

9 April 2014

Final Terms

BMW Finance N.V.

EUR 100,000,000 Floating Rate Note due 27 January 2016
(which is to be consolidated and form a single series with the 2 Year EUR 300,000,000 Floating
Rate Note due 27 January 2016 (Tranche No. 819) issued on 27 January 2014)

issued pursuant to the

Euro 35,000,000,000
Euro Medium Term Note Programme
of

Bayerische Motoren Werke Aktiengesellschaft ("BMW AG")
BMW Finance N.V. ("BMW Finance")
BMW US Capital, LLC ("BMW US Capital")
BMW Australia Finance Limited, ABN 78 007 101 715 ("BMW Australia Finance")
BMW Japan Finance Corp. ("BMW Japan")

Dated 8 May 2013

Issue Price: 100.022 per cent.(plus EUR 103,416.67 in accrued interest for the period from and including 27 January 2014 to but excluding 10 April 2014 (73 days))

Issue Date 10 April 2014

Important Notice

These Final Terms have been prepared for the purpose of Article 5 (4) of the 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 of the Council of 24 November 2010, and must be read in conjunction with the Euro Medium Term Note Programme Prospectus pertaining to the Programme dated 8 May 2013 (the "Prospectus"). The Prospectus and any supplement thereto, if any,

<http://www.oblible.com>

are available for viewing in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu). Full information is only available on the basis of the combination of the Prospectus, any supplement and these Final Terms.

Part I: TERMS AND CONDITIONS

This Part I of the Final Terms is to be read in conjunction with the set of Terms and Conditions that apply to Notes with floating interest rates (the “Terms and Conditions”) set forth in the Prospectus as Option II. Capitalised terms shall have the meanings specified in the Terms and Conditions.

All references in this Part I of the Final Terms to numbered paragraphs and subparagraphs are to paragraphs and subparagraphs of the Terms and Conditions.

The blanks in the provisions of the Terms and Conditions, which are applicable to the Notes shall be deemed to be completed by the information contained in the Final Terms as if such information were inserted in the blanks of such provisions. All provisions in the Terms and Conditions corresponding to items in these Final Terms which are either not selected or completed or which are deleted shall be deemed to be deleted from the Terms and Conditions applicable to the Notes (the “Conditions”).

CURRENCY, DENOMINATION, FORM, TITLE, CERTAIN DEFINITIONS (§ 1)

§ 1 (1) Currency, Denomination

Tranche No.:	826
Specified Currency:	Euro (“EUR”)
Aggregate Principal Amount:	EUR 100,000,000
Specified Denomination(s)	EUR 100,000
Tranche to become part of an existing Series:	Yes
Aggregate Principal Amount of Series:	EUR 400,000,000

§ 1 (3) Temporary Global Note – Exchange

- ☐ Permanent Global Note
- ☒ Temporary Global Note – Exchange (TEFRA D)

§ 1 (4) Clearing System

- ☐ Clearstream Banking AG, Frankfurt
Mergenthalerallee 61
65760 Eschborn
- ☒ Euroclear Bank SA/NV
Boulevard du Roi Albert II
B-1210 Brussels
- ☒ Clearstream Banking, société anonyme,
Luxembourg
42 Avenue JF Kennedy
L-1855 Luxembourg
- ☐ Other:

Notes issued by BMW US Capital, LLC and treated by the Specified Clearing System(s) as registered notes for U.S. federal income tax purposes

- | | |
|--|---|
| <p><input type="checkbox"/> Registered Note (§ 1(2))</p> <p><input type="checkbox"/> Classical Global Note</p> <p style="padding-left: 40px;"><input type="checkbox"/> Intended to be held in a manner which would allow ECB eligibility</p> <p><input checked="" type="checkbox"/> New Global Note (NGN)</p> <p style="padding-left: 40px;"><input checked="" type="checkbox"/> Intended to be held in a manner which would allow ECB eligibility (in new global note form (NGN))</p> | <p>Treated by the Specified Clearing System as registered notes for U.S. federal income tax purposes. The Notes are subject to a book entry agreement entered into by the Specified Clearing System and the Issuer.</p> <p>Note that if this item is applicable it simply means that the Notes are intended upon issue to be deposited with one of the international central securities depositories (ICSDs) as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria (ECB eligibility)</p> |
|--|---|

