

Financial report 2010

Volkswagen Financial Services N.V.

Amsterdam

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Management report

Volkswagen Financial Services N.V. ('FSNV' or 'the company') is one of the funding vehicles of Volkswagen Financial Services AG, Brunswick, Germany (FSAG) and its subsidiaries. FSNV raises funds from the capital markets by issuing notes and lends the proceeds on to group and joint venture companies. Basis for the issuing activities are the EUR 18 billion Debt Issuance Programme that adheres to the European Prospective Directive Standards and a EUR 10 billion Multi Currency Commercial Paper Programme. Both programmes are updated regularly. All issues are guaranteed by the parent company FSAG. Therefore, the FSNV rating by Moody's and Standard&Poor's is derived from the FSAG rating. According to Moody's FSAG's rating is set to P-2 (short-term) and A3 (long-term) with a stable outlook. Standard&Poor's assessed FSAG's creditworthiness as A-2 (short-term) and A- (long-term) with a negative outlook.

Besides these programmes FSNV can utilise several uncommitted revolving credit facilities with international banks. This gives more flexibility in providing the Volkswagen group with small volumes and/or frequent tranches of funds if required.

The financing activities are carried out in different currencies and interest terms. To avoid currency and interest risks, the company concludes interest and currency swaps. The currency and interest rate exposures during and at the end of 2010 resulting from financing activities were within the limits approved by the Supervisory Board.

In 2010 FSNV placed issues under the DIP Programme with a total EUR equivalent volume of 783 million (2009: 938 million) and under the CP Programme with a total EUR equivalent volume of 667 million (2009: 180 million). The proceeds of these issues have been granted to the Volkswagen Financial Services group companies.

To strengthen FSNV's position as a group financing company FSAG decided to increase the capital reserve by contributing EUR 478 million in cash in the third quarter of 2010. FSNV used these funds to finance Volkswagen group companies in Brazil (EUR 378 million) and Australia (EUR 100 million).

FSNV redeemed DIP issues with a total EUR equivalent volume of 822 million (2009: 480 million) and CP issues with a total EUR equivalent volume of 225 million (2009: 745 million).

The main business risks of FSNV are the interest rate risk, currency risk, liquidity risk and the credit risk. The Supervisory Board has set limits to restrict those risks. FSNV uses adequate tools to assess and to monitor these risks. In 2010 no excesses in limits occurred. Further information on the risk management of the company is included in note 4 to the financial statements.

Due to higher issuing activities and the increase of the capital reserve mentioned above FSNV's business volume increased by EUR 837 million to EUR 3,133 million. Consequently, the interest result increased by EUR 3.1 million to EUR 6.9 million. The result after taxes amounts to p to EUR 4.5 million (2009: EUR 2.6 million).

According to a long-term business strategy the Volkswagen Financial Services group plans to develop new markets and to improve its competitive position in the old markets. Considering this background we expect a further extension in business volume for 2011. Taking into account the expected growth in business volume and the increase of the capital reserves in the third quarter of 2010 results are expected to be on a higher level than in the previous year.

Amsterdam, 8 March 2011

Original has been signed by
Frank Mitschke, Managing Director

Financial statements

Balance sheet as at 31 December 2010

(after proposed appropriation of profit)

		31 December 2010		31 December 2009	
	Ref.	EUR'000	EUR'000	EUR'000	EUR'000
<i>Assets</i>					
Fixed assets					
Tangible fixed assets	5	-		3	
Financial fixed assets:	6				
Shares in participations		1		1	
Loans to Volkswagen group companies		1,615,792		1,154,237	
Loans to joint ventures of the Volkswagen group		81,839		54,148	
Loans to external parties		500		-	
Receivables due from Volkswagen group companies		1,171		-	
Prepaid and deferred charges		192		504	
Total fixed assets			1,699,495		1,208,893
Current assets					
Receivables due from Volkswagen group companies	7	918,579		588,105	
Receivables due from joint ventures of the Volkswagen group	7	499,178		492,569	
Other assets	8	14,006		5,291	
Prepaid and deferred charges	9	1,399		1,063	
Cash at banks and in hand		364		240	
Total current assets			1,433,526		1,087,268
Total assets			3,133,021		2,296,161

The accompanying notes are an integral part of these financial statements.

