

**VOLKSWAGEN FINANCIAL SERVICES  
AKTIENGESELLSCHAFT**

Braunschweig, Federal Republic of Germany  
- Issuer and/or Guarantor -

**VOLKSWAGEN LEASING GMBH**

Braunschweig, Federal Republic of Germany  
- Issuer -

**VOLKSWAGEN FINANCIAL SERVICES N.V.**

Amsterdam, The Netherlands  
- Issuer -

**VOLKSWAGEN FINANCIAL SERVICES JAPAN LTD.**

Tokyo, Japan  
- Issuer -

**VOLKSWAGEN FINANCIAL SERVICES AUSTRALIA PTY LIMITED**

(ABN 20 097 071 460)  
Sydney, Australia  
- Issuer -

**EUR 18,000,000,000  
Debt Issuance Programme  
(the "Programme")**

This fourth supplement (the "**Fourth Supplement**") to the base prospectus dated 12 June 2013, as supplemented on 7 August 2013, on 16 September 2013 and on 28 November 2013 (the "**Prospectus**") constitutes a supplement for the purposes of Article 13.1 of the *Loi relative aux prospectus pour valeurs mobilières* which implements Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003, as amended by Directive 2010/73/EU of the European Parliament and the Council of 24 November 2010 into Luxembourg Law (the "**Luxembourg Law**") and is prepared in connection with the EUR 18,000,000,000 Debt Issuance Programme of Volkswagen Financial Services Aktiengesellschaft ("**VWFSAG**" or the "**Guarantor**"), Volkswagen Leasing GmbH ("**VWLGMBH**"), Volkswagen Financial Services N.V. ("**VWFSNV**"), Volkswagen Financial Services Japan Ltd. ("**VWFSJ**") and Volkswagen Financial Services Australia Pty Limited ("**VWFSAL**") (each an "**Issuer**" and together the "**Issuers**"). Expressions defined in the Prospectus shall have the same meaning when used in the Fourth Supplement.

The Fourth Supplement is supplemental to, and should only be read in conjunction with, the Prospectus.

The Fourth Supplement has been prepared following the publication of the following audited financial statements of VWFSAG, VWLGMBH, VWFSNV and VWFSJ for the financial year ended 31 December 2013 on 20 March 2014:

- The audited consolidated financial statements of VWFSAG for the financial year ended 31 December 2013 included in the Annual Report 2013 of VWFSAG;
- The audited non-consolidated financial statements of VWLGMBH for the financial year ended 31 December 2013 included in the Annual Report 2013 of VWLGMBH;
- The audited non-consolidated financial statements of VWFSNV for the financial year ended 31 December 2013 included in the Financial Report 2013 of VWFSNV; and
- The audited non-consolidated financial statements of VWFSJ for the financial year ended 31 December 2013 included in the Audit Report with Financial Report 2013 of VWFSJ.

VWFSAG, VWLGMBH, VWFSNV and VWFSJ accept responsibility for the information contained in the Fourth Supplement provided that

- VWLGMBH is not responsible for the supplemental information under items 2, 3, 4, 6, 7, 8, 9, 10, 11, 12, 13, 19, 20, 21, 22, 23, 24, 25, 26, 27 below and in relation to item 30 only responsible as far as the information is related to it;
- VWFSNV is not responsible for the supplemental information under items 1, 3, 4, 5, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 24, 25, 26, 27 below and in relation to item 30 only responsible as far as the information is related to it;
- VWFSJ is not responsible for the supplemental information under items 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23 below and in relation to item 30 only responsible as far as the information is related to it; and

VWFSAG, VWLGMBH, VWFSNV and VWFSJ hereby declare, that having taken all reasonable care to ensure that such is the case, the information contained in this Fourth Supplement for which they are responsible, is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import.

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**I. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "SUMMARY"**

1. On page 9 the information in "Section B – Issuer" in subsection "[1. Information relating to Volkswagen Leasing GmbH as Issuer" under "Element B.12 – Selected historical key financial information regarding the Issuer, statement regarding trend information and significant changes in the financial or trading position of the Issuer", shall be deleted and replaced by the following information:

"

