

IN THE CASE OF NOTES LISTED ON THE OFFICIAL LIST OF AND ADMITTED TO TRADING ON THE REGULATED MARKET OF THE LUXEMBOURG STOCK EXCHANGE OR PUBLICLY OFFERED IN THE GRAND DUCHY OF LUXEMBOURG, THE FINAL TERMS OF NOTES WILL BE DISPLAYED ON THE WEBSITE OF THE LUXEMBOURG STOCK EXCHANGE (WWW.BOURSE.LU).

9 September 2014

### **Final Terms**

BMW Finance N.V.

EUR 80,000,000 Floating Rate Notes due 11 April 2016

which is to be consolidated and form a single series with the 2 year EUR 350,000,000 Floating Rate Notes due 11 April 2016 of which EUR 150,000,000 were initially issued on 11 April 2014 and increased to EUR250,000,000 on 15 April 2014 and to EUR 350,000,000 on 28 May 2014 (Tranche No. 827, 831 and 834)  
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 13 May 2014

Issue Price: 100.1569 per cent plus accrued Interest in the amount of EUR 58,280.00 for 62 days in the period from, and including, 11<sup>th</sup> July 2014 to, but excluding, 11<sup>th</sup> September 2014

Issue Date: 11 September 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 13 May 2014 (the "Prospectus"). The Prospectus and any supplement thereto, if any, are available for viewing in electronic form on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://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.:	854
Specified Currency:	Euro ("EUR")
Aggregate Principal Amount:	EUR 80,000,000
Specified Denomination(s):	EUR 100,000
Tranche to become part of an existing Series:	YES

#### **§ 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**

- ☐ Registered Note (§ 1(2))
- ☐ Classical Global Note
  - ☐ Intended to be held in a manner which would allow ECB eligibility
- ☒ New Global Note (NGN)
  - ☒ Intended to be held in a manner which would allow ECB eligibility (in new global note form (NGN))

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)

**§ 1 (8) Business Day**

- ☐ Relevant Financial Centre(s)
- ☒ TARGET

**INTEREST (§ 3)**

- ☐ **Fixed Rate Notes (Option I)**

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

Rate of Interest

Interest Commencement Date

Fixed Interest Date(s)

First Interest Payment Date

- ☐ Initial Broken Amount(s) (per denomination)
- ☐ Fixed Interest Date preceding the Maturity Date
- ☐ Final Broken Amount(s) (per denomination)

Determination Date(s)

## ■ Floating Rate Notes (Option II)

### § 3 (1) Interest Payment Dates

Interest Commencement Date

11 July 2014

■ Specified Interest Payment Dates

Quarterly, on 11 July, 11 October, 11 January and 11 April of each year, commencing on 11 July 2014, up to, and including, the Maturity Date, all subject to the Business Day Convention (as specified below).

■ 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** 0.22 per cent. *per annum*

- ☒ plus
- ☐ minus

**Interest Determination Date**

- ☒ second TARGET Business 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 [(3)][(4)][(7)][(8)] 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 [specify period(s)]
- ☐ Following Business Day Convention
- ☐ Preceding Business Day Convention

#### **Adjustment**

- ☒ adjusted
- ☐ unadjusted

## **REDEMPTION (§ 5)**

### **§ 5 (1) Redemption at Maturity**

Maturity Date

The Interest Payment Date falling on or nearest 11 April 2016.

Redemption Month and Year

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 (4) Early Redemption Amount**

Reference Price

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

Calculation Agent/specified office

Deutsche Bank Aktiengesellschaft  
Trust & Securities Services  
Taunusanlage 12  
60325 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**

- |                                     |                             |              |
|-------------------------------------|-----------------------------|--------------|
| <input checked="" type="checkbox"/> | Common Code                 | 105557183    |
| <input checked="" type="checkbox"/> | Temporary Common Code       | 110868596    |
| <input checked="" type="checkbox"/> | ISIN Code                   | XS1055571837 |
| <input checked="" type="checkbox"/> | Temporary ISIN Code         | XS1108685964 |
| <input type="checkbox"/>            | German Securities Code      |              |
| <input type="checkbox"/>            | Any other securities number |              |

**Method of Distribution**

- |                                     |                |
|-------------------------------------|----------------|
| <input checked="" type="checkbox"/> | Non-Syndicated |
| <input type="checkbox"/>            | Syndicated     |

**Management Details**

Dealer/Management Group	Barclays Bank PLC 5 The North Colonnade London E14 4BB United Kingdom
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**Expenses**

Estimated total expenses relating to admission of trading	Approximately EUR 1,320
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<b>Stabilising Manager</b>	None
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**Stabilisation Period**

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

<b>Listing(s) and admission to trading</b>	Yes
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- |                                     |                           |
|-------------------------------------|---------------------------|
| <input checked="" type="checkbox"/> | Luxembourg Stock Exchange |
| <input checked="" type="checkbox"/> | regulated market          |
| <input type="checkbox"/>            | EuroMTF                   |

**II./2 ADDITIONAL INFORMATION RELATED TO ALL NOTES**

**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 (stable)
- Standard & Poor's A+ (stable)

Each of Moody's and Standard & Poor's is established in the European Community and is registered or has applied for registration pursuant to Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies, amended by Regulation (EC) No 513/2011 of the European Parliament and of the Council of 11 March 2011, (the "CRA Regulation").

The European Securities and Markets Authority ("ESMA") publishes on its website ([www.esma.europa.eu](http://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:

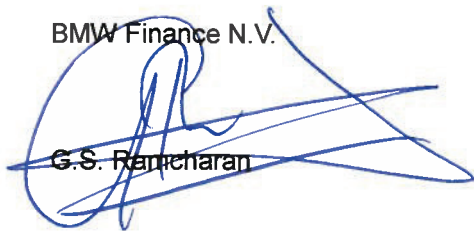
3 September 2014

The aggregate principal amount of Notes has been 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:

Not applicable

Signed on behalf of the Issuer

BMW Finance N.V.



G.S. Ramcharan



S. Schumacher