		31 December 2010		31 December 2009	
	Ref.	EUR'000	EUR'000	EUR'000	EUR'000
<i>Shareholder's equity and liabilities</i>					
Shareholder's equity	10				
Share capital		454		454	
Share premium reserve		478,000		-	
Retained earnings		28,971		24,422	
Total shareholder's equity			507,425		24,876
Long-term liabilities	11				
Bonds		771,751		574,826	
Liabilities to banks		-		10,000	
Liabilities to Volkswagen group companies	11	462,919		614,755	
Deferred income		244		490	
Total long-term liabilities			1,234,914		1,200,071
Current liabilities					
Bonds	12	594,092		828,636	
Commercial papers		572,000		130,000	
Liabilities to banks		10,051		42,343	
Liabilities to Volkswagen group companies	12	193,338		46,230	
Other liabilities		19,346		23,086	
Deferred income		260		682	
Trade payables		34		20	
Current income tax		464		-	
Accrued liabilities		1,098		217	
Total current liabilities			1,390,682		1,071,214
Total shareholder's equity and liabilities			3,133,021		2,296,161

The accompanying notes are an integral part of these financial statements.

Income statement 2010

		2010		2009	
	Ref.	EUR'000	EUR'000	EUR'000	EUR'000
Income					
Interest and similar income	13	71,916		68,909	
Other operating income	14	15		6	
Total income			71,931		68,915
Expenses					
Interest and similar expenses	13	(64,984)		(65,057)	
Other operating expenses	15	(14)		(51)	
General and administrative expenses	16	(831)		(846)	
Depreciation and amortisation expenses	17	(3)		(8)	
Total expenses			(65,832)		(65,962)
Result before taxation			6,099		2,953
Taxation	22		(1,550)		(389)
Result after taxation			4,549		2,564

The accompanying notes are an integral part of these financial statements.

Cash flow statement 2010

		2010		2009	
	Ref.	EUR'000	EUR'000	EUR'000	EUR'000
Cash flow from operating activities					
Loans granted	6/7	(827,681)		(313,241)	
Loans taken	11/12	349,647		309,074	
<i>Net cash used in lending activities</i>			(478,034)		(4,167)
Interest received	13	62,882		96,812	
Interest paid	13	(61,039)		(92,040)	
<i>Net cash from interest</i>			1,843		4,772
<i>Net cash from financing activities</i>			478,000		-
Other operating activities	5/6/9/15	(7)		(391)	
Paid expenses	16/17/18	(780)		(611)	
Corporate income tax paid	22	(898)		(389)	
<i>Net cash used in other operating activities</i>			(1,685)		(1,391)
Net cash flow			124		(786)
Cash and cash equivalents at beginning of the year			240		1,026
Cash and cash equivalents at end of the year			364		240

The accompanying notes are an integral part of these financial statements.

Notes to the financial statements

1 General

1.1 Activities

Volkswagen Financial Services N.V. ('FSNV' or 'the company') is a 100% subsidiary of Volkswagen Financial Services AG ('FSAG').

FSNV's registered office is located in Amsterdam, the Netherlands.

The main purpose of the company is the financing of and participation in group companies. FSNV has access to several funding sources such as bond loans, note loans and Euro Medium Term Loans as well as inter-company loans.

All external issues are guaranteed by FSAG. FSNV has lent the proceeds of these borrowings almost entirely to group companies or joint ventures.

1.2 Consolidation and shares in participations

FSNV holds one share in VW Finance Belgium SA, Brussels, Belgium with a cost price of EUR 500. The issued share is less than 20% of the total shares of VW Finance Belgium SA.

FSNV is part of the Volkswagen group. The ultimate parent company of this group is Volkswagen AG Wolfsburg, Germany. The consolidation, including the investment in VW Finance Belgium SA, Brussels, is performed at Volkswagen AG level. These consolidated financial statements can be obtained from the company.

Based on Article 2:408 of the Netherlands Civil Code FSNV is exempt from consolidation.

1.3 Note to the cash-flow statement

The cash flow statement has been prepared using the indirect method. The cash items disclosed in the cash flow statement are comprised of cash and cash equivalents. Cash flows denominated in foreign currencies have been translated at average estimated exchange rates. Exchange differences affecting cash items are included in the respective amounts. Interest paid and received, dividends received and income taxes are included in cash from operating activities. Dividends paid are recognised as cash used in financing activities.