B.12	Selected historical key financial information regarding the Issuer, statement regarding trend information and significant changes in the financial or trading position of the Issuer	<p>The following table shows selected financial information of VWLGMBH extracted from the audited non-consolidated financial statements for the financial years ended 31 December 2012 and 2013:</p> <p>Balance sheet data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="width: 20%; text-align: center;">31 December 2013</th> <th style="width: 20%; text-align: center;">31 December 2012</th> </tr> </thead> <tbody> <tr> <td colspan="3" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Total Assets</td> <td style="text-align: right;">19,353,899</td> <td style="text-align: right;">18,228,631</td> </tr> <tr> <td>Tangible Fixed Assets</td> <td style="text-align: right;">17,968,923</td> <td style="text-align: right;">16,788,688</td> </tr> <tr> <td>Equity</td> <td style="text-align: right;">219,124</td> <td style="text-align: right;">219,124</td> </tr> <tr> <td>Liabilities</td> <td style="text-align: right;">14,317,459</td> <td style="text-align: right;">13,135,024</td> </tr> </tbody> </table> <p>Income statement data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th colspan="2" style="text-align: center;">1 January – 31 December</th> </tr> <tr> <th></th> <th style="text-align: center;">2013</th> <th style="text-align: center;">2012</th> </tr> </thead> <tbody> <tr> <td colspan="3" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Net income from financial transactions</td> <td style="text-align: right;">4,623,302</td> <td style="text-align: right;">4,518,769</td> </tr> <tr> <td>Result from ordinary business activities</td> <td style="text-align: right;">51,200</td> <td style="text-align: right;">223,497</td> </tr> <tr> <td>Net retained profits</td> <td style="text-align: right;">649</td> <td style="text-align: right;">649</td> </tr> </tbody> </table> <p>There has been no material adverse change in the prospects of VWLGMBH since the date of its last published audited financial statements as at 31 December 2013.</p> <p>There has been no significant change in the financial or trading position of VWLGMBH since the date of its last published audited financial statements as at 31 December 2013.</p>		31 December 2013	31 December 2012	EUR 000			Total Assets	19,353,899	18,228,631	Tangible Fixed Assets	17,968,923	16,788,688	Equity	219,124	219,124	Liabilities	14,317,459	13,135,024		1 January – 31 December			2013	2012	EUR 000			Net income from financial transactions	4,623,302	4,518,769	Result from ordinary business activities	51,200	223,497	Net retained profits	649	649
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2. On page 11 the information in "Section B – Issuer" in subsection "[1. Information relating to Volkswagen Financial Services N.V. as Issuer" under "Element B.12 – Selected historical key financial information regarding the Issuer, statement regarding trend information and significant changes in the financial or trading position of the Issuer", shall be deleted and replaced by the following information:

"

B.12	Selected historical key financial information regarding the Issuer, statement regarding trend information and significant changes in the financial or trading position of the Issuer	<p>The following table shows selected financial information of VWFSNV extracted from the audited non-consolidated financial statements for the financial years ended 31 December 2012 and 2013:</p> <p>Balance sheet data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="width: 20%; text-align: right;">31 December 2013</th> <th style="width: 20%; text-align: right;">31 December 2012</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Balance sheet total</td> <td style="text-align: right;">5,511,524</td> <td style="text-align: right;">5,422,992</td> </tr> <tr> <td>Fixed assets</td> <td style="text-align: right;">3,540,685</td> <td style="text-align: right;">2,459,104</td> </tr> <tr> <td>Current assets</td> <td style="text-align: right;">1,970,839</td> <td style="text-align: right;">2,963,888</td> </tr> <tr> <td>Total liabilities</td> <td style="text-align: right;">4,905,130</td> <td style="text-align: right;">4,628,268</td> </tr> <tr> <td>Equity</td> <td style="text-align: right;">606,394</td> <td style="text-align: right;">794,724</td> </tr> </tbody> </table> <p>Income statement data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th colspan="2" style="width: 40%; text-align: center;">1 January – 31 December</th> </tr> <tr> <td></td> <th style="width: 20%; text-align: center;">2013</th> <th style="width: 20%; text-align: center;">2012</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Net interest and similar income</td> <td style="text-align: right;">22,417</td> <td style="text-align: right;">30,951</td> </tr> <tr> <td>Result before taxation</td> <td style="text-align: right;">21,573</td> <td style="text-align: right;">30,104</td> </tr> <tr> <td>Result after taxation</td> <td style="text-align: right;">16,670</td> <td style="text-align: right;">23,463</td> </tr> </tbody> </table> <p>There has been no material adverse change in the prospects of VWFSNV since the date of its last published audited non-consolidated financial statements as at 31 December 2013.</p> <p>There has been no significant change in the financial or trading position of VWFSNV since the date of its last published non-consolidated financial statements as at 31 December 2013.</p>		31 December 2013	31 December 2012		EUR 000		Balance sheet total	5,511,524	5,422,992	Fixed assets	3,540,685	2,459,104	Current assets	1,970,839	2,963,888	Total liabilities	4,905,130	4,628,268	Equity	606,394	794,724		1 January – 31 December			2013	2012		EUR 000		Net interest and similar income	22,417	30,951	Result before taxation	21,573	30,104	Result after taxation	16,670	23,463
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3. On page 15 the information in "Section B – Issuer" in subsection "[1.][2.] Information relating to Volkswagen Financial Services Aktiengesellschaft as [Issuer][Guarantor]" under "Element B.12 – Selected historical key financial information regarding the [Issuer][Guarantor], statement regarding trend information and significant changes in the financial or trading position of the [Issuer][Guarantor]", shall be deleted and replaced by the following information:

