

# TERMS OF USE FOR THE ONLINE SERVICE OF BMW AG FOR THE SEPARATE MEETING OF PREFERRED SHAREHOLDERS ON 13 MAY 2026.

## 1. Scope.

These Terms of Use apply to the online service for the Separate Meeting of Preferred Shareholders ("SMP") of Bayerische Motoren Werke Aktiengesellschaft ("Company") at [www.bmwgroup.com/smp-service](http://www.bmwgroup.com/smp-service). In addition, the provisions from the [Notice of the Separate Meeting of Preferred Shareholders](#) and the [Information on the rights of shareholders](#) apply.

## 2. Access to the online service for the Separate Meeting of Preferred Shareholders.

- 2.1 Access to the online service for the Separate Meeting of Preferred Shareholders is restricted. Our shareholders will receive the required access data consisting of an access number and a PIN after successful registration for the SMP, together with the registration confirmation.
- 2.2 If a shareholder authorises a third party to represent them, this person will receive their own access data for the online service.
- 2.3 The access data are personally assigned and may not be passed on to other persons.

## 3. Authorisation with voting instructions to the Company-appointed proxies.

- 3.1 Authorisation with voting instructions to the Company-appointed proxies may be issued, changed and revoked

electronically via the online service for the Separate Meeting of Preferred Shareholders. This is possible after successful registration until the time specified by the Chairman of the Meeting at the Separate Meeting of Preferred Shareholders on 13 May 2026 at the latest.

- 3.2 The Company has appointed Stefan Richmann, Adam Sykes and Andreas Stöffler as proxy representatives, each with sole power of representation and bound by instructions. The Company-appointed proxies are obliged to vote on each proposed resolution strictly in accordance with the shareholders' explicit instructions.
- 3.3 If, under one agenda item, separate votes are held on several combined proposed resolutions, any proxy with voting instructions granted shall apply accordingly to each individual resolution proposal.
- 3.4 For voting on resolution proposals that were not announced in the convocation of the Separate Meeting of Preferred Shareholders, the Company's-appointed proxies can only represent you if you give them voting instructions specifically for these items via the online service by the time specified by the Chairman of the Meeting. It is not possible to vote by proxy on such additional resolution proposals based on instructions previously given online or in writing for the regular vote.
- 3.5 If several instructions are issued consecutively for the same resolution proposal, only the instructions most recently received by the Company shall be taken into account. Any

previously received instructions shall be revoked upon receipt of the new instructions.

- 3.6 If the Company's appointed proxies are authorised, their name will be included in the list of attendees. Your name will not be disclosed.
- 3.7 Preferred shareholders or their proxies who have cast votes for the Separate Meeting of Preferred Shareholders via the Company-appointed proxies may obtain a voting confirmation via the online service up to one month after the day of the meeting as to whether and how their votes were counted in the Separate Meeting of Preferred Shareholders.
- 3.8 The legal relationship between the preferred shareholders and the Company-appointed proxies in connection with the Separate Meeting of Preferred Shareholders is governed by German law.

## 4. Online postal vote.

- 4.1 Electronic postal votes may be cast, changed and revoked via the online service for the Separate Meeting of Preferred Shareholders. This is possible after successful registration until the time determined by the Chairman of the Meeting at the meeting on 13 May 2026 at the latest.
- 4.2 If, under one agenda item, separate votes are held on several combined proposed resolutions, any votes cast by

online postal vote shall apply accordingly to each individual resolution proposal.

4.3 For voting on resolution proposals that were not announced in the convocation of the Separate Meeting of Preferred Shareholders, online postal votes may be cast up to the time determined by the Chairman of the Meeting. Postal votes previously cast online or in writing on the proposed resolutions contained in the convocation will not be taken into account in these extraordinary votes.

4.4 If several postal votes are cast consecutively on the same resolution proposal, only the postal votes most recently received by the Company shall be taken into account. Any previously received postal votes shall be revoked upon receipt of the new postal votes.

4.5 Preferred shareholders or their proxies who have cast votes for the Separate Meeting of Preferred Shareholders by online postal vote may obtain a voting confirmation via the online service up to one month after the day of the meeting as to whether and how their votes were counted in the Separate Meeting of Preferred Shareholders.

## 5. Authorisation of third parties.

5.1 Via the online service, shareholders can also grant a proxy to third parties. After the proxy has been granted, the proxy-holder will receive their own access data for the online service. To ensure timely delivery of the access data to the proxyholder, shareholders are requested to grant such proxies as early as possible.

5.2 If you wish to appoint a third party as your proxy or submit verification of such authorisation between 11 May 2026 and the end of the Separate Meeting of Preferred

Shareholders, please contact the shareholder hotline at +49 (0) 89-201-90368.

5.3 If you have granted proxy to a third party and wish to exercise your shareholder rights at the Separate Meeting of Preferred Shareholders yourself, you must first revoke the proxy granted.

## 6. Right to submit statements.

6.1 Pursuant to Section 130a AktG, shareholders who have duly registered for the Separate Meeting of Preferred Shareholders have the right to submit statements on agenda items by means of electronic communication. Statements may be submitted in text form or as video.

6.2 Statements may be submitted in text form or as video. They are to be submitted exclusively via the online service for the Separate Meeting of Preferred Shareholders and must be uploaded no later than midnight on 7 May 2026 (CEST).

6.3 Statements can be submitted in German or English. Statements in any other language will not be made available. The Company will not translate received statements. However, shareholders may submit their statements bilingually themselves, i.e. in German and English

6.4 Submissions in text form should not exceed 10,000 characters (including spaces), video statements should not exceed five minutes. The submission must be made in a commonly used file format (such as MP4, AVI or MOV).