1.4 Estimates

Estimates used in the financial statements are limited to the use of provisions for general expenses and taxes based on experience and sound judgement.

2 Principles of valuation of assets and liabilities

2.1 General

The financial statements are prepared in accordance with the statutory provisions of Part 9, Book 2 of the Dutch Civil Code and the firm pronouncements in the Guidelines for Annual Reporting in the Netherlands as issued by the Dutch Accounting Standards Board. The financial statements are denominated in EUR.

In general, assets and liabilities are stated at the amounts at which they were acquired or incurred, or fair value. If not specifically stated otherwise, they are recognised at the amounts at which they were acquired or incurred. The balance sheet, income statement and cash flow statement include references to the notes.

2.2 *Comparison with prior year*

The principles of valuation and determination of result remain unchanged compared to the prior year.

2.3 *Foreign currencies*

Functional currency

Items in the financial statements of group companies are stated with due observance of the currency of the primary economic environment in which the respective group company operates (the functional currency). The financial statements are denominated in EUR, i.e. the functional and reporting currency of FSNV.

Transactions, receivables and liabilities

Monetary assets and liabilities denominated in foreign currencies are translated at the mid-rate prevailing on the balance sheet date. Investments in participations are stated at the historical exchange rate.

Transactions denominated in foreign currencies in the reporting period are recognised in the financial statements at the exchange rate ruling at the transaction date.

In respect of any positions in the balance sheet that are covered by cross-currency interest rate swaps or by foreign exchange forward contracts, the differences in values calculated at mid-rates at the end of the year and contract rates are allocated to the respective principals of the loans. If the loan taken is denominated in a currency other than EUR, the respective correction is allocated to this loan. Otherwise the respective loan granted is corrected.

2.4 *Intangible fixed assets*

Intangible fixed assets are carried at historical cost less amortisation. Any impairment as at the balance sheet date is taken into account; impairment exists if the carrying amount of the asset (or the cash-generating unit to which it belongs) exceeds its recoverable amount. For determining whether an impairment charge in respect of an intangible fixed asset applies, reference is made to note 2.7.

Computer software

Software licences acquired are capitalised at acquisition cost and amortised over the estimated economic life of three years. Expenditures incurred for the production of identifiable software products that are tailor-made for the group are capitalised. Expenditure in connection with maintenance of computer software and expenses related to research activities are recognised in the income statement.

2.5 *Tangible fixed assets*

Fixed assets are valued at acquisition or production cost including directly attributable expenses, less straight-line depreciation over the estimated useful economic life, or market value if lower. Directly attributable production costs include the costs of the raw materials and consumables, and also include installation costs.

For computer hardware a depreciation period of 3 years is used.

2.6 *Financial fixed assets*

Shares in participations

The investment in the group company is valued at the lower of cost and net realisable value.

The share in the group company is specified in note 1.2.

Loans to Volkswagen group companies and joint ventures of the Volkswagen group and to third parties

Loans to Volkswagen group companies and joint ventures of the Volkswagen group and to third parties are loans with an original term of more than one year and are valued at their amortised cost value.

Receivables from joint ventures of the Volkswagen group

Interest receivables from joint ventures of the Volkswagen group are receivables with an original term of more than one year and are valued at their nominal value.

2.7 *Impairment of fixed assets*

On each balance sheet date, the company tests whether there are any indications of assets being subject to impairment. If any such indications are present, the recoverable amount of the asset is determined. If this proves to be impossible, the recoverable amount of the cash-generating unit to which the asset belongs is identified. An asset is subject to impairment if its carrying amount is higher than its recoverable value; the recoverable value is the higher of the net realisable value and the value in use.

Net realisable value is determined based on the active market. An impairment is directly recognised as an expense in the income statement.

If it is established that a previously recognised impairment no longer applies or has declined, the increased carrying amount of the assets in question is not set higher than the carrying amount that would have been determined had no asset impairment been recognised.

2.8 *Current assets*

Receivables due from Volkswagen group companies and joint ventures of the Volkswagen group

The receivables due from Volkswagen group companies and joint ventures of the Volkswagen group are valued at their amortised cost value. All receivables will be received within one year.

Other assets

The swap interest receivables and income tax receivables are shown under other assets and are valued at their amortised cost value.

