



2011 Half-year Financial Report

Second Quarter 2011

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BOARD OF DIRECTORS AND AUDITORS

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This document has been translated into English for the convenience of international readers.
The original Italian should be considered the authoritative version.

This Report is also available at www.fiatspa.com

Fiat S.p.A.

Registered Office: 250 Via Nizza, Turin, ITALY

Share Capital: €4,465,578,145

Turin Companies Register/Tax Code: 00469580013

BOARD OF DIRECTORS AND AUDITORS

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Chief Executive Officer

Sergio Marchionne

Directors

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Carlo Barel di Sant'Albano

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René Carron

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Gian Maria Gros-Pietro ^{(1) (2)}

Virgilio Marrone

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Franzo Grande Stevens

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Piero Locatelli

Alternate Auditors

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Fabrizio Mosca

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Deloitte & Touche S.p.A.

(1) Member of the Nominating, Corporate Governance and Sustainability Committee

(2) Member of the Internal Control Committee

(3) Member of the Compensation Committee

FIAT GROUP HALF-YEAR FINANCIAL REPORT

INTRODUCTION

The Half-year Financial Report for the period ended 30 June 2011 has been prepared in accordance with Legislative Decree 58/1998, as amended, and the "Regolamento Emittenti" issued by Consob.

This Report also conforms with the requirements of the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") adopted by the European Union and has been prepared in accordance with IAS 34 - *Interim Financial Reporting*. The accounting principles applied are consistent with those used for preparation of the Consolidated Financial Statements at 31 December 2010, except as otherwise stated under "Accounting principles, amendments and interpretations adopted from 1 January 2011" in the Notes to the Interim Consolidated Financial Statements.

INTERIM REPORT

HIGHLIGHTS

1 st Half 2011 ^(*)	1 st Half 2010 ^(*)	(€ million)		2 nd Quarter 2011 ^(**)	2 nd Quarter 2010 ^(*)
22,363	17,984		Net revenues	13,153	9,381
776	537		Trading profit/(loss)	525	307
1,834	514		Operating profit/(loss)	1,583	282
1,514	265		Profit/(loss) before taxes	1,361	126
1,274	(4)		Profit/(loss) for the period	1,237	(17)
1,337	(23)		Profit/(loss) attributable to owners of the parent	1,308	(30)
193	19		Profit/(loss) for the period before unusuals	156	8
(per share data in €)					
1.074	(0.018)		Basic earnings per ordinary share for Continuing Operations ^(***)	1.074	(0.018)
1.074	(0.018)		Basic earnings per preference share for Continuing Operations ^(***)	0.963	(0.018)
1.182	(0.018)		Basic earnings per savings share for Continuing Operations ^(***)	0.965	(0.104)

(*) In accordance with IFRS 5, the figures for Q2 and H1 2010 have been reclassified to exclude the businesses transferred to Fiat Industrial on 1 January 2011 under the Demerger

(**) Includes consolidation of Chrysler from 1 June 2011

(***) Note 12 to the financial statements provides additional information on the calculation of basic and diluted earnings per share

(€ million)	30.06.2011	31.12.2010
Total assets	78,479	73,442 ^(a)
Net (debt)/cash	(6,269)	(2,753) ^(b)
- of which: Net industrial (debt)/cash	(3,407)	(542) ^(b)
Total equity	11,975	12,461 ^(a)
Equity attributable to owners of the parent	8,776	11,544 ^(a)
No. of employees at period end	196,355	137,801

(a) Amounts relate to Fiat Group pre Demerger

(b) Amounts take into account effects from the Demerger which took effect 1 January 2011

Disclaimer

This report, and in particular the section entitled "Subsequent Events and Outlook", contains forward-looking statements. These statements are based on the Group's current expectations and projections about future events and, by their nature, are subject to inherent risks and uncertainties. They relate to events and depend on circumstances that may or may not occur or exist in the future and, as such, undue reliance should not be placed on them. Actual results may differ materially from those expressed in such statements as a result of a variety of factors, including: volatility and deterioration of capital and financial markets, changes in commodity prices, changes in general economic conditions, economic growth and other changes in business conditions, weather, floods, earthquakes or other natural disasters, changes in government regulation (in each case, in Italy or abroad), production difficulties, including capacity and supply constraints and many other risks and uncertainties, most of which are outside of the Group's control.

GROUP RESULTS

1 st Half 2011				2 nd Quarter 2011				
Fiat with Chrysler	Chrysler	Fiat excluding Chrysler	1 st Half 2010 ^(*)	(€ million)	Fiat with Chrysler	Chrysler	Fiat excluding Chrysler	2 nd Quarter 2010 ^(*)
22,363	3,325	19,200	17,984	Net revenues	13,153	3,325	9,990	9,381
19,060	2,807	16,415	15,443	Cost of sales	11,151	2,807	8,506	8,026
1,890	279	1,611	1,489	Selling, general and administrative	1,102	279	823	781
610	67	543	486	Research and development	332	67	265	253
(27)	(22)	(5)	(29)	Other income/(expense)	(43)	(22)	(21)	(14)
776	150	626	537	TRADING PROFIT/(LOSS)	525	150	375	307
7	-	7	2	Gains/(losses) on disposals of investments	3	-	3	1
42	3	39	21	Restructuring costs	38	3	35	21
1,093	(220)	1,313	(4)	Other unusual income/(expense)	1,093	(220)	1,313	(5)
1,834	(73)	1,907	514	OPERATING PROFIT/(LOSS)	1,583	(73)	1,656	282
(368)	(70)	(298)	(328)	Financial income/(expense)	(230)	(70)	(160)	(186)
48	-	48	79	Result from investments	8	-	8	30
1,514	(143)	1,657	265	PROFIT/(LOSS) BEFORE TAXES	1,361	(143)	1,504	126
240	-	240	269	Income taxes	124	-	124	143
1,274	(143)	1,417	(4)	PROFIT/(LOSS) FOR THE PERIOD	1,237	(143)	1,380	(17)

(*) In accordance with IFRS 5, the figures for Q2 and H1 2010 have been reclassified to exclude the businesses transferred to Fiat Industrial on 1 January 2011 under the Demerger

Results for Fiat Group for the second quarter of 2011

Net revenues

(€ million)	2 nd Quarter		
	2011	2010	% change
Automobiles (Fiat Group Automobiles, Chrysler, Maserati, Ferrari)	11,434	7,927	44.2
Components & Production Systems (Magnetit Marelli, Fiat Powertrain ^(*) , Teksid, Comau)	3,195	2,899	10.2
Other Businesses	279	280	-0.4
Eliminations	(1,755)	(1,725)	
Total for the Group	13,153	9,381	40.2

(*) Includes the activities of the Passenger & Commercial Vehicles business line of the former FPT Powertrain Technologies sector

Reported **revenues** were €13.2 billion. Excluding Chrysler, revenues were up 6.5% to €10 billion with year-on-year increases for all businesses.

Fiat Group Automobiles (FGA) posted revenues of €7.6 billion (+2.7%), with 568,400 passenger cars and light commercial vehicles shipped during the quarter (+2.5% vs. Q2 2010). Despite continued weak demand for passenger cars in most European markets, the increase was attributable to higher LCV volumes, continued success of the Alfa Romeo Giulietta, strong performance in Brazil, in addition to the contribution from the distribution of Chrysler Group vehicles in Europe. Market share for passenger cars in Europe was down 0.3 percentage points to 7.2%, primarily due to a 0.8 percentage point decline in Italy (share at 29.5%), reflecting the phase-out of certain models and a further reduction in demand for alternative fuel vehicles. Fiat Professional maintained a leading position in Europe with a 14.4% share, its best ever Q2 performance. In Brazil, Fiat remained market leader, with overall share at 22.6% (+2.8 p.p. over nearest competitor).

Chrysler reported revenues of €3.3 billion for June on worldwide vehicle shipments of 179,000 (514,000 for Q2, up 19% year-on-year). Market share for the quarter was up 1.2 p.p. to 10.6% in the U.S. and 2.0 p.p. to 14.9% in Canada.

Luxury & Performance brands: Ferrari posted revenues of €589 million, up 20.4%. Maserati revenues were down 3.4% to €168 million, but stable on a constant currency basis.

Components & Production Systems had revenues of €3.2 billion, a 10.2% increase over Q2 2010. All sectors posted solid year-on-year growth. For Magneti Marelli, in particular, revenues were up 10% to €1.5 billion.

Trading profit/(loss)

(€ million)	2 nd Quarter		
	2011	2010	Change
Automobiles (Fiat Group Automobiles, Chrysler, Maserati, Ferrari)	428	270	158
Components & Production Systems (Magneti Marelli, Fiat Powertrain ^(*) , Teksid, Comau)	110	64	46
Other Businesses and Eliminations	(13)	(27)	14
Total for the Group	525	307	218
Trading margin (%)	4.0	3.3	

(*) Includes the activities of the Passenger & Commercial Vehicles business line of the former FPT Powertrain Technologies sector

Reported **trading profit** was €525 million. Excluding Chrysler, trading profit of €375 million was €68 million higher than Q2 2010.

Fiat Group Automobiles achieved trading profit of €187 million (€185 million for Q2 2010), with trading margin at 2.5% unchanged over the prior year. The positive impact of higher volumes and purchasing efficiencies was almost entirely offset by lower cost absorption at Italian passenger car plants.

Luxury & Performance brands benefited from higher volumes, with Ferrari posting trading profit of €82 million, a €5 million increase over the prior year despite higher R&D spending for new products, and Maserati achieving trading profit of €9 million (€8 million in Q2 2010).

Components & Production Systems reported trading profit of €110 million, up €46 million year-on-year, with Magneti Marelli nearly double at €50 million (vs. €26 million) and Fiat Powertrain at €46 million (vs. €31 million).

Operating profit/(loss)

Operating profit for Q2 2011 was €1,583 million, impacted by positive net unusuables of €1,058 million. Unusual income totaled €2,020 million, of which €2,017 million relates to fair value re-measurement of the 30% ownership interest held in Chrysler prior to the acquisition of control and of the right to receive an additional 5% ownership interest following Chrysler's achievement of the third Performance Event. Unusual expense totaled €962 million, of which €739 million ex Chrysler (including €552 million in non-cash charges) largely due to the impact on Fiat's businesses of the strategic realignment with Chrysler's manufacturing and commercial activities, further accelerated following the increase of Fiat's ownership interest, and to one-off charges mainly related to the realignment of certain of the Group's minor activities.

Chrysler recorded an operating loss of €73 million in June 2011, which included €223 million in unusual expenses. As of the date control was acquired, Chrysler recorded an upward revaluation or "step up" of its inventories totaling €220 million in connection with the recognition of the assets acquired and liabilities assumed at fair value. In June, this amount was fully written off due to the rapid inventory turnover and was recorded as a one-off non-cash charge.

For Q2 2010, operating profit of €282 million included net unusual expense of €25 million.

Profit/(loss) for the period

Net financial expense totaled €230 million. Excluding Chrysler, net financial expense was €160 million (€186 million in Q2 2010). Net of the marking-to-market of two stock option-related equity swaps (no impact in Q2 2011 and €19 million loss for Q2 2010) financial expense was substantially in line with Q2 2010, with the cost of maintaining a higher level of liquidity compensated by the benefits of lower indebtedness and favorable currency impacts.

Profit before taxes was €1,361 million. Excluding Chrysler, profit before taxes was €1,504 million. The €1,378 million increase (ex Chrysler) over Q2 2010 almost entirely reflects higher trading profit (+€68 million) and the €1,306 million positive difference in net unusual items (2011 – net unusual income of €1,281 million; 2010 – net unusual expense of €25 million).

Income taxes totaled €124 million (€143 million for Q2 2010), and related primarily to taxable income of companies operating outside Italy and employment-related taxes in Italy.

Reported **net profit** for Q2 2011 was €1,237 million (net loss of €17 million for Q2 2010). Excluding unusuables and related tax impacts, net profit was €156 million (€76 million excluding Chrysler, up €68 million on 2010).

Profit attributable to owners of the parent was €1,308 million for the second quarter, compared with a loss of €30 million for the same period in 2010.

Results for Fiat Group for the first half of 2011

Net revenues

(€ million)	1 st Half		
	2011	2010	% change
Automobiles (Fiat Group Automobiles, Chrysler, Maserati, Ferrari)	19,025	15,261	24.7
Components & Production Systems (Magnetit Marelli, Fiat Powertrain ^(*) , Teksid, Comau)	6,201	5,348	15.9
Other Businesses	530	542	-2.2
Eliminations	(3,393)	(3,167)	
Total for the Group	22,363	17,984	24.3

(*) Includes the activities of the Passenger & Commercial Vehicles business line of the former FPT Powertrain Technologies sector

Group **revenues** for the H1 2011 totaled €22.4 billion. Excluding Chrysler, revenues were €19.2 billion up 6.8% over H1 2010.

