

**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" published in the official section of the electronic Federal Official Gazette by the Federal Ministry of Justice in the version dated June 2, 2005 up until the announcement of the new version on July 24, 2006 were complied with. However, the restrictions applied 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, itemised by component, in the Corporate Governance Report (Section 5.4.7 Para. 3, Sentence 1 of the Code). The restriction moreover applied that the elections to the Supervisory Board do not take the form of election of individuals (Section 5.4.3, Sentence 1 of the Code).

The Board of Management and Supervisory Board of AUDI AG declare that the recommendations of the "Government Commission on the German Corporate Governance Code" published in the official section of the electronic Federal Official Gazette by the Federal Ministry of Justice in the version dated June 12, 2006 have to this extent been complied with throughout. However, the restrictions have applied throughout that the remuneration of Supervisory Board members is not disclosed individually, itemised by component, in the Corporate Governance Report (Section 5.4.7 Para. 3, Sentence 1 of the Code). The restriction has moreover applied throughout that the elections to the Supervisory Board do not take the form of election of individuals (Section 5.4.3, Sentence 1 of the Code).

The disclosures required by Section 285 Sentence 1 No. 9a Sentences 5 to 9 of German Commercial Code are not made, as the Annual General Meeting this year passed a corresponding resolution that is valid for a period of five years.

Ingolstadt, December 6, 2006

On behalf of the Supervisory Board:

On behalf of the Board of
Management:

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Dr. Bernd Pischetsrieder

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Prof. Dr. Martin Winterkorn