



Important Notice
The Depository Trust Company

B #:	1978-15
Date:	December 4, 2015
To:	All Participants
Category:	Coupon Distribution
From:	International Services
Attention:	Operations, Reorg & Dividend Managers, Partners & Cashiers
Subject:	Tax Relief - Country: The Netherlands REVISED THIS IS A SPECIAL NETHERLANDS PROCESS OFFERED ONLY FOR CUSIP#N31738110 Issue Name: FIAT CHRYSLER AUTOMOBILES N.V. CUSIP: N31738110 Record Date: 11/30/2015 Payable Date: 12/15/2015 Relief At Source CA Web Cut-Off: 12/08/2015 8.00 PM (EST)

Participants can use DTC's Corporate Actions Web (CA Web) service to certify all or a portion of their position entitled to the applicable withholding tax rate. Participants are urged to consult TaxInfo respectively before certifying their instructions over the CA Web.

Important: Prior to certifying tax withholding instructions, participants are urged to read, understand and comply with the information in the Legal Conditions category found on TaxInfo on the CA Web.

Questions regarding this Important Notice may be directed to GlobeTax 212-747-9100.

Important Legal Information: *The Depository Trust Company ("DTC") does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages.*

To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that may be imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.

DTCC offers enhanced access to all important notices via a Web-based subscription service. The notification system leverages RSS Newsfeeds, providing significant benefits including real-time updates and customizable delivery. To learn more and to set up your own DTCC RSS alerts, visit http://www.dtcc.com/subscription_form.php.

Non-Confidential

Fiat Chrysler Automobiles N.V., 7.875% Mandatory Convertible Securities due 2016 will pay a coupon on December 15, 2015 to holders of record as of November 30, 2015.

Participants can use DTC's Corporate Actions Web (CA Web) instructions tab to certify all or a portion of their position entitled to the applicable withholding tax rate (and asserting exemption from or non-applicability of withholding tax). Use of these instruction methods will permit entitlement amounts to be paid through DTC. By electing, Participants agree to the Agreements, Representations and Indemnification below.

On the coupon payment date, all beneficial owners will receive this coupon payment net of the full Netherlands statutory rate with the possibility to obtain relief at source (and asserting exemption from or non-applicability of withholding tax) as outlined in the below Eligibility Matrix.

EVENT DETAILS	
COUNTRY OF ISSUANCE	NETHERLANDS
THIS IS A SPECIAL NETHERLANDS PROCESS OFFERED ONLY FOR CUSIP N31738110	
ISSUE	FIAT CHRYSLER AUTOMOBILES N.V., 7.875% MANDATORY CONVERTIBLE SECURITIES DUE 2016
CUSIP#	N31738110
RECORD DATE	NOVEMBER 30, 2015
PAY DATE	DECEMBER 15, 2015
STATUTORY WHT RATE	15%

CHARGES & DEADLINES					
FILING METHOD	BATCH	PAYMENT METHOD	TAX RELIEF FEE	MINIMUM SERVICE CHARGE PER BENEFICIAL OWNER	FINAL SUBMISSION DEADLINE (ALL TIMES EST)
RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY)	PAYMENT ON COUPON PAYMENT DATE	VIA DTC	\$0	\$0	CA WEB ELECTION DEADLINE: DECEMBER 8, 2015 (8PM) ESP SUBMISSION / DOCUMENTATION DEADLINE: DECEMBER 8, 2015 (5PM)
STANDARD LONG FORM TAX RECOVERY PROCESS MAY BE AVAILABLE. PLEASE CONTACT GLOBETAX AT +1 212-747-9100 FOR DETAILS.					

ELIGIBILITY MATRIX

RATE DESCRIPTION	RECLAIM RATE	ELIGIBLE RESIDENTS	DOCUMENTATION REQUIRED
UNFAVORABLE 15%	0%	NETHERLANDS DOMICILED BENEFICIAL OWNERS NOT ENTITLED TO TAX EXEMPTION* OR THOSE WHO DO NOT DISCLOSE	NONE
EXEMPT OR NOT APPLICABLE - 0%	15%	BENEFICIAL OWNERS DOMICILED OUTSIDE OF THE NETHERLANDS AND BENEFICIAL OWNERS DOMICILED INSIDE OF THE NETHERLANDS ENTITLED TO TAX EXEMPTION*	ESP SUBMISSION <i>(SELECT RELIEF AT SOURCE OPTION)</i> COVER LETTER (EXHIBIT A) OR TRANSPARENT ENTITY CERTIFICATE** (EXHIBIT B)

* LEGAL ENTITIES DOMICILED FOR TAX PURPOSES IN THE NETHERLANDS AND HOLDING AN INTEREST IN THE SECURITIES QUALIFYING FOR THE APPLICATION OF THE DUTCH PARTICIPATION EXEMPTION MAY CLAIM EXEMPTION FROM TAX.

