

COUNTERMOTIONS AND ELECTION PROPOSALS TO THE RESOLUTION PROPOSALS BY THE MANAGEMENT.

Non-binding convenience translation.

Below you will find the countermotions and election proposals by shareholders that the Company received by midnight on 30 April 2024 (CEST) and are to be made accessible pursuant to §§ 126, 127 German Stock Corporation Act (AktG). Motions and statements of reasons are reproduced in the words of the authors. In particular, BMW AG does not endorse any opinions or statements of fact. Hyperlinks are posted unchecked.

Shareholder motions and election proposals which are to be made accessible pursuant to §§ 126, 127 AktG are considered as having been proposed at the time at which they are made accessible. If the shareholder submitting the motion has not duly registered for the general meeting, the motion will not have to be dealt with at the meeting.

Shareholder motions that are merely directed at rejecting the Management's proposal are published below without a capital letter. You can vote in favour of these motions by voting »No« on the agenda item to which the respective motion relates, either in our online service at www.bmwgroup.com/agm-service or on the form enclosed with the confirmation of registration, or by instructing your representative accordingly.

Shareholder motions marked with a capital letter are not merely aimed at rejecting the Management's proposal but at a resolution with a different content. If you wish to vote on these motions, you can do so in advance by postal vote or by giving voting instructions to your proxy. To do so, please vote »For the motion« (»Für den Antrag«), »Against the motion« (»Gegen den Antrag«) or »Abstain« (»Enthaltung«) behind the corresponding capital letter in the online service at www.bmwgroup.com/agm-service or on the form enclosed with the registration confirmation under the heading »Gegenanträge der Aktionäre«.

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Shareholder:	Dachverband der Kritischen Aktionärinnen und Aktionäre e.V.
Registered office:	Cologne, Germany
Motion:	Countermotions on – agenda item 2: Resolution on the utilisation of unappropriated profit – agenda item 3: Resolution on the ratification of the acts of the Board of Management – agenda item 4: Resolution on the ratification of the acts of the Supervisory Board – agenda item 7: Resolution on the approval of the remuneration report
Voting:	Shareholders who wish to vote in favour of these countermotions vote »No« on the respective resolutions proposed by the Management.

Countermotion on agenda item 2: Resolution on the utilisation of unappropriated profit

The Dachverband der Kritischen Aktionärinnen und Aktionäre proposes that the utilisation of unappropriated profit proposed by the Board of Management and the Supervisory board be rejected.

Reason:

The proposed dividend of 6.00 Euro per dividend-bearing no-par value shares and therefore this year's payout ratio of 33.7 per cent are too high. In view of the need to invest in climate and environmental protection and in sustainable electromobility, the Dachverband is calling for the dividend payout to be limited to 0.10 Euro per share.

Countermotion on agenda item 3: Resolution on the ratification of the acts of the Board of Management

The Dachverband der Kritischen Aktionärinnen und Aktionäre proposes that the acts of the Members of the Board of Management in the financial year 2023 shall not be ratified.

Reason:

The Board of Management of BMW AG is not meeting its responsibility to take more effective measures for climate protection and human rights and is therefore not doing sufficient justice to the major social challenges.

High risk of forced labour in the supply chains of automotive companies persists

The majority of the BMW Group's purchases in 2023 came from China: 17.4 per cent. BMW Management thus continues to risk inhumane working conditions and human rights violations in its own supply chain. BMW is therefore not sufficiently fulfilling the requirements of the German Supply Chain Due Diligence Act (LkSG).

According to a report published by the *Sheffield University* in December 2022, Uyghur forced labour is prevalent throughout the automotive industry supply chain in the Chinese region of East Turkestan – this includes BMW suppliers. Millions of Uyghurs are held in detention camps under the cruellest conditions and hundreds of thousands of them are subjected to

forced labour. Increasingly, factories are being set up next to these camps, where detainees are forced to work for lowest wages. According to this report, the three car manufacturers BMW, VW and Mercedes-Benz have supplier relationships with companies that may be involved in forced labour.

The *European Center for Constitutional and Human Rights* (ECCHR) filed a complaint against the car manufacturers BMW, Mercedes-Benz and Volkswagen with the Federal Office of Economics and Export Control (BAFA), which is responsible for monitoring the Supply Chain Act, as early as 2023. To date, “the three car manufacturers have not been able to credibly prove that they can exclude Uyghur forced labour in their supply chains,” the President of the World Uyghur Congress, Dolkun Isa, told Table.Media. This year's report “Asleep at the Wheel: Car Companies' Complicity in Forced Labour in China”¹ shows that car companies have still not taken adequate measures to eliminate or minimise the risk of Uyghur forced labour in their aluminium supply chains. Nor have they presented specific plans on how they intend to prevent and eliminate future human rights violations in their own supply chains. This contradicts a current focus of the BMW Group's purchasing and supplier network to “anchor social and ecological standards in the supplier network [...]” (see Annual Report 2023).

