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VOLKSWAGEN

GROUP OF AMERICA

August 27, 2012

U.S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
200 Constitution Avenue, N.W., N-1513
Washington, D.C. 20210

2012 SEP 10 PM 4:09
EBSA/REGULIO UNIT

Registration Statement For "Top-Hat" Plans

Gentlemen:

Pursuant to Department of Labor Regulation section 2520.104-23, Volkswagen Group of America, Inc. hereby declares that as an employer it maintains the following employee benefit plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees:

Volkswagen Group of America, Inc.
2200 Ferdinand Porsche Drive
Herndon, VA 20171

VOLKSWAGEN GROUP OF AMERICA, INC.
2200 FERDINAND PORSCHE DRIVE
HERNDON, VA 20171
PHONE +1703 364 7000

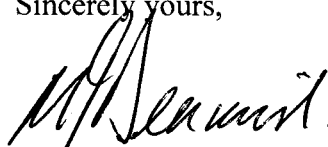
Employer Identification Number 22-1585834

Volkswagen Group of America, Inc.
Deferred Compensation Plan for Management Employees
Effective June 1, 2006

The Plan currently has 30 participants.

Copies of the above Plan, to the extent maintained pursuant to written plan documents, will be provided to the Secretary of Labor or his delegate on request as required by section 104(a)(6) of the Employee Retirement Income Security Act of 1974, as amended.

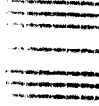
Sincerely yours,



Volkswagen Group of America, Inc.

cc: Catherine M. Marriott, Esq.

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