

REMUNERATION REPORT

/ SYSTEM OF REMUNERATION FOR THE SUPERVISORY BOARD AND BOARD OF MANAGEMENT

The remuneration report includes details of the remuneration paid to the members of the Board of Management and Supervisory Board of AUDI AG, broken down by individual member and by component, as well as information on the pension arrangements for members of the Board of Management, broken down by individual member, pursuant to Section 314, Para. 1, No. 6a), Sentence 5 ff. of the German Commercial Code (HGB) and the German Corporate Governance Code (DCGK). We also explain the main elements of the remuneration system for the Board of Management and Supervisory Board.

/ BASIC FEATURES AND DEVELOPMENT OF REMUNERATION PAID TO THE BOARD OF MANAGEMENT

The full Supervisory Board passes resolutions on the remuneration system and the total remuneration for individual members of the Board of Management of AUDI AG on the basis of the Presiding Committee's recommendations. The remuneration of active members of the Board of Management complies with the statutory requirements of the German Stock Corporation Act (AktG) and the recommendations of the German Corporate Governance Code (DCGK). In particular, the remuneration structure is focused on ensuring the sustainable growth of the enterprise in accordance with the German Act on the Appropriateness of Management Board Remuneration (VorstAG; Section 87, Para. 1 of the German Stock Corporation Act [AktG]).

The system of remuneration for members of the Board of Management was approved by the 121st Annual General Meeting on May 20, 2010, by 99.70 percent of the votes cast.

The level of remuneration paid to the Board of Management should be appropriate and attractive by national and international comparison. The relevant criteria include the tasks of

the individual Board member, the member's personal performance, the Company's economic situation, performance and future prospects, and also the standard nature of the remuneration, taking account of competitors on the market and the pay structure otherwise in place within the Audi Group and the Volkswagen Group. Regular comparisons of remuneration levels are carried out in this regard.

// COMPONENTS OF THE REMUNERATION PAID TO THE BOARD OF MANAGEMENT

The remuneration paid to the Board of Management comprises fixed (non-performance-related) and variable (performance-related) components. The fixed components guarantee basic remuneration that allows the individual members of the Board of Management to execute their duties conscientiously and in the best interests of the Company, without becoming dependent upon achieving short-term targets only. Variable components, dependent among other things on the financial performance of the Company, serve to ensure the long-term impact of performance incentives.

Pursuant to the Supervisory Board resolution of November 24, 2016, there is a cap on both total remuneration and its variable components.

/// FIXED REMUNERATION

The fixed (non-performance-related) remuneration comprises fixed remuneration and fringe benefits. In addition to the basic remuneration, the fixed remuneration includes varying levels of remuneration for appointments at Audi Group companies, subsidiaries and participations. The fringe benefits constitute remuneration in kind. These include in particular the provision of operating resources, such as company cars, as well as payment of insurance premiums. Taxes due on this remuneration in kind are paid by AUDI AG in accordance with Company guidelines.

The basic remuneration is reviewed on a regular basis and adjusted as necessary.

/// VARIABLE REMUNERATION

The variable (performance-related) remuneration consists of a business performance bonus, based on the year under review and the previous year (two-year period), and, since 2010, has also included a Long Term Incentive (LTI) based on performance in the year under review and over the previous three fiscal years (four-year period). These two components of variable remuneration are therefore calculated using a measurement basis spanning several years and take account of both positive and negative developments. In addition, a bonus may be awarded for the individual performance of members of the Board of Management (one-year variable remuneration).

The figures shown in the table “Board of Management remuneration for 2018 pursuant to German Commercial Code (HGB)” reflect the figures reported in the 2018 financial statements as expense.

The figures shown in the tables “Board of Management remuneration (benefits received) pursuant to German Corporate Governance Code (DCGK)” reflect the amounts paid out in the fiscal year in question.

The figures shown in the tables “Board of Management remuneration (benefits granted) pursuant to German Corporate Governance Code (DCGK)” are based on a mean probability scenario.

If extraordinary factors arise, the Supervisory Board may decide to impose a cap on the variable remuneration components.

//// BONUS SYSTEM

The business performance bonus rewards the positive business development of the Audi Group. Basically, the amount of the bonus is based on the results achieved, on the Company’s economic situation and on the personal performance of the individual member of the Board of Management. Operating profit, in the form of a two-year average, is used as the calculation basis. The system is regularly reviewed by the Supervisory Board and adjusted where necessary.

