

**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 supplement (the "**First Supplement**") to the base prospectus dated 12 June 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 First Supplement.

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

The First Supplement has been prepared following the publication of the following interim financial information of VWFSAG, VWLGMBH and VWFSNV on 1 August 2013:

- The Consolidated Interim Report 2013 (unaudited) of VWFSAG for the period from January to June 2013;
- The non-consolidated Half-Year Financial Report (unaudited) of VWLGMBH for the period from January to June 2013;
- The non-consolidated Financial Statements (unaudited) of VWFSNV for the first half year of 2013.

VWFSAG, VWLGMBH, VWFSNV, and VWFSAL accept responsibility for the information contained in the First Supplement provided that

- VWLGMBH is not responsible for the supplemental information under items 3, 4, 5, 7, 8, 9, 10, 11, 12, 16, 17, 18, 19 below and in relation to item 22 only responsible as far as the information is related to it;
- VWFSNV is not responsible for the supplemental information under items 2, 4, 5, 6, 8, 9, 10, 11, 12, 13, 14, 15, 19 below and in relation to item 22 only responsible as far as the information is related to it; and
- VWFSAL is not responsible for the supplemental information under items 2, 3, 5, 6, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18 below.

VWFSAG, VWLGMB, VWFSNV, and VWFSAL hereby declare, that having taken all reasonable care to ensure that such is the case, the information contained in this First 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.

Table of Contents

OVERALL AMENDMENTS	3
I. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "SUMMARY"	3
II. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "GERMAN TRANSLATION OF THE SUMMARY"	8
III. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES AKTIENGESELLSCHAFT AS ISSUER AND GUARANTOR"	14
IV. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "VOLKSWAGEN LEASING GMBH AS ISSUER"	16
V. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES N.V."	17
VI. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES AUSTRALIA PTY LIMITED AS ISSUER"	18
VII. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "GENERAL INFORMATION"	19
VIII. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "DOCUMENTS INCORPORATED BY REFERENCE"	20

OVERALL AMENDMENTS

1. If reference is made in the base prospectus dated 12 June 2013 to "Prospectus", then the respective reference includes all changes made by this First Supplement.

I. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "SUMMARY"

2. 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 2011 and 2012:</p> <p>Balance sheet data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">31 December 2012</th> <th style="width: 30%; text-align: right;">31 December 2011</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> </thead> <tbody> <tr> <td>Total Assets</td> <td style="text-align: right;">18,228,631</td> <td style="text-align: right;">17,042,892</td> </tr> <tr> <td>Tangible Fixed Assets</td> <td style="text-align: right;">16,788,688</td> <td style="text-align: right;">15,189,512</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;">13,135,024</td> <td style="text-align: right;">12,663,961</td> </tr> </tbody> </table> <p>Income statement data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">1 January – 31 December 2012</th> <th style="width: 30%; text-align: right;">2011</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> </thead> <tbody> <tr> <td>Net income from financial transactions</td> <td style="text-align: right;">4,518,769</td> <td style="text-align: right;">4,426,855</td> </tr> <tr> <td>Result from ordinary business activities</td> <td style="text-align: right;">223,497</td> <td style="text-align: right;">528,985</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>The following table sets forth selected financial information for the first half of the financial year 2013 which has been extracted from the unaudited non-consolidated half year financial statements (short version) of VWLGMBH:</p> <p>Balance sheet data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">30 June 2013</th> <th style="width: 30%; text-align: right;">31 December 2012</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> </thead> <tbody> <tr> <td>Total Assets</td> <td style="text-align: right;">18,499,129</td> <td style="text-align: right;">18,228,631</td> </tr> </tbody> </table>		31 December 2012	31 December 2011		EUR 000		Total Assets	18,228,631	17,042,892	Tangible Fixed Assets	16,788,688	15,189,512	Equity	219,124	219,124	Liabilities	13,135,024	12,663,961		1 January – 31 December 2012	2011		EUR 000		Net income from financial transactions	4,518,769	4,426,855	Result from ordinary business activities	223,497	528,985	Net retained profits	649	649		30 June 2013	31 December 2012		EUR 000		Total Assets	18,499,129	18,228,631
	31 December 2012	31 December 2011																																										
	EUR 000																																											
Total Assets	18,228,631	17,042,892																																										
Tangible Fixed Assets	16,788,688	15,189,512																																										
Equity	219,124	219,124																																										
Liabilities	13,135,024	12,663,961																																										
	1 January – 31 December 2012	2011																																										
	EUR 000																																											
Net income from financial transactions	4,518,769	4,426,855																																										
Result from ordinary business activities	223,497	528,985																																										
Net retained profits	649	649																																										
	30 June 2013	31 December 2012																																										
	EUR 000																																											
Total Assets	18,499,129	18,228,631																																										

		Tangible Fixed Assets	17,375,366	16,788,688
		Equity	136,800	219,124
		Liabilities	13,343,869	13,135,024
		Income statement data		
			1 January – 30 June	
			2013	2012
			EUR 000	
		Net income from financial transactions	2,325,256	2,306,300
		Result from ordinary business activities	23,767	218,010
		Net retained profits/losses	-81,675	90,468
		There has been no material adverse change in the prospects of VWLGMBH since the date of its last audited financial statements (31 December 2012).		
		There has been no significant change in the financial or trading position of VWLGMBH since 30 June 2013.		