B.12	Selected historical key financial information regarding the [Issuer][Guarantor], statement regarding trend information and significant changes in the financial or trading position of the [Issuer][Guarantor]	<p>The following table shows selected financial information of VWFSAG extracted from the audited consolidated financial statements for the financial years ended 31 December 2012 and 2013 prepared on the basis of the International Financial Reporting Standards (IFRS), as adopted by the EU:</p> <p>Income statement data</p> <table border="0" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th colspan="2" style="text-align: center;">1 January – 31 December</th> </tr> <tr> <th></th> <th style="text-align: center;">2013</th> <th style="text-align: center;">2012*)</th> </tr> <tr> <th></th> <th colspan="2" style="text-align: center;">in EUR million</th> </tr> </thead> <tbody> <tr> <td>Pre-tax result</td> <td style="text-align: right;">1,315</td> <td style="text-align: right;">992</td> </tr> <tr> <td>Taxes on income and earnings</td> <td style="text-align: right;">-373</td> <td style="text-align: right;">-264</td> </tr> <tr> <td>Net income</td> <td style="text-align: right;">942</td> <td style="text-align: right;">728</td> </tr> </tbody> </table> <p>Balance sheet data</p> <table border="0" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="text-align: center;">31 December 2013</th> <th style="text-align: center;">31 December 2012</th> </tr> <tr> <th></th> <th colspan="2" style="text-align: center;">in EUR million</th> </tr> </thead> <tbody> <tr> <td>Total Assets</td> <td style="text-align: right;">90,992</td> <td style="text-align: right;">87,378</td> </tr> <tr> <td>Receivables from customers arising from</td> <td></td> <td></td> </tr> <tr> <td style="padding-left: 20px;">Retail financing</td> <td style="text-align: right;">40,284</td> <td style="text-align: right;">38,127</td> </tr> <tr> <td style="padding-left: 20px;">Wholesale financing</td> <td style="text-align: right;">11,082</td> <td style="text-align: right;">10,781</td> </tr> <tr> <td style="padding-left: 20px;">Leasing business</td> <td style="text-align: right;">16,298</td> <td style="text-align: right;">15,312</td> </tr> <tr> <td>Leased Assets</td> <td style="text-align: right;">8,545</td> <td style="text-align: right;">7,474</td> </tr> <tr> <td>Customer deposits</td> <td style="text-align: right;">24,286</td> <td style="text-align: right;">24,889</td> </tr> <tr> <td>Equity</td> <td style="text-align: right;">8,883</td> <td style="text-align: right;">8,802</td> </tr> </tbody> </table> <p>*) Figures were adjusted due to the amendment of IAS 19.</p> <p>There has been no material adverse change in the prospects of VWFSAG since the date of its last published audited consolidated financial statements as at 31 December 2013.</p> <p>There has been no significant change in the financial or trading position of VWFSAG since the date of its last published financial statements as at 31 December 2013.</p>		1 January – 31 December			2013	2012*)		in EUR million		Pre-tax result	1,315	992	Taxes on income and earnings	-373	-264	Net income	942	728		31 December 2013	31 December 2012		in EUR million		Total Assets	90,992	87,378	Receivables from customers arising from			Retail financing	40,284	38,127	Wholesale financing	11,082	10,781	Leasing business	16,298	15,312	Leased Assets	8,545	7,474	Customer deposits	24,286	24,889	Equity	8,883	8,802
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4. On page 15 the following paragraphs shall be added in "Section B – Issuer" in subsection "[1.][2.] Information relating to Volkswagen Financial Services Aktiengesellschaft as [Issuer][Guarantor]" under "Element B.13 – Recent developments":

"As part of an internal restructuring of VW Group, VWFSAG acquired 100 % of the interests in MAN Finance International GmbH, Munich, from MAN SE with effect from 1 January 2014. The purchase enables VWFSAG to expand its business to include financing, leasing, and rental activities for MAN Truck & Bus. As of June 30, 2013, the total assets of MAN Finance International GmbH amounted to EUR 3.4 billion. On 17 February 2014, a control and profit-and-loss-transfer agreement between VWFSAG and MAN Finance International GmbH came into effect under which the total profit made by MAN Finance International GmbH in a financial year will be transferred to VWFSAG. Under this agreement, any losses incurred by MAN Finance International GmbH will be redeemed by VWFSAG.

In January 2014, VW AG increased the equity of VWFSAG by a contribution of EUR 2,255 million on the basis of the anticipated growth of the overall business of VWFSAG."