//// LONG TERM INCENTIVE (LTI)

At Audi, the level of the LTI is determined by attainment of the strategic goals of the Volkswagen Group. The relevant target areas for the 2018 remuneration year are:

- > Leader in customer satisfaction, measured using the customer satisfaction index,
- > Leading employer, measured using the employee index,
- > Rise in sales, measured using the growth index, and
- > Rise in return, measured using the return index.

The customer satisfaction index is calculated based on indicators of our customers’ overall satisfaction with the dealers supplying the products, with new vehicles and with the service establishments, based on the most recent workshop visit in each case. The employee index is calculated on the basis of such indicators as “employment” and “productivity,” as well as the participation rate and results of employee surveys.

The growth index is calculated from the indicators “deliveries to customers” and “market share.” The return index is determined from the development in the return on sales and the dividend per ordinary share.

The calculated indices for customer satisfaction, employees and the sales situation are added together and the total is then multiplied by the return index. This method ensures that the LTI is only paid out if the Group has been financially successful. If the return on sales does not exceed a threshold of 1.5 percent, the return index will equal zero. Consequently, the overall index for the fiscal year in question will then also be zero.

/// OTHER AGREEMENTS

Contracts with members of the Board of Management include an entitlement to continued payment of the standard remuneration for a period of six to twelve months in the event of sickness, but not beyond the term of the employment contract. In the event of disability, members are entitled to retirement pay.

In addition, contracts with members of the Board of Management include an entitlement to a 60 percent widow's pension, a 15 percent half orphan's pension and a 30 percent full orphan's pension based on retirement pay.

/// OUTLOOK

The Supervisory Board of AUDI AG considers a multi-year measurement basis for Board of Management remuneration, which is essentially a forward-looking approach, to be sensible. It has therefore resolved an adjustment to the remuneration system in line with the recommendations of the current German Corporate Governance Code, which is to be implemented in 2019.

/ BOARD OF MANAGEMENT REMUNERATION FOR 2018 PURSUANT TO GERMAN COMMERCIAL CODE (HGB)

EUR	2018			2017
	Non-performance-related remuneration	Performance-related remuneration ^{1) 2)}	Total remuneration	Total remuneration
Abraham Schot	1,206,615	1,849,700	3,056,315	886,835
Rupert Stadler (until Oct. 2, 2018) ³⁾	372,822	892,792	1,265,614	2,765,000
Wendelin Göbel	606,104	1,849,700	2,455,804	892,226
Peter Kössler	665,717	1,849,700	2,515,417	890,726
Dr. Bernd Martens	770,847	1,849,700	2,620,547	2,533,820
Dr.-Ing. Peter Mertens (until Oct. 31, 2018) ⁴⁾	520,685	1,541,417	2,062,102	7,807,686
Hans-Joachim Rothenpieler (since Nov. 1, 2018)	89,745	261,750	351,495	-
Alexander Seitz	601,268	1,849,700	2,450,968	1,205,759
Members of the Board of Management who left in the previous year	-	-	-	7,409,333
Total	4,833,803	11,944,459	16,778,262	24,391,385

1) Corresponds to the amounts set aside in the fiscal year. The Supervisory Board determines the amount of the payment.

2) In addition, provision shortfalls/surpluses result in a total expense in 2018 of EUR 1,236,000 (provision shortfalls for Rupert Stadler of EUR 1,066,000, Dr. Bernd Martens of EUR 226,500, Dr.-Ing. Peter Mertens of EUR 104,700; provision surpluses for Wendelin Göbel, Peter Kössler, Abraham Schot, Alexander Seitz EUR 40,300 each).

3) The remuneration of Rupert Stadler is determined according to the VW Group system, based on his activities as Group CEO of Volkswagen AG, and rebilled pro rata to AUDI AG. This approach may produce temporal and material discrepancies.

4) To compensate for lost entitlements resulting from the change in employer, Dr.-Ing. Peter Mertens received EUR 6.0 million in the previous year.

**/ BOARD OF MANAGEMENT REMUNERATION
(BENEFITS RECEIVED) PURSUANT TO GERMAN
CORPORATE GOVERNANCE CODE (DCGK)**

The figures for the variable remuneration shown here as benefits received reflect the amounts paid out in the respective fiscal year.