Prepayments and accrued income

Accrued income is amortised over the remaining life of the bonds.

Cash at banks and in hand

Cash and banks balances denominated in foreign currencies are translated at the mid-rate prevailing on the balance sheet date.

2.9 *Equity*

The company has no statutory reserve.

2.10 Long-term liabilities

Bonds

The bonds are valued at their amortised cost value. All long-term bonds have a maturity of over one year. No assets were pledged as collateral by the company.

Liabilities to banks

The liabilities to banks are valued at their nominal value. All liabilities have a maturity of over one year.

Liabilities to Volkswagen group companies

The liabilities to Volkswagen group companies are valued at their nominal value. All liabilities have a maturity of over one year.

Other liabilities

The swap interest payables with a run-off period of more than one year are shown under other liabilities and are valued at their amortised cost value.

2.11 Current liabilities

Bonds

The bonds are valued at their amortised cost value. All short-term bonds are payable within one year.

Liabilities to banks

The liabilities to banks are valued at their amortised cost value. All liabilities are payable within one year.

Liabilities to Volkswagen group companies

The liabilities to affiliated companies are valued at their amortised cost value. All liabilities are payable within one year.

Other liabilities

The swap interest payables with a run-off period within one year are shown under other liabilities and are valued at their nominal value.

Deferred income

The deferred income concerns premiums and compensations and is amortised over the remaining life of the loans taken.

Deferred income tax

Deferred tax liabilities are recognised to provide for timing differences between the value of the assets and liabilities for financial reporting purposes on the one hand and for tax purposes on the other. Deferred tax liabilities are calculated based on the tax rate prevailing on the balance sheet date or the rates that will apply in the future, insofar as these have been set down by law.

Current income tax

The current Dutch nominal tax rate of 25.5% has been applied.

Trade payables

The trade payables are valued at their amortised cost value and are payable within one year.

Other accrued liabilities

The accruals are stated at the amount required, based on sound business judgement and valued at the expected costs.

2.12 *Financial instruments*

Securities included in financial and current assets, as well as liabilities and derivative financial instruments, are stated at cost. The company applies hedge accounting to hedging interest and currency risk on borrowings and lendings. Both the derivative and the hedged item are stated at cost. The gain or loss relating to the ineffective portion is recognised in the income statement within finance cost. For more information about the value of the assets see note 6 and 7, of the liabilities see notes 11 and 12, and of the financial instruments see note 21. The company has no derivative financial instruments other than the ones used for hedging.

Fair value hedge

In applying fair value hedge accounting, both the hedging instrument and the hedged position are stated at fair value, at least where this is attributable to the hedged risk. The gain or loss from remeasuring the hedging instrument at fair value or the foreign currency component of its carrying amount on the balance sheet date shall be directly recognised in profit or loss. The company shall discontinue prospectively the hedge accounting if:

- the hedging instrument expires or is sold, terminated or exercised;
- the hedge no longer meets the criteria for hedge accounting;
- the company revokes the designation.

The company applies fair value hedge accounting to hedging fixed interest risk on borrowings. The gain or loss relating to the effective portion of interest rate swaps hedging fixed-rate borrowings is directly recognised in the income statement within finance costs. The gain or loss relating to the ineffective portion is recognised in the income statement within finance costs.

Cost price hedge

In applying cost price hedge accounting, the initial recognition of, and the accounting policies for, the hedging instrument are dependent on the hedged item, which has the following implications:

- if the hedged item is recognised at cost in the balance sheet, the derivative instrument is also stated at cost;
- as long as the hedged item is not yet recognised in the balance sheet, the hedging instrument is not remeasured (this applies, for instance, to hedging currency risks on future transactions);
- if the hedged item qualifies as a monetary item denominated in a foreign currency, the derivative instrument, where it has currency elements, is also stated at the spot rate at the balance sheet date. If the derivative instrument has currency elements, the difference between the spot rate on the date the derivative instrument is contracted and the forward rate at which it will be settled is spread over the maturity of the derivative instrument.

The ineffective portion of the hedge is recognised directly in the income statement.

The company applies cost price hedge accounting to hedging fixed-interest risk on borrowings. The gain or loss relating to the ineffective portion is recognised in the income statement within finance costs.

3 Principles of determination of result

3.1 General

Result is determined as the difference between the realisable value of services rendered and the costs and other charges for the year. Results on transactions are recognised in the year in which they are realised; losses are taken as soon as they are foreseeable.