§ 1 (7) Business Day

- | | |
|--|--------|
| <input checked="" type="checkbox"/> Relevant Financial Centre(s) | London |
| <input checked="" type="checkbox"/> TARGET | |

INTEREST (§ 3)

- ☐ **Fixed Rate Notes (Option I)**

§ 3 (1) Rate of Interest and Interest Payment Dates

- ☒ **Floating Rate Notes (Option II)**

§ 3 (1) Interest Payment Dates

- | | |
|--|---|
| Interest Commencement Date | 27 January 2014 |
| <input checked="" type="checkbox"/> Specified Interest Payment Dates | Quarterly, on 27 January, 27 April, 27 July, and 27 October, commencing on 27 April 2014, up to and including the Maturity Date |
| <input checked="" type="checkbox"/> Specified Interest Period(s) | The period from, and including, the |

Interest Commencement Date to, but excluding, the first Specified Interest Payment Date and, thereafter, the period from, and including, a Specified Interest Payment Date to, but excluding, the next Specified Interest Payment Date or the Maturity Date, as the case may be

§ 3 (2) Rate of Interest

- ☒ Floating Rate Notes where interest is linked to a reference rate

- ☒ EURIBOR (Brussels time/TARGET Business Day/Interbank market in the Euro-zone)

3 months

Euro Interbank Offered Rate (EURIBOR) means the rate for deposits in Euros for a specified period

Screen page

Reuters Screen EURIBOR01

- ☐ LIBOR (London time/London Business Day/City of London/London Office/London Interbank market)

London Interbank Offered Rate (LIBOR) means the rate for deposits in various currencies for a specified period

Screen page

- ☐ other reference rate (location for relevant time, relevant Business Day, relevant Office and relevant Interbank market)

Screen page

- ☐ Floating Rate Notes where interest is linked to a Constant Maturity Swap Rate:

Number of years

Factor

Screen page

Additional provisions:

If the screen page is not available

The arithmetic mean shall be rounded to the nearest:

- ☒ one thousandth of a percentage point
- ☐ one hundred-thousandth of a percentage point

Reference Banks located in

Eurozone

Relevant local time in

Frankfurt

Margin

0.21 per cent. *per annum*

☒ plus

☐ minus

Interest Determination Date

☒ second TARGET Settlement Day prior to commencement of Interest Period

☐ Reference Banks (if other than as specified in § 3 (2))

§ 3 (3) Minimum and Maximum Rate of Interest

☐ Minimum Rate of Interest

☐ Maximum Rate of Interest

☐ **Zero Coupon Notes (Option III)**

Amortisation Yield

§ 3 (7) Day Count Fraction

☐ Actual/Actual (ICMA)

☐ 30/360

☐ Actual/Actual (Actual/365)

☐ Actual/365 (Fixed)

☒ Actual/360

☐ 30/360 or 360/360 (Bond Basis)

☐ 30E/360 (Eurobond Basis)

PAYMENTS (§ 4)

§ 4 (5) Payment Business Day

Business Day Convention

☒ Modified Following Business Day Convention

☐ FRN Convention

☐ Following Business Day Convention

☐ Preceding Business Day Convention

Adjustment

☒ adjusted

☐ unadjusted

REDEMPTION (§ 5)

§ 5 (1) Redemption at Maturity

Maturity Date

Redemption Month and Year

The Specified Interest Payment Date
falling into January 2016

Final Redemption Amount

- ☒ Principal Amount
- ☐ Final Redemption Amount (per Specified Denomination)

§ 5 (3) Early Redemption at the Option of the Issuer

No

☐ Minimum Redemption Amount

☐ Higher Redemption Amount

Call Redemption Date(s)

Call Redemption Amount(s)

Minimum Notice to Noteholders

Maximum Notice to Noteholders

§ 5 (3)(4) Early Redemption at the Option of a Noteholder

No

Put Redemption Date(s)

Put Redemption Amount(s)

Minimum Notice to Issuer

Maximum Notice to Issuer (never more than 60 days)

§ 5 (3)(4)(5) Early Redemption Amount

Reference Price

PRINCIPAL PAYING AGENT, PAYING AGENTS AND CALCULATION AGENT (§ 6)