EUR	Abraham Schot	
	Chairman of the Board of Management ¹⁾	
	2018	2017
Fixed remuneration	1,146,667	180,000
Fringe benefits	59,948	12,835
Total	1,206,615	192,835
One-year variable remuneration	265,000	-
Multi-year variable remuneration	388,700	-
Business performance bonus (two-year period)	180,200	-
LTI (four-year period)	208,500	-
Total	1,860,315	192,835
Pension expense	599,629	85,314
Total remuneration	2,459,944	278,149

1) Until Jun. 18, 2018, Member of the Board of Management for Marketing and Sales; from Jun. 19, 2018, to Dec. 31, 2018, Member of the Board of Management for Marketing and Sales and interim Chairman of the Board of Management; since Jan. 1, 2019, Chairman of the Board of Management and interim Member of the Board of Management for Marketing and Sales

EUR	Rupert Stadler ¹⁾	
	Chairman of the Board of Management ²⁾	
	Left: October 2, 2018	
	2018	2017
Fixed remuneration ³⁾	372,822	810,000
Fringe benefits	-	-
Total	372,822	810,000
One-year variable remuneration	1,296,784	974,431
Multi-year variable remuneration	1,724,216	1,203,069
Business performance bonus (two-year period)	869,354	560,706
LTI (four-year period)	854,862	642,363
Total	3,393,822	2,987,500
Pension expense ⁴⁾	-	-
Total remuneration	3,393,822	2,987,500

1) The remuneration of Rupert Stadler is determined according to the VW Group system, based on his activities as Group CEO of Volkswagen AG, and rebilled pro rata to AUDI AG.

This approach may produce temporal and material discrepancies.

2) Inactive from Jun. 19, 2018, until Oct. 2, 2018

3) In the 2018 fiscal year, the fixed remuneration was paid out up until Jun. 18, 2018.

4) Volkswagen AG granted the pension commitment to Rupert Stadler.

EUR	Wendelin Göbel	
	Human Resources and Organization	
	2018	2017
Fixed remuneration	546,667	180,000
Fringe benefits	59,437	18,226
Total	606,104	198,226
One-year variable remuneration	265,000	-
Multi-year variable remuneration	388,700	-
Business performance bonus (two-year period)	180,200	-
LTI (four-year period)	208,500	-
Total	1,259,804	198,226
Pension expense	248,346	162,954
Total remuneration	1,508,150	361,180

EUR	Peter Kössler	
	Production and Logistics	
	2018	2017
Fixed remuneration	546,667	180,000
Fringe benefits	119,050	16,726
Total	665,717	196,726
One-year variable remuneration	265,000	-
Multi-year variable remuneration	388,700	-
Business performance bonus (two-year period)	180,200	-
LTI (four-year period)	208,500	-
Total	1,319,417	196,726
Pension expense	221,521	96,721
Total remuneration	1,540,938	293,447

EUR	Dr. Bernd Martens	
	Procurement and IT	
	2018	2017
Fixed remuneration	560,000	560,000
Fringe benefits	210,847	53,820
Total	770,847	613,820
One-year variable remuneration	980,500	980,000
Multi-year variable remuneration	1,166,000	1,171,300
Business performance bonus (two-year period)	540,600	545,900
LTI (four-year period)	625,400	625,400
Total	2,917,347	2,765,120
Pension expense	334,546	353,368
Total remuneration	3,251,893	3,118,488

EUR	Dr.-Ing. Peter Mertens	
	Technical Development	
	Left: October 31, 2018	
	2018	2017
Fixed remuneration ¹⁾	463,334	6,360,000
Fringe benefits	57,351	58,686
Total	520,685	6,418,686
One-year variable remuneration	618,300	-
Multi-year variable remuneration	875,400	-
Business performance bonus (two-year period)	458,400	-
LTI (four-year period)	417,000	-
Total	2,014,385	6,418,686
Pension expense	861,169	928,370
Total remuneration	2,875,554	7,347,056

1) To compensate for lost entitlements resulting from the change in employer, Dr.-Ing. Peter Mertens received EUR 6.0 million in the previous year.