"

3. 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 2011 and 2012:</p> <p>Balance sheet data</p> <table> <thead> <tr> <th></th> <th>31 December 2012</th> <th>31 December 2011</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="2">EUR 000</td> </tr> <tr> <td>Balance sheet total</td> <td>5,422,992</td> <td>4,979,394</td> </tr> <tr> <td>Fixed assets</td> <td>2,463,791</td> <td>2,070,708</td> </tr> <tr> <td>Current assets</td> <td>2,959,201</td> <td>2,908,686</td> </tr> <tr> <td>Total liabilities</td> <td>4,628,268</td> <td>4,080,133</td> </tr> <tr> <td>Equity</td> <td>794,724</td> <td>899,261</td> </tr> </tbody> </table>		31 December 2012	31 December 2011		EUR 000		Balance sheet total	5,422,992	4,979,394	Fixed assets	2,463,791	2,070,708	Current assets	2,959,201	2,908,686	Total liabilities	4,628,268	4,080,133	Equity	794,724	899,261
	31 December 2012	31 December 2011																					
	EUR 000																						
Balance sheet total	5,422,992	4,979,394																					
Fixed assets	2,463,791	2,070,708																					
Current assets	2,959,201	2,908,686																					
Total liabilities	4,628,268	4,080,133																					
Equity	794,724	899,261																					

Income statement data		
1 January – 31 December		
	2012	2011
EUR 000		
Net interest and similar income	30,951	22,217
Result before taxation	30,104	21,367
Result after taxation	23,463	16,836
<p>The following table sets forth selected financial information for the first half of the financial year 2013 which has been extracted from the unaudited non-consolidated financial statements for the first half year of 2013 of VWFSNV:</p>		
Balance sheet data		
	30 June 2013	30 June 2012
EUR 000		
Balance sheet total	5,552,366	5,446,529
Fixed assets	3,000,634	2,627,311
Current assets	2,551,732	2,819,218
Total liabilities	4,887,699	4,535,341
Equity	664,667	911,188
Income statement data		
1 January – 30 June		
	2013	2012
EUR 000		
Net interest and similar income	13,211	15,748
Result before taxation	12,795	15,400
Result after taxation	9,943	11,928
<p>There has been no material adverse change in the prospects of VWFSNV since the date of its last audited financial statements (31 December 2012).</p> <p>There has been no significant change in the financial or trading position of VWFSNV since 30 June 2013.</p>		

”

4. On page 13 the information in "Section B – Issuer" in subsection "[1. Information relating to Volkswagen Financial Services Australia Pty Limited 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 VWFSAL extracted from the audited non-consolidated financial statements for the financial years ended 31 December 2011 and 2012:</p> <p>Balance sheet data</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">31 December 2012</th> <th style="width: 30%; text-align: right;">31 December 2011*)</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">AUD</td> </tr> </thead> <tbody> <tr> <td>Total assets</td> <td style="text-align: right;">2,548,350,397</td> <td style="text-align: right;">2,018,949,317</td> </tr> <tr> <td>Total liabilities</td> <td style="text-align: right;">2,398,632,822</td> <td style="text-align: right;">1,911,247,131</td> </tr> <tr> <td>Net assets</td> <td style="text-align: right;">149,717,575</td> <td style="text-align: right;">107,702,186</td> </tr> <tr> <td>Total equity</td> <td style="text-align: right;">149,717,575</td> <td style="text-align: right;">107,702,186</td> </tr> </tbody> </table> <p>*) restated</p> <p>Income statement data</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 January – 31 December</th> </tr> <tr> <td></td> <th style="width: 30%; text-align: center;">2012</th> <th style="width: 30%; text-align: center;">2011</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">AUD</td> </tr> </thead> <tbody> <tr> <td>Net interest revenue</td> <td style="text-align: right;">62,854,098</td> <td style="text-align: right;">45,066,144</td> </tr> <tr> <td>Total income from operations</td> <td style="text-align: right;">72,796,824</td> <td style="text-align: right;">53,485,915</td> </tr> <tr> <td>Profit before income tax</td> <td style="text-align: right;">9,852,308</td> <td style="text-align: right;">10,284,867</td> </tr> <tr> <td>Profit for the year attributable to owners</td> <td style="text-align: right;">7,007,725</td> <td style="text-align: right;">5,809,693</td> </tr> </tbody> </table> <p>There has been no material adverse change in the prospects of VWFSAL since the date of its last published audited non-consolidated financial statements as at 31 December 2012.</p> <p>There has been no significant change in the financial or trading position of VWFSAL since the date of its last published non-consolidated financial statements as at 31 December 2012.</p>		31 December 2012	31 December 2011*)		AUD		Total assets	2,548,350,397	2,018,949,317	Total liabilities	2,398,632,822	1,911,247,131	Net assets	149,717,575	107,702,186	Total equity	149,717,575	107,702,186		1 January – 31 December			2012	2011		AUD		Net interest revenue	62,854,098	45,066,144	Total income from operations	72,796,824	53,485,915	Profit before income tax	9,852,308	10,284,867	Profit for the year attributable to owners	7,007,725	5,809,693
	31 December 2012	31 December 2011*)																																							
	AUD																																								
Total assets	2,548,350,397	2,018,949,317																																							
Total liabilities	2,398,632,822	1,911,247,131																																							
Net assets	149,717,575	107,702,186																																							
Total equity	149,717,575	107,702,186																																							
	1 January – 31 December																																								
	2012	2011																																							
	AUD																																								
Net interest revenue	62,854,098	45,066,144																																							
Total income from operations	72,796,824	53,485,915																																							
Profit before income tax	9,852,308	10,284,867																																							
Profit for the year attributable to owners	7,007,725	5,809,693																																							