**II. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "GERMAN TRANSLATION OF THE SUMMARY"**

5. On page 32 the information in "Abschnitt B – Emittent" in subsection "[1. Informationen bezüglich der Volkswagen Leasing GmbH als Emittentin" under "Punkt B.12 – Ausgewählte wesentliche historische Finanzinformationen über die Emittentin, Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der Emittentin", shall be deleted and replaced by the following information:

"

B.12	Ausgewählte wesentliche historische Finanzinformationen über die Emittentin, Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der Emittentin	<p>Die folgende Tabelle enthält ausgewählte Finanzinformationen zur VWLGMBH aus dem geprüften nicht-konsolidierten Jahresabschluss für die zum 31. Dezember 2012 und 2013 beendeten Geschäftsjahre:</p> <p><b>Bilanzangaben</b></p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">31. Dezember 2013</th> <th style="width: 30%; text-align: right;">31. Dezember 2012</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> </thead> <tbody> <tr> <td>Summe der Aktiva</td> <td style="text-align: right;">19.353.899</td> <td style="text-align: right;">18.228.631</td> </tr> <tr> <td>Anlagevermögen</td> <td style="text-align: right;">17.968.923</td> <td style="text-align: right;">16.788.688</td> </tr> <tr> <td>Eigenkapital</td> <td style="text-align: right;">219.124</td> <td style="text-align: right;">219.124</td> </tr> <tr> <td>Passiva</td> <td style="text-align: right;">14.317.459</td> <td style="text-align: right;">13.135.024</td> </tr> </tbody> </table> <p><b>Gewinn- und Verlustrechnung</b></p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th colspan="2" style="width: 60%; text-align: center;">1. Januar – 31. Dezember</th> </tr> <tr> <td></td> <th style="width: 30%; text-align: center;">2013</th> <th style="width: 30%; text-align: center;">2012</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> </thead> <tbody> <tr> <td>Nettoeinnahmen von Finanztransaktionen</td> <td style="text-align: right;">4.623.302</td> <td style="text-align: right;">4.518.769</td> </tr> <tr> <td>Ergebnis der normalen Geschäftstätigkeit</td> <td style="text-align: right;">51.200</td> <td style="text-align: right;">223.497</td> </tr> <tr> <td>Bilanzgewinn</td> <td style="text-align: right;">649</td> <td style="text-align: right;">649</td> </tr> </tbody> </table> <p>Seit dem Datum des letzten geprüften und veröffentlichten Jahresabschlusses zum 31. Dezember 2013 ist keine wesentliche negative Veränderung in den Aussichten der VWLGMBH aufgetreten.</p> <p>Seit dem Datum des letzten geprüften und veröffentlichten Jahresabschlusses zum 31. Dezember 2013 ist keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWLGMBH eingetreten.</p>		31. Dezember 2013	31. Dezember 2012		EUR 000		Summe der Aktiva	19.353.899	18.228.631	Anlagevermögen	17.968.923	16.788.688	Eigenkapital	219.124	219.124	Passiva	14.317.459	13.135.024		1. Januar – 31. Dezember			2013	2012		EUR 000		Nettoeinnahmen von Finanztransaktionen	4.623.302	4.518.769	Ergebnis der normalen Geschäftstätigkeit	51.200	223.497	Bilanzgewinn	649	649
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6. On page 34 the information in "Abschnitt B – Emittent" in subsection "[1. Informationen bezüglich der Volkswagen Financial Services N.V. als Emittentin" under "Punkt B.12 – Ausgewählte wesentliche historische Finanzinformationen über die Emittentin, Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der Emittentin ", shall be deleted and replaced by the following information:

"

B.12	Ausgewählte wesentliche historische Finanzinformationen über die Emittentin, Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der Emittentin	Die folgende Tabelle enthält ausgewählte Finanzinformationen zur VWFSNV aus dem geprüften nicht-konsolidierten Jahresabschluss für die zum 31. Dezember 2012 und 2013 beendeten Geschäftsjahre:			
		Bilanzangaben			
			31. Dezember 2013	31. Dezember 2012	
					EUR 000
		Bilanzsumme	5.511.524	5.422.992	
		Anlagevermögen	3.540.685	2.459.104	
		Umlaufvermögen	1.970.839	2.963.888	
		Gesamtpassiva	4.905.130	4.628.268	
		Eigenkapital	606.394	794.724	
		Gewinn- und Verlustrechnung			
			1. Januar – 31. Dezember		
			2013	2012	
					EUR 000
		Nettozinsenertrag und gleichartige Einnahmen	22.417	30.951	
		Ergebnis vor Steuern	21.573	30.104	
Ergebnis nach Steuern	16.670	23.463			
Seit dem Datum des letzten geprüften und veröffentlichten nicht-konsolidierten Jahresabschlusses zum 31. Dezember 2013 ist keine wesentliche negative Veränderung in den Aussichten der VWFSNV eingetreten.					
Seit dem Datum des letzten geprüften und veröffentlichten nicht-konsolidierten Jahresabschlusses zum 31. Dezember 2013 ist keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWFSNV eingetreten.					