EUR	Hans-Joachim Rothenpieler	
	Technical Development	
	Joined: November 1, 2018	
	2018	2017
Fixed remuneration	80,000	-
Fringe benefits	9,745	-
Total	89,745	-
One-year variable remuneration	-	-
Multi-year variable remuneration	-	-
Business performance bonus (two-year period)	-	-
LTI (four-year period)	-	-
Total	89,745	-
Pension expense	69,025	-
Total remuneration	158,770	-

EUR	Alexander Seitz	
	Finance, China, Compliance and Integrity	
	2018	2017
Fixed remuneration	546,667	180,000
Fringe benefits	54,601	331,759
Total	601,268	511,759
One-year variable remuneration	265,000	-
Multi-year variable remuneration	388,700	-
Business performance bonus (two-year period)	180,200	-
LTI (four-year period)	208,500	-
Total	1,254,968	511,759
Pension expense	415,113	156,668
Total remuneration	1,670,081	668,427

**/ BOARD OF MANAGEMENT REMUNERATION
(BENEFITS GRANTED) PURSUANT TO GERMAN
CORPORATE GOVERNANCE CODE (DCGK)**

The figures for the variable remuneration shown here as benefits granted are based on a mean probability scenario.

EUR	Abraham Schot			
	Chairman of the Board of Management ¹⁾			
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration	1,160,000	1,160,000	1,160,000	186,667
Fringe benefits	59,948	59,948	59,948	12,835
Total	1,219,948	1,219,948	1,219,948	199,502
One-year variable remuneration	265,000	-	1,060,000	-
Multi-year variable remuneration	388,700	-	2,120,000	-
Business performance bonus (two-year period)	180,200	-	1,060,000	-
LTI (four-year period)	208,500	-	1,060,000	-
Total	1,873,648	1,219,948	4,399,948	199,502
Pension expense	599,629	599,629	599,629	85,314
Total remuneration	2,473,277	1,819,577	4,999,577	284,816

1) Until Jun. 18, 2018, Member of the Board of Management for Marketing and Sales; from Jun. 19, 2018, to Dec. 31, 2018, Member of the Board of Management for Marketing and Sales and interim Chairman of the Board of Management; since Jan. 1, 2019, Chairman of the Board of Management and interim Member of the Board of Management for Marketing and Sales

EUR	Rupert Stadler ¹⁾			
	Chairman of the Board of Management ²⁾			
	Left: October 2, 2018			2017
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration ³⁾	372,822	372,822	372,822	810,000
Fringe benefits	-	-	-	-
Total	372,822	372,822	372,822	810,000
One-year variable remuneration	974,431	-	1,590,000	883,315
Multi-year variable remuneration	1,203,069	-	3,180,000	1,374,045
Business performance bonus (two-year period)	560,706	-	1,590,000	637,950
LTI (four-year period)	642,363	-	1,590,000	736,095
Total	2,550,322	372,822	5,142,822	3,067,360
Pension expense ⁴⁾	-	-	-	-
Total remuneration	2,550,322	372,822	5,142,822	3,067,360

1) The remuneration of Rupert Stadler is determined according to the VW Group system, based on his activities as Group CEO of Volkswagen AG, and rebilled pro rata to AUDI AG. This approach may produce temporal and material discrepancies.

2) Inactive from Jun. 19, 2018, until Oct. 2, 2018

3) In the 2018 fiscal year, the fixed remuneration was paid out up until Jun. 18, 2018.

4) Volkswagen AG granted the pension commitment to Rupert Stadler.

EUR	Wendelin Göbel			
	Human Resources and Organization			
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration	560,000	560,000	560,000	186,667
Fringe benefits	59,437	59,437	59,437	18,226
Total	619,437	619,437	619,437	204,893
One-year variable remuneration	265,000	-	1,060,000	-
Multi-year variable remuneration	388,700	-	2,120,000	-
Business performance bonus (two-year period)	180,200	-	1,060,000	-
LTI (four-year period)	208,500	-	1,060,000	-
Total	1,273,137	619,437	3,799,437	204,893
Pension expense	248,346	248,346	248,346	162,954
Total remuneration	1,521,483	867,783	4,047,783	367,847

EUR	Peter Kössler			
	Production and Logistics			
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration	560,000	560,000	560,000	186,667
Fringe benefits	119,050	119,050	119,050	16,726
Total	679,050	679,050	679,050	203,393
One-year variable remuneration	265,000	-	1,060,000	-
Multi-year variable remuneration	388,700	-	2,120,000	-
Business performance bonus (two-year period)	180,200	-	1,060,000	-
LTI (four-year period)	208,500	-	1,060,000	-
Total	1,332,750	679,050	3,859,050	203,393
Pension expense	221,521	221,521	221,521	96,721
Total remuneration	1,554,271	900,571	4,080,571	300,114

