendations of the "Government Commission on the German Corporate Governance Code" in the version of May 21, 2003, published in the official section of the electronic Federal Official Gazette by the Federal Ministry of Justice on July 4, 2003, are complied with.

However, the restrictions apply that the information on the remuneration of members of the Board of Management is not disclosed individually (Section 4.2.4, Sentence 2 of the Code) and that the remuneration of Supervisory Board members is not disclosed individually in the Notes to the Consolidated Financial Statements (Section 5.4.5 Para. 3, Sentence 1 of the Code).

Ingolstadt, December 6, 2004

On behalf of the Supervisory Board:

Dr. Bernd Pischetsrieder

On behalf of the Board of Management:

Prof. Dr. Martin Winterkorn