Fiat Group Automobiles closed the **first half** with revenues of €14.6 billion, up 2.6% over the first six months of 2010, driven by improved sales mix and favorable currency movements particularly in the first quarter (+1.5% at constant exchange rates).

Luxury and Performance brands: for H1 2011, Maserati reported **revenues** of €303 million, substantially in line with the same period for the prior year (+2.3% at constant exchange rates), and Ferrari recorded revenues of €1,080 million, a gain of 19.6% over the same period in 2010.

Components & Production Systems recorded double-digit revenue growth for the first half of 2011 (+15.9% over 2010), with all sectors contributing to the increase.

Trading profit/(loss)

(€ million)	1 st Half		
	2011	2010	Change
Automobiles (Fiat Group Automobiles, Chrysler, Maserati, Ferrari)	620	466	154
Components & Production Systems (Magnetit Marelli, Fiat Powertrain ^(*) , Teksid, Comau)	171	106	65
Other Businesses and Eliminations	(15)	(35)	20
Total for the Group	776	537	239
Trading margin (%)	3.5	3.0	

(*) Includes the activities of the Passenger & Commercial Vehicles business line of the former FPT Powertrain Technologies sector

Group **trading profit** of €776 million, included €150 million reported by Chrysler for June. Excluding Chrysler, trading profit increased by 16.6% or €89 million, mainly driven by the strong performance of Components. Trading margin was 3.3% (3.0% for H1 2010).

Operating profit/(loss)

Operating profit for H1 2011 was €1,834 million impacted by net unusual income of €1,058 million. Included in these results is the €73 million operating loss recorded by Chrysler for June 2011, which reflects €223 million in unusual expense (inventory adjustments as outlined above). For H1 2010, operating profit was €514 million and included net unusual expense of €23 million.

Profit/(loss) for the period

Net financial expense totaled €368 million with Chrysler's net financial expense of €70 million. Excluding Chrysler, net financial expense was €298 million (€328 million in H1 2010) and included a €23 million gain in the mark-to-market value of two stock option-related equity swaps (€32 million loss for H1 2010). Net of that item, financial expense increased €25 million over the prior year, mainly reflecting the cost of maintaining a higher level of liquidity.

Profit before taxes was €1,514 million. Excluding Chrysler, profit before taxes was €1,657 million. The €1,392 million increase over H1 2010 almost entirely reflects higher trading profit (+€89 million) and the €1,304 million positive year-over-year difference in net unusual items.

Income taxes totaled €240 million (€269 million for H1 2010), and related primarily to taxable income of companies operating outside Italy and employment-related taxes in Italy.

Reported **net profit** for H1 2011 was €1,274 million (net loss of €4 million for H1 2010). Excluding unusuals and related tax impacts, net profit was €193 million (€113 million excluding Chrysler, up €94 million on 2010).

Profit attributable to owners of the parent was €1,337 million for the first half, compared with a loss of €23 million for the same period in 2010.

OPERATING PERFORMANCE BY BUSINESS

Automobiles

Net revenues

1 st Half			2 nd Quarter			
2011	2010	% change	(€million)	2011	2010	% change
14,565	14,190	2.6	Fiat Group Automobiles	7,550	7,350	2.7
3,325	-	-	Chrysler	3,325	-	-
303	301	0.7	Maserati	168	174	-3.4
1,080	903	19.6	Ferrari	589	489	20.4
(248)	(133)		Eliminations	(198)	(86)	
19,025	15,261	24.7	Total	11,434	7,927	44.2

Trading profit/(loss)

1 st Half			2 nd Quarter			
2011	2010	Change	(€million)	2011	2010	Change
317	338	-21	Fiat Group Automobiles	187	185	2
150	-	150	Chrysler	150	-	150
18	12	6	Maserati	9	8	1
135	116	19	Ferrari	82	77	5
620	466	154	Total	428	270	158
3.3	3.1		Trading margin (%)	3.7	3.4	

Fiat Group Automobiles

Fiat Group Automobiles (FGA) closed the quarter with **revenues** of approximately €7.6 billion, up 2.7% over the second quarter of 2010, despite continued weak demand for passenger cars in the European market. Top-line growth was driven by higher volumes, in particular for light commercial vehicles, the success of the Alfa Romeo Giulietta, strong performance in Brazil and the contribution from the distribution of Chrysler Group vehicles in Europe.

Fiat Group Automobiles shipped¹ a total of 568,400 passenger cars and light commercial vehicles during the quarter, representing a 2.5% increase over the second quarter of 2010. For passenger cars, a total of 452,100 units were shipped, substantially in line with the prior year, and included approximately 7,900 Chrysler Group units (mainly Jeep®) for which FGA is general distributor in most European markets. For light commercial vehicles, a total of 116,300 units were shipped during the quarter, a 17.2% increase over the same period in 2010.

During the quarter, the **European passenger car market** (EU27+EFTA) registered a year-over-year contraction (-1.7%), with 3.7 million units sold to end customers. Performance was uneven across markets, however, reflecting differences in the phase-out of incentives programs and in macroeconomic conditions. In Germany, a robust economic recovery drove a 7.6% increase in demand (+13.9% for the first quarter), particularly in the upper segments. In Italy, weak demand continued with the overall market remaining in line with low Q2 2010 levels.

The French and UK markets recorded declines of 6.5% and 5.2%, respectively. For both markets, these results were widely expected given the timing and nature of the termination of incentives. For the fourth consecutive quarter, Spain recorded a year-on-year decline in excess of 20% attributable to macroeconomic conditions and government policies that are particularly unfavorable to the auto sector.

During the second quarter, FGA shipped a total of 252,700 passenger cars in Europe, a 7.6% decline over 2010. Significantly higher volumes in Germany (+15.9%) and the UK (+17.6%) only partially offset the declines experienced in France (-16.2%), Spain (-38.9%) and minor European markets (-8.6% in aggregate). In Italy, shipments were down 8.5%.

¹ "Shipments": New Cars & LCV's invoiced to third party customers (i.e., invoices to dealer network, importers & direct invoice to customers such as car rental companies, fleets, public administrations, etc.)

For Alfa Romeo, shipments in Europe were up about 30% on the back of the strong contribution from the Alfa Romeo Giulietta. For Lancia, shipments were in line with the prior year, while Fiat brand experienced a decline attributable primarily to the phase-out of certain models.

FGA's overall market share in Europe was 7.2% for the quarter, down 0.3 percentage points year-over-year. In Italy, share was 29.5% compared with 30.3% for Q2 2010. This result reflected the above-mentioned phase-out of certain models and a further reduction in the relative contribution of alternative fuel passenger cars to overall demand (5% compared with 12% in Q2 2010), in addition to the fact that the positive contribution of the newly-launched Fiat Freemont and Lancia Ypsilon, which have both enjoyed critical and commercial success, only had a marginal impact on the quarter. In the UK, FGA's market share was substantially unchanged at 3.0%. However, year-on-year share was up 0.1 percentage points in Germany (to 3.6%), share was down 0.4 percentage points in Spain and 0.7 percentage points in France. Of particular note was the strong performance in the Netherlands, where FGA improved share for the sixth consecutive quarter with registrations up 43% (against overall market growth of 18%), confirming its leadership for vehicles with low CO₂ emissions.

Fiat brand was the most heavily impacted by the product and market conditions described above, with overall share in Europe down from 6.1% to 5.4%. The Fiat Panda reached the production milestone of 2 million units confirming European leadership in its segment, followed once again by the Fiat 500 which gained more than 2 percentage points. The Grande Punto MyLife recorded a 0.8 percentage point gain in the most competitive segment in Europe, re-entering the top-10 ranking. And finally, the Fiat Freemont achieved better than expected results with over 13,000 orders received since launch.

Lancia maintained its share unchanged at 0.7% with volumes for the new Ypsilon only benefiting the final part of the quarter. Orders to date exceeded 15,000 units.

Alfa Romeo, on the other hand, increased European market share 0.3 percentage points to 1% with the Giulietta continuing the success experienced since launch.

FGA recorded a significant increase in the number of **light commercial vehicles** shipped for the second quarter. In Europe, volumes were up 23.8% year-on-year to 64,700 units, significantly outpacing overall market growth. Double-digit growth was achieved in Germany (+40.5%) and France (+15.0%), continuing the positive trend experienced in the first quarter. In Italy, where the market recorded a slight recovery, volumes for FGA were up 30.6%. Volumes were stable in the UK, while in Spain shipments fell 17.4% year-on-year.

Fiat Professional's market share in Europe was 14.4%² (+0.6 percentage points), representing the best second quarter performance in the brand's history. Share gains were recorded in major markets, with share in Italy at 45.5% (+0.8 percentage points), in Germany at 14.7% (+2.2 percentage points), an all-time quarterly record, and in France at 10.9% (+0.8 percentage points). Share was down slightly year-on-year for both the UK at 3.6% (-0.4 p.p.) and Spain at 8.6% (-0.3 p.p.).

Driving this performance was the Fiat Ducato, with registrations up approximately 17% to 37,400 units driven by the new range of engines.

In **Brazil**, demand for passenger cars and light commercial vehicles was up significantly over the prior year (+15.4%), with similar levels of performance in each segment, and 860,000 registrations representing another year-over-year record.

Shipments of passenger cars and light commercial vehicles once again exceeded 200,000 units, up 6.9% over Q2 2010. FGA recorded an overall market share of 22.6% (down 0.7 percentage points year-over-year but up 0.5 percentage points over Q1). FGA strengthened its leadership position, increasing the gap over its nearest competitor to 2.8 percentage points.

In **Argentina**, FGA shipments increased more than 40% with the market growing 34.2%. Overall market share was 10.4%, with FGA gaining in the LCV segment.

Fiat Group Automobiles closed Q2 2011 with a **trading profit** of €187 million, substantially in line with Q2 2010 (€185 million). The positive impact of higher volumes and purchasing efficiencies was almost entirely offset by lower cost absorption at Italian passenger car plants.

Fiat Group Automobiles closed the **first half** with **revenues** of €14.6 billion, up 2.6% over the first six months of 2010, driven by improved sales mix and favorable currency movements particularly in the first quarter (+1.5% at constant exchange rates).

² Due to unavailability of data from Italy since January 2011, figures reported for Italy for 2011 are an extrapolation and, as such, the possibility of a margin of error for the EU total exists.

A total of 1,087,000 passenger cars and light commercial vehicles were shipped during the first half, substantially in line with the same period for 2010. The slight fall for passenger cars (-2.7% to 869,000 units) was compensated for by increased sales for light commercial vehicles, which reached 218,000 units (+12.5% over the first six months of 2010).

Passenger car demand in Europe was down 1.8% for the first half, in line with performance in the first quarter. For the main European markets, demand was higher in Germany (+10.5%) and France (+1%, entirely due to performance in the first quarter), but extremely weak performance was recorded in Italy (-13.1%), the UK (-7.1%) and Spain (-26.8%). For the rest of Europe, overall demand remained in line with H1 2010, although with significant variations by market.

FGA shipped 498,000 passenger cars in Europe, with the 9.4% reduction over the prior year being heavily influenced by performance in Italy, where shipments were down 14.8%. Growth in Germany (+20.5%) and the UK (+5.0%) fully offset declines in France (-10.7%) and Spain (-28.9%). For the rest of Europe, shipments were stable year-over-year.

FGA's European market share was down 0.9 percentage points for the first six months to 7.2%, influenced heavily by performance in Q1 2011 (-1.5 percentage points to 7.1%) compared to Q1 2010, which benefited from the residual impact of eco-incentives in Italy. By individual market, share was down in Italy (-1.7 percentage points) and France (-0.4 percentage points), but substantially in line with 2010 in Germany and the UK.

Double-digit growth was recorded for light commercial vehicles in Europe, with shipments up 14.5% for the first half. Increases were achieved in all major markets except Spain, where year-over-year performance was flat. Shipments were up 42.0% in Germany, 6.7% in Italy, 15.4% in France and 9.2% in the UK. Market share remained substantially stable at 13.6%³, despite a less favorable market mix. FGA improved share in all major markets: Italy up 0.4 p.p. to 46.2%, Germany up 1.9 p.p. to 13.6%, France up 0.5 p.p. to 10%, the UK up 0.1 p.p. to 3.7% and Spain up 0.6 p.p. to 9.2%.

In **Brazil**, shipments for passenger cars and light commercial vehicles increased 7.4% to 383,000 units. Fiat Group Automobiles maintained its market leadership, for both cars and light commercial vehicles, achieving an overall share of 22.4% with the market up 9.5%.