EUR	Dr. Bernd Martens			
	Procurement and IT			
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration	560,000	560,000	560,000	560,000
Fringe benefits	210,847	210,847	210,847	53,820
Total	770,847	770,847	770,847	613,820
One-year variable remuneration	980,500	-	1,060,000	980,000
Multi-year variable remuneration	1,166,000	-	2,120,000	1,171,300
Business performance bonus (two-year period)	540,600	-	1,060,000	545,900
LTI (four-year period)	625,400	-	1,060,000	625,400
Total	2,917,347	770,847	3,950,847	2,765,120
Pension expense	334,546	334,546	334,546	353,368
Total remuneration	3,251,893	1,105,393	4,285,393	3,118,488

EUR	Dr.-Ing. Peter Mertens			
	Technical Development			
	Left: October 31, 2018			
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration ¹⁾	466,667	466,667	466,667	6,373,334
Fringe benefits	57,351	57,351	57,351	58,686
Total	524,018	524,018	524,018	6,432,020
One-year variable remuneration	618,300	-	883,334	-
Multi-year variable remuneration	875,400	-	1,766,668	-
Business performance bonus (two-year period)	458,400	-	883,334	-
LTI (four-year period)	417,000	-	883,334	-
Total ²⁾	2,017,718	524,018	3,174,020	6,432,020
Pension expense	861,169	861,169	861,169	928,370
Total remuneration	2,878,887	1,385,187	4,035,189	7,360,390

1) To compensate for lost entitlements resulting from the change in employer, Dr.-Ing. Peter Mertens received EUR 6.0 million in the previous year.

2) Includes a top-up amount on minimum remuneration of EUR 1.87 million in the previous year

EUR	Hans-Joachim Rothenpieler			
	Technical Development			
	Joined: November 1, 2018			
	2018	2018 (minimum)	2018 (maximum)	2017
Fixed remuneration	83,335	83,335	83,335	-
Fringe benefits	9,745	9,745	9,745	-
Total	93,080	93,080	93,080	-
One-year variable remuneration	-	-	150,000	-
Multi-year variable remuneration	-	-	300,000	-
Business performance bonus (two-year period)	-	-	150,000	-
LTI (four-year period)	-	-	150,000	-
Total	93,080	93,080	543,080	-
Pension expense	69,025	69,025	69,025	-
Total remuneration	162,105	162,105	612,105	-

EUR	Alexander Seitz			
	Finance, China, Compliance and Integrity			
	2018	2018 (minimum)	2018 (maximum)	2017
	Fixed remuneration	560,000	560,000	560,000
Fringe benefits	54,601	54,601	54,601	331,759
Total	614,601	614,601	614,601	518,426
One-year variable remuneration	265,000	-	1,060,000	-
Multi-year variable remuneration	388,700	-	2,120,000	-
Business performance bonus (two-year period)	180,200	-	1,060,000	-
LTI (four-year period)	208,500	-	1,060,000	-
Total	1,268,301	614,601	3,794,601	518,426
Pension expense	415,113	415,113	415,113	156,668
Total remuneration	1,683,414	1,029,714	4,209,714	675,094

/ BENEFITS PAID UPON REGULAR TERMINATION OF EMPLOYMENT

In the event of regular termination of their employment, the members of the Board of Management are granted retirement pay including a survivor's pension as well as the use of company cars for the period in which they receive retirement pay. The benefits granted are paid out or provided from the age of 63. Contracts from October 2015 fundamentally specify that these benefits will begin at the age of 65.

Retirement pay is calculated as a percentage of the basic remuneration. The individual percentage increases by a specified percentage with every year of service and may be up to 50 percent of the agreed monthly basic remuneration at the time of termination of employment.

The pension obligations in accordance with IAS 19 for members of the active Board of Management amounted to EUR 40,417 (32,951) thousand on December 31, 2018; the amount of EUR 8,612 (23,040) thousand including actuarial effects in accordance with IAS 19 and transfers was allocated to the provision in the year under review.