Profit or loss is determined taking into account the recognition of unrealised changes in fair value of:

- securities included in current assets;
- derivative financial instruments that have not been designated as hedges.

3.2 *Revenue recognition*

Revenue from interest income is allocated to the reporting period in which it occurs.

3.3 *Exchange rate differences*

Exchange rate differences arising upon the settlement of monetary items are recognised in the income statement in the period that they arise (note 15).

3.4 *Interest income and similar income and interest expenses and similar expenses*

Interest income and expense is recognised on a pro rata basis, taking into account the effective interest rate of the assets and liabilities concerned. When recognising the interest charges, the transaction cost on the loans received is taken into account.

3.5 *Other operating income and expenses*

Other operating income and expenses include income and expenses that are not directly attributable to the interest income and expenses and are valued at the realisable value.

3.6 *General and administrative expenses*

These expenses include expenses such as personnel expenses, office expenses, consulting and audit fees and depreciation and amortisation and are valued at cost.

Depreciation and amortisation

Intangible fixed assets are amortised and tangible fixed assets are depreciated over their expected useful lives as from the inception of their use. Future depreciation is adjusted if there is a change in estimated useful life.

Gains and losses upon the sale of tangible fixed assets are included in other operating income and other operating expenses, respectively.

Labour and other costs third party

Services performed by Volkswagen International Finance N.V. ('VIF') for FSNV are charged at a fixed amount. These costs include for example salaries, rental costs and general costs.

3.7 *Taxation*

Profit tax is calculated on the profit before taxation in the income statement, taking into account any losses carried forward from previous financial years (insofar as these are not included in deferred tax assets), tax-exempt items and non-deductible expenses. Account is also taken of changes in deferred tax assets and deferred tax liabilities owing to changes in the applicable tax rates.

4 Financial instruments and risks

4.1 *Market risk*

Currency risk

To avoid risk, the loans to Volkswagen group companies and to joint ventures of the Volkswagen group and related funding are generally matched in currency terms. If not, correcting swaps are executed to achieve the matched basis. The small exchange rate exposures during and at the end of 2010 were within the limits set by the Supervisory Board.

Interest rate risk

To avoid risk, the loans to Volkswagen group companies and to joint ventures of the Volkswagen group and related funding are generally matched in interest terms. If not, correcting swaps are executed to achieve the matched basis. The small interest rate exposures during and at the end of 2009 were within the limits set by the Supervisory Board.

4.2 Credit risk

The risk of default arising from financial assets and derivative financial instruments involves the risk of default by counterparties. The maximum loss from derivative instruments equals their positive fair value. Risk is additionally limited by a limit system based on credit assessments by the international rating agencies.

4.3 Liquidity risk

The company uses several banks which are selected at group level. The liquidity risk is monitored by assuring that the critical terms of the relevant items match.

5 Tangible fixed assets

	Tangible fixed assets (other installations, business and office equipment)
	EUR'000
Purchase cost	189
Amortisation/depreciation (accumulated)	189
Book value as at 31 December 2010	-
Book value as at 31 December 2009	3
Amortisation/depreciation current year	3

6 Financial fixed assets

Shares in participations

The company's interests in other companies comprise the following:

Company	Local (original) currency (LC)	Share in issued capital as %	31 December 2010		31 December 2009	
			LC'000	EUR'000	LC'000	EUR'000
VW Finance Belgium SA	EUR	< 5	1	1	1	1

Loans to Volkswagen group companies and joint ventures of the Volkswagen group included in fixed assets

A breakdown of the loans to Volkswagen group companies and joint ventures of the Volkswagen group is as follows:

	Original currency	Weighted average interest rate (%)	31 December 2010	
			Book value	Market value
			EUR'000	EUR'000
Fixed asset loans to Volkswagen group companies	EUR	2.110	865,160	880,915
	GBP	2.886	585,006	606,689
	SEK	2.323	55,752	56,362
	RUB	7.122	5,884	6,164
	AUD	6.660	100,000	113,519
	CZK	2.403	3,990	4,031
			1,615,792	1,667,680
Fixed asset loans to joint ventures of the Volkswagen group	EUR	2.028	81,839	82,960
			81,839	82,960
Total loans to Volkswagen group companies and joint ventures of the Volkswagen group			1,697,631	1,750,640

The market values are determined on the basis of discounted cash flows. Credit spreads were not included in the model used to determine the market value. Since all loans are to Volkswagen group companies and joint ventures of the Volkswagen group the credit spread applicable to these loans is equal to the credit spread for the Volkswagen group.