"

"

7. On page 38 the information in "Abschnitt B – Emittent" in subsection "[1.][2.] Informationen bezüglich der Volkswagen Financial Services Aktiengesellschaft als [Emittentin][Garantin]" under "Punkt B.12 – Ausgewählte wesentliche historische Finanzinformationen über die [Emittentin][Garantin], Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der [Emittentin][Garantin]", shall be deleted and replaced by the following information:

"

B.12	Ausgewählte wesentliche historische Finanzinformationen über die [Emittentin][Garantin], Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der [Emittentin][Garantin]	<p>Die folgende Tabelle enthält ausgewählte Finanzinformationen zur VWFSAG aus dem geprüften konsolidierten Jahresabschluss für die zum 31. Dezember 2012 und 2013 beendeten Geschäftsjahre. Diese wurden gemäß den in der Europäischen Union anzuwendenden <i>International Financial Reporting Standards</i> (IFRS) aufgestellt.</p> <p>Gewinn- und Verlustrechnungsdaten</p> <p style="text-align: center;">1. Januar – 31. Dezember</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="width: 20%; text-align: right;">2013</th> <th style="width: 20%; text-align: right;">2012*)</th> </tr> </thead> <tbody> <tr> <td colspan="3" style="text-align: center;">in EUR Mio.</td> </tr> <tr> <td>Ergebnis vor Steuern</td> <td style="text-align: right;">1.315</td> <td style="text-align: right;">992</td> </tr> <tr> <td>Steuern vom Einkommen und vom Ertrag</td> <td style="text-align: right;">-373</td> <td style="text-align: right;">-264</td> </tr> <tr> <td>Jahresüberschuss</td> <td style="text-align: right;">942</td> <td style="text-align: right;">728</td> </tr> </tbody> </table> <p>Bilanzangaben</p> <p style="text-align: center;">31. Dezember 2013    31. Dezember 2012</p> <p style="text-align: center;">in EUR Mio.</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="width: 20%; text-align: right;">31. Dezember 2013</th> <th style="width: 20%; text-align: right;">31. Dezember 2012</th> </tr> </thead> <tbody> <tr> <td>Bilanzsumme</td> <td style="text-align: right;">90.992</td> <td style="text-align: right;">87.378</td> </tr> <tr> <td>Forderungen an Kunden aus</td> <td></td> <td></td> </tr> <tr> <td style="padding-left: 20px;">Kundenfinanzierung</td> <td style="text-align: right;">40.284</td> <td style="text-align: right;">38.127</td> </tr> <tr> <td style="padding-left: 20px;">Händlerfinanzierung</td> <td style="text-align: right;">11.082</td> <td style="text-align: right;">10.781</td> </tr> <tr> <td style="padding-left: 20px;">Leasinggeschäft</td> <td style="text-align: right;">16.298</td> <td style="text-align: right;">15.312</td> </tr> <tr> <td>Vermietete Vermögenswerte</td> <td style="text-align: right;">8.545</td> <td style="text-align: right;">7.474</td> </tr> <tr> <td>Kundeneinlagen</td> <td style="text-align: right;">24.286</td> <td style="text-align: right;">24.889</td> </tr> <tr> <td>Eigenkapital</td> <td style="text-align: right;">8.883</td> <td style="text-align: right;">8.802</td> </tr> </tbody> </table> <p>*) Zahlen wurden aufgrund der Änderung der IAS 19 angepasst.</p> <p>Seit dem Datum des letzten geprüften und veröffentlichten konsolidierten Jahresabschlusses zum 31. Dezember 2013 ist keine wesentliche negative Veränderung in den Aussichten der VWFSAG eingetreten.</p> <p>Seit dem Datum des letzten geprüften und veröffentlichten konsolidierten Jahresabschlusses zum 31. Dezember 2013 ist keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWFSAG eingetreten.</p>		2013	2012*)	in EUR Mio.			Ergebnis vor Steuern	1.315	992	Steuern vom Einkommen und vom Ertrag	-373	-264	Jahresüberschuss	942	728		31. Dezember 2013	31. Dezember 2012	Bilanzsumme	90.992	87.378	Forderungen an Kunden aus			Kundenfinanzierung	40.284	38.127	Händlerfinanzierung	11.082	10.781	Leasinggeschäft	16.298	15.312	Vermietete Vermögenswerte	8.545	7.474	Kundeneinlagen	24.286	24.889	Eigenkapital	8.883	8.802
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"

