



Annual General Meeting of
Bayerische Motoren Werke Aktiengesellschaft, Munich,
11 May 2017.

Notified counter motions.

Dr. Walter Schicketanz, Rosenheim, submitted the following countermotion to Agenda item 3 (Ratification of the acts of the Board of Management):

Counterproposal: Ratification of the acts of the members of the Board of Management shall be refused.

Reason: The so-called “purchase incentive” for e-vehicles which the BMW Group is required to bear (i.e. the rebate of € 2,000 per vehicle) added up to millions of euro in 2016. This kept down both profit generated and hence the dividend paid by the Company to its owners – the shareholders. This rebate is granted by the manufacturers of e-vehicles; it is therefore a collusive rebate measure. Although the Federal Cartel Agency considers this unobjectionable from an antitrust point of view (letter dated 17 February 2017), the practice has more or less been forced on the industry by the government and for this reason it always was and still is unlikely that the agency would object to the measure. The Board of Management is granting this rebate at the expense of the shareholders and is therefore, in my opinion, not complying with its duty of care.

Moreover, there is a risk that the expense/damage to the shareholders could increase drastically if significantly higher volumes of e-vehicles are sold (an outcome that would actually be necessary in order for the targets set by the government to be achieved) (even though the risk is probably quite small, given that the targets for e-mobility and energy supplies do not appear to be very realistic and have been set by top civil servants i.e. in general by non-experts within ministries and the Network Agency with responsibility for energy issues).