In **Argentina**, FGA shipped a total of 43,400 units during the first half and achieved a market share of 10.2% (market up 30.7%).

For H1 2011, Fiat Group Automobiles had **trading profit** of €317 million (€338 million reported for H1 2010).

In March, FGA presented several new products at the Geneva Motor Show. Carrying the flag for Fiat brand was the new Fiat Freemont, the first Fiat model to come out of the alliance with Chrysler Group. . The Freemont, on sale since May, is available with a selection of two turbo-diesel engines, a 140 hp and a 170 hp MultiJet 2.0, both with manual transmission. These will be followed by 2 AWD versions with a 170 hp MultiJet 2.0 and a 276 hp 3.6 V6 gasoline engine, both with automatic transmission.

Alfa Romeo showcased the Giulietta and MiTo with the latest innovations in styling and technology. The 2011 Model Year MiTo presented in Geneva was launched in major European markets in April. Alfa Romeo also unveiled the 4C Concept – a compact mid-engine, rear-wheel drive, 2-seater “supercar” that embodies the brand's sporting spirit and is expected to be available by the end of 2012.

One year after initiating integration of its product portfolio with Chrysler brand, Lancia returned to the Geneva Motor Show to introduce the new Ypsilon, Thema and Voyager. Also presented were the Flavia Concept and Flavia Cabrio Concept. The Lancia Thema – a luxury sedan with exclusive content – will be available at all European dealerships in the 4th quarter. Space was also given to the Lancia Voyager, the best Multi-Purpose Vehicle of all time, that combines style with versatility. The Delta was presented with new trim packages and engine options.

Jeep® was present at the Geneva Motor Show with the European debut of the new Jeep Compass – its compact SUV – and the world debut of the new Grand Cherokee with a 3.0 liter turbodiesel MultiJet II engine. Also on exhibit were the new Wrangler and Wrangler Unlimited (five-door version), recently introduced in Europe.

May saw the commercial launch of the new Fiat 500 TwinAir (both standard and cabriolet versions) in Europe. The name "TwinAir" now designates not just the two-cylinder turbo engine but also a dedicated product range whose unique styling and content fully express the "fun to drive" characteristics of the vehicles.

For Lancia, sales of the restyled Delta with new trim packages and engine options began in April. In June, following the world debut at the Geneva Motor Show, the new Lancia Ypsilon was launched commercially.

The new Fiat Ducato was launched in May. Five generations of this best-selling van have received international awards and more than 2.2 million units have been sold since 1981. The Ducato range has a well-structured and diversified offering with ~2,000 different combinations of chassis, engine and mechanics. It also offers record-low consumption

³ Due to unavailability of data from Italy since January 2011, figures reported for Italy for 2011 are an extrapolation and, as such, the possibility of a margin of error for the EU total exists.

and CO₂ emission levels (~15% reduction compared with Euro 4 engines). In addition to the extensive range of Euro 5 diesel engines ranging from 115-177 hp, a CNG version is also available.

On March 1st, as a confirmation of FGA's strong commitment to the environment, for the fourth consecutive year, JATO (the global leader in automotive intelligence) recognized the Fiat brand, for the lowest CO₂ emissions of cars sold in Europe in 2010, with an average of 123.1 g/km (4.7 g/km lower than the average for 2009). Fiat was also first in the Group ranking, with average emissions down 5 g/km over the previous year to 125.9 g/km.

Alfa Romeo received recognition for the highly-successful Giulietta and MiTo in both Italy and Germany. In Italy, the Giulietta was awarded "La novità dell'anno 2011" by Quattroruote magazine and in Germany it was winner in the compact category of "Die Besten Autos" awarded by Auto Motor und Sport magazine. Readers of the German magazine also voted the MiTo best economy car for the third consecutive year.

In Germany, FGA received several major awards, with the Fiat 500 achieving the highest score for "customer satisfaction" in the J. D. Power and Associates "Vehicle Owner Satisfaction Study" and the Alfa Romeo 4C Concept car voted as the "Most Attractive Concept Car of the Year" by the readers of Auto Bild magazine.

Alfa Romeo was also recognized for best advertising campaign of the year for the Giulietta at the NC AWARDS.

Chrysler

Chrysler's financial results were consolidated by Fiat beginning 1 June 2011. For the month of June 2011, Chrysler had net revenues of €3,325 million on worldwide vehicle shipments of 179,000, of which the U.S. and Canada accounted for 83%. Trading profit was €150 million.

In order to provide a more complete overview of its activities, a description of Chrysler's commercial performance for both Q2 and H1 2011 is also provided below.

Worldwide vehicle shipments totaled 514,000 for **Q2 2011**, representing a 19% increase over Q2 2010. U.S. vehicle shipments were 368,000 (up 18% over Q2 2010). Canada vehicle shipments were 74,000 (up 15%). Vehicle shipments in other regions totaled 72,000 (up 28%).

Worldwide vehicle sales⁴ were 486,000 in Q2 2011, a 19% increase compared to Q2 2010. Vehicle sales increased 20% for Q2 2011 in both the U.S. and Canada to 353,000 and 72,000, respectively, which outpaced the growth of the U.S. and Canadian markets overall.

Chrysler's U.S. market share was 10.6% in Q2 2011, compared to 9.4% in Q2 2010. Jeep® had 104,000 vehicle sales during the quarter, up 64% year-over-year, with all five Jeep models contributing to the increase, led by the 2011 Jeep Grand Cherokee (+196%) and the Jeep Compass and Patriot (up 112% combined). Dodge, Chrysler Group's no. 1 selling brand, posted vehicle sales of 128,000 during the quarter, up 8% from Q2 2010. Contributing to the increase was the all-new Dodge Durango with approximately 15,000 vehicle sales during the period. Ram truck brand posted a 25% increase in vehicle sales, with gains recorded for all pickup segments (light-duty, heavy-duty and chassis cab). Vehicle sales for the Ram truck brand totaled 63,000 in Q2 2011. Chrysler brand vehicle sales totaled 53,000, with a 13% year-on-year decrease primarily reflecting reduced fleet volumes and lower Chrysler 300 vehicle sales as a result of the changeover from the 2010 to the all-new 2011 model year vehicle, which began arriving in dealerships in March 2011. The decrease was partially offset by vehicle sales of the new Chrysler 200 (including convertible) which totaled 23,000 units.

In Canada, market share was up 2.0 percentage points to 14.9%. Key performers in Canada included the Jeep Grand Cherokee (+298%), the Jeep Wrangler (+55%) and the Dodge Journey (+54%), the no. 1 crossover vehicle in Canada.

Vehicle sales in other markets during the second quarter increased 14% over the prior year, with notable performance in Mexico (+9%).

Chrysler's worldwide vehicle shipments totaled 999,000 units in **H1 2011**, a 23% increase over H1 2010 primarily reflecting higher retail demand attributable to the launch of 16 all-new or significantly refreshed vehicles in 2010. U.S. vehicle shipments totaled 727,000 in H1 2011, representing a 25% increase over H1 2010. Vehicle shipments in Canada were 141,000 in H1 2011 (up 14%). For other regions, vehicle shipments totaled 131,000 for the first half of 2011 (up 21%).

Chrysler's worldwide vehicle sales totaled 880,000 in H1 2011, an increase of 19% compared to H1 2010. Vehicle sales in the U.S. and Canada increased 21% and 15% for the first half to 640,000 and 122,000 vehicles, respectively, which outpaced the growth of the U.S. and Canadian markets overall.

Chrysler's U.S. market share was 9.9% in H1 2011, compared to 9.2% in H1 2010. Jeep® vehicle sales totaled 189,000, an increase of 49% over H1 2010 with the Jeep Grand Cherokee increasing 114%. Dodge posted vehicle sales of 230,000 for the first half of 2011, up 15% from the prior year, partially attributable to the launch of the all-new

⁴ "Sales" represents preliminary results for sales to end customers as reported by the Chrysler dealer network.

Dodge Durango, as well as stronger performance for the Dodge Challenger, Grand Caravan and Nitro. The Ram truck brand posted an increase in vehicle sales of 31% to 120,000. Chrysler brand vehicle sales totaled 96,000, a year-on-year decrease of 11%, primarily reflecting reduced fleet volumes and lower Chrysler 300 vehicle sales resulting from the changeover from the 2010 to the all-new 2011 model year vehicle, which began arriving in dealerships in March 2011. The decrease was partially offset by vehicle sales of the new Chrysler 200 (including convertible) which totaled 32,000 vehicles.

In Canada, total market share was up 1.6 percentage points for the first half of 2011 to 14.8%. Key performers in Canada included the Jeep Grand Cherokee (+130%), the Jeep Wrangler (+34%), Jeep Compass (41%) and the Dodge Journey (+53%).

H1 2011 vehicle sales in other markets increased 9% over the prior year. Strong first half performance was recorded for Mexico (+8%).

During the first half of 2011, Chrysler premiered the all-new 2011 Chrysler 300 sedan, the redesigned Jeep Compass, the 2011 Chrysler 200 Convertible, the 2012 Jeep Grand Cherokee SRT8, 2012 Chrysler 300 SRT8 and the 2012 Fiat 500 Cabrio, and celebrated Jeep's 70th anniversary with special anniversary models. Chrysler officially elevated its in-house Street and Racing Technology (SRT®) team to a distinct performance brand that promises to maintain its successful formula of designing, engineering and building benchmark American high-performance vehicles for Chrysler, Jeep and Dodge.

The Chrysler brand launched a new advertising campaign during Super Bowl XLV with a spot showcasing the new Chrysler 200 sedan and the "Imported from Detroit" tagline. The spot garnered worldwide media coverage and was honored with five awards at the Cannes Lions 58th International Festival of Creativity.

The 2011 Chrysler Town & Country and Dodge Challenger ranked the highest in the minivan and mid-size sport car segments, respectively, in the J.D. Power and Associates 2011 U.S. Initial Quality StudySM (IQS) released on June 23.

Deliveries of the Fiat 500 Prima Edizione, the first Fiat cars to be sold in North America since 1983, began in the U.S. and Canada during the first quarter.

Maserati

For **Q2 2011**, Maserati reported €168 million in **revenues** (€174 million in Q2 2010).

A total of 1,746 vehicles were delivered to the network, a 2.9% increase over the 1,697 units delivered in Q2 2010.

The second quarter closed with **trading profit** of €9 million, representing an increase of €1 million over Q2 2010.

For **H1 2011**, Maserati reported **revenues** of €303 million, substantially in line with the same period for the prior year (+2.3% at constant exchange rates).

Deliveries to the network were up 10.7% year-over-year to 3,213 vehicles.

The increase was driven by particularly strong performance in the USA and China, which experienced increases of 22% and 124%, respectively. Volume increases and efficiency gains contributed to **trading profit** of €18 million, up significantly over the €12 million recorded for Q2 2010.

At the Geneva Motor Show in March, Maserati presented the GranCabrio Sport equipped with a more powerful and fuel-efficient version of the marque's 4.7-liter V8 engine, in a configuration that delivers 450 horsepower and maximum torque of 510 Nm.

At the Shanghai Motor Show in April, Maserati gave the Asian premiere of its new top-of-the-range coupé, the GranTurismo MC Stradale, a model based on the protagonist of Maserati's single-make championship, the MC Trofeo.

Ferrari

For **Q2 2011**, Ferrari reported **revenues** of €589 million, a 20.4% increase over the same period in 2010 driven primarily by higher volumes for both 8-cylinder and 12-cylinder models. In addition to the continued success of the California (+12% for the quarter), also of note was the positive contribution of the two limited series 599 GTO and SA Aperta models. On the other hand, deliveries of the FF (latest addition to the product range) did not start until June.

A total of 1,886 cars were delivered to the network during the quarter, representing a 16.8% increase over Q2 2010. Volumes were higher for both 8-cylinder models (+18.7% year-over-year) and 12-cylinder models (+4.8%).

North America maintained its position as Ferrari's no. 1 market with 487 vehicles delivered during the period, accounting for 26% of total sales (+25.8% vs. 2010). Performance was particularly strong in China, Hong Kong and Taiwan with 225 vehicles delivered, more than double the prior year. In Europe, the most notable performance was in the UK with 141 vehicles delivered during the period (+32% vs. 2010).

Ferrari closed the quarter with a **trading profit** of €82 million (€77 million for Q2 2010) a €5 million increase over the prior year despite higher R&D spending for new products.

For the **first half**, Ferrari recorded **revenues** of €1,080 million, a gain of 19.6% over the same period in 2010.