The measurement of pension obligations also includes other benefits such as surviving dependents' pensions and the provision of company cars. The pension obligations measured in accordance with the requirements of German commercial law came to EUR 31,228 (22,080) thousand; the amount of EUR 9,944 (16,259) thousand, including transfers, was allocated to the provision in the year under review in accordance with the requirements of German commercial law. Current pension payments are increased in line with the index-linking of the highest collectively agreed salary, provided that the application of Section 16 of the German Act on the Improvement of Company Pension Provision (BetrAVG) does not lead to a higher increase.

Former members of the Board of Management and their surviving dependents received EUR 21,440 (10,914) thousand in the past year. For this group of individuals there were pension obligations amounting to EUR 100,629 (99,642) thousand measured in accordance with IAS 19 or EUR 83,462 (75,551) thousand in accordance with the requirements of German commercial law.

// BOARD OF MANAGEMENT PENSIONS IN 2018 (IFRS)

EUR	2018		2017	
	Pension expense	Present values as of December 31	Pension expense	Present values as of December 31
Abraham Schot	599,629	4,347,545	85,314	3,859,969
Rupert Stadler (until Oct. 2, 2018) ¹⁾	-	-	-	-
Wendelin Göbel	248,346	8,037,574	162,954	7,933,714
Peter Kössler	221,521	7,532,556	96,721	7,448,299
Dr. Bernd Martens	334,546	7,324,169	353,368	7,154,405
Dr.-Ing. Peter Mertens (until Oct. 31, 2018) ²⁾	861,169	-	928,370	1,146,784
Hans-Joachim Rothenpieler (since Nov. 1, 2018) ²⁾	69,025	7,386,338	-	-
Alexander Seitz	415,113	5,788,540	156,668	5,407,965
Members of the Board of Management who left in the previous year	-	-	817,768	-
Total	2,749,349	40,416,722	2,601,163	32,951,136

1) Volkswagen AG granted the pension commitment to Rupert Stadler.

2) Pension expense in 2018 is reported on a pro rata basis.

// BOARD OF MANAGEMENT PENSIONS IN 2018 (GERMAN COMMERCIAL CODE [HGB])

EUR	2018		2017	
	Service costs	Present values as of December 31	Service costs	Present values as of December 31
Abraham Schot	322,855	3,331,889	792,714	2,599,681
Rupert Stadler (until Oct. 2, 2018) ¹⁾	-	-	-	-
Wendelin Göbel	58,849	6,081,993	-816,915	5,233,316
Peter Kössler	22,917	5,969,060	1,034,706	5,260,022
Dr. Bernd Martens	109,457	5,413,389	13,611	4,561,203
Dr.-Ing. Peter Mertens (until Oct. 31, 2018) ²⁾	-51,606	-	530,946	796,419
Hans-Joachim Rothenpieler (since Nov. 1, 2018) ²⁾	-19,513	6,002,912	-	-
Alexander Seitz	245,628	4,428,616	150,821	3,629,830
Members of the Board of Management who left in the previous year	-	-	-563,373	-
Total	688,587	31,227,859	1,142,510	22,080,471

1) Volkswagen AG granted the pension commitment to Rupert Stadler.

2) Service costs in 2018 are reported on a pro rata basis.

/ BENEFITS PAID UPON EARLY TERMINATION OF EMPLOYMENT

If the activity is ended with good cause for which the member of the Board of Management is not responsible, entitlement shall be limited to a maximum of two years' annual remuneration (settlement cap).

In the event that the employment is ended with good cause for which the member of the Board of Management is responsible, no termination payment is made to the Board of Management member.

In the event of premature termination of their employment, the members of the Board of Management are also granted retirement pay with a survivor's pension as well as the use of company cars for the period in which they receive retirement pay.

Former members of the Board of Management and their surviving dependents were allocated EUR 11,233 (24,262) thousand.

This includes the amounts agreed with Rupert Stadler and Dr.-Ing. Peter Mertens in connection with their departure from the Board of Management.

Rupert Stadler was allocated remuneration that can be broken down into a non-performance-related component in the amount of EUR 3,228 thousand and a performance-related component in the amount of EUR 3,692 thousand. Payment of the above amounts to Mr. Stadler is subject to the course and outcome of the criminal proceedings. Volkswagen AG and AUDI AG essentially have joint and several liability for the amounts allocated.

Dr.-Ing. Peter Mertens was granted non-performance-related remuneration in the amount of EUR 2,673 thousand and performance-related remuneration in the amount of EUR 1,640 thousand for the period November 1, 2018, to October 31, 2019.