** TRANSPARENT ENTITIES WHO WANT TO HAVE THEIR FORMS PRE-VALIDATED MAY SUBMIT THE COMPLETED AND SIGNED EXHIBIT B TO GLOBETAX AT ANY TIME PRIOR TO THE DEADLINE. PLEASE E-MAIL SEND AN E-MAIL WITH THE CERTIFICATE AS AN ATTACHMENT TO DUTCHESP@GLOBETAX.COM SUBJECT: FIAT MCS TRANSPARENT ENTITY VALIDATION

PARTICIPATING IN RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) IS WHOLLY VOLUNTARY AND DISCRETIONARY, HOWEVER, IT IS THE ONLY WAY TO OBTAIN THE 0% WITHHOLDING TAX RATE ON THE PAYMENT DATE.

DESCRIPTION OF VARIOUS DOCUMENTATION

DOCUMENT NAME	DESCRIPTION	ORIGINAL / COPY	SIGNATURE REQUIREMENT
COVER LETTER (EXHIBIT A)	A LISTING OF THE BENEFICIAL OWNER'S DETAILS, TAXPAYER ID, QUANTITY, ENTITY TYPE, AND RECLAIM RATE. THE COVER LETTER IS PROVIDED TO GLOBETAX BY THE PARTICIPANT .	ORIGINAL / ELECTRONIC PDF	DTC PARTICIPANT
TRANSPARENT ENTITY CERTIFICATE (EXHIBIT B)	CERTIFICATION OF BENEFICIAL OWNER STATUS AND THE BENEFICIAL OWNER'S DETAILS, TAXPAYER ID, QUANTITY, ENTITY TYPE, AND RECLAIM RATE. THE CERTIFICATE IS PROVIDED TO GLOBETAX THROUGH THE DTC PARTICIPANT , BY TRADITIONAL HARD COPY OR ELECTRONICALLY.	ORIGINAL / ELECTRONIC PDF	FINANCIAL INTERMEDIARY HOLDING THROUGH A DTC PARTICIPANT PLEASE CALL GLOBETAX AT +1 212-747-9100 FOR THE TEMPLATE

CONTACT DETAILS

PRIMARY CONTACT	KASEY HARBES
PHONE / FAX	+1 212-747-9100 / +1 212-747-0029
EMAIL ADDRESS	DUTCHESP@GLOBETAX.COM
COMPANY	GLOBETAX AS AGENT FOR FIAT CHRYSLER AUTOMOBILES N.V.
ADDRESS	90 BROAD STREET 16 TH FLOOR, NEW YORK, NY 10004
ADDITIONAL CONTACTS	STEPHANIE URUGUTIA; TROY DRAYTON

ESP

powered by **GLOBETAX**

GlobeTax offers ESP, a paperless withholding tax reclaim process, for eligible beneficial owners, to participants holding Fiat Chrysler Automobiles N.V., 7.875% Mandatory Convertible Securities due 2016.

These claims should be submitted through the following web site. (Requires a one-time registration): <https://esp.globetax.com>

Please contact Kasey Harbes at GlobeTax via email at DutchESP@GLOBETAX.COM if you have any questions about this process.

DISCLAIMER

All tax information contained in this Important Notice is based on a good faith compilation of information obtained from multiple sources. The information is subject to change. Actual deadlines frequently vary from the statutory deadlines because of local market conditions and advanced deadlines set by local agents. To mitigate risk it is strongly advised that DTC Participants file their claims as soon as possible as GlobeTax and/or their agents will not be liable for claims filed less than six months before the specified deadline. In the event that local market rules, whether implemented by a local agent or a Tax Authority, conflict with the information provided in the important notice, either prior to or after publication, the local market rules will prevail.

FREQUENTLY ASKED QUESTIONS (FAQs)

GENERAL QUESTIONS

QUESTION	ANSWER
AM I REQUIRED TO FILE THROUGH ESP?	NO. YOU MAY SUBMIT A TRADITIONAL CLAIM THROUGH STANDARD MAIL IF YOU CANNOT SUBMIT CLIENT DATA THROUGH ESP. PLEASE CONTACT GLOBETAX FOR TEMPLATES.