A total of 3,577 cars were delivered to the network during the first half, representing an 11.8% increase over H1 2010. Volumes were higher for both 8-cylinder models (+12.7% year-over-year) and 12-cylinder models (+6.4% over H1 2010).

North America maintained its position as Ferrari's no. 1 market with 939 vehicles delivered during the period, accounting for 26% of total sales (+23.2% vs. 2010). Volumes were also higher in China, Hong Kong and Taiwan with 378 vehicles delivered, accounting for 10.6% of total sales (+116% vs. 2010). Performance was also excellent in the UK with 289 vehicles delivered to the network (+54% over the prior year).

Ferrari achieved **trading profit** of €135 million for the first half, an increase of €19 million over the €116 million recorded for the first six months of 2010, reflecting higher volumes and a more favorable product mix.

At the Geneva Motor Show in March, Ferrari presented two major new models: the world premier of the FF, the revolutionary mid-front mounted V12 with 4 seats and all-wheel drive (4RM) capability – the most performing and versatile car in Ferrari's history – and the 458 Italia with the High Emotions Low Emissions system (HELE).

The FF combines extreme performance, even on surfaces with a very low grip coefficient (made possible by Ferrari's patented 4RM system), with the handling of a GT and a highly-innovative design.

The 458 Italia with HELE system, on the other hand, offers CO₂ emissions as low as 275 g/km (a 15% reduction over the basic model), making it best in its class, another accomplishment to join the more than 20 awards received from the world's most prestigious magazines.

Also in March the company announced its appointment of an importer for India, Ferrari's 58th market. The first dealership will be inaugurated in New Delhi this spring and a second is planned for Mumbai before year end.

Components & Production Systems

Net revenues

1 st Half			2 nd Quarter			
2011	2010	% change	(€million)	2011	2010	% change
3,026	2,673	13.2	Components (Magneti Marelli)	1,540	1,400	10.0
2,436	2,106	15.7	Fiat Powertrain	1,240	1,220	1.6
476	372	28.0	Metallurgical Products (Teksid)	249	201	23.9
633	484	30.8	Production Systems (Comau)	356	256	39.1
(370)	(287)		Eliminations	(190)	(178)	
6,201	5,348	15.9	Total	3,195	2,899	10.2

Trading profit/(loss)

1 st Half			2 nd Quarter			
2011	2010	Change	(€million)	2011	2010	Change
84	45	39	Components (Magneti Marelli)	50	26	24
69	54	15	Fiat Powertrain	46	31	15
14	6	8	Metallurgical Products (Teksid)	11	6	5
4	1	3	Production Systems (Comau)	3	1	2
171	106	65	Total	110	64	46
2.8	2.0		Trading margin (%)	3.4	2.2	

Magneti Marelli

For **Q2 2011**, **Magneti Marelli** reported **revenues** of €1,540 million, an increase of 10% over Q2 2010.

In Europe, growth was primarily driven by higher sales for the Lighting business line and the positive performance of the LCV segment. Growth was also recorded in Brazil, North America and China.

All business lines recorded year-over-year volume growth for the quarter with the exception of Plastic Components and Modules. Performance for the principal lines was as follows:

Lighting

Revenues totaled €449 million for Q2 2011, an increase of approximately 13% over the same period for the prior year. The growth was primarily attributable to performance in the German market and a recovery in the NAFTA region.

Engine Controls

Revenues for Q2 2011 of €261 million were substantially in line with the same period for the prior year (€256 million). Marginal declines in Brazil and China were compensated for by performance in Europe where revenues were up 4% on the back of growth in volumes of gasoline direct injection (GDI) applications to external customers.

Electronic Systems

Revenues for Q2 2011 were €183 million, up 14% over the same period in 2010, with good sales performance for telematics in Europe attributable to new applications developed for both Fiat and external customers, and the Body Computer line for applications relative to the Start&Stop system on Fiat Group models.

Magneti Marelli reported Q2 **trading profit** of €50 million, compared to €26 million for Q2 2010. The improvement was driven by higher sales volumes and greater manufacturing efficiencies, which more than compensated for cost pressures from increased materials prices.

For **H1 2011**, Magneti Marelli reported **revenues** of €3,026 million, up 13.2% over the same period in 2010.

For the first half of the year, all businesses recorded sales increases with particularly good performance for the Lighting business line (revenues up 17%), Electronic Systems (+15%) and Engine Controls (+4%).

Magneti Marelli closed the first half with a **trading profit** of €84 million, compared to €45 million for H1 2010, attributable to higher volumes, cost containment actions and industrial efficiencies.

New product developments during the period include components for the new Lancia Ypsilon, for which Magneti Marelli developed LED headlights and tail lights, in addition to control units for gasoline and diesel engines, the DFN automated transmission, front and rear suspensions and exhaust systems.

Magneti Marelli launched a technology collaboration with Wind River, global leader in embedded and mobile software, for the creation of the first solution for In-Vehicle Infotainment that conforms to the international standards established by the GENIVI consortium, which brings together the leading automakers and automotive electronics producers.

Other significant developments included launch of the strategic partnership between Magneti Marelli and Mopar, Chrysler Group's aftermarket division. Under the agreement, Magneti Marelli products and know-how will be made available to Mopar distributors to provide complete service and assistance support for all brands. Magneti Marelli parts have been available at approximately 2,300 Chrysler dealers since April.

Fiat Powertrain

Fiat Powertrain reported **revenues** of €1,240 million for **Q2 2011**, representing a 1.6% increase over the prior year. The figure for Q2 2010 (€1,220 million) included the impact of initial consolidation of Fiat Powertrain Polska Sp.z.o.o. (formerly Fiat-GM Powertrain Polska). On a like-for-like basis, the increase was 10.6%.

A total of 658,000 engines (+5.7%) and 645,000 transmissions (+7.9%) were sold during the quarter.

Sales to external customers and joint ventures accounted for 15.3% of total revenues (14.8% for Q2 2010).

Fiat Powertrain closed Q2 2011 with a **trading profit** of €46 million. The increase over the €31 million figure for Q2 2010 was primarily attributable to higher volumes and a more favorable mix.

Fiat Powertrain reported **revenues** of €2,436 million for **H1 2011**, representing a 15.7% increase over the prior year (H1 2010: €2,106 million).

A total of 1,293,000 engines (+7.3%) and 1,253,000 transmissions (+6.6%) were sold during the first half.

Sales to external customers and joint ventures accounted for 15.8% of total revenues (12.1% for H1 2010).

Fiat Powertrain closed H1 2011 with a **trading profit** of €69 million. The increase over the €54 million recorded for H1 2010 was primarily attributable to higher volumes and a more favorable mix.

During the period, the company completed upgrades to bring the bifuel LPG versions of the FIRE family of engines to Euro 5 standard. The 1.2 version was launched on the Fiat Panda; the 1.4 8v on the Fiat Grande Punto, the Lancia Musa and Ypsilon; and, the 1.4 16v version debuted on the Fiat Bravo.

Launch of the Fiat Freemont saw the debut of the MultiJet II, the 2.0 B-family diesel (140 hp and 170 hp). A 115 hp version of this engine will soon be available on the Ducato.

Beginning in May, the 170 hp version of the 2.0 MultiJet II was also offered on the Alfa Romeo Giulietta.

Gasoline propulsion systems in development include additional versions of the multi-award winning two-cylinder TwinAir system: aspirated, 105 hp turbo and bi-fuel CNG turbo. Development also continued on 6-speed versions of the C510 and C514 manual transmissions, both for first application on the new Fiat Panda to be launched at the end of the year.

Readers of the German auto magazine *Auto Motor und Sport* awarded the TwinAir engine the "Paul Pietsch" prize for technological development.

For gasoline engines, Fiat Powertrain has accelerated development of solutions for further reductions in polluting emissions to be imposed by the Euro 6 standards.

Following its launch on the Fiat 500, the 85 hp turbo version of the TwinAir engine was applied on the new Ypsilon. For that same engine, development is underway for introduction, in the first half of 2012, of a variable displacement oil pump to improve both consumption and emissions. Development also continued on the naturally-aspirated 65 hp version (first application on the new Panda at the beginning of 2012). This variant will also adopt the innovative second-generation MultiAir II technology for the first time, enabling further optimization of emissions and consumption.

The technological excellence of the two-cylinder TwinAir was recognized with the prestigious "International Engine of the Year 2011" awarded by a jury of 76 international journalists. The engine was also judged best in the under 1 liter category, as well as receiving the "Green Engine of the Year" and "Best New Engine of the Year" awards.

For diesel engines, development continued on upgrading existing technologies to Euro 5+ standards, which are an intermediate step prior to introduction of the stricter Euro 6 standards in 2014. The 95 hp version of the 1.3 MultiJet with variable geometry turbo-compressor was launched on the new Ypsilon.

For transmissions, the TCT version of the C635 family was launched on the 170 hp 1.4 Turbo MultiAir and 2.0 MultiJet versions of the Giulietta. Development also continued on Dry Dual Clutch Transmission technology and manual transmissions for application on Chrysler vehicles.

Teksid

Teksid recorded €249 million in **revenues** for **Q2 2011**, a 23.9% increase over the second quarter of 2010, which was attributable to higher volumes for the Cast Iron business unit (+17.7%) driven by positive performance in Mercosur, NAFTA and Europe.

Teksid closed the quarter with **trading profit** of €11 million, compared to a profit of €6 million for Q2 2010, primarily as a result of volume increases.

Teksid's **revenues** for **H1 2011** were €476 million, up 28% over the first six months of 2010, reflecting higher sales volumes for the Cast Iron business unit (+19.8%) in Mercosur, NAFTA and Europe while revenues were down 6.5% overall for the Aluminum business unit.

Teksid closed the first half with a **trading profit** of €14 million, compared to a profit of €6 million for H1 2010.

Comau

Comau reported **revenues** of €356 million for **Q2 2011**, up 39.1% year-over-year. The increase was principally attributable to the Powertrain Systems and Robotics operations and positive performance in China.

Order intake for the period totaled €289 million, representing a decrease of 3.5% over the second quarter of 2010, when there was a particularly high level of orders for Powertrain Systems in North America.

Activity levels for the Services operations in Latin America were substantially in line with the previous year.

Comau closed the quarter with **trading profit** of €3 million, compared to a trading profit of €1 million for the corresponding period in 2010. The increase was attributable to the Powertrain Systems and Body Welding operations.

Revenues for **H1 2011** were €633 million, up 30.8% year-over-year, mainly due to the positive performance of the Powertrain Systems and Robotics operations and activities in China.

Order intake for the period, totaling €966 million, represented a 49% increase over the first half of 2010. At 30 June 2011, the order backlog totaled €840 million, a 33% increase over year-end 2010. The increase was attributable to performance for the Powertrain Systems and Robotics activities in particular.

Comau closed the first half with **trading profit** of €4 million, compared to a trading profit of €1 million for the corresponding period in 2010. The improvement was mainly attributable to the Powertrain Systems and Robotics operations.

Other Businesses

Other Businesses includes the contribution from the Group's publishing businesses, service companies and holding companies. In **Q2 2011**, Other Businesses had **revenues** of €279 million, in line with Q2 2010.

Other Businesses reported a **trading loss** of €13 million, including the impact of eliminations and consolidation adjustments, compared to a loss of €27 million for the same period in 2010.

For **H1 2011**, Other Businesses reported **revenues** of €530 million (down 2.2% over the prior year) and a **trading loss** of €15 million (including the impact of eliminations and consolidation adjustments) compared with a loss of €35 million for H1 2010.

CONSOLIDATED STATEMENT OF CASH FLOWS

Following is a summary statement of cash flows and related comments. A complete statement of cash flows is provided in the section "Interim Consolidated Financial Statements".

(€ million)	1 st Half 2011	1 st Half 2010 ^(*)
A) CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	11,967	12,226
B) CASH FROM/(USED IN) OPERATING ACTIVITIES	2,555	2,734
of which: Cash and cash equivalents from operating activities of Discontinued Operations	-	1,314
C) CASH FROM/(USED IN) INVESTING ACTIVITIES	3,463 ^(**)	(2,077)
of which: Cash and cash equivalents used in investing activities of Discontinued Operations	-	(476)
D) CASH FROM/(USED IN) FINANCING ACTIVITIES	1,220	(62)
of which: Cash and cash equivalents used in financing activities of Discontinued Operations	-	1,122
Currency translation differences	(148)	518
E) NET CHANGE IN CASH AND CASH EQUIVALENTS	7,090	1,113
F) CASH AND CASH EQUIVALENTS	19,057	13,339
of which: Cash and cash equivalents included under Assets held for sale and Discontinued Operations	1	1,937
F) CASH AND CASH EQUIVALENTS AT END OF PERIOD	19,056	11,402

(*) In accordance with IFRS 5, figures for H1 2010 have been reclassified to reflect the impacts of Demerger that took effect 1 January 2011

(**) Includes €5,624 million in cash and cash equivalents from the consolidation of Chrysler, net of the €881 million (USD 1,268 million) consideration paid for the additional 16% ownership interest

During the first half of 2011, **operating activities** generated €2,555 million in cash, of which €709 million was attributable to Chrysler (consolidated from June 2011). Excluding Chrysler, €651 million was attributable to the decrease in working capital (at constant exchange rates) and €1,195 million to income-related cash inflows for the first six months (i.e., net profit plus amortization and depreciation, dividends, changes in provisions and various items related to sales with buy-back commitments, net of "Gains/losses on disposals and Other non-cash items").

