

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).

27 June 2017

**Final Terms**

BMW Finance N.V.

**EUR 200,000,000 Floating Rate Notes due November 2019  
to be consolidated and form a single series with the  
EUR 300,000,000 Floating Rate Notes due November 2019 (Tranche 977) issued on 22 May 2017**

**issued pursuant to the**

**Euro 50,000,000,000  
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 International Investment B.V. ("BMW Investment")  
BMW Japan Finance Corp. ("BMW Japan")

Dated 09 May 2017

Issue Price: 100.368247 per cent.  
(including accrued interest from and including 22 May 2017 to but excluding 29 June 2017)

Issue Date 29 June 2017

### **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 09 May 2017 (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 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.:	980
Specified Currency:	Euro (“EUR”)
Aggregate Principal Amount:	EUR 200,000,000
Specified Denomination(s)	EUR 100,000
Tranche to become part of an existing Series:	Yes The Notes will be consolidated and form a single series with Tranche No. 977 on or about 40 days after the Issue Date (the “Exchange Date”).
Aggregate Principal Amount of Series:	EUR 500,000,000

#### **§ 1 (3) Temporary Global Note – Exchange**

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

#### **§ 1 (4) Clearing System**

- ☐ Clearstream Banking AG, Frankfurt

- ☒ Euroclear Bank SA/NV
- ☒ Clearstream Banking, société anonyme, Luxembourg
- ☐ Other:

#### **Global Note**

- ☐ Classical Global Note
- ☒ New Global Note (NGN)

#### **§ 1 [(7)][(8)] Business Day**

- ☐ Relevant Financial Centre(s)
- ☒ TARGET

#### **INTEREST (§ 3)**

- ☐ Fixed Rate Notes (Option I)
- ☒ Floating Rate Notes (Option II)

#### **§ 3 (1) Interest Payment Dates**

Interest Commencement Date

22 May 2017

- ☒ Specified Interest Payment Dates

22 August, 22 November, 22 February and 22 May in each year from and including 22 August 2017 up to and including the Maturity Date, subject to adjustment in accordance with the Modified Following Business Day Convention

- ☒ Specified Interest Period(s) 3 months

### § 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 month

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

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Reuters Page "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 Brussels

**Margin** 0.25 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)**

### **§ 3 [(3)][(4)][(7)][(8)] Day Count Fraction**

- ☐ Actual/Actual (ICMA)
- ☐ 30/360<sup>(11)</sup>
- ☐ 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	Interest Payment Date falling on or nearest to 22 November 2019
Redemption Month and Year <sup>1)</sup>	November 2019
Final Redemption Amount	
<input checked="" type="checkbox"/> Principal Amount	EUR 200,000,000

- ☐ 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**

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

Calculation Agent/specified office See below

Required location of Calculation Agent (specify) Deutsche Bank Aktiengesellschaft  
Taunusanlage 12  
60325 Frankfurt am Main  
Germany



- |                                     |  |                                  |
|-------------------------------------|--|----------------------------------|
| <input checked="" type="checkbox"/> | Paying Agent(s)                                | Deutsche Bank Aktiengesellschaft |
| <input type="checkbox"/>            | Additional Paying Agent(s)/specified office(s) |                                  |
| <input type="checkbox"/>            | Other Calculation Agent                        |                                  |

#### **NOTICES (§ 12)**

##### **Place and medium of publication**

- |                                     |                  |                 |
|-------------------------------------|------------------|-----------------|
| <input checked="" type="checkbox"/> | Internet address | www.bourse.lu   |
| <input checked="" type="checkbox"/> | Other (specify)  | Clearing System |

#### **Language (§ 15)**

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

## Part II: ADDITIONAL INFORMATION

### II/1. DISCLOSURE REQUIREMENTS RELATED TO DEBT SECURITIES WITH A DENOMINATION PER UNIT OF AT LEAST EUR 100,000

#### 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.

#### ECB eligibility

- ☐ If the note is issued in Classical Global Note form and it is intended to be held in a manner which would allow ECB eligibility

Note that if this item is applicable it simply means that the Notes are intended upon issue to be deposited with one of the national central securities depositaries (CSDs) 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)

- ☒ If the note is issued in New Global Note (NGN) form and it is 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 depositaries (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)

- ☐ If the note is issued in New Global Note (NGN) form and is **not** intended to be held in a manner which would allow ECB eligibility

Note that whilst this item is applicable at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as common safekeeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

## **B. INFORMATION CONCERNING THE NOTES TO BE ADMITTED TO TRADING**

### **Securities Identification Numbers**

- ☒ Common Code 161834980 (preliminary 163925117 from the Issue Date up to the Exchange Date)
- ☒ ISIN Code XS1618349804 (preliminary XS1639251179 from the Issue Date up to the Exchange Date)
- ☐ German Securities Code
- ☐ Any other securities number

### **Yield**

- ☐ Yield on issue price

### **Method of Distribution**

- ☒ Non-Syndicated
- ☐ Syndicated

## Management Details

Dealer	UniCredit Bank AG Arabellastraße 12 81925 Munich, Germany
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## Expenses

Estimated total expenses relating to admission of trading	EUR 2,100
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Stabilising Manager	None
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Stabilisation Period	Not Applicable
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## C. ADMISSION TO TRADING AND DEALING ARRANGEMENTS

Listing(s) and admission to trading	Yes
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☒ Luxembourg Stock Exchange

☒ regulated market

☐ Other:

## 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
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**Rating**

☒ Moody's A2

☒ Standard & Poor's A+

These credit ratings have been issued by each of Moody's Investors Services Limited and Standard & Poor's Credit Market Services Europe Limited which are established in the European Community and is registered pursuant to Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies, as amended (the "CRA Regulation").

**Trade Date:** 22 June 2017

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

By:

By:

Duly authorised

Duly authorised