

VOLKSWAGEN FINANCIAL SERVICES AG

Der Vorstand

Company Number 2835230

The Companies Act 1985 an 1989
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
Volkswagen Financial Services (UK) Limited
(„the Company“)

Passed on the 17th day of February 2000

We, being all the members of the Company who at the date of this Resolution are entitled to attend and vote at general meetings of the Company, RESOLVE as a Special Resolution and in accordance with Section 381A Companies Act 1985, as follows.

SPECIAL RESOLUTION

THAT pursuant to Regulation 70 of Table A in the Schedule to the Companies (Table A to F) Regulation 1985 as amended (incorporated in the Company's Articles of Association by Clause 1(a) of the Company's Articles of Association) unless so authorised by an Ordinary Resolution of the Company the Directors be and hereby are prohibited from distributing by way of dividend or otherwise any part of the retained earnings of the Company up to 31st December 1999 which the Directors shall cause to be credited to the capital reserves of the Company.

Volkswagen Financial Services AG


N. M. Massfeller


Dr. H.-P. Lützenkirchen

