



23/09/98

International Swaps and Derivatives Association, Inc.
600 Fifth Avenue, 27th Floor
Rockefeller Center
New York, NY 10020-2302
USA

Dear Sirs,

EMU Protocol - Adherence

The purpose of this letter is to confirm our adherence to the ISDA EMU Protocol as published by the International Swaps and Derivatives Association, Inc. on 6th May, 1998 (the "Protocol"). This letter constitutes an Adherence Letter as referred to in the Protocol.

The definitions and provisions contained in the Protocol are incorporated into this Adherence Letter, which supplements and forms part of each ISDA Master Agreement between us and each other Adhering Party.

1. Specified Terms

Annex 1	ISDA EMU Continuity Provision	Applicable
Annex 2	Price Sources	Applicable
Annex 3	Payment Netting	Applicable
Annex 4	EMU Definitions	Applicable
Annex 5	Bond Options	Applicable

2. Appointment as Agent and Release

We hereby appoint ISDA as our agent for the limited purposes of the Protocol and accordingly we waive, and hereby release ISDA from, any rights, claims, actions or causes of action whatsoever (whether in contract, tort or otherwise) arising out of or in any way relating to this Adherence Letter or our adherence to the Protocol or any actions contemplated as being required by ISDA.

Zetel van de Vennootschap
Siège Social
2880 BORNEM

Adres - Adresse
Lodderstraat 16
Industriepark "De Vliet"

Telefoon - Téléphone
(03) 890 97 11

Fax
(03) 890 98 11

Banken - Banques
Generale Bank
Générale de Banque
220-0870750-17

Handelsregister
Registre du Commerce
Mechelen 59.296

BTW - TVA
BE 413.533.863



3. Payment

We enclose payment of U.S.\$500, or represent that we have previously made payment of that amount to you, in respect of our adherence to the EMU Protocol.

4. Contact Details

Our contact details for purposes of this Adherence Letter are:

Name: Catherine Herrick
Address: BMW AG, Petuelring 130, 80788 Munich, Germany
Telephone: 49 89 382 25452
Fax: 49 89 382 23209

We consent to the publication of the conformed copy of this letter by ISDA and to the disclosure by ISDA of the contents of this letter.

Yours faithfully,
BMW Belgium N.V.

Dr. H. Mann
Treasurer

Dr. H. Bodenbinder
Afgevaardigd Bestuurder
Algemeen Directeur

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