



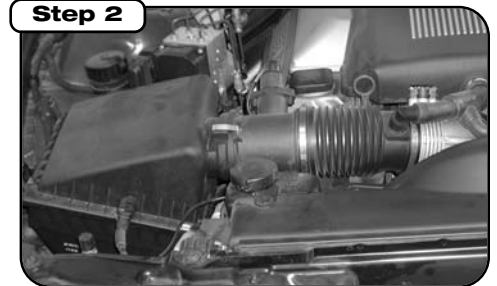
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# Intake Kit Installation Instructions: '97-'03 BMW 540i (E39) V8-4.0L/4.4L

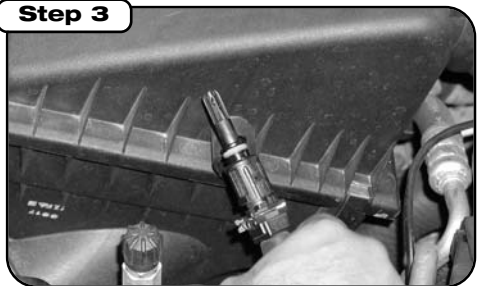
<b>Kit Part #</b>	54-10471	<b>Tools Required:</b>	<b>Part List:</b>	1 Rubber coupler
<b>Make:</b>	BMW	5/16" socket, nut-driver	1 Filter part # 24-91007 (Replacement Filter)	1 #64 clamp
<b>Model:</b>	540i E39	8mm socket or wrench	1 M6 x 1 x 12mm hex head screw	1 #72 clamp
<b>Engine:</b>	V8-4.0L, 4.4L	10mm socket or wrench	1 M6 lock washer	
<b>Year:</b>	1997-2003	Ratchet and extension	1 M6 washer	
		Med flat screwdriver	5 Screw, Btn head M6x1x10	
		4mm allen wrench	1 Billet adapter	
			1 Filter shield	
			1 Rubber grommet	



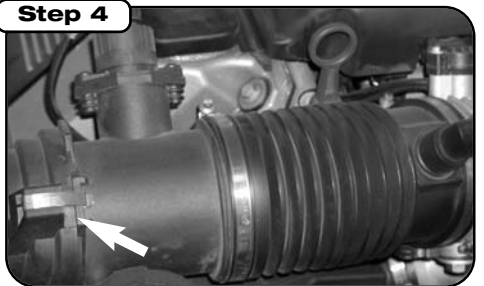
Complete kit with parts.



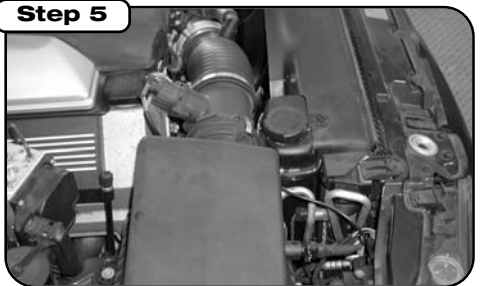
Complete stock intake.



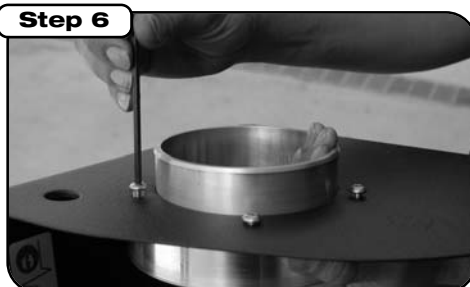
Remove temperature sensor from stock air box



Remove 2 spring clips that connect the mass flow sensor to the stock air box.



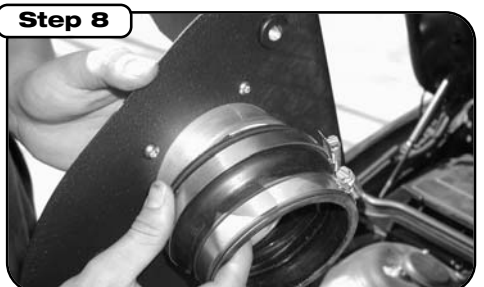
Remove bolt with 10mm socket or wrench and remove air box from engine.



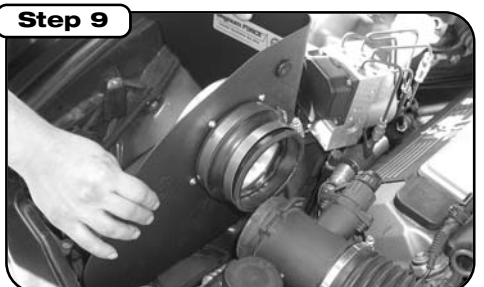
Assemble billet adapter to shield using 5 button head screws.



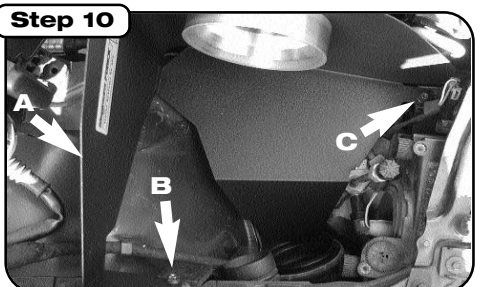
Insert rubber grommet.



Slip on rubber adapter (do not tighten).



Install shield into vehicle.



A- Use provided 6mm screw, washer and lock washer (10mm) B Use factory nut (10mm) C Use factory screw (8mm)



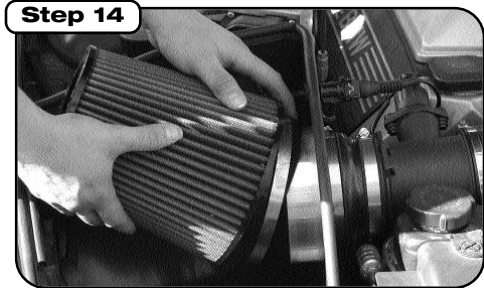
Tighten down 2 clamps that are used on the rubber adapter.



Install temperature sensor.



Install trim seal.



Install filter.



Make sure all hoses and clamps are tight and that all electrical components (if applicable) are secure. Check and retighten connections and filter after a few hours of operation.

Note: Filter Cleaning and Re-oiling: When cleaning your aFe filter, be sure to use only aFe's "Restore Kit" (aFe P/N: 90-50001 blue oil aerosol, or aFe P/N: 90-50501 blue squeeze bottle oil). Filter Replacement: PN: 24-91007 (black w/blue media)