FREQUENTLY ASKED QUESTIONS (FAQs) continued

<p>WILL GLOBETAX ACCEPT CLAIMS FILED DIRECTLY TO THEM BY BENEFICIAL OWNERS?</p>	<p>GLOBETAX ONLY ACCEPTS CLAIMS FILED BY THE DTC PARTICIPANT WHO HELD THE SECURITIES THROUGH DTC AND ONLY TO THE EXTENT THAT DTC HAS REPORTED THESE HOLDINGS TO US AS VALID.</p>
<p>ONCE I SUBMIT A RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) CLAIM, HOW LONG WILL IT TAKE TO BE PAID?</p>	<p>PAYMENTS RESULTING FROM RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) CLAIM ARE MADE ON THE COUPON PAYMENT DATE THROUGH DTC.</p>
<p>AS A TRANSPARENT ENTITY, DO I NEED TO COMPLETE THE CERTIFICATE (EXHIBIT B) FOR EACH ACCOUNT?</p>	<p>NO. THE TRANSPARENT ENTITY CERTIFICATE (EXHIBIT B) MAY BE COMPLETED ONCE PER DTC PARTICIPANT FIRM IF YOU ARE A TRANSPARENT ENTITY WITH MORE THAN ONE ACCOUNT WITH THE DTC PARTICIPANT.</p>
<p>DO I NEED TO PHYSICALLY SEND ANY DOCUMENTS TO GLOBETAX IN ORDER TO PARTICIPATE IN THE RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) PROCESS?</p>	<p>FOR CLAIMS THAT ARE FILED THROUGH ESP PHYSICAL DOCUMENTATION IS NOT REQUIRED.</p> <p>FOR CLAIMS SUBMITTED THROUGH TRADITIONAL MAIL, YES. PLEASE PRINT AND SIGN THE COVER LETTER ON YOUR COMPANY LETTERHEAD BEFORE SENDING THE DOCUMENT TO GLOBETAX. ELECTRONIC PDFS SENT VIA EMAIL ARE ACCEPTABLE.</p>
<p>MY CLIENT IS UNABLE TO PROVIDE THE REQUIRED DISCLOSURE BY THE RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) DEADLINE. MAY I STILL SUBMIT THE CLAIM THROUGH ESP?</p>	<p>WE STRONGLY SUGGEST ADHERING TO THE DEADLINE PUBLISHED AS PROOF OF RESIDENCY IS NOT REQUIRED FOR RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY). A STANDARD LONG FORM TAX RECOVERY PROCESS FOR THIS EVENT MAY BE AVAILABLE, PLEASE CONTACT GLOBETAX AT +1 212-747-9100 FOR DETAILS.</p>
<p>IS THE RELIEF AT SOURCE (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) PROCESS FREE OF CHARGE?</p>	<p>YES.</p>
<p>IS THE PROCESS FOR TAX RELIEF (ASSERTION OF EXEMPTION OR NON-APPLICABILITY) OFFERED BY GLOBETAX AN OPTIONAL PROCESS?</p>	<p>YES, THIS IS A DISCRETIONARY, OPTIONAL SERVICE.</p>

EXHIBIT A — COVER LETTER FOR DTC PARTICIPANTS
 (SUBMITTED BY THE DTC PARTICIPANT - Please place on your Company Letterhead)

Tax Relief Request Form

ISSUE: FIAT CHRYSLER AUTOMOBILES N.V., 7.875% MANDATORY
 CONVERTIBLE SECURITIES DUE 2016
 CUSIP: N31738110
 RECORD DATE: NOVEMBER 30, 2015
 PAY DATE: DECEMBER 15, 2015

Name of Beneficial Owner	Street Address of Beneficial Owner	City, State, Zip of Beneficial Owner	Country of Residence	Tax Payer I.D. #	Type of Account	Amount of Securities
1)						
2)						
Note: for more than 5 beneficial owners, please provide an excel breakdown of beneficial owner information						

Total: _____

We ask that GlobeTax, file these assertions of exemption from or non-applicability of withholding tax for the above-mentioned beneficial owner(s). Please contact the undersigned should you have any questions.