8. *On page 39 the following paragraphs shall be added in "Abschnitt B – Emittent" in subsection "[1.][2.] Informationen bezüglich der Volkswagen Financial Services Aktiengesellschaft als [Emittentin][Garantin]" under "Punkt B.13 –Aktuelle Entwicklungen":*

"Im Rahmen einer konzerninternen Umstrukturierung hat die VWFSAG mit Wirkung zum 1. Januar 2014 100 % der Anteile an der MAN Finance International GmbH, München, von der MAN SE erworben. Mit dem Kauf erweitert die VWFSAG ihr Geschäft um die Finanzierungs-, Leasing- und Mietaktivitäten für MAN Truck & Bus. Zum 30. Juni 2013 belief sich die Bilanzsumme der MAN Finance International GmbH auf EUR 3,4 Milliarden. Mit Wirkung zum 17. Februar 2014 trat ein zwischen der VWFSAG und der MAN Finance International GmbH geschlossener Beherrschungs- und Gewinnabführungsvertrag in Kraft, nach dem der gesamte Gewinn der MAN Finance International GmbH eines Geschäftsjahres an die VWFSAG abgeführt wird. Gemäß dieses Vertrags werden etwaige Verluste der MAN Finance International GmbH durch die VWFSAG ausgeglichen.

Im Januar 2014 hat die VW AG aufgrund des erwarteten Wachstums des gesamten Geschäfts der VWFSAG das Eigenkapital der VWFSAG um eine Einlage von EUR 2.255 Millionen erhöht."

**III. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES AKTIENGESELLSCHAFT  
AS ISSUER AND GUARANTOR"**

9. *On page 77 et seq. the section "Selected Financial Information" shall be deleted and replaced as follows:*

**"Recent Developments**

As part of an internal restructuring of VW Group, VWFSAG acquired 100 % of the interests in MAN Finance International GmbH, Munich, from MAN SE with effect from 1 January 2014. The purchase enables VWFSAG to expand its business to include financing, leasing, and rental activities for MAN Truck & Bus. As of June 30, 2013, the total assets of MAN Finance International GmbH amounted to EUR 3.4 billion. On 17 February 2014, a control and profit-and-loss-transfer agreement between VWFSAG and MAN Finance International GmbH came into effect under which the total profit made by MAN Finance International GmbH in a financial year will be transferred to VWFSAG. Under this agreement, any losses incurred by MAN Finance International GmbH will be redeemed by VWFSAG.

In January 2014, VW AG increased the equity of VWFSAG by a contribution of EUR 2,255 million on the basis of the anticipated growth of the overall business of VWFSAG.

**Selected Financial Information**

The following table shows selected financial information of VWFSAG extracted from the audited consolidated financial statements for the financial years ended 31 December 2012 and 2013 prepared on the basis of the International Financial Reporting Standards (IFRS), as adopted by the EU:

Income statement data

	1 January – 31 December	
	2013	2012*)
	in EUR million	
Pre-tax result	1,315	992
Taxes on income and earnings	-373	-264
Net income	942	728

Balance sheet data

	31 December 2013	31 December 2012
	in EUR million	
Total Assets	90,992	87,378
Receivables from customers arising from		
Retail financing	40,284	38,127
Wholesale financing	11,082	10,781
Leasing business	16,298	15,312
Leased Assets	8,545	7,474
Customer deposits	24,286	24,889
Equity	8,883	8,802

\*) Figures were adjusted due to the amendment of IAS 19."

10. *On page 79 the information in the section "Historical Financial Information" shall be deleted and replaced by the following information:*

"The audited consolidated financial statements of VWFSAG for the financial years ended 31 December 2012 and 2013 are incorporated by reference in and form part of this Prospectus."

11. *On page 79 the information in the first paragraph in the section "Auditors" shall be deleted and replaced by the following information:*

"The auditors of VWFSAG for the financial years 2012 and 2013 were PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprüfungsgesellschaft, Fuhrberger Straße 5, 30625 Hannover, Federal Republic of Germany, who have audited the consolidated financial statements of VWFSAG for the financial years ended 31 December 2012 and 2013 and have given their unqualified auditors' report for each of these years."

12. *On page 80 the information in the section "Trend Information" shall be deleted and replaced by the following information:*

"There has been no material adverse change in the prospects of VWFSAG since the date of its last published audited consolidated financial statements as at 31 December 2013."

13. *On page 80 the information in the section "Significant Change in the Financial or Trading Position" shall be deleted and replaced by the following information:*

"There has been no significant change in the financial or trading position of VWFSAG since the date of its last published financial statements as at 31 December 2013."