As at 31 December the following credit spreads were applicable to the Volkswagen group:

	31 Dec 2010	31 Dec 2009
	bps	bps
For amounts payable within one year	6.92	17.50
For amounts payable between one year and five years	51.75	80.00
For amounts payable after five years	84.60	101.00

For comparison purposes the overview of 2009:

	Original currency	Weighted average interest rate	31 December 2009	
			Book value	Market value
		%	EUR'000	EUR'000
Fixed asset loans to Volkswagen group companies	EUR	2.3135	448,664	466,036
	GBP	3.1241	662,477	685,083
	SEK	1.5675	38,999	39,550
	RUB	8.7535	4,097	3,961
			1,154,237	1,194,630
Fixed asset loans to joint ventures of the Volkswagen group	EUR	4.1102	53,246	56,166
	USD	6.1975	902	1,005
			54,148	57,171
Total loans to Volkswagen group companies and joint ventures of the Volkswagen group			1,208,385	1,251,801

Prepaid and deferred charges

	31 Dec 2010	31 Dec 2009
	EUR'000	EUR'000
Other prepaid and deferred charges	192	504

7 Receivables due from Volkswagen group companies and joint ventures of the Volkswagen group

	Original currency	Weighted average interest rate	31 December 2010	
			Book value	Market value
		%	EUR'000	EUR'000
Current asset receivables due from Volkswagen group companies excluding interest	EUR	1.5000	227,612	231,055
	GBP	1.9500	579,470	589,260
	RUB	7.4900	9,749	9,994
	CZK	1.3500	42,830	42,749
	SEK	3.0100	44,595	44,817
Accrued and other receivables			14,323	14,323
			918,579	932,198
Current asset receivables due from joint ventures of the Volkswagen group excluding interest	EUR	2.2500	380,638	383,314
	USD	6.2000	973	1,034
	NOK	2.6500	114,616	120,077
Accrued and other receivables			2,951	2,951
			499,178	507,376
Total receivables due from Volkswagen group companies and joint ventures of the Volkswagen group			1,417,757	1,439,574

For the determination of the market values see note 6.

As mentioned in note 2.12 all outstanding loans to Volkswagen group companies and joint ventures of the Volkswagen group are hedged with cross-currency interest rate swaps, interest rate swaps and forwards to the bonds and loans from Volkswagen group companies used to fund the financing activities. As a result the company has principally no exposure to interest rate risk and currency risk.

For comparison purposes the overview of 2009:

	Original currency	Weighted average interest rate	31 December 2009	
			Book value	Market value
		%	EUR'000	EUR'000
Current asset receivables due from Volkswagen group companies excluding interest	EUR	3.2040	185,749	188,613
	GBP	3.8577	303,882	287,704
	RUB	8.5657	4,000	3,524
	CZK	4.2530	15,000	16,537
	SEK	0.5679	69,696	70,111
Accrued and other receivables			9,778	9,778
			<u>588,105</u>	<u>576,267</u>
Current asset receivables due from joint ventures of the Volkswagen group excluding interest	EUR	1.8188	467,140	472,823
	USD	3.5491	3,124	3,222
	TRY	22.1250	13,923	19,646
Accrued and other receivables			8,382	8,382
			<u>492,569</u>	<u>504,073</u>
Total receivables due from Volkswagen group companies and joint ventures of the Volkswagen group			<u>1,080,674</u>	<u>1,080,340</u>
8 Other assets				
			31 Dec 2010	31 Dec 2009
			EUR'000	EUR'000
Swap interest receivables from banks			12,959	4,665
Income tax receivable			1,047	626
			<u>14,006</u>	<u>5,291</u>
9 Prepaid and deferred charges				
			31 Dec 2010	31 Dec 2009
			EUR'000	EUR'000
Prepaid and deferred charges			1,399	1,063

The prepaid and deferred charges mainly consist of deferred emission costs.