Ineffective climate protection measures

In its latest annual report, the BMW Group boasts that production volumes increased significantly in the 2023 financial year. Although the “associated better capacity utilisation of the plants” led to a reduction in “specific energy consumption in vehicle production in the previous year's consumption per vehicle produced”, the company itself admits that absolute energy consumption in the BMW Group in 2023 was higher than in the previous year. In addition, a reduction in energy consumption per vehicle produced of 0.07 MWh compared to 2019 is relatively low. Last but not least, absolute CO₂ emissions at all BMW Group locations remained at the previous year's level.

By 2030, the BMW Group aims to reduce Scope 1 and Scope 2 emissions per produced vehicle by an average of 80 per cent compared to 2019. The 2023 Annual Report does not contain a comprehensive plan for the extent to which BMW also intends to reduce Scope 3 emissions. The BMW Group's entire carbon footprint must take into account the entire supply chain: the extraction of raw materials, the actual vehicle production, the utilisation phase of the vehicles and their recycling. In addition, BMW is only pursuing the goal of “reducing dependence on fossil fuels” - a climate target that is not particularly specific or ambitious. There is a reason for this: in comparison to Volkswagen, for example, BMW continues to stick to the combustion engine and sells this as a technological openness.

The share of all-electric vehicles in the Group's total sales was just 15 per cent at the end of 2023. The fact that this is relatively low is also due to the fact that the market share of German car manufacturers in China is steadily declining, which can also be attributed to the falling demand for combustion engines in China. Although the German automotive groups, including BMW, are ahead with combustion engines in terms of market share in China, the

¹ <https://www.hrw.org/de/news/2024/02/01/china-carmakers-implicated-uyghur-forced-labor>

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demand for battery electric cars is increasing rapidly. In the rapidly growing market for e-cars, BMW has apparently not yet managed to stand out from the Chinese competition.

Countermotion on agenda item 4: Resolution on the ratification of the acts of the Supervisory Board

The Dachverband der Kritischen Aktionärinnen und Aktionäre proposes that the acts of the Members of the Supervisory Board in the financial year 2023 shall not be ratified.

Reason:

The Supervisory Board is not fulfilling its duty to supervise the Board of Management. Apparently, the incentives to ensure a more environmentally friendly production method are too low.

Continued commitment to the production of plug-in hybrids despite poor environmental performance

Without massive subsidies, plug-in hybrid vehicles are not attractive to customers. They are expensive and have only a short electric range. BMW (but also VW and Mercedes-Benz) have miscalculated with their partially electric models. Sales are faltering. Compared to 2022, the number of new registrations in Europe fell by around seven per cent compared to the previous year. In addition, standard and real values for plug-in hybrids differ widely. Recently published figures from the European Environment Agency for 2022 show that the average real-world consumption of a plug-in hybrid is 5.94 litres per 100 kilometres, which is 251.9 percent higher than the figures according to the official WLTP test cycle. Even if this figure cannot be applied one-to-one to BMW, it clearly shows the problem of plug-ins with the official consumption and therefore also CO₂ values. Without taking into account that plug-in hybrids are not a climate-neutral solution, BMW continues to state in its 2023 Annual Report: „Plug-in operations make an important contribution to reducing global CO₂ emissions.”

Countermotion on agenda item 7: Approval of the remuneration report

The Dachverband von kritischen Aktionärinnen und Aktionären proposes that the remuneration report shall not be approved.

Reason:

The BMW Group Board of Management's climate protection measures are inadequate. The remuneration does not incentivise to take credible emission reduction measures and comprehensive measures to uphold human rights due diligence along its “own automotive value chain”.

Variable remuneration hardly incentivises actual climate protection

It remains questionable to what extent the Company's climate targets are credibly compatible with its growth ambitions and to what extent the Group's own interim targets up to 2030 are sufficient. The remuneration hardly incentivises the setting of specific Scope 1, 2 and 3 emission reduction targets and the implementation of actual climate protection measures. This is because the ESG measures do not make up a particularly large proportion of the variable remuneration. In addition, 'innovation performance' such as increasing the 'sales share of fully electric vehicles' is one of the biggest ESG targets. This implies that BMW largely sees the electrification of its vehicles as a climate-neutral solution as part of its own climate target, without recognising that merely electrifying cars is not the way to sustainable, climate-neutral and environmentally friendly mobility. The goal of climate neutrality by 2050 therefore seems more like an attempt to wash its hands of its own responsibility.

Cologne, 30.04.2024 www.kritischeaktionaere.de