**IV. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "VOLKSWAGEN LEASING GMBH AS ISSUER"**

14. On page 81 et seq. the section "Selected Financial Information" shall be deleted and replaced as follows:

**"Selected Financial Information"**

The following table shows selected financial information of VWLGMBH extracted from the audited non-consolidated financial statements for the financial years ended 31 December 2012 and 2013:

Balance sheet data

	31 December 2013	31 December 2012
	EUR 000	
Total Assets	19,353,899	18,228,631
Tangible Fixed Assets	17,968,923	16,788,688
Equity	219,124	219,124
Liabilities	14,317,459	13,135,024

Income statement data

	1 January – 31 December	
	2013	2012
	EUR 000	
Net income from financial transactions	4,623,302	4,518,769
Result from ordinary business activities	51,200	223,497
Net retained profits	649	649

"

15. On page 83 the information in the section "Historical Financial Information" shall be deleted and replaced by the following information:

"The audited non-consolidated financial statements of VWLGMBH for the financial years ended 31 December 2012 and 2013 are incorporated by reference in and form part of this Prospectus."

16. On page 83 the information in the first paragraph in the section "Auditors" shall be deleted and replaced by the following information:

"The auditors of VWLGMBH for the financial years 2012 and 2013 were PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprüfungsgesellschaft, Fuhrberger Straße 5, 30625 Hannover, Federal Republic of Germany, who have audited the non-consolidated financial statements of VWLGMBH for the financial years ended 31 December 2012 and 2013 and have given their unqualified auditor's report for each of these years."

17. *On page 83 the information in the section "Trend Information" shall be deleted and replaced by the following information:*

"There has been no material adverse change in the prospects of VWLGMBH since the date of its last published audited financial statements as at 31 December 2013."

18. *On page 83 the information in the section "Significant Change in the Financial or Trading Position" shall be deleted and replaced by the following information:*

"There has been no significant change in the financial or trading position of VWLGMBH since the date of its last published audited financial statements as at 31 December 2013."

**V. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES N.V. AS ISSUER"**

19. On page 84 et seq. the section "Selected Financial Information" shall be deleted and replaced as follows:

**"Selected Financial Information"**

The following table shows selected financial information of VWFSNV extracted from the audited non-consolidated financial statements for the financial years ended 31 December 2012 and 2013:

Balance sheet data

	31 December 2013	31 December 2012
	EUR 000	
Balance sheet total	5,511,524	5,422,992
Fixed assets	3,540,685	2,459,104
Current assets	1,970,839	2,963,888
Total liabilities	4,905,130	4,628,268
Equity	606,394	794,724

Income statement data

	1 January – 31 December	
	2013	2012
	EUR 000	
Net interest and similar income	22,417	30,951
Result before taxation	21,573	30,104
Result after taxation	16,670	23,463

"

20. On page 86 the information in the section "Historical Financial Information" shall be deleted and replaced by the following information:

"The audited non-consolidated financial statements of VWFSNV for the financial years ended 31 December 2012 and 2013 are incorporated by reference in and form part of this Prospectus."

21. On page 86 the information in the section "Auditors" shall be deleted and replaced by the following information:

"The auditors of VWFSNV for the financial years ended 31 December 2011, 31 December 2012 and 31 December 2013, were PricewaterhouseCoopers Accountants N.V., Fascinatio Boulevard 350, 3065 WB Rotterdam, The Netherlands, who have audited the non-consolidated financial statements of VWFSNV for the financial years ended 31 December 2012 2013 and have given their unqualified auditor's opinion. The auditor who signed both the financial statements for the financial year 2012 and



the financial statements for the financial year 2013, Marco Corver, is a member of the Dutch Institute of Registered Accountants (NIVRA)."

*22. On page 86 the information in the section "Trend Information" shall be deleted and replaced by the following information:*

"There has been no material adverse change in the prospects of VWFSNV since the date of its last published audited non-consolidated financial statements as at 31 December 2013."

*23. On page 86 the information in the section "Significant Change in the Financial or Trading Position" shall be deleted and replaced by the following information:*

"There has been no significant change in the financial or trading position of VWFSNV since the date of its last published non-consolidated financial statements as at 31 December 2013."

**VI. SUPPLEMENTAL INFORMATION**  
**RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES JAPAN LTD. AS ISSUER"**

24. *On page 88 the information in the section "Historical Financial Information" shall be deleted and replaced by the following information:*

"The audited non-consolidated financial statements of VWFSJ for the financial years ended 31 December 2012 and 2013 are incorporated by reference in and form part of this Prospectus. Those financial statements have been prepared in the Japanese language. VWFSJ accepts responsibility for the correct English translation thereof."

25. *On page 88 the information in the first paragraph in the section "Auditors" shall be deleted and replaced by the following information:*

"The independent auditors of VWFSJ for the financial years 2012 and 2013 were PricewaterhouseCoopers Aarata, Sumitomo Fudosan Shiodome Hamarikyu Building, 8-21-1 Ginza, Chuo-ku, Tokyo 104-0061, who have audited the non-consolidated financial statements of VWFSJ for the financial year ended 31 December 2012 and 2013 and have given their unqualified auditor's report."