10 Shareholder's equity

The shareholder's equity breaks down as follows:

	Issued and paid-up share capital	Share premium reserve	Retained earnings	Total equity
	EUR'000	EUR'000	EUR'000	EUR'000
Balance as at 31 December 2009	454	-	24,422	24,876
Contribution by FSAG		478,000		478,000
Result for the year 2010			4,549	4,549
Balance as at 31 December 2010	454	478,000	28,971	507,425

Share capital

On 31 December 2010 the subscribed capital of the company amounted to EUR 2,270,000 of which an amount of EUR 454,000 was paid up. 454 registered shares of EUR 1,000 each have been issued.

Share premium reserve

FSAG contributed in 2010 to the share premium reserve of FSNV EUR 478 million in cash to strengthen FSNV's position as a group financing company.

Retained earnings

The management proposed to retain the 2010 profit in the amount of TEUR 4,549. At the end of 2010 the total retained earnings amounted to TEUR 28,971, to a total equity to TEUR 507,425.

11 Long-term liabilities

All long-term liabilities are payable within one to five years.

	31 Dec 2010	31 Dec 2009
	EUR'000	EUR'000
Bonds listed	619,584	329,016
Bonds unlisted	152,167	245,810
	771,751	574,826

A breakdown of the long-term bonds is as follows:

	Original currency	Average interest rate in percentage	31 December 2010	
			Book value	Market value
		%	EUR'000	EUR'000
Maturity within 1 to 5 years				
Bonds listed	EUR	2.4035	305,000	311,818
Bonds listed	SEK	2.3692	273,468	282,290
Bonds listed	USD	1.2028	19,787	19,774
Bonds listed	CZK	1.7800	21,329	21,513
Bonds unlisted	JPY	1.1420	152,167	162,757
Total long-term bonds			771,751	798,152

Liabilities to Volkswagen group companies excluding interest

A breakdown of the long-term liabilities to Volkswagen group companies is as follows:

	31 Dec 2010	31 Dec 2009
	EUR'000	EUR'000
Volkswagen AG	290,026	311,570
Volkswagen Bank	172,393	303,185
VIF	500	-
	462,919	614,755

12 Current liabilities

Bonds

	31 Dec 2010	31 Dec 2009
	EUR'000	EUR'000
Bonds listed	322,247	793,636
Bonds unlisted	271,844	35,000
	594,092	828,636

A breakdown of the current bonds is as follows:

	Original currency	Average interest rate in percentage	31 December 2010	
			Book value	Market value
		%	EUR'000	EUR'000
Maturity less than 1 year				
Bonds listed	EUR	2.3600	225,000	227,952
Bonds listed	SEK	2.6290	97,247	100,907
Bonds unlisted	EUR	2.6250	200,000	204,433
Bonds unlisted	JPY	0.4850	44,154	46,180
Bonds unlisted	USD	0.9819	27,691	27,890
Total current bonds			594,092	607,362

Liabilities to Volkswagen group companies

A breakdown of the current liabilities, including accrued interest to Volkswagen group companies is as follows:

	31 Dec 2010	31 Dec 2009
	EUR'000	EUR'000
Volkswagen AG	186,882	39,624
VIF	-	4,333
Accrued interest	6,456	2,273
	<u>193,338</u>	<u>46,230</u>

13 Financial income and expenses

Interest and similar income

	2010	2009
	EUR'000	EUR'000
Interest and similar income	71,916	68,909
Interest and similar expenses	64,984	65,057
	<u>6,932</u>	<u>3,852</u>

14 Other operating income

	2010	2009
	EUR'000	EUR'000
Translation income	-	2
Miscellaneous income previous years	15	4
	<u>15</u>	<u>6</u>

15 Other operating expenses

	2010	2009
	EUR'000	EUR'000
Portfolio fees	-	39
Bank charges	10	12
Translation losses	-	-
Miscellaneous expenses	3	-
Miscellaneous expenses previous years	1	-
	<u>14</u>	<u>51</u>

16 General and administrative expenses

	2010	2009
	EUR'000	EUR'000
Labour and other costs third party	655	655
Consulting and auditing fees	102	101
EDP expenses	65	74
General office expenses	9	16
	<u>831</u>	<u>846</u>

The labour and other costs third party are charges from VIF for services rendered to FSNV.

