

(Convenience Translation)

**Declaration of the Board of Management and of the Supervisory Board of  
Bayerische Motoren Werke Aktiengesellschaft  
with respect to the recommendations of the  
“Government Commission on the German Corporate Governance Code”  
pursuant to §161 German Stock Corporation Act**

**I. Declaration of compliance**

The Board of Management and Supervisory Board of Bayerische Motoren Werke Aktiengesellschaft (“BMW AG”) declare the following with respect to the recommendations of the “Government Commission on the German Corporate Governance Code”:

1. During the period since filing the most recent declaration on 4 December 2007, BMW AG has complied with all recommendations published on 20 July 2007 in the official section of the electronic Federal Gazette (Code version dated 14 June 2007), except for the divergence from section 4.2.2 paragraph 1 GCGC already declared on 4 December 2007, namely that the discussion and regular review of the structure of the compensation system of the Board of Management is performed by the Personnel Committee and not, additionally, by the full Supervisory Board.
2. BMW AG will comply with all recommendations published on 8 August 2008 in the official section of the electronic Federal Gazette (Code version dated 6 June 2008) except for only one divergence, namely that the Supervisory Board has delegated the task of taking resolutions regarding the Management Board remuneration system, including the principal contractual components and the regular review of that system, to the Personnel Committee (section 4.2.2 paragraph 1 GCGC).

**II. Explanatory notes**

The task of determining the Management Board remuneration system, including the principal contractual components and the regular review of that system has been delegated to the Personnel Committee in order to increase the efficiency of the Supervisory Board’s work in personnel-related matters. The Supervisory Board is informed regularly and in detail of the work of the Personnel Committee.

Munich, December 2008

Bayerische Motoren Werke Aktiengesellschaft

On behalf of the Supervisory Board

On behalf of the Board of Management

Prof. Dr.-Ing. Joachim Milberg  
Chairman

Dr.-Ing. Norbert Reithofer  
Chairman