6.5 Statements to be made available will be published, including the name and place of residence or registered office of the shareholder, in the online service no later than midnight on 8 May 2026 (CEST).

6.6 Statements will not be made available if they are received by the Company late or not via the online service, exceed a reasonable length, are not written in German or English, or if there is a reason for exclusion pursuant to Section 130a (3) sentence 4 AktG in conjunction with Section 126 (2) sentence 1 nos. 1, 3, and 6 AktG

6.7 Motions to add items to the agenda, countermotions, election proposals or other motions as well as questions or follow-up questions cannot be submitted by way of a statement. The procedure for exercising these rights is described in detail in the information on the rights of shareholders.

6.8 Submitted Statements may be withdrawn by sending an email to hv-service@bmw.adeus.de, stating your name and the access number.

## 7. Right to speak.

7.1 Duly registered preferred shareholders and their proxies have the right to speak in the Separate Meeting of Preferred Shareholders by way of video communication pursuant to Section 118a (1) sentence 2 no. 7 AktG in conjunction with Section 130a (5) and (6) AktG. The speech may contain motions and election proposals pursuant to Section 118a (1) sentence 2 no. 3 AktG and all types of requests for information pursuant to Section 131 (1) AktG. As the agenda of the Separate Meeting of the Preferred Shareholders does not provide for any elections, the Company points out that any election proposals would have to be rejected as inadmissible.

7.2 Shareholders and their proxies may register a speech via the "Request to speak" button in the online service from the beginning of the Separate Meeting of Preferred Shareholders. Motions may be announced via the "Motion" button. In

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order for a motion to be validly submitted to the SMP, it must generally be presented orally by way of video communication. The announcement of a motion will therefore also be treated as a request to speak.

- 7.3 Shareholders or their proxies who have duly registered to speak will be called at a time determined by the Chairman of the Meeting and asked to enter a virtual waiting room. Shareholders or their proxies can access the virtual waiting room directly via the online service by clicking on a pop-up window.
- 7.4 Pursuant to Section 130a (6) AktG, the Company reserves the right to verify the functionality of the video communication between the shareholder and the Company prior to the speech. If the functionality of the video communication is not ensured, the speech may be rejected.
- 7.5 Shareholders and their proxies who have registered to speak are requested to eliminate potential sources of interference for the live broadcast. This includes technical issues (e.g. unstable internet connection, incorrectly configured camera or microphone), acoustic interference (e.g. ringing mobile phone or other background noise) and visual disruptions (e.g. images, texts, banners or advertising boards in the background without the copyright holder's consent, or other persons who are present or visible in background photos and have not consented to their image being published).
- 7.6 If the functionality of the video communication is ensured, the Chairman of the Meeting will call the shareholders and their proxies waiting in the virtual waiting room by name, one after the other, and they will be connected live to the Separate Meeting of Preferred Shareholders.

## **8. Duties of care of the users of the online service.**

- 8.1 Upon receipt of the registration confirmation, please ensure that the postal item is undamaged and keep the document in a safe place. Disclosing access data to unauthorised persons is not permitted. If you suspect misuse of your access data, please contact the Company's shareholder hotline at +49 (0) 89-2019-0368 and arrange for your access to be blocked and new access data to be issued.
- 8.2 Please make sure to properly terminate and log out of the online service after use.

## **9. Stability and Availability / Disclaimer.**

- 9.1 The stability and availability of the online service may be subject to fluctuations and disruptions according to the current state of technology. Neither the Company nor the employees and service providers have any influence on the availability, functionality, stability and reliability of the telecommunications network and the third-party Internet services used. If, despite all the security precautions taken, we detect unauthorised third-party interference with the data stored for the purpose of receiving and exercising proxies and instructions and for carrying out the exercise of voting rights and handled in accordance with the EU Data Protection Regulation and the German Federal Data Protection Act (Bundesdatenschutzgesetz), we reserve the right to suspend or terminate the use of the online service.
- 9.2 The Company assumes no warranty or liability for the functionality, availability, stability and reliability of the online service. Nor is the Company responsible for access to the system, including the Internet services used and the network components of third parties. The Company also assumes no responsibility for errors or defects in the

hardware and software used, including that used by the service providers.

- 9.3 The exclusion of liability does not extend to damages for which the Company is responsible arising from injury to life, body, or health, or to other damages insofar as they should be attributable to intent or gross negligence on the part of the Company or its vicarious agents.
- 9.4 In case of technical problems, please contact the Company's shareholder hotline at +49 (0) 89-2019-0368, via email to hv-service.bmw@adeus.de, or in writing to BMW AG, c/o ADEUS Aktienregister-Service-GmbH, Postfach 57 03 64, 22772 Hamburg.

## **10. List of attendees.**

- 10.1 The list of attendees will be available via the online service during the Separate Meeting of Preferred Shareholders. It will be made available exclusively for the purposes provided for in the German Stock Corporation Act.
- 10.2 The personal data contained in the list of attendees may not be used or published for any purpose other than those provided for in the German Stock Corporation Act (e.g. on social media platforms).
- 10.3 For a period of two years following the Separate Meeting of Preferred Shareholders, shareholders have the right to inspect the list of attendees at the Company's registered office.

## **11. Notes on data protection.**

The Company processes personal data in connection with the preparation, implementation and follow-up of the

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Separate Meeting of Preferred Shareholders. Information on data protection can be found in the Company's online service under "Information on data protection" or at [www.bmwgroup.com/agm](http://www.bmwgroup.com/agm).