17 Depreciation and amortisation expenses

Depreciation and amortisation expenses can be broken down as follows:

	2010	2009
	EUR'000	EUR'000
Depreciation tangible fixed assets (note 5)	3	8

18 Auditor's fees

The following fees, based on invoices and estimated work orders for accounting and tax services from PwC Netherlands, occurred in the reporting period:

	2010	2009
	EUR'000	EUR'000
Audit of the financial statements	34	33
Other non-audit services	17	8
	<u>51</u>	<u>41</u>

19 Related parties

All loans are granted to other group companies. The interest income is mainly derived from these group companies.

For receivables due from Volkswagen group companies see note 6 and 7.

For liabilities to Volkswagen group companies see note 11 and 12.

20 Average number of employees

The employees are supplied by VIF. The costs regarding the work performed for FSNV are included in the service charges of EUR 655,200 which are shown under the general and administrative expenses.

21 Financial instruments

The company's policy is to fully hedge its interest rate and exchange rate exposures.

The financial instruments of the company had the following notional amounts:

	Interest swaps	Interest/ currency swaps	FX contracts	Total
	EUR'000	EUR'000	EUR'000	EUR'000
31 December 2010	83,990	1,556,799	287,118	1,927,907
31 December 2009	38,502	963,666	62,662	1,064,830

The financial instruments of the company had the following positive or negative market values:

	Interest swaps	Interest/ currency swaps	FX contracts	Total
	EUR'000	EUR'000	EUR'000	EUR'000
31 December 2010	(1,120)	844	(2,378)	(2,654)
31 December 2009	3,407	16,961	(327)	20,041

22 Taxation

The taxation on the result of TEUR 1,550 can be specified as follows:

	2010	2009
	EUR'000	EUR'000
Result before taxation	6,099	2,953
Taxation on result	1,550	389
Effective tax rate	25.4%	13.2%
Applicable tax rate	25.5%	25.5%

23 Directors and supervisory directors

Management Board:

- Frank Mitschke, Amsterdam
- Bernd Bode, Hannover

The Management Board has not received any remuneration for 2010.

Supervisory Board:

- Frank Fiedler, Braunschweig

The Supervisory Board has not received any remuneration for 2010.

The Management Board has declared that to the best of its knowledge:

1. the financial statements give a true and fair view of the assets, the liabilities, the financial position and the results of the company; and
2. the management report gives a true and fair view of the company's situation on the balance sheet date, the events that occurred during the year and the risks to which the company is exposed.

Amsterdam, 8 March 2011

Management Board

Supervisory Board

Original has been signed by
F. Mitschke

Original has been signed by
F. Fiedler

Original has been signed by
B. Bode

Other information

Profit appropriation according to the Articles of Association

The company's Articles of Association provide that appropriation of accrued profit is subject to the decision of the shareholders at the general meeting of shareholders. The company can only make distributions to the shareholders and other persons entitled up to an amount which does not exceed the amount of the distributable reserves. The general meeting may resolve to pay dividends from legally distributable reserves.

Proposed appropriation of profit

Management proposes to retain the 2010 profit of EUR 4,549,110.96.

Post-balance sheet events

No post-balance sheet events occurred.



Independent auditor's report

To: the General Meeting of Shareholders of Volkswagen Financial Services N.V.

Report on the financial statements

We have audited the accompanying financial statements 2010 as set out on pages 3 to 25 of Volkswagen Financial Services N.V., Amsterdam, which comprise the balance sheet as at 31 December 2010, the income statement for the year then ended and the notes, comprising a summary of accounting policies and other explanatory information.

Management's responsibility

Management is responsible for the preparation and fair presentation of these financial statements and for the preparation of the management report, both in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, management is responsible for such internal control as it determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Volkswagen Financial Services N.V. as at 31 December 2010, and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

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Report on other legal and regulatory requirements

Pursuant to the legal requirement under Section 2:393 sub 5 at e and f of the Dutch Civil Code, we have no deficiencies to report as a result of our examination whether the management report, to the extent we can assess, has been prepared in accordance with Part 9 of Book 2 of this Code, and whether the information as required under Section 2:392 sub 1 at b-h has been annexed. Further we report that the management report, to the extent we can assess, is consistent with the financial statements as required by Section 2:391 sub 4 of the Dutch Civil Code.

Rotterdam, 10 March 2011
PricewaterhouseCoopers Accountants N.V.

Original has been signed by
dr. H.F.M. Gertsen RA