INDEMNIFICATION

The undersigned DTC Participant (the "Participant") will be fully liable for any and all withholding taxes, claims, penalties and / or interest, including without limitation, any foreign exchange fluctuations associated with such funds in respect of the holdings listed above unless the relevant beneficial owner is neither an individual nor a company and a signed and dated TRANSPARENT ENTITY CERTIFICATION (Exhibit B) in respect of that beneficial owner has been provided to GlobeTax as agent for Fiat Chrysler Automobiles N.V. ("the Issuer"). Neither the Issuer nor any of its agents or affiliates shall be liable for the failure to secure any refund, relief, exemption or non-applicability of tax. In consideration of the assistance of GlobeTax and the Issuer in processing such assertions, the Participant expressly agrees that neither GlobeTax nor the Issuer nor any of their agents or affiliates shall have any liability for, and, unless the relevant beneficial owner is neither an individual nor a company and a signed and dated TRANSPARENT ENTITY CERTIFICATION (Exhibit B) in respect of that beneficial owner has been provided to GlobeTax as agent for the Issuer, shall indemnify, defend and hold the Issuer and its respective agents and affiliates harmless from and against, any and all loss, liability, damage, judgment, settlement, fine, penalty, demand, claim, cost or expense (including without limitation fees and expenses of defending itself or enforcing this agreement) arising out of or in connection herewith. The Participant further agrees that their obligations hereunder shall be free from all defenses.

Sincerely,

Name:
 Title:
 DTC Participant Name: _____ DTC Participant #: _____
 Address:

Completed claims should be sent to: **GlobeTax**
90 Broad Street, 16th Floor
New York, NY 10004
Attn: Dutch Reclaim Group

EXHIBIT B — TRANSPARENT ENTITY CERTIFICATE
ONLY NEEDED FOR NON-CORPORATE / NON-INDIVIDUAL ENTITIES
 (THIS FORM MUST BE SUBMITTED THROUGH THE DTC PARTICIPANT TO GLOBETAX –
 Please place on your Company Letterhead)

Tax Relief Request Form

ISSUE: FIAT CHRYSLER AUTOMOBILES N.V., 7.875% MANDATORY
 CONVERTIBLE SECURITIES DUE 2016
 CUSIP: N31738110
 RECORD DATE: NOVEMBER 30, 2015
 PAY DATE: DECEMBER 15, 2015

Name of Beneficial Owner	Street Address of Beneficial Owner	City, State, Zip of Beneficial Owner	Country of Residence ¹	Tax Payer I.D. #	Type of Account	Account Number [^]	Amount of Securities
1)							
2)							
Note: for more than 5 beneficial owners, please provide an excel breakdown of beneficial owner information ^ Account number at DTC Participant if the positions are held in more than one account.							

Total: _____

The undersigned hereby certifies that each beneficial owner mentioned above was the beneficial owner of the above-mentioned amount of the above-mentioned securities at the above-mentioned record date for the purposes of Dutch withholding tax, on the assumption that for these purposes “beneficial owner” includes a body of persons such as a partnership (unless the consent of all those persons is required for any of them to transfer its interest in that body) if that body does not hold the securities as a fiduciary (such as a trustee).

We ask that GlobeTax file this assertion of exemption from, or non-applicability of, withholding tax for each above-mentioned beneficial owner. Please contact the undersigned should you have any questions.

INDEMNIFICATION

The above-mentioned beneficial owner(s) will be fully liable for any and all withholding taxes, claims, penalties and / or interest, including without limitation, any foreign exchange fluctuations associated with such funds. Neither Fiat Chrysler Automobiles N.V. (the “Issuer”) nor any of its agents or affiliates shall be liable for the failure to secure any refund, relief, exemption or non-applicability of tax. In consideration of the assistance of GlobeTax and the Issuer in processing such assertions, each above-mentioned beneficial owner expressly agrees that neither GlobeTax nor the Issuer nor any of their agents or affiliates shall have any liability for, and shall indemnify, defend and hold the Issuer and its respective agents and affiliates harmless from and against, any and all loss, liability, damage, judgment, settlement, fine, penalty, demand, claim, cost or expense (including without limitation fees and expenses of defending itself or enforcing this agreement) arising out of or in connection herewith. Each above-mentioned beneficial owner further agrees that its obligations hereunder shall be free from all defenses.

Sincerely,

Name:

Title:

Name of Financial Intermediary: _____

Account #: _____ at (DTC Participant Name & Number): _____

Address:

For and on behalf of the beneficial owner(s) set out above

¹ In the case of an in the case of an organization which is treated as transparent for the tax purposes of the jurisdiction in which it is organized, the jurisdiction in which it is managed.