"

5. 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 2011 and 2012 prepared on the basis of the International Financial Reporting Standards (IFRS), as adopted by the EU:</p> <p>Income statement data</p> <p style="text-align: right;">1 January – 31 December</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 60%;"></th> <th style="width: 20%; text-align: right;">2012</th> <th style="width: 20%; text-align: right;">2011</th> </tr> </thead> <tbody> <tr> <td colspan="3" style="text-align: center;">in EUR million</td> </tr> <tr> <td>Pre-tax result</td> <td style="text-align: right;">993</td> <td style="text-align: right;">933</td> </tr> <tr> <td>Taxes on income and earnings</td> <td style="text-align: right;">-264</td> <td style="text-align: right;">-275</td> </tr> <tr> <td>Net income</td> <td style="text-align: right;">729</td> <td style="text-align: right;">658</td> </tr> </tbody> </table> <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 2012</th> <th style="width: 20%; text-align: right;">31 December 2011</th> </tr> </thead> <tbody> <tr> <td colspan="3" style="text-align: center;">in EUR million</td> </tr> <tr> <td>Total Assets</td> <td style="text-align: right;">87,379</td> <td style="text-align: right;">76,946</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;">38,127</td> <td style="text-align: right;">33,261</td> </tr> <tr> <td style="padding-left: 20px;">Wholesale financing</td> <td style="text-align: right;">10,781</td> <td style="text-align: right;">10,412</td> </tr> <tr> <td style="padding-left: 20px;">Leasing business</td> <td style="text-align: right;">15,312</td> <td style="text-align: right;">14,252</td> </tr> <tr> <td>Leased Assets</td> <td style="text-align: right;">7,474</td> <td style="text-align: right;">6,382</td> </tr> <tr> <td>Customer deposits</td> <td style="text-align: right;">24,889</td> <td style="text-align: right;">23,795</td> </tr> <tr> <td>Equity</td> <td style="text-align: right;">8,800</td> <td style="text-align: right;">7,704</td> </tr> </tbody> </table> <p>The following table sets forth selected financial information for the first half of the financial year 2013 which has been extracted from the unaudited interim consolidated financial statements (short version) of VWFSAG prepared in accordance with International Financial Reporting Standards as adopted in the European Union (IFRS).</p> <p>Income statement data</p> <p style="text-align: right;">1 January – 30 June</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 million</td> </tr> <tr> <td>Pre-tax result</td> <td style="text-align: right;">551</td> <td style="text-align: right;">477</td> </tr> <tr> <td>Taxes on income and earnings</td> <td style="text-align: right;">-146</td> <td style="text-align: right;">-112</td> </tr> <tr> <td>Income after taxes</td> <td style="text-align: right;">405</td> <td style="text-align: right;">365</td> </tr> </tbody> </table>		2012	2011	in EUR million			Pre-tax result	993	933	Taxes on income and earnings	-264	-275	Net income	729	658		31 December 2012	31 December 2011	in EUR million			Total Assets	87,379	76,946	Receivables from customers arising from			Retail financing	38,127	33,261	Wholesale financing	10,781	10,412	Leasing business	15,312	14,252	Leased Assets	7,474	6,382	Customer deposits	24,889	23,795	Equity	8,800	7,704		2013	2012	in EUR million			Pre-tax result	551	477	Taxes on income and earnings	-146	-112	Income after taxes	405	365
	2012	2011																																																												
in EUR million																																																														
Pre-tax result	993	933																																																												
Taxes on income and earnings	-264	-275																																																												
Net income	729	658																																																												
	31 December 2012	31 December 2011																																																												
in EUR million																																																														
Total Assets	87,379	76,946																																																												
Receivables from customers arising from																																																														
Retail financing	38,127	33,261																																																												
Wholesale financing	10,781	10,412																																																												
Leasing business	15,312	14,252																																																												
Leased Assets	7,474	6,382																																																												
Customer deposits	24,889	23,795																																																												
Equity	8,800	7,704																																																												
	2013	2012																																																												
in EUR million																																																														
Pre-tax result	551	477																																																												
Taxes on income and earnings	-146	-112																																																												
Income after taxes	405	365																																																												

		Balance sheet data		
			30 June 2013	31 December 2012*
			in EUR million	
		Total Assets	87,619	87,378
		Receivables from customers arising from		
		Retail financing	39,146	38,127
		Wholesale financing	11,139	10,781
		Leasing business	15,951	15,312
		Leased Assets	7,742	7,474
		Customer deposits	25,584	24,889
		Equity	8,494	8,802
		*) The previous year's figure was adjusted due to the amendment of IAS 19.		
		There has been no material adverse change in the prospects of VWFSAG since the date of the last audited financial statements (31 December 2012).		
		There has been no significant change in the financial or trading position of VWFSAG since 30 June 2013.		