Investing activities generated €3,463 million in cash, including cash from consolidation of Chrysler which, net of the consideration paid for the additional 16% ownership interest (€881 million), totaled €5,624 million. Excluding Chrysler, investing activities absorbed a total of €2,161 million in cash.

Expenditure on tangible and intangible assets (including €523 million in capitalized development costs) totaled €1,507 million (€210 million of which related to Chrysler for the month of June).

Investments in subsidiaries and other equity interests of €108 million related primarily to recapitalization of the 50/50 Chinese joint venture GAC Fiat Automobiles Co. Ltd. and the 50/50 joint venture Fiat India Automobiles Private Limited, as well as the acquisition of a 50% interest in VM Motori S.p.A.

For the first half of 2011, proceeds from the sale of non-current assets totaled €181 million, of which €68 million related to Chrysler (principally for lease activities in Canada, which are being wound down). Net of this last amount, cash inflows related to proceeds from the sale (in 2010) of the 49% interest held by FGA in Iveco Latin America Ltda. to Fiat Industrial and disposals of tangible and intangible assets.

The €665 million increase in receivables from financing activities largely related to FGA's financial services companies in Latin America.

Cash from **financing activities** totaled approximately €1.2 billion. The repayment by Fiat Industrial of net financial receivables outstanding at 31 December 2010, totaling €2.8 billion, and the proceeds from a €1 billion bond issue were only partially offset by the repayment of €1.3 billion in maturing bonds, the reduction of more than €1 billion in net debt – consisting primarily of bank credit lines that were repaid at expiry or transferred to Fiat Industrial as a consequence of the Demerger – and the payment of €174 million in dividends (to Fiat shareholders and minority shareholders of subsidiaries).

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AT 30 JUNE 2011

At 30 June 2011, **total assets** amounted to €78,479 million, with total assets recognized upon initial consolidation of Chrysler of €26,333 million. At 31 December 2010, total assets of €73,442 million related to Fiat Group pre Demerger, of which €41,521 million for Continuing Operations.

Non-current assets totaled €40,278 million at 30 June 2011. The increase over year end of approximately €23 billion (€17,302 million at 31 December 2010) was attributable to Chrysler. Net of the increase attributable to Chrysler, non-current assets were substantially unchanged.

Current assets totaled €38,119 million, representing an increase of €8,342 million. Net of the change in financial receivables from Fiat Industrial – totaling €5.6 billion at year-end 2010 and subsequently settled together with the debt outstanding – current assets increased approximately €14 billion as a result of the consolidation of the assets of Chrysler, principally cash and inventory. The remainder was almost entirely due to the increase in inventory and trade receivables for Fiat (excluding Chrysler), as well as a €593 million increase in receivables from financing activities (€665 million net of currency translation differences and write-downs).

Working capital (net of items relating to vehicles sold under buy-back commitments that are held in inventory) was a negative €9,163 million (negative €4,666 million at 31 December 2010). That change includes the impact of the consolidation of Chrysler, which had negative working capital of approximately €4 billion.

(€ million)		30.06.2011	31.12.2010	Change
Inventory	(a)	6,994	3,806	3,188
Trade receivables		3,417	2,259	1,158
Trade payables		(15,629)	(9,345)	(6,284)
Current taxes receivable/(payable) & Other current receivables/(payables)	(b)	(3,945)	(1,386)	(2,559)
Working capital		(9,163)	(4,666)	(4,497)

(a) Inventory is reported net of the value of vehicles repurchased under buy-back commitments by Fiat Group Automobiles and Chrysler that are held for sale

(b) Other current payables, included under current taxes receivable/(payable) & other current receivables/(payables), exclude the buy-back price payable to customers upon expiration of lease contracts and advanced payments from customers for vehicles sold under buy-back commitments, which is equal to the difference, at the contract date, between the initial sale price and the buy-back price. Recognition of such amounts is apportioned over the life of the contract

At 30 June 2011, trade receivables, other receivables and receivables from financing activities falling due after that date and sold without recourse – and, therefore, eliminated from the statement of financial position pursuant to the derecognition requirements of IAS 39 – totaled €3,671 million (€3,524 million at 31 December 2010). That amount includes financial receivables of €2,529 million (€2,376 million at 31 December 2010), mostly relating to the sales network, sold to jointly-controlled financial services companies (FGA Capital group).

Excluding Chrysler, working capital decreased €651 million during the first half (at constant exchange rates) principally due to the seasonal increase in volumes.

At 30 June 2011, consolidated **net debt** totaled €6,269 million, up €3,516 million over the €2,753 million figure at 31 December 2010. Excluding Chrysler Group (consolidated from June), net debt for Fiat Group increased €1,088 million. Cash outflows relating to the consideration for the further 16% ownership interest in Chrysler (€881 million), dividends paid during the period (€174 million) and increases in the loan portfolios of consolidated Financial Services companies were only partially offset by positive cash flow from industrial activities.

(€ million)	30.06.2011			31.12.2010 ^(*)
	Fiat with Chrysler	Chrysler	Fiat excluding Chrysler	Fiat
Debt:	(25,925)	(9,460)	(16,465)	(20,804)
Asset-backed financing	(787)	(80)	(707)	(533)
Debt payable to Discontinued Operations	-	-	-	(2,865)
Other debt	(25,138)	(9,380)	(15,758)	(17,406)
Financial receivables from Discontinued Operations	-	-	-	5,626
Current financial receivables from jointly-controlled financial services companies (a)	17	-	17	12
Debt, net of current financial receivables from jointly-controlled financial services companies	(25,908)	(9,460)	(16,448)	(15,166)
Other financial assets (b)	593	67	526	516
Other financial liabilities (b)	(212)	(75)	(137)	(255)
Liquidity:	19,258	7,040	12,218	12,152
Current securities	201	-	201	185
Cash and cash equivalents	19,056	7,040	12,016	11,967
Cash and cash equivalents included under Assets held for sale	1	-	1	-
Net (debt)/cash	(6,269)	(2,428)	(3,841)	(2,753)
Industrial Activities	(3,407)	(2,428)	(979)	(542)
Financial Services	(2,862)	-	(2,862)	(2,211)

(*) Figures take into account the impacts of the Demerger which took effect 1 January 2011

(a) Includes current financial receivables from FGA Capital

(b) Includes fair value of derivative financial instruments

During the first six months of 2011, **other debt** increased €7.7 billion. Excluding Chrysler (which accounted for approximately €9.4 billion), other debt was down €1.6 billion primarily due to bank credit lines that were repaid at expiry or transferred to Fiat Industrial as a consequence of the Demerger, as well as repayment of €1.3 billion in bond maturities. Those reductions were partially offset by the issue, in April, of a €1 billion bond (due 2016 with a fixed coupon of 6.375%) by Fiat Finance and Trade Ltd S.A. (a wholly-owned subsidiary of Fiat S.p.A.) under its Global Medium Term Note program.

In addition, the net financial position existing between Fiat and Fiat Industrial was settled in January, resulting in a net cash inflow of approximately €2.8 billion.

At 30 June 2011, **liquidity** (cash, cash equivalents and current securities) totaled €19.2 billion, of which €7 billion related to Chrysler. Excluding Chrysler, Fiat's liquidity position at 30 June 2011 was substantially in line with year-end 2010.

INDUSTRIAL ACTIVITIES AND FINANCIAL SERVICES

The following tables provide a breakdown of the consolidated statements of income, financial position and cash flows between “Industrial Activities” and “Financial Services”. The latter includes subsidiaries of Fiat Group Automobiles and Ferrari engaged in retail and dealer finance, leasing and rental activities.

Financial Services also includes FGA Capital (the joint venture between Fiat Group Automobiles and Crédit Agricole), which is accounted for under the equity method.

Basis of analysis

The segmentation between Industrial Activities and Financial Services represents a sub-consolidation prepared on the basis of the core business activities carried out by each Group company.

Investments held by companies belonging to one segment in companies included in the other segment are accounted for under the equity method. To provide a more meaningful presentation of net profit, the results of investments accounted for in this manner are classified in the income statement under result from intersegment investments.

The holding companies (Fiat S.p.A., Fiat Partecipazioni S.p.A., Fiat North America LLC and Fiat Gestione Partecipazioni S.p.A.) are classified under Industrial Activities.

The sub-consolidation of Industrial Activities also includes companies that perform centralized treasury activities for Fiat excluding Chrysler (i.e., raising funds in the market and financing Fiat Group companies, with the exception of Chrysler). These activities do not, however, include offering financing to third parties.

Chrysler Group’s treasury activities (including funding and cash management) are managed separately from those of Fiat Group.

All Chrysler Group activities are included under Industrial Activities.

Operating Performance by Activity

Second Quarter	2 nd Quarter 2011			2 nd Quarter 2010 ^(**)		
	Consolidated	Industrial Activities	Financial Services	Consolidated	Industrial Activities	Financial Services
(€ million)						
Net revenues	13,153	13,091	84	9,381	9,342	58
Cost of sales	11,151	11,112	61	8,026	8,006	39
Selling, general and administrative	1,102	1,094	8	781	774	7
Research and development	332	332	-	253	253	-
Other income/(expense)	(43)	(43)	-	(14)	(19)	5
TRADING PROFIT/(LOSS)	525	510	15	307	290	17
Gains/(losses) on disposal of investments	3	3	-	1	1	-
Restructuring costs	38	38	-	21	21	-
Other unusual income/(expense)	1,093	1,093	-	(5)	(5)	-
OPERATING PROFIT/(LOSS)	1,583	1,568	15	282	265	17
Financial income/(expense)	(230)	(230)	-	(186)	(186)	-
Result from investments (*)	8	(4)	12	30	13	17
PROFIT/(LOSS) BEFORE TAXES	1,361	1,334	27	126	92	34
Income taxes	124	127	(3)	143	137	6
PROFIT/(LOSS) FOR THE PERIOD	1,237	1,207	30	(17)	(45)	28
Result from intersegment investments	-	30	-	-	28	-
PROFIT/(LOSS) FOR THE PERIOD	1,237	1,237	30	(17)	(17)	28

First Half	1 st Half 2011			1 st Half 2010 ^(**)		
	Consolidated	Industrial Activities	Financial Services	Consolidated	Industrial Activities	Financial Services
(€ million)						
Net revenues	22,363	22,242	162	17,984	17,909	107
Cost of sales	19,060	18,978	123	15,443	15,403	72
Selling, general and administrative	1,890	1,872	18	1,489	1,473	16
Research and development	610	610	-	486	486	-
Other income/(expense)	(27)	(33)	6	(29)	(38)	9
TRADING PROFIT/(LOSS)	776	749	27	537	509	28
Gains/(losses) on disposal of investments	7	7	-	2	2	-
Restructuring costs	42	42	-	21	21	-
Other unusual income/(expense)	1,093	1,093	-	(4)	(4)	-
OPERATING PROFIT/(LOSS)	1,834	1,807	27	514	486	28
Financial income/(expense)	(368)	(368)	-	(328)	(328)	-
Result from investments (*)	48	17	31	79	48	31
PROFIT/(LOSS) BEFORE TAXES	1,514	1,456	58	265	206	59
Income taxes	240	240	-	269	259	10
PROFIT/(LOSS) FOR THE PERIOD	1,274	1,216	58	(4)	(53)	49
Result from intersegment investments	-	58	-	-	49	-
PROFIT/(LOSS) FOR THE PERIOD	1,274	1,274	58	(4)	(4)	49

(*) Includes income from investments as well as impairment (losses)/reversals on non-intersegment investments accounted for under the equity method

(**) In accordance with IFRS 5, the figures have been reclassified to exclude businesses transferred to Fiat Industrial on 1 January 2011

Industrial Activities

Net revenues for Industrial Activities totaled €13,091 million for the second quarter. Excluding Chrysler, revenues were approximately €9.9 billion, up 6.3% over the same period in 2010, with Luxury & Performance brands and Components & Production Systems recording double-digit growth. Fiat Group Automobiles (Industrial Activities) reported a 2.4% increase in revenues for the quarter.