26. *On page 88 the information in the section "Trend Information" shall be deleted and replaced by the following information:*

"There has been no material adverse change in the prospects of VWFSJ since the date of its last published audited non-consolidated financial statements as at 31 December 2013."

27. *On page 88 the information in the section "Significant Change in the Financial or Trading Position" shall be deleted and replaced by the following information:*

"There has been no significant change in the financial or trading position of VWFSJ since the date of its last published financial statements as at 31 December 2013."

**VII. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "GENERAL INFORMATION"**

*28. On page 302 the following paragraphs shall be added in the subsection "5. Documents on Display":*

- "(ix) the Annual Reports for the financial year ended 31 December 2013 of VWFSAG and VWLGMBH;
- (x) the audited financial statements for the financial year ended 31 December 2013 of VWFSNV and VWFSJ."

**VIII. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "DOCUMENTS INCORPORATED BY REFERENCE"**

29. On page 303 the following paragraphs shall be added at the end of the subsection "Documents incorporated by reference":

- "(t) The Annual Report of VWFSAG for the financial year ended 31 December 2013.
- (u) The Annual Report of VWLGMBH for the financial year ended 31 December 2013.
- (v) The non-consolidated Financial Report of VWFSNV for the financial year ended 31 December 2013.
- (w) The non-consolidated Financial Statements of VWFSJ for the financial year ended 31 December 2013.

"

30. On page 303 the following information shall be added in the respective table in the subsection "Comparative Table of Documents incorporated by Reference":

"

<b>Page</b>	<b>Section of Prospectus</b>	<b>Document incorporated by reference</b>
79	VWFSAG, Historical Financial Information	<u>Annual Report 2013 of VWFSAG</u> Combined Management Report, (p. 46 – p. 91) <i>Consolidated Financial Statements of the Volkswagen Financial Services AG Group</i> Income Statement, (p. 93) Statement of Comprehensive Income, (p. 94) Balance Sheet, (p. 95) Statement of Changes in Equity (p. 96) Cash Flow Statement, (p. 97) Notes, (p. 98 – p. 172) Independent Auditors' Report, (p. 173) Note regarding Forward-Looking Statements, (p. 178)
83	VWLGMBH, Historical Financial Information	<u>Annual Report of 2013 of VWLGMBH</u> Management Report, (p. 2 – p. 23) <i>Annual Financial Statements</i> Balance Sheet, (p. 25 - p. 26) Income Statement (p. 27) Cash Flow Statement, (p. 28) Statement of Changes in Equity, (p. 29) Notes, (p. 30 – p. 39) Independent Auditors' Report, (p. 40) Note regarding Forward-Looking Statements, (p. 43)

86	VWFSNV, Historical Financial Information	<u>Financial Report 2013 of VWFSNV</u> <b>Management Report, (p. 2)</b> <b><i>Financial Statements</i></b> <b>Balance Sheet, (p. 4 – p. 5)</b> <b>Income Statement, (p. 6)</b> <b>Cash Flow Statement, (p. 7)</b> <b>Notes to the Financial Statements, (p. 8 – p. 28)</b> <b>Other Information, (p. 29 – p. 30)</b> <b>Independent Auditor’s Report, (p. 31 – p. 32)</b>
88	VWFSJ, Historical Financial Information	<u>Audit Report with Financial Report 2013 of VWFSJ</u> <b>Independent Auditor’s Report, (p. 2)<sup>*)</sup></b> <u>Financial Statements</u> <b>Balance Sheet, (p. 2)</b> <b>Income Statement, (p. 3)</b> <b>Changes in Equity, (p. 4)</b> <b>Summary of Significant Accounting Policies, (p. 5)</b> <b>Notes, (p. 6 – p. 11)</b> <b>Supplementary Schedules in relation to the Financial Statements, (p. 12 – p. 15)</b>  <sup>*)</sup> Please note that the page reference refers to the page number of the PDF version of the Audit Report with Financial Report 2013 of VWFSJ.

..

To the extent that there is any inconsistency between any statement in the Fourth Supplement and any other statement in or incorporated in the Prospectus, the statements in the Fourth Supplement will prevail.

The Fourth Supplement is available for viewing in electronic form at the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and at the website of VWFSAG ([www.vwfsag.com](http://www.vwfsag.com)) (available under "Investor Relations", "Refinancing", "Debt Issuance and Commercial Paper Programmes") and copies may be obtained free of charge from Volkswagen Financial Services Aktiengesellschaft, Gifhorner Straße 57, 38112 Braunschweig, Federal Republic of Germany.

Save as disclosed in the Fourth Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

**In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before the Fourth Supplement is published have the right, exercisable within two working days after the publication of the Fourth Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 25 March 2014.**