"

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

6. On page 32 the information in "Abschnitt B – Emittent" in subsection "[1. Informationen bezüglich der Volkswagen Leasing GmbH als Emittentin" under "Element 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 2011 und 2012 beendeten Geschäftsjahre:</p> <p>Bilanzangaben</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">31. Dezember 2012</th> <th style="width: 30%; text-align: right;">31. Dezember 2011</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;">18.228.631</td> <td style="text-align: right;">17.042.892</td> </tr> <tr> <td>Anlagevermögen</td> <td style="text-align: right;">16.788.688</td> <td style="text-align: right;">15.189.512</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;">13.135.024</td> <td style="text-align: right;">12.663.961</td> </tr> </tbody> </table> <p>Gewinn- und Verlustrechnung</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 40%;"></th> <th style="width: 30%; text-align: right;">1. Januar – 31. Dezember 2012</th> <th style="width: 30%; text-align: right;">2011</th> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> </thead> <tbody> <tr> <td>Nettoeinnahmen von</td> <td style="text-align: right;">4.518.769</td> <td style="text-align: right;">4.426.855</td> </tr> </tbody> </table>		31. Dezember 2012	31. Dezember 2011		EUR 000		Summe der Aktiva	18.228.631	17.042.892	Anlagevermögen	16.788.688	15.189.512	Eigenkapital	219.124	219.124	Passiva	13.135.024	12.663.961		1. Januar – 31. Dezember 2012	2011		EUR 000		Nettoeinnahmen von	4.518.769	4.426.855
	31. Dezember 2012	31. Dezember 2011																											
	EUR 000																												
Summe der Aktiva	18.228.631	17.042.892																											
Anlagevermögen	16.788.688	15.189.512																											
Eigenkapital	219.124	219.124																											
Passiva	13.135.024	12.663.961																											
	1. Januar – 31. Dezember 2012	2011																											
	EUR 000																												
Nettoeinnahmen von	4.518.769	4.426.855																											

		Finanztransaktionen		
		Ergebnis der normalen Geschäftstätigkeit	223.497	528.985
		Bilanzgewinn	649	649
		Die folgende Tabelle enthält ausgewählte Finanzinformationen für das erste Halbjahr des Geschäftsjahres 2013, welche aus dem ungeprüften nicht-konsolidierten Halbjahresfinanzbericht (Kurzfassung) der VWLGMBH entnommen wurden.		
		Bilanzangaben		
			30. Juni 2013	31. Dezember 2012
			EUR 000	
		Summe der Aktiva	18.499.129	18.228.631
		Anlagevermögen	17.375.366	16.788.688
		Eigenkapital	136.800	219.124
		Passiva	13.343.869	13.135.024
		Gewinn- und Verlustrechnung		
			1. Januar – 30. Juni	
			2013	2012
			EUR 000	
		Nettoeinnahmen von Finanztransaktionen	2.325.256	2.306.300
		Ergebnis der normalen Geschäftstätigkeit	23.767	218.010
		Bilanzgewinn/Bilanzverlust	-81.675	90.468
		Seit dem Datum der Veröffentlichung des letzten geprüften Jahresabschlusses (31. Dezember 2012) ist keine wesentliche negative Veränderung in den Aussichten der VWLGMBH aufgetreten.		
		Seit dem 30. Juni 2013 sind keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWLGMBH eingetreten.		