For the first six months, revenues totaled €22,242 million. Excluding Chrysler, there was a 6.5% increase over the first six months of 2010.

Industrial Activities reported a **trading profit** of €510 million for the second quarter. Excluding Chrysler, trading profit was €360 million, an increase of €70 million over the same period in 2010 (€290 million), driven by the strong performance of the Components businesses.

For the first six months, trading profit was €749 million. Excluding Chrysler, trading profit was up €90 million over the €509 million trading profit for the same period in 2010.

Operating profit for Industrial Activities was €1,568 million for Q2 2011, compared with €265 million for Q2 2010. The year-on-year increase of €1,303 million was attributable to a €1,083 million difference in unusual items (net unusual income of €1,058 million for Q2 2011 compared to net unusual expense of €25 million for Q2 2010) and a €220 million increase in trading profit (including the €150 million contribution from Chrysler for the month of June).

For the first six months, operating profit was €1,807 million compared with €486 million for the same period the prior year. As described in relation to Q2, the increase was attributable to net unusual income recognized in the second quarter and the increase in trading profit.

Financial Services

For the second quarter of 2011, **net revenues** for Financial Services totaled €84 million, representing a significant increase (+44.8%) over the same period in 2010.

1 st Half				2 nd Quarter		
2011	2010	% change	(€million)	2011	2010	% change
149	96	55.2	Fiat Group Automobiles	77	52	48.1
13	11	18.2	Ferrari	7	6	16.7
162	107	51.4	Total	84	58	44.8

Revenues for the Financial Services businesses of Fiat Group Automobiles totaled €77 million for Q2, up 48.1% over Q2 2010 on the back of an increase in volumes financed and higher interest rates, particularly in Latin America.

For the first six months of 2011, Financial Services reported net revenues of €162 million, representing a 51.4% increase over the €107 million figure for the first six months of the prior year.

Trading profit totaled €15 million for the second quarter of 2011, compared with €17 million over the same period in 2010.

For the first six months, trading profit for all Financial Services totaled €27 million, substantially in line (-€1 million) with the same period in 2010.

1 st Half				2 nd Quarter		
2011	2010	Change	(€million)	2011	2010	Change
24	25	-1	Fiat Group Automobiles	13	15	-2
3	3	-	Ferrari	2	2	-
27	28	-1	Total	15	17	-2

Statement of Financial Position by Activity

(€ million)	30.06.2011			31.12.2010 ^(*)		
	Consolidated	Industrial Activities	Financial Services	Consolidated	Industrial Activities	Financial Services
Intangible assets	16,837	16,833	4	4,350	4,345	5
Property, plant and equipment	18,864	18,860	4	9,601	9,598	3
Investments and other financial assets	2,572	2,976	737	1,653	2,086	733
Leased assets	186	186	-	-	-	-
Defined benefit plan assets	82	82	-	20	19	1
Deferred tax assets	1,737	1,662	75	1,678	1,617	61
Total non-current assets	40,278	40,599	820	17,302	17,665	803
Inventory	8,854	8,848	6	4,443	4,438	5
Trade receivables	3,417	3,412	12	2,259	2,255	5
Receivables from financing activities	3,459	1,627	3,387	2,866	1,719	2,949
Financial receivables from Discontinued Operations	-	-	-	5,626	5,621	5
Current taxes receivable	576	573	7	353	351	6
Other current assets	1,920	1,892	29	1,528	1,514	21
Current financial assets:	837	799	38	735	697	39
Current investments	43	43	-	34	34	-
Current securities	201	163	38	185	147	38
Other financial assets	593	593	-	516	516	1
Cash and cash equivalents	19,056	18,892	164	11,967	11,705	262
Total current assets	38,119	36,043	3,643	29,777	28,300	3,292
Assets held for sale and Discontinued Operations	82	82	-	34,854 ⁽¹⁾	24,423 ⁽¹⁾	14,539
Elimination of financial receivables from/debt payable to Discontinued Operations	-	-	-	(8,491)	(8,483)	(8)
TOTAL ASSETS	78,479	76,724	4,463	73,442	61,905	18,626
Total assets adjusted for asset-backed financing transactions	77,692	76,315	4,044	64,588	61,520	10,152
Equity	11,975	11,975	1,141	12,461	12,461	2,733
Provisions:	14,749	14,709	40	4,924	4,857	67
Employee benefits	6,614	6,610	4	1,704	1,700	4
Other provisions	8,135	8,099	36	3,220	3,157	63
Debt:	25,925	24,307	3,173	20,804	19,843	2,763
Asset-backed financing	787	409	419	533	280	258
Debt payable to Discontinued Operations	-	-	-	2,865	2,862	3
Other debt	25,138	23,898	2,754	17,406	16,701	2,502
Other financial liabilities	212	210	2	255	254	2
Trade payables	15,629	15,611	25	9,345	9,332	17
Current taxes payable	503	500	7	181	170	18
Deferred tax liabilities	1,241	1,236	5	135	130	5
Other current liabilities	8,240	8,171	70	3,908	3,855	56
Liabilities held for sale and Discontinued Operations	5	5	-	29,920	19,486	12,973
Elimination of financial receivables from/debt payable to Discontinued Operations	-	-	-	(8,491)	(8,483)	(8)
TOTAL EQUITY AND LIABILITIES	78,479	76,724	4,463	73,442	61,905	18,626
Total equity and liabilities adjusted for asset-backed financing transactions	77,692	76,315	4,044	64,588	61,520	10,152

(*) Relates to Fiat Group pre Demerger

(1) Of which, €68 million relates to assets held for sale (Continuing Operations)

Net Debt by Activity for Fiat with Chrysler at 30 June 2011

(€ million)	Consolidated	Industrial Activities			Financial Services
		Fiat with Chrysler	Fiat excluding Chrysler	Chrysler	
Debt:	(25,925)	(24,307)	(14,847)	(9,460)	(3,173)
Asset-backed financing	(787)	(409)	(329)	(80)	(419)
Other debt	(25,138)	(23,898)	(14,518)	(9,380)	(2,754)
Current financial receivables from jointly-controlled financial services companies (a)	17	17	17	-	-
Intersegment financial receivables	-	1,444	1,444	-	111
Debt, net of intersegment balances and current financial receivables from jointly-controlled financial services companies	(25,908)	(22,846)	(13,386)	(9,460)	(3,062)
Other financial assets (b)	593	593	526	67	-
Other financial liabilities (b)	(212)	(210)	(135)	(75)	(2)
Liquidity:	19,258	19,056	12,016	7,040	202
Current securities	201	163	163	-	38
Cash and cash equivalents	19,056	18,892	11,852	7,040	164
Cash and cash equivalents included under Assets held for sale	1	1	1	-	-
Net (debt)/cash	(6,269)	(3,407)	(979)	(2,428)	(2,862)

(a) Includes current financial payables of FGA Capital to other companies in the Fiat Group

(b) Includes fair value of derivative financial instruments

Net Debt by Activity for Fiat excluding Chrysler at 30 June 2011 and 31 December 2010

(€ million)	30.06.2011			31.12.2010 (*)		
	Consolidated excluding Chrysler	Industrial Activities excluding Chrysler	Financial Services	Consolidated	Industrial Activities	Financial Services
Debt:	(16,465)	(14,847)	(3,173)	(20,804)	(19,843)	(2,763)
Asset-backed financing	(707)	(329)	(419)	(533)	(280)	(258)
Debt payable to Discontinued Operations	-	-	-	(2,865)	(2,862)	(3)
Other debt	(15,758)	(14,518)	(2,754)	(17,406)	(16,701)	(2,502)
Financial receivables from Discontinued Operations	-	-	-	5,626	5,621	5
Current financial receivables from jointly-controlled financial services companies (a)	17	17	-	12	12	-
Intersegment financial receivables	-	1,444	111	-	1,554	248
Debt, net of intersegment balances and current financial receivables from jointly-controlled financial services companies	(16,448)	(13,386)	(3,062)	(15,166)	(12,656)	(2,510)
Other financial assets (b)	526	526	-	516	516	1
Other financial liabilities (b)	(137)	(135)	(2)	(255)	(254)	(2)
Liquidity:	12,218	12,016	202	12,152	11,852	300
Current securities	201	163	38	185	147	38
Cash and cash equivalents	12,016	11,852	164	11,967	11,705	262
Cash and cash equivalents included under Assets held for sale	1	1	-	-	-	-
Net (debt)/cash	(3,841)	(979)	(2,862)	(2,753)	(542)	(2,211)

(*) Figures take into account the impacts of the Demerger which took effect 1 January 2011

(c) Includes current financial payables of FGA Capital to other companies in the Fiat Group

(d) Includes fair value of derivative financial instruments

Due to the operating role of the central treasury, debt for Industrial Activities (Fiat excluding Chrysler) also includes funding raised by the central treasury on behalf of consolidated Financial Services companies (included under intersegment financial receivables).

Intersegment financial receivables for Financial Services companies, on the other hand, represent loans or advances to industrial companies – for receivables sold to Financial Services companies that do not meet the derecognition requirements of IAS 39 – as well as liquidity deposited temporarily with the central treasury.

Net debt for Financial Services companies at 30 June 2011 reflected an increase of €651 million over 31 December 2010, primarily related to funding associated with growth of the loan portfolio. Dividend payments to industrial companies, totaling €44 million, were more than offset by cash from operating activities (€3 million) and favorable currency translation differences (€47 million).

Change in Net Industrial Debt

(€ million)	Fiat with Chrysler		Fiat excluding Chrysler	
	1 st Half 2011	June 2011	1 st Half 2011	2010 ^(*)
Net industrial debt at beginning of period	(542)	-	(542)	(3,103)
2010 Demerger debt allocation	-	-	-	(700)
Consolidation of Chrysler net debt ⁽¹⁾	(3,860)	(3,860)	-	-
Cash (paid)/received for 16% ownership interest in Chrysler	-	881	(881)	-
Net industrial debt at beginning of period after Demerger and Chrysler consolidation ⁽¹⁾	(4,402)	(2,979)	(1,423)	(3,803)
Profit/(loss) for the period	1,274	(143)	1,417	(4)
Amortization and depreciation	1,284	176	1,108	1,067
Change in provisions and other changes ⁽²⁾	(1,090)	202	(1,292)	96
Cash from/(used in) operating activities before change in working capital	1,468	235	1,233	1,159
Change in working capital	1,128	474	654	188
Cash from/(used in) operating activities	2,596	709	1,887	1,347
Investments in property, plant and equipment and intangible assets	(1,506)	(210)	(1,296)	(1,227)
Cash from/(used in) operating activities, net of capital expenditures	1,090	499	591	120
Change in consolidation scope and other changes	87	54	33	(307)
Net industrial cash flow	1,177	553	624	(187)
Capital increases and dividends	(167)	-	(167)	(636)
Currency translation differences	(15)	(2)	(13)	82
Change in net industrial debt ⁽³⁾	995	551	444	(741)
Net industrial (debt)/cash at end of period	(3,407)	(2,428)	(979)	(4,544)

(*) Historic data relating to Fiat Group post Demerger only

(1) Before subscription to additional 16% ownership interest in Chrysler

(2) Includes reversal of net gain related to Chrysler transaction and unusual non-cash expense

(3) Change excludes impacts of initial consolidation of Chrysler net debt (€3,860 million before subscription to 16% ownership interest) and consideration paid for the 16% ownership interest (which are offset at the consolidated level)

For the first six months of 2011, net industrial debt for Fiat (excluding Chrysler) increased €437 million to €979 million. Excluding the €881 million consideration paid for the 16% ownership interest in Chrysler, cash flow for the period totaled €444 million, with the approximate €1.9 billion in cash generated by operating activities more than offsetting cash used for investments (€1,296 million) and dividend payments (€174 million).

Net industrial cash flow for Chrysler for the month of June totaled €553 million, with income-related cash inflows for the period (net profit plus unusual non-cash charges and amortization and depreciation) and the change in working capital reflecting the positive impact of seasonal volume increases.