/ REMUNERATION OF THE SUPERVISORY BOARD

The remuneration paid to the Supervisory Board is composed of fixed and variable components in accordance with Section 16 of the Articles of Incorporation and Bylaws of AUDI AG. Pursuant to Section 314, Para. 1, No. 6a) of the German Commercial Code (HGB), the remuneration amounts to EUR 1,594 (1,207) thousand. The remuneration comprises EUR 290 (237) thousand in fixed and EUR 1,304 (970) thousand in variable components. The level of the variable remuneration components is based on the compensatory

payment made for the 2018 fiscal year in accordance with the applicable provision in the Articles of Incorporation and Bylaws.

The actual payment of individual parts of the total remuneration, which will only be determined upon finalization of the compensatory payment, will be made in the 2019 fiscal year pursuant to Section 16 of the Articles of Incorporation and Bylaws.

EUR	Fixed	Variable	Total 2018	
Dr.-Ing. Herbert Diess (since May 7, 2018)	-	-	-	Chairman (since May 8, 2018) ¹⁾ Shareholder representative
Matthias Müller (resigned with effect from Apr. 13, 2018)	-	-	-	Chairman ¹⁾ Shareholder representative
Peter Mosch ²⁾	21,900	105,689	127,589	Vice Chairman ¹⁾ (since May 9, 2018) Employee representative
Berthold Huber ^{2) 3)}	7,450	41,567	49,017	Vice Chairman ^{1) 3)} Employee representative
Mag. Josef Ahorner	16,900	76,689	93,589	Shareholder representative ⁴⁾
Senator h. c. Helmut Aurenz ³⁾	4,225	20,783	25,008	Shareholder representative
Rita Beck ²⁾	14,500	58,000	72,500	Employee representative
Dr. rer. pol. h. c. Francisco Javier Garcia Sanz (resigned with effect from Apr. 12, 2018)	-	-	-	Shareholder representative
Marianne HeiB (since May 7, 2018)	10,350	37,700	48,050	Shareholder representative
Johann Horn ²⁾	16,400	76,689	93,089	Employee representative ⁴⁾
Gunnar Kilian (since May 9, 2018)	-	-	-	Shareholder representative
Rolf Klotz ²⁾	17,500	87,000	104,500	Employee representative ⁵⁾
Dr. Julia Kuhn-Piëch	13,500	58,000	71,500	Shareholder representative
Petra Otte ²⁾ (since May 9, 2018)	9,800	37,378	47,178	Employee representative
Dr. jur. Hans Michel Piëch	19,000	87,000	106,000	Shareholder representative ¹⁾
Dipl.-Wirtsch.-Ing. Hans Dieter Pötsch	23,500	116,000	139,500	Shareholder representative ⁶⁾
Dr. jur. Ferdinand Oliver Porsche	18,500	87,000	105,500	Shareholder representative ⁵⁾
Dr. rer. comm. Wolfgang Porsche	13,500	58,000	71,500	Shareholder representative
Rainer Schirmer ²⁾ (since May 9, 2018)	13,200	56,067	69,267	Employee representative ⁴⁾
Jörg Schlagbauer ²⁾	19,000	87,000	106,000	Employee representative ⁵⁾
Irene Schulz ²⁾	17,400	76,689	94,089	Employee representative ⁷⁾
Helmut Späth ²⁾	14,500	58,000	72,500	Employee representative
Stefanie Ulrich	14,500	58,000	72,500	Employee representative
Max Wäcker ^{2) 3)}	4,225	20,783	25,008	Employee representative
Hiltrud Dorothea Werner	-	-	-	Shareholder representative ^{5) 8)}
Prof. Dr. rer. pol. Carl H. Hahn	-	-	-	Honorary Chairman
Total	289,850	1,304,034	1,593,884	

1) Member of the Presiding Committee and the Negotiating Committee

2) The employee representatives have stated that their remuneration as Supervisory Board members shall be paid to the Hans Böckler Foundation, in accordance with the guidelines of the German Confederation of Trade Unions.

3) Until the close of the Annual General Meeting on May 9, 2018

4) Member of the Diesel Committee (since May 9, 2018)

5) Member of the Audit Committee

6) Chairman of the Audit Committee

7) Member of the Presiding Committee, Negotiating Committee and Audit Committee (since May 9, 2018)

8) Chairwoman of the Diesel Committee (since May 9, 2018)