Calculation Agent/specified office

Deutsche Bank Aktiengesellschaft
Große Gallusstr. 10-14
60272 Frankfurt am Main
Germany

Required location of Calculation Agent (specify)

- ☐ Paying Agent(s)
- ☐ Additional Paying Agent(s)/specified office(s)

NOTICES (§ 12)

Place and medium of publication

- ☐ German Federal Gazette
- ☐ Luxembourg (Luxemburger Wort)
- ☐ Luxembourg (Tageblatt)
- ☒ Internet address www.bourse.lu
- ☒ Other (specify) Clearing systems

Language (§ 15)

- ☐ German and English (German prevailing)
- ☐ English and German (English prevailing)
- ☐ German only
- ☒ English only

Part II: ADDITIONAL INFORMATION

A. ESSENTIAL INFORMATION

Material Interests of natural and legal persons involved in the issue/offer

The Issuer is entitled to purchase or sell Notes for its own account or for the account of third parties and to issue further Notes. In addition, the Issuer may, on a daily basis, act on the national and international finance and capital markets. Therefore, the Issuer may, for its own account or for the account of its clients, also close transactions with regard to reference rates and it may, with regard to such transactions, act in the same manner as if the Notes had not been issued.

B. INFORMATION CONCERNING THE NOTES TO BE ADMITTED TO TRADING

Securities Identification Numbers

- ☒ Temporary Common Code 105576374
- Common Code 102030451
- ☒ Temporary ISIN Code XS1055763749
- ISIN Code XS1020304512
- ☐ German Securities Code
- ☐ Any other securities number

Yield

- ☐ Yield on issue price

Method of Distribution

☒ Non-Syndicated

☐ Syndicated

Management Details

Dealer/Management Group

BNP Paribas
10 Harewood Avenue
London NW1 6AA
United Kingdom

Expenses

Estimated total expenses relating to
admission of trading

Approximately EUR 400

Stabilising Manager

None

Stabilisation Period**C. ADMISSION TO TRADING AND DEALING
ARRANGEMENTS**

Listing(s) and admission to trading

Yes

☒ Luxembourg Stock Exchange

☒ regulated market

☐ Euro MTF

Third Party Information

Where information has been sourced from a third party the Issuer confirms that any such information has been accurately reproduced and as far as the Issuer is aware and is able to ascertain from information available to it from such third party, no facts have been omitted which would render the reproduced information inaccurate or misleading. The Issuer has not independently verified any such information and accepts no responsibility for the accuracy thereof.

Not applicable

Rating

☒ Moody's

A2

☒ Standard & Poor's

A+

The European Securities and Markets Authority ("ESMA") publishes on its website (www.esma.europa.eu) a list of credit rating agencies registered in accordance with the CRA Regulation. That list is updated within five working days following the adoption of a decision under Article 16, 17 or 20 CRA Regulation. The European Commission shall publish that updated list in the Official Journal of the European Union within 30 days following such update.

Trade Date:

3 April 2014

The aggregate principal amount of Notes has been Not applicable translated into EUR at the rate of amount currency = 1 EUR determined at the Trade Date as provided by the Issuer according to the ECB reference rate, producing the sum of:

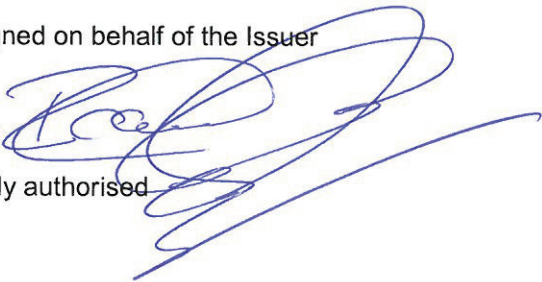
Listing:

The above Final Terms comprise the details required to list this issue of Notes under the Euro 35,000,000,000 Euro Medium Term Note Programme of Bayerische Motoren Werke Aktiengesellschaft, BMW Finance N.V., BMW US Capital, LLC, BMW Australia Finance Limited and BMW Japan Finance Corp., as approved by the Commission (as from 10 April 2014).

Signed on behalf of the Issuer

By:

Duly authorised



By:

Duly authorised