Statement of Cash Flows by Activity

(€ million)	1 st Half 2011			1 st Half 2010 ^(*)		
	Consolidated	Industrial Activities	Financial Services	Consolidated	Industrial Activities	Financial Services
A) CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	11,967	11,705	262	12,226	10,819	1,407
B) CASH FROM/(USED IN) OPERATING ACTIVITIES:						
Profit/(loss) for the period	1,274	1,274	58	(4)	(4)	49
Amortization and depreciation	1,285	1,284	1	1,068	1,067	1
(Gains)/losses on disposal of non-current assets and other non-cash items (a)	(1,278)	(1,324)	(12)	17	(9)	(23)
Dividends received	81	125	-	57	101	-
Change in provisions	30	55	(25)	8	11	(3)
Change in deferred taxes	(29)	(13)	(16)	(52)	(51)	(1)
Changes relating to buy-back commitments (b)	75	75	-	44	44	-
Changes relating to operating leases (c)	(8)	(8)	-	-	-	-
Change in working capital	1,125	1,128	(3)	282	267	16
Cash from/(used in) operating activities of Discontinued Operations	-	-	-	1,314	1,138	283
TOTAL	2,555	2,596	3	2,734	2,564	322
C) CASH FROM/(USED IN) INVESTING ACTIVITIES:						
Investments in:						
Property, plant and equipment and intangible assets (net of vehicles leased out)	(1,507)	(1,506)	(1)	(1,229)	(1,227)	(2)
Subsidiaries and other equity investments	(108)	(108)	-	(78)	(78)	-
Cash and cash equivalents from consolidation of Chrysler net of consideration paid for the additional 16% ownership interest	5,624	5,624	-	-	-	-
Proceeds from the sale of non-current assets	181	180	1	38	37	1
Net change in receivables from financing activities	(665)	(14)	(651)	(562)	(6)	(556)
Change in other current securities	(12)	(10)	(2)	17	35	(18)
Other changes	(50)	(108)	58	213	641	(364)
Cash from/(used in) investing activities of Discontinued Operations	-	-	-	(476)	(774)	199
TOTAL	3,463	4,058	(595)	(2,077)	(1,372)	(740)
D) CASH FROM/(USED IN) FINANCING ACTIVITIES:						
Net change in debt and other financial assets/liabilities	(1,374)	(1,918)	544	(948)	(1,108)	160
Change in net financial receivables from Fiat Industrial Group	2,761	2,759	2	-	-	-
Increase in share capital	7	7	-	1	1	35
Dividends paid	(174)	(174)	(44)	(237)	(237)	(152)
Cash from/(used in) financing activities of Discontinued Operations	-	-	-	1,122	1,208	(86)
TOTAL	1,220	674	502	(62)	(136)	(43)
Currency translation differences	(148)	(140)	(8)	518	342	176
E) NET CHANGE IN CASH AND CASH EQUIVALENTS	7,090	7,188	(98)	1,113	1,398	(285)
F) CASH AND CASH EQUIVALENTS	19,057	18,893	164	13,339	12,217	1,122
of which: Cash and cash equivalents included under Assets held for sale and Discontinued Operations	1	1	-	1,937	923	1,014
G) CASH AND CASH EQUIVALENTS AT END OF PERIOD	19,056	18,892	164	11,402	11,294	108

(*) In accordance with IFRS 5, figures for H1 2010 have been reclassified to reflect the Demerger that took effect 1 January 2011

(a) Includes reversal of the net gain recognized in H1 2011 in relation to the Chrysler transaction of €2,017 million and reversal of unusual non-cash expense. For H1 2011, the item also includes reversal of a €21 million gain (€36 million loss for H1 2010) in the fair value of two equity swaps on a basket of Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares

(b) Cash from vehicles sold under buy-back commitments for the periods reported above, net of amounts already recognized through profit and loss, is included in a separate line item under operating activities, which also includes the change in working capital

(c) Cash from operating leases is stated in a separate line item, which also includes investments, depreciation, write-downs and changes in inventory

Industrial Activities

For the first six months of 2011, Industrial Activities generated cash and cash equivalents of €7,188 million. Excluding €5,624 million in cash and cash equivalents attributable to the consolidation of Chrysler (net of the €881 million consideration paid for the 16% ownership interest in Chrysler), change in cash for Industrial Activities totaled €1,564 million. In particular:

- **Operating activities** generated €2,596 million in cash, of which €709 million was attributable to Chrysler (consolidated from June 2011). Excluding Chrysler, a total of €1,887 million in cash was generated, of which €1,233 million was attributable to income-related cash inflows for the first six months (i.e., net profit plus amortization and depreciation, dividends, changes in provisions and various items related to vehicles sold under buy-back commitments, net of "Gains/losses on disposals and Other non-cash items") and €654 million to a decrease in working capital (at constant exchange rates).
- **Investing activities** absorbed a total of €1,566 million in cash (excluding €5,624 million in cash from the consolidation of Chrysler), primarily for investments in tangible and intangible assets and equity interests (€1,614 million) and an increase in funding provided to the Group's financial services companies by central treasury companies (included under other changes). These amounts were only partly offset by €180 million from the sale of non-current assets.
- **Financing activities** generated cash of €674 million. The €2.8 billion in cash received from Fiat Industrial Group in January more than offset net repayment of debt during the period.

Financial Services

Cash and cash equivalents for Financial Services totaled €164 million at 30 June 2011, down €98 million over the beginning of the year.

Changes in cash were attributable to:

- Operating activities, which generated €3 million in cash, principally from income-related cash inflows (net profit plus amortization and depreciation).
- Investing activities (including changes in financial receivables from/debt payable to industrial companies) absorbed €595 million in cash, primarily due to an increase in the lending portfolio net of the increase in funding from treasury companies (included under other changes).
- Financing activities generated a total of €502 million in cash, with a €544 million net increase in financing partially offset by dividends paid to companies included under Industrial Activities.

* * * * *

GROUP EMPLOYEES

At 30 June 2011, the Group had 196,355 employees, an increase of 57,213 over the 139,142 figure at 31 March 2011 and 58,554 over the 137,801 at year-end 2010.

That change was primarily attributable to the consolidation of Chrysler, which had a total of 55,067 employees at 30 June 2011.

The remaining increase reflects other changes in the scope of operations (approximately 440 employees) and new hires, mostly in Latin America, associated with the increase in production volumes.

INTERCOMPANY AND RELATED-PARTY TRANSACTIONS

Transactions undertaken with related parties, including intercompany, formed part of the normal business activities of companies in the Group and, therefore, do not qualify as unusual or atypical. Such transactions are concluded at standard market terms for the nature of goods and/or services offered.

Information on transactions with related parties, including specific disclosures required by the Consob Communication of 27 July 2006, is provided in Note 30 of the Half-year Condensed Financial Statements at 30 June 2011.

SIGNIFICANT EVENTS FOR THE FIRST HALF OF 2011

Chrysler

On 10 January 2011, Fiat increased its ownership in Chrysler Group LLC from 20% to 25% following achievement of the first of three Performance Events stipulated in the alliance agreement (i.e., attainment of US regulatory approval and commitment to produce an engine in the USA based on Fiat's FIRE family).

On April 12th, Fiat announced that Chrysler had achieved the second Performance Event (i.e., at least USD 1.5 billion in cumulative revenues from sales outside the NAFTA region and formalization of certain cooperation agreements) with Fiat's ownership interest in Chrysler consequently increasing from 25% to 30%. Achievement of the third and last Performance Event (homologation of a car based on a Fiat platform with an EPA label of 40 miles per gallon) is expected by the end of 2011.

On May 24th, concurrently with the closing of the refinancing of Chrysler's debt and the full repayment by Chrysler of its debt to the U.S. and Canadian governments, Fiat, through its wholly-owned subsidiary Fiat North America LLC, paid USD 1,268 million for exercise of the Incremental Equity Call Option to Chrysler, which in turn issued 261,225 Class A Membership Interests to Fiat, representing a 16% ownership interest (on a fully diluted basis). As a result, Fiat's interest in Chrysler increased from 30% to 46%.

On May 27th, Fiat notified the U.S. Treasury of its intention to exercise the option to purchase the U.S. Treasury's entire 6% ownership interest in Chrysler. On June 3rd, the exercise price was set at USD 500 million. As part of the negotiations, the U.S. Treasury also agreed to sell its rights, under the Equity Recapture Agreement ("ERA") entered into between the U.S. Treasury and VEBA on 10 June 2009, to Fiat for a consideration of USD 75 million. The holder of rights under the ERA is entitled to any economic benefits associated with the Voluntary Employees' Beneficiary Association (VEBA) ownership interest in Chrysler that exceed the threshold amount of USD 4.25 billion plus interest of 9% per annum from 1 January 2010. Under the ERA, any income received by VEBA on its ownership interest in Chrysler in excess of that threshold is to be transferred to the holder together with all remaining interests. In addition, the holder has the right to acquire VEBA's entire ownership interest in Chrysler at a price equivalent to the specified threshold amount, less any income already received by VEBA on that interest. Completion of both transactions was subject to receipt of the requisite regulatory approvals.

Furthermore, Fiat has addressed to Canada a non-binding expression of interest concerning the purchase of the 1.5% fully diluted ownership interest in Chrysler held by Canada.

Other significant events

On February 11th, Fiat Powertrain and Penske Corporation reached an agreement under which Fiat Powertrain will acquire Penske Corporation's 50% interest in VM Motori S.p.A. (VM). The agreement will close once the customary approval of antitrust authorities is completed. VM, specialized in the design and production of diesel engines, enlarges Fiat's portfolio with state-of-the-art products for a variety of applications, particularly automotive, including a newly developed V6 engine. Once the agreement takes effect, VM will be jointly controlled by Fiat Powertrain and General Motors. The agreement was finalized on 19 June 2011.

At the end of February, Fiat submitted a memorandum of intent to the Russian Federation's Ministry for Economic Development concerning a project for the localization of production and distribution of passenger cars and light commercial vehicles in Russia. The project involves the establishment of manufacturing capacity for up to 300,000 vehicles per year in the C, D, SUV and light commercial vehicle segments under the Fiat and Jeep® brands and distribution of a limited number of imported vehicles to complete the product range.

In March, the European Investment Bank (EIB) and Fiat signed an agreement for €250 million in financing for Fiat's R&D programs. This project is targeted at Fiat's R&D centers in Italy, whose activities are focused on increasing the energy efficiency of automobiles through improved fuel consumption and more advanced vehicle architectures.

The Shareholders of Fiat S.p.A., who met in Turin on March 30th, approved the 2010 statutory financial statements and distribution of a gross dividend of €0.09 per ordinary share, €0.31 per preference share and €0.31 per savings share, payable from April 21st with coupon detachment on April 18th. Shareholders also renewed the authorization for the purchase and disposal of own shares, including through subsidiaries. The authorization is for the purchase of a maximum number of shares for all three classes not to exceed the legally established percentage of share capital or an aggregate amount of €1.2 billion, inclusive of existing reserves for own shares (totaling €289 million). As announced, the buy-back program is currently on hold and buy-backs are not obligatory under the authorization. Finally, Shareholders appointed Reconta Ernst & Young S.p.A. as independent auditors for the nine-year period 1 January 2012 - 31 December 2020.

On April 1st, Fiat closed a €1 billion bond issue due 1 April 2016 with a fixed coupon of 6.375%. The notes were issued by Fiat Finance and Trade Ltd. S.A. (a wholly-owned subsidiary of Fiat S.p.A.) under its Global Medium Term Note

program and are listed on the Irish Stock Exchange. A rating of Ba1 was assigned by Moody's Investors Service, BB by Standard & Poor's and BB+ by Fitch.

On May 12th, Fiat Group Automobiles and PSA Peugeot Citroën announced plans to extend their SevelSud JV in Italy for the manufacture of light commercial vehicles to 2019. The two partners agreed not to renew their SevelNord JV in France, which expires 2017, due to changes in their respective future product strategies.

On June 27th, Fiat Powertrain and Suzuki Motor Corporation signed an agreement under which Fiat Powertrain will supply its 120 hp 1.6 MultiJet II diesel engine for the new Suzuki SX4, replacing Fiat Powertrain's 135 hp 2.0 liter engine used on the current SX4 platform. This agreement expands and strengthens the long-term partnership between the two groups.

SUBSEQUENT EVENTS AND OUTLOOK

On July 8th, Fiat completed the issue of other two bonds, the first for €900 million (fixed coupon of 6.125% due July 2014) and the second for €600 million (fixed coupon of 7.375% due July 2018).

All the notes were issued by Fiat Finance and Trade Ltd. S.A. (a wholly-owned subsidiary of Fiat S.p.A.) under its Global Medium Term Note program and are listed on the Irish Stock Exchange. A rating of Ba1 was assigned by Moody's Investors Service, BB by Standard & Poor's and BB+ by Fitch.

On July 21st, following receipt of the required regulatory approvals, Fiat purchased the 6% fully-diluted ownership interest held in Chrysler by the U.S. Treasury and paid the relevant price of USD 500 million. On the same date, the U.S. Treasury assigned Fiat its rights under the Equity Recapture Agreement and Fiat paid the agreed compensation of USD 75 million, USD 15 million of which was paid to Canada in accordance with arrangements between the U.S. Treasury and Canada.

In addition, on July 21st Fiat acquired the 1.5% fully-diluted ownership interest held in Chrysler by Canada. The consideration for such interest was USD 125 million.

As a result of these transactions, Fiat's interest in Chrysler increased to 53.5% (fully-diluted).

The consolidation of Chrysler, effective 1 June 2011, and the improvement in trading conditions for most of Fiat's other businesses, except for its European mass market car activities, require an upgrading of guidance for the full year (Chrysler contributing 7 months) as follows:

- Revenues in excess of €58 billion
- Trading profit of ~€2.1 billion
- Net profit at around €1.7 billion
- Net industrial debt between ~€5.0 billion and ~€5.5 billion
- Liquidity expected at ~€18 billion
- Capital expenditure of approximately €5.5 billion

While working on achievement of its financial targets, Fiat will continue its strategy of targeted alliances to optimize capital commitments and reduce risks.

FIAT GROUP HALF-YEAR CONDENSED FINANCIAL STATEMENTS

at 30 June 2011

CONSOLIDATED INCOME STATEMENT (*)

(€ million)	(Note)	2 nd Quarter 2011(*)	2 nd Quarter 2010 (**)	1 st Half 2011(*)	1 st Half 2010 (**)
Net revenues	(1)	13,153	9,381	22,363	17,984
Cost of sales	(2)	11,151	8,026	19,060	15,443
Selling, general and administrative costs	(3)	1,102	781	1,890	1,489
Research and development costs	(4)	332	253	610	486
Other income (expenses)	(5)	(43)	(14)	(27)	(29)
TRADING PROFIT/(LOSS)		525	307	776	537
Gains (losses) on the disposal of investments	(6)	3	1	7	2
Restructuring costs	(7)	38	21	42	21
Other unusual income (expenses)	(8)	1,093	(5)	1,093	(4)
OPERATING PROFIT/(LOSS)		1,583	282	1,834	514
Financial income (expenses)	(9)	(230)	(186)	(368)	(328)
Result from investments:	(10)	8	30	48	79
Share of the profit/(loss) of investees accounted for using the equity method		24	35	62	82
Other income (expenses) from investments		(16)	(5)	(14)	(3)
PROFIT/(LOSS) BEFORE TAXES		1,361	126	1,514	265
Income taxes	(11)	124	143	240	269
PROFIT/(LOSS) FROM CONTINUING OPERATIONS		1,237	(17)	1,274	(4)
Post-tax profit/(loss) from Discontinued Operations		-	130	-	96
PROFIT/(LOSS) FOR THE PERIOD		1,237	113	1,274	92
PROFIT/(LOSS) FOR THE PERIOD ATTRIBUTABLE TO:					
Owners of the parent		1,308	90	1,337	65
Non-controlling interests		(71)	23	(63)	27
PROFIT/(LOSS) FROM CONTINUING OPERATIONS FOR THE PERIOD ATTRIBUTABLE TO:					
Owners of the parent		1,308	(30)	1,337	(23)
Non-controlling interests		(71)	13	(63)	19
(in €)					
BASIC EARNINGS PER ORDINARY SHARE	(12)	1.074	0.032	1.074	0.008
BASIC EARNINGS PER PREFERENCE SHARE	(12)	0.963	0.310	1.074	0.310
BASIC EARNINGS PER SAVINGS SHARE	(12)	0.965	0.310	1.182	0.310
BASIC EARNINGS PER ORDINARY SHARE – CONTINUING OPERATIONS	(12)	1.074	(0.018)	1.074	(0.018)
BASIC EARNINGS PER PREFERENCE SHARE – CONTINUING OPERATIONS	(12)	0.963	(0.018)	1.074	(0.018)
BASIC EARNINGS PER SAVINGS SHARE – CONTINUING OPERATIONS	(12)	0.965	(0.104)	1.182	(0.018)

(*) Pursuant to Consob Resolution No. 15519 of 27 July 2006, the effects of related party transactions on the Consolidated Income Statement are presented in the specific Income Statement provided in the following pages and are further described in Note 30.

(**) In accordance with IFRS 5, as a result of the Demerger, which took effect on 1 January 2011, the figures for the second quarter and first half of 2010 have been reclassified.

(†) Amounts reported for the second quarter and first half 2011 include the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

(€ million)	Note	2 nd Quarter 2011(*)	2 nd Quarter 2010	1 st Half 2011(*)	1 st Half 2010
PROFIT/(LOSS) FOR THE PERIOD (A)		1,237	113	1,274	92
Gains/(Losses) on cash flow hedges	(23)	(60)	(211)	16	(186)
Gains/(Losses) on fair value of available-for-sale financial assets	(23)	(20)	(4)	(1)	(5)
Gains/(Losses) on exchange differences on translating foreign operations	(23)	22	590	(116)	1,076
Share of other comprehensive income of entities consolidated using the equity method	(23)	(38)	85	(74)	154
Income tax relating to components of Other comprehensive income	(23)	5	26	(10)	40
TOTAL OTHER COMPREHENSIVE INCOME, NET OF TAX (B)		(91)	486	(185)	1,079
TOTAL COMPREHENSIVE INCOME (A)+(B)		1,146	599	1,089	1,171
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:					
Owners of the parent		1,239	528	1,172	1,059
Non-controlling interests		(93)	71	(83)	112

(*) Amounts reported for the second quarter and first half 2011 include the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION ^(*)

(€ million)	Note	At 30 June 2011 ^(†)	At 31 December 2010
ASSETS			
Intangible assets	(13)	16,837	4,350
Property, plant and equipment	(14)	18,864	9,601
Investments and other financial assets:	(15)	2,572	1,653
Investments accounted for using the equity method		1,500	1,465
Other investments and financial assets		1,072	188
Leased assets	(16)	186	-
Defined benefit plan assets		82	20
Deferred tax assets	(11)	1,737	1,678
Total Non-current assets		40,278	17,302
Inventories	(17)	8,854	4,443
Trade receivables	(18)	3,417	2,259
Receivables from financing activities	(18)	3,459	2,866
Financial receivables from Discontinued Operations		-	5,626
Current tax receivables	(18)	576	353
Other current assets	(18)	1,920	1,528
Current financial assets:		837	735
Current investments		43	34
Current securities	(19)	201	185
Other financial assets	(20)	593	516
Cash and cash equivalents	(21)	19,056	11,967
Total Current assets		38,119	29,777
Assets held for sale and Discontinued Operations	(22)	82	34,854
Elimination of financial receivables from/debt payable to Discontinued Operations		-	(8,491)
TOTAL ASSETS		78,479	73,442
Total assets adjusted for asset-backed financing transactions		77,692	64,588

(*) Pursuant to Consob Resolution No. 15519 of 27 July 2006, the effects of related party transactions on the Consolidated statement of financial position presented in the specific Statement of financial position provided in the following pages and are further described in Note 30.

(†) Amounts reported at 30 June 2011 includes the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(CONTINUED)

(€ million)	Note	At 30 June 2011 ^(*)	At 31 December 2010
EQUITY AND LIABILITIES			
Equity:	(23)	11,975	12,461
Issued capital and reserves attributable to owners of the parent		8,776	11,544
Non-controlling interest		3,199	917
Provisions:	(24)	14,749	4,924
Employee benefits		6,614	1,704
Other provisions		8,135	3,220
Debt:	(25)	25,925	20,804
Asset-backed financing		787	533
Debt payable to the Discontinued Operations		-	2,865
Other debt		25,138	17,406
Other financial liabilities	(20)	212	255
Trade payables	(26)	15,629	9,345
Current tax payables		503	181
Deferred tax liabilities	(11)	1,241	135
Other current liabilities	(27)	8,240	3,908
Liabilities held for sale and Discontinued Operations	(22)	5	29,920
Elimination of financial receivables from/debt payable to Discontinued Operations		-	(8,491)
TOTAL EQUITY AND LIABILITIES		78,479	73,442
Total equity and liabilities adjusted for asset-backed financing transactions		77,692	64,588

(*) Amounts reported at 30 June 2011 includes the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF CASH FLOWS ^(*)

(€ million)	Note	1 st Half 2011 ^(*)	1 st Half 2010 ^(**)
A) CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	(21)	11,967	12,226
B) CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES DURING THE PERIOD:			
Profit/(loss) for Continuing Operations for the period		1,274	(4)
Amortisation and depreciation (net of operating lease)		1,285	1,068
(Gains) losses from disposal of non-current assets		(12)	(7)
Other non-cash items	(32)	(1,266)	24
Dividends received		81	57
Change in provisions		30	8
Change in deferred income taxes		(29)	(52)
Change in items due to buy-back commitments	(32)	75	44
Change in operating lease items	(32)	(8)	-
Change in working capital		1,125	282
Cash flows from (used in) the operating activities of Discontinued Operations		-	1,314
TOTAL		2,555	2,734
C) CASH FLOWS FROM (USED IN) INVESTMENT ACTIVITIES:			
Investments in:			
Property, plant and equipment and intangible assets (net of operating leases)		(1,507)	(1,229)
Investments in consolidated subsidiaries and other investments		(108)	(78)
Cash and cash equivalents from consolidation of Chrysler, net of consideration paid for the additional 16% ownership interest	(32)	5,624	-
Proceeds from the sale of non-current assets		181	38
Net change in receivables from financing activities		(665)	(562)
Change in other current securities		(12)	17
Other changes		(50)	213
Cash flows from (used in) the investing activities of Discontinued Operations		-	(476)
TOTAL		3,463	(2,077)
D) CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES:			
Bonds issued		1,000	-
Repayment of bonds		(1,325)	(1,021)
Issuance of medium-term borrowings		1,110	594
Repayment of medium-term borrowings		(2,159)	(407)
Changes in net financial receivables from Fiat Industrial group		2,761	-
Net change in other financial payables and other financial assets/liabilities		-	(114)
Capital increase		7	1
Dividends paid		(174)	(237)
Cash flows from (used in) the financing activities of Discontinued Operations		-	1,122
TOTAL		1,220	(62)
Translation exchange differences		(148)	518
E) TOTAL CHANGE IN CASH AND CASH EQUIVALENTS		7,090	1,113
F) CASH AND CASH EQUIVALENTS		19,057	13,339
of which: cash and cash equivalents included in Assets held for sale and Discontinued Operations		1	1,937
F) CASH AND CASH EQUIVALENTS AT END OF PERIOD	(21)	19,056	11,402

(*) Pursuant to Consob Resolution No. 15519 of 27 July 2006, the effects of related party transactions on the Consolidated Statement of Cash Flows are presented in the specific Statement of Cash Flows provided in the following pages.

(**) In accordance with IFRS 5, as a result of the Demerger, which took effect on 1 January 2011, the figures for the first half of 2010 have been reclassified.

(†) Cash flows for the first-half 2011 includes the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(€ million)	Share capital	Treasury shares	Capital reserves	Earnings reserves	Cash flow hedge reserve	Cumulative translation adjustment reserve	Available-for-sale financial assets reserve	Cumulative share of OCI of entities consolidated under the equity method	Non-controlling interests	Total
AT 1 JANUARY 2010	6,377	(657)	682	3,804	(219)	393	2	(81)	814	11,115
Changes in equity for H1 2010										
Capital increase	-	-	-	-	-	-	-	-	1	1
Dividends distributed	-	-	-	(237)	-	-	-	-	-	(237)
Purchase and sale of shares in subsidiaries from/to non-controlling interests	-	-	(6)	-	-	-	-	-	7	1
Increase in the reserve for share based payments	-	-	-	8	-	-	-	-	-	8
Total comprehensive income for the period	-	-	-	65	(136)	987	(5)	148	112	1,171
Other changes	-	-	-	11	-	-	-	-	3	14
AT 30 JUNE 2010	6,377	(657)	676	3,651	(355)	1,380	(3)	67	937	12,073

(€ million)	Share capital	Treasury shares	Capital reserves	Earnings reserves	Cash flow hedge reserve	Cumulative translation adjustment reserve	Available for sale financial assets reserve	Cumulative share of OCI of entities consolidated under the equity method	Non-controlling interests	Total
AT 1 JANUARY 2011	6,377	(657)	601	4,145	(45)	1,111	(2)	14	917	12,461
Changes in equity for H1 2011										
Effects of the Demerger										
Direct effects of the Demerger	(1,913)	-	(457)	(1,216)	23	(398)	-	(31)	(724)	(4,716)
Effects of the demerger on Treasury shares and on the Reserve for Share based payments	-	368	-	(185)	-	-	-	-	-	183
Capital increase	-	-	-	-	-	-	-	-	2	2
Increase in share capital due to the exercising of stock options	2	-	3	-	-	-	-	-	-	5
Dividends accrued or/and distributed	-