VOLKSWAGEN FINANCE

November 07, 2019

To, The General Manager - Debt Listing Wholesale Debt Segment, BSE Limited, 1st Floor, P. J. Towers, Dalal Street, Mumbai – 400001 REGISTERED OFFICE

VOLKSWAGEN FINANCE PRIVATE LTD. CIN - U65999MH2009FTC189640 3rd Floor, A wing, Silver Utopia Cardinal Gracious Road, Chakola, Andheri (East), Mumbai 400 099 Email ID: vwfplcompliance.india@vwfs.com Website: www.vwfs.co.in TEL: +91 22 39521000 FAX +91 22 39521001

Dear Sir,

Sub: Submission of the Certificate as required under regulation 52 (5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are enclosing Certificate from M/s Vistra ITCL (India) Limited, Debenture Trustees as required under regulation 52 (5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the same on your records.

Thanking you,

For Volkswagen Finance Private Limited

Harshada Pathak Company Secretary & Compliance Officer

Encl : As above





November 07, 2019

To, Mr. Goekhan Cinar Chief Finance Officer & Managing Director Volkswagen Finance Private Limited, Unit No. 301, A-Wing, 3rd Floor, Silver Utopia, Cardinal Gracious Road, Off Andheri Kurla Road, Chakala, Andheri (E), Mumbai – 400 099

Dear Sir,

Sub: Certificate of Debenture Trustee under Regulation 52(5) of SEBI (LODR) Regulations, 2015 for September 30, 2019.

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited, are acting as a Debenture Trustee for the Secured, Rated, Listed, Redeemable, Non-Convertible Debenture issue aggregating to Rs. 4000 crores of Volkswagen Finance Private Limited. ('Company')

With reference to above, we have received the following documents from the Company and have noted its contents:

1. Information required in terms of Regulation 52(4) of SEBI (Listing obligations and disclosure requirements), Regulation 2015.

2. Statement of Unaudited Financial Results for the half year ended September 30, 2019.

3. Credit Rating Letter (India Ratings and Research) dated August 14, 2019.

This certificate has been signed and issued by us based on documents (mentioned above) provided by you.

Thanking You.

Sincerely, For Vistra ITCL (India) Limited

Authorized Signatory

Place: Mumbai

Registered office: The IL&FS Financial Centre Plot No. C-22, G Block, 7th Floor Bandra Kurla Complex, Bandra (East) Mumbai 400051, India Tel: +91 22 2659 3535 Fax: +91 22 2653 3297 Email: mumbai@vistra.com www.vistraitcl.com