7. On page 34 the information in "Abschnitt B – Emittent" in subsection "[1. Informationen bezüglich der Volkswagen Financial Services N.V. als Emittentin" under "Element 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 VWFSNV aus dem geprüften nicht-konsolidierten Jahresabschluss für die zum 31. Dezember 2011 und 2012 beendeten Geschäftsjahre:</p> <table border="0"> <tr> <td style="width: 30%;">Bilanzangaben</td> <td style="width: 35%; text-align: right;">31. Dezember 2012</td> <td style="width: 35%; text-align: right;">31. Dezember 2011</td> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Bilanzsumme</td> <td style="text-align: right;">5.422.992</td> <td style="text-align: right;">4.979.394</td> </tr> <tr> <td>Anlagevermögen</td> <td style="text-align: right;">2.463.791</td> <td style="text-align: right;">2.070.708</td> </tr> <tr> <td>Umlaufvermögen</td> <td style="text-align: right;">2.959.201</td> <td style="text-align: right;">2.908.686</td> </tr> <tr> <td>Gesamtpassiva</td> <td style="text-align: right;">4.628.268</td> <td style="text-align: right;">4.080.133</td> </tr> <tr> <td>Eigenkapital</td> <td style="text-align: right;">794.724</td> <td style="text-align: right;">899.261</td> </tr> </table> <p>Gewinn- und Verlustrechnung</p> <table border="0"> <tr> <td></td> <td colspan="2" style="text-align: center;">1. Januar – 31. Dezember</td> </tr> <tr> <td></td> <td style="text-align: right;">2012</td> <td style="text-align: right;">2011</td> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Nettozinsertrag und gleichartige Einnahmen</td> <td style="text-align: right;">30.951</td> <td style="text-align: right;">22.217</td> </tr> <tr> <td>Ergebnis vor Steuern</td> <td style="text-align: right;">30.104</td> <td style="text-align: right;">21.367</td> </tr> <tr> <td>Ergebnis nach Steuern</td> <td style="text-align: right;">23.463</td> <td style="text-align: right;">16.836</td> </tr> </table> <p>Die folgende Tabelle enthält ausgewählte Finanzinformationen für das erste Halbjahr des Geschäftsjahres 2013, welche dem ungeprüften nicht-konsolidierten Halbjahresabschluss (Kurzfassung) der VWFSNV entnommen wurden.</p> <table border="0"> <tr> <td style="width: 30%;">Bilanzangaben</td> <td style="width: 35%; text-align: right;">30. Juni 2013</td> <td style="width: 35%; text-align: right;">30. Juni 2012</td> </tr> <tr> <td></td> <td colspan="2" style="text-align: center;">EUR 000</td> </tr> <tr> <td>Bilanzsumme</td> <td style="text-align: right;">5.552.366</td> <td style="text-align: right;">5.446.529</td> </tr> <tr> <td>Anlagevermögen</td> <td style="text-align: right;">3.000.634</td> <td style="text-align: right;">2.627.311</td> </tr> <tr> <td>Umlaufvermögen</td> <td style="text-align: right;">2.551.732</td> <td style="text-align: right;">2.819.218</td> </tr> <tr> <td>Gesamtpassiva</td> <td style="text-align: right;">4.887.699</td> <td style="text-align: right;">4.535.341</td> </tr> <tr> <td>Eigenkapital</td> <td style="text-align: right;">664.667</td> <td style="text-align: right;">911.188</td> </tr> </table>	Bilanzangaben	31. Dezember 2012	31. Dezember 2011		EUR 000		Bilanzsumme	5.422.992	4.979.394	Anlagevermögen	2.463.791	2.070.708	Umlaufvermögen	2.959.201	2.908.686	Gesamtpassiva	4.628.268	4.080.133	Eigenkapital	794.724	899.261		1. Januar – 31. Dezember			2012	2011		EUR 000		Nettozinsertrag und gleichartige Einnahmen	30.951	22.217	Ergebnis vor Steuern	30.104	21.367	Ergebnis nach Steuern	23.463	16.836	Bilanzangaben	30. Juni 2013	30. Juni 2012		EUR 000		Bilanzsumme	5.552.366	5.446.529	Anlagevermögen	3.000.634	2.627.311	Umlaufvermögen	2.551.732	2.819.218	Gesamtpassiva	4.887.699	4.535.341	Eigenkapital	664.667	911.188
Bilanzangaben	31. Dezember 2012	31. Dezember 2011																																																												
	EUR 000																																																													
Bilanzsumme	5.422.992	4.979.394																																																												
Anlagevermögen	2.463.791	2.070.708																																																												
Umlaufvermögen	2.959.201	2.908.686																																																												
Gesamtpassiva	4.628.268	4.080.133																																																												
Eigenkapital	794.724	899.261																																																												
	1. Januar – 31. Dezember																																																													
	2012	2011																																																												
	EUR 000																																																													
Nettozinsertrag und gleichartige Einnahmen	30.951	22.217																																																												
Ergebnis vor Steuern	30.104	21.367																																																												
Ergebnis nach Steuern	23.463	16.836																																																												
Bilanzangaben	30. Juni 2013	30. Juni 2012																																																												
	EUR 000																																																													
Bilanzsumme	5.552.366	5.446.529																																																												
Anlagevermögen	3.000.634	2.627.311																																																												
Umlaufvermögen	2.551.732	2.819.218																																																												
Gesamtpassiva	4.887.699	4.535.341																																																												
Eigenkapital	664.667	911.188																																																												

		Gewinn- und Verlustrechnung	
		1. Januar – 30. Juni	
		2013	2012
		EUR 000	
		Nettozinsertrag und gleichartige Einnahmen	13.211 15.748
		Ergebnis vor Steuern	12.795 15.400
		Ergebnis nach Steuern	9.943 11.928
		Seit dem Datum der Veröffentlichung des letzten geprüften Jahresabschlusses (31. Dezember 2012) ist keine wesentliche negative Veränderung in den Aussichten der VWFSNV eingetreten.	
		Seit dem 30. Juni 2013 sind keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWFSNV eingetreten.	

"

8. On page 36 the information in "Abschnitt B – Emittent" in subsection "[1. Informationen bezüglich der Volkswagen Financial Services Australia Pty Limited als Emittentin" under "Element 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 VWFSAL aus dem geprüften nicht-konsolidierten Jahresabschluss für zum 31. Dezember 2011 und 2012 beendeten Geschäftsjahre:</p> <p>Bilanzdaten</p> <table> <thead> <tr> <th></th> <th>31. Dezember 2012</th> <th>31. Dezember 2011*)</th> </tr> <tr> <th></th> <th colspan="2">AUD</th> </tr> </thead> <tbody> <tr> <td>Bilanzsumme</td> <td>2.548.350.397</td> <td>2.018.949.317</td> </tr> <tr> <td>Passiva</td> <td>2.398.632.822</td> <td>1.911.247.131</td> </tr> <tr> <td>Nettovermögen</td> <td>149.717.575</td> <td>107.702.186</td> </tr> <tr> <td>Eigenkapital</td> <td>149.717.575</td> <td>107.702.186</td> </tr> </tbody> </table> <p>*) angepasst</p> <p>Gewinn- und Verlustrechnung</p> <table> <thead> <tr> <th></th> <th colspan="2">1. Januar – 31. Dezember</th> </tr> <tr> <th></th> <th>2012</th> <th>2011</th> </tr> <tr> <th></th> <th colspan="2">AUD</th> </tr> </thead> <tbody> <tr> <td>Nettozinsertrag</td> <td>62.854.098</td> <td>45.066.144</td> </tr> <tr> <td>Gesamteinnahmen</td> <td>72.796.824</td> <td>53.485.915</td> </tr> <tr> <td>Gewinn vor Steuereinnahmen</td> <td>9.852.308</td> <td>10.284.867</td> </tr> <tr> <td>Ausgezahler Jahresgewinn an die Anteilseigner</td> <td>7.007.725</td> <td>5.809.693</td> </tr> </tbody> </table>		31. Dezember 2012	31. Dezember 2011*)		AUD		Bilanzsumme	2.548.350.397	2.018.949.317	Passiva	2.398.632.822	1.911.247.131	Nettovermögen	149.717.575	107.702.186	Eigenkapital	149.717.575	107.702.186		1. Januar – 31. Dezember			2012	2011		AUD		Nettozinsertrag	62.854.098	45.066.144	Gesamteinnahmen	72.796.824	53.485.915	Gewinn vor Steuereinnahmen	9.852.308	10.284.867	Ausgezahler Jahresgewinn an die Anteilseigner	7.007.725	5.809.693
	31. Dezember 2012	31. Dezember 2011*)																																							
	AUD																																								
Bilanzsumme	2.548.350.397	2.018.949.317																																							
Passiva	2.398.632.822	1.911.247.131																																							
Nettovermögen	149.717.575	107.702.186																																							
Eigenkapital	149.717.575	107.702.186																																							
	1. Januar – 31. Dezember																																								
	2012	2011																																							
	AUD																																								
Nettozinsertrag	62.854.098	45.066.144																																							
Gesamteinnahmen	72.796.824	53.485.915																																							
Gewinn vor Steuereinnahmen	9.852.308	10.284.867																																							
Ausgezahler Jahresgewinn an die Anteilseigner	7.007.725	5.809.693																																							

	<p>Seit dem Datum der Veröffentlichung des letzten geprüften, nicht-konsolidierten Jahresabschlusses (31. Dezember 2012) ist keine wesentliche negative Veränderung in den Aussichten der VWFSAL eingetreten.</p> <p>Seit dem letzten veröffentlichten, nicht-konsolidierten Jahresabschluss vom 31. Dezember 2012 ist keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWFSAL eingetreten.</p>
--	---

"

9. On page 38 the information in "Abschnitt B – Emittent" in subsection "[1.][2.] Informationen bezüglich der Volkswagen Financial Services Aktiengesellschaft als [Emittentin][Garantin]" under "Element 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	<p>Ausgewählte wesentliche historische Finanzinformationen über die [Emittentin][Garantin], Erklärung zu Trendinformationen sowie wesentliche Veränderungen der Finanzlage oder Handelsposition der [Emittentin][Garantin]</p>	<p>Die folgende Tabelle enthält ausgewählte Finanzinformationen zur VWFSAG aus dem geprüften konsolidierten Jahresabschluss für die zum 31. Dezember 2011 und 2012 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> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th colspan="2" style="text-align: center;">1. Januar – 31. Dezember</th> </tr> <tr> <th></th> <th style="text-align: center;">2012</th> <th style="text-align: center;">2011</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="2" style="text-align: center;">in EUR Mio.</td> </tr> <tr> <td>Ergebnis vor Steuern</td> <td style="text-align: right;">993</td> <td style="text-align: right;">933</td> </tr> <tr> <td>Steuern vom Einkommen und vom Ertrag</td> <td style="text-align: right;">-264</td> <td style="text-align: right;">-275</td> </tr> <tr> <td>Jahresüberschuss</td> <td style="text-align: right;">729</td> <td style="text-align: right;">658</td> </tr> </tbody> </table> <p>Bilanzangaben</p> <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: center;">31. Dezember 2012</th> <th style="text-align: center;">31. Dezember 2011</th> </tr> </thead> <tbody> <tr> <td></td> <td colspan="2" style="text-align: center;">in EUR Mio.</td> </tr> <tr> <td>Bilanzsumme</td> <td style="text-align: right;">87.379</td> <td style="text-align: right;">76.946</td> </tr> <tr> <td>Forderungen an Kunden aus</td> <td></td> <td></td> </tr> <tr> <td> Kundenfinanzierung</td> <td style="text-align: right;">38.127</td> <td style="text-align: right;">33.261</td> </tr> <tr> <td> Händlerfinanzierung</td> <td style="text-align: right;">10.781</td> <td style="text-align: right;">10.412</td> </tr> <tr> <td> Leasinggeschäft</td> <td style="text-align: right;">15.312</td> <td style="text-align: right;">14.252</td> </tr> <tr> <td>Vermietete Vermögenswerte</td> <td style="text-align: right;">7.474</td> <td style="text-align: right;">6.382</td> </tr> <tr> <td>Kundeneinlagen</td> <td style="text-align: right;">24.889</td> <td style="text-align: right;">23.795</td> </tr> <tr> <td>Eigenkapital</td> <td style="text-align: right;">8.800</td> <td style="text-align: right;">7.704</td> </tr> </tbody> </table> <p>Die folgende Tabelle enthält ausgewählte Finanzinformationen für das erste Halbjahr des Geschäftsjahres 2013, welche dem ungeprüften Konzernzwischenabschluss (Kurzfassung) der VWFSAG entnommen wurden, der gemäß den in der Europäischen Union anzuwendenden <i>International Financial Reporting Standards</i> (IFRS) erstellt wurde.</p>		1. Januar – 31. Dezember			2012	2011		in EUR Mio.		Ergebnis vor Steuern	993	933	Steuern vom Einkommen und vom Ertrag	-264	-275	Jahresüberschuss	729	658		31. Dezember 2012	31. Dezember 2011		in EUR Mio.		Bilanzsumme	87.379	76.946	Forderungen an Kunden aus			Kundenfinanzierung	38.127	33.261	Händlerfinanzierung	10.781	10.412	Leasinggeschäft	15.312	14.252	Vermietete Vermögenswerte	7.474	6.382	Kundeneinlagen	24.889	23.795	Eigenkapital	8.800	7.704
	1. Januar – 31. Dezember																																																	
	2012	2011																																																
	in EUR Mio.																																																	
Ergebnis vor Steuern	993	933																																																
Steuern vom Einkommen und vom Ertrag	-264	-275																																																
Jahresüberschuss	729	658																																																
	31. Dezember 2012	31. Dezember 2011																																																
	in EUR Mio.																																																	
Bilanzsumme	87.379	76.946																																																
Forderungen an Kunden aus																																																		
Kundenfinanzierung	38.127	33.261																																																
Händlerfinanzierung	10.781	10.412																																																
Leasinggeschäft	15.312	14.252																																																
Vermietete Vermögenswerte	7.474	6.382																																																
Kundeneinlagen	24.889	23.795																																																
Eigenkapital	8.800	7.704																																																

Gewinn- und Verlustrechnungsdaten		
1. Januar – 30. Juni		
	2013	2012
	in EUR Mio.	
Ergebnis vor Steuern	551	477
Steuern vom Einkommen und vom Ertrag	-146	-112
Ergebnis nach Steuern	405	365
Bilanzangaben		
	30. Juni 2013	31. Dezember 2012 [*]
	in EUR Mio.	
Bilanzsumme	87.619	87.378
Forderungen an Kunden aus		
Kundenfinanzierung	39.146	38.127
Händlerfinanzierung	11.139	10.781
Leasinggeschäft	15.951	15.312
Vermietete Vermögenswerte	7.742	7.474
Kundeneinlagen	25.584	24.889
Eigenkapital	8.494	8.802
<p>*) Die Vorjahreszahl wurde aufgrund der Änderung des IAS 19 angepasst.</p> <p>Seit dem Datum der Veröffentlichung des letzten geprüften Jahresabschlusses (31. Dezember 2012) ist keine wesentliche negative Veränderung in den Aussichten der VWFSAG eingetreten.</p> <p>Seit dem 30. Juni 2013 sind keine wesentliche Veränderung in der Finanzlage oder Handelsposition der VWFSAG eingetreten.</p>		

11

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

10. On page 77 the section "Selected Financial Information" shall be deleted and replaced as follows:

"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 2011 and 2012 prepared on the basis of the International Financial Reporting Standards (IFRS), as adopted by the EU:

Income statement data

	1 January – 31 December	
	2012	2011
	in EUR million	
Pre-tax result	993	933
Taxes on income and earnings	-264	-275
Net income	729	658

Balance sheet data

	31 December 2012	31 December 2011
	in EUR million	
Total Assets	87,379	76,946
Receivables from customers arising from		
Retail financing	38,127	33,261
Wholesale financing	10,781	10,412
Leasing business	15,312	14,252
Leased Assets	7,474	6,382
Customer deposits	24,889	23,795
Equity	8,800	7,704

The following table sets forth selected financial information for the first half of the financial year 2013 which has been extracted from the unaudited interim consolidated financial statements (short version) of VWFSAG prepared in accordance with International Financial Reporting Standards as adopted in the European Union (IFRS).

Income statement data

	1 January – 30 June	
	2013	2012
	in EUR million	
Pre-tax result	551	477
Taxes on income and earnings	-146	-112
Income after taxes	405	365

Balance sheet data

30 June 2013 31 December 2012*

in EUR million

Total Assets	87,619	87,378
Receivables from customers arising from		
Retail financing	39,146	38,127
Wholesale financing	11,139	10,781
Leasing business	15,951	15,312
Leased Assets	7,742	7,474
Customer deposits	25,584	24,889
Equity	8,494	8,802

*) The previous year's figure was adjusted due to the amendment of IAS 19.

"

11. On page 79 the following section shall be inserted before the section entitled "Auditors":

"Interim Financial Information

The unaudited consolidated interim financial statements of the VWFSAG for the first half of the financial year 2013 are incorporated by reference in and form part of this Prospectus."

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

"There has been no significant change in the financial position of VWFSAG since the date of its last published interim financial information as at 30 June 2013."

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

13. On page 82 the following information shall be added at the end of the section "Selected Financial Information":

"The following table sets forth selected financial information for the first half of the financial year 2013 which has been extracted from the unaudited half year financial statements (short version) of VWLGMBH:

Balance sheet data

	30 June 2013	31 December 2012
	EUR 000	
Total Assets	18,499,129	18,228,631
Tangible Fixed Assets	17,375,366	16,788,688
Equity	136,800	219,124
Liabilities	13,343,869	13,135,024

Income statement data

	1 January – 30 June	
	2013	2012
	EUR 000	
Net income from financial transactions	2,325,256	2,306,300
Result from ordinary business activities	23,767	218,010
Net retained profits/losses	-81,675	90,468

"

14. On page 83 the following section shall be inserted before the section entitled "Auditors":

"Interim Financial Information

The unaudited consolidated interim financial statements of the Issuer for the first half of the financial year 2013 are incorporated by reference in and form part of this Prospectus."

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

"There has been no significant change in the financial position of VWLGMBH since the date of its last published interim financial information as at 30 June 2013."

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

16. On page 85 the following information shall be added at the end of the section "Selected Financial Information":

"The following table sets forth selected financial information for the first half of the financial year 2013 which has been extracted from non-consolidated financial statements for the first half year of 2013 of VWFSNV:

Balance sheet data

	30 June 2013	30 June 2012
	EUR 000	
Balance sheet total	5,552,366	5,446,529
Fixed assets	3,000,634	2,627,311
Current assets	2,551,732	2,819,218
Total liabilities	4,887,699	4,535,341
Equity	664,667	911,188

Income statement data

	1 January – 30 June	
	2013	2012
	EUR 000	
Net interest and similar income	13,211	15,748
Result before taxation	12,795	15,400
Result after taxation	9,943	11,928

"

17. On page 86 the following section shall be inserted before the section entitled "Auditors":

"Interim Financial Information

The unaudited consolidated interim financial statements of the Issuer for the first half of the financial year 2013 are incorporated by reference in and form part of this Prospectus."

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

"There has been no significant change in the financial position of VWFSNV since the date of its last published interim financial information as at 30 June 2013."

**VI. SUPPLEMENTAL INFORMATION
RELATING TO THE SECTION "VOLKSWAGEN FINANCIAL SERVICES AUSTRALIA PTY LIMITED
AS ISSUER"**

19. On page 89 the section "Selected Financial Information" shall be deleted and replaced as follows:

"Selected Financial Information

The following table shows selected financial information of VWFSAL extracted from the audited non-consolidated financial statements for the financial year ended 31 December 2011 and 2012:

Balance sheet data

	31 December 2012	31 December 2011*)
	AUD	
Total assets	2,548,350,397	2,018,949,317
Total liabilities	2,398,632,822	1,911,247,131
Net assets	149,717,575	107,702,186
Total equity	149,717,575	107,702,186

*) restated

Income statement data

	1 January – 31 December	
	2012	2011
	AUD	
Net interest revenue	62,854,098	45,066,144
Total income from operations	72,796,824	53,485,915
Profit before income tax	9,852,308	10,284,867
Profit for the year attributable to owners	7,007,725	5,809,693

"

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

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

- "(vi) the Consolidated Interim Report 2013 (unaudited) of VWFSAG for the period from January to June 2013;
- (vii) the non-consolidated Half-Year Financial Report (unaudited) of VWLGMBH for the period from January to June 2013;
- (viii) the non-consolidated Financial Statements (unaudited) of VWFSNV for the first half year of 2013."

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

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

- "(m) the Consolidated Interim Report 2013 (unaudited) of VWFSAG for the period from January to June 2013.
- (n) the non-consolidated Half-Year Financial Report (unaudited) of VWLGMBH for the period from January to June 2013.
- (o) the non-consolidated Financial Statements (unaudited) of VWFSNV for the first half year of 2013."

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

"

Page	Section of Prospectus	Document incorporated by reference
79	VWFSAG, Interim Financial Information	<u>Consolidated Interim Report January-June 2013 (unaudited) of VWFSAG</u> Interim Management Report, (p. 3 – p. 10) <i>Interim Consolidated Financial Statements of the Volkswagen Financial Services AG Group</i> Income Statement, (p. 11) Statement of Comprehensive Income, (p. 12) Balance Sheet, (p. 13) Statement of Changes in Equity (p. 14) Cash Flow Statement, (p. 15) Notes, (p. 16 – p. 25) Note regarding Forward-Looking Statements, (p. 26)
83	VWLGMBH, Interim Financial Information	<u>Half-Year Financial Report January-June 2013 (unaudited) of VWLGMBH</u> Interim Management Report, (p. 2 – p. 6) <i>Half-Year Financial Statements</i> Balance Sheet, (p. 7 - p. 8) Income Statement (p. 9) Notes, (p. 10 – p. 13) Note regarding Forward-Looking Statements, (p. 14)
86	VWFSNV, Interim Financial Information	<u>Financial Report June 2013 (unaudited) of VWFSNV</u> Management Report, (p. 2 – p. 3) <i>Financial Statements</i> Balance Sheet, (p. 4 – p. 5) Income Statement, (p. 6)

"

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

The First Supplement is available for viewing in electronic form at the website of the Luxembourg Stock Exchange (www.bourse.lu) and at the website of VWFSAG (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 First 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 First Supplement is published have the right, exercisable within two working days after the publication of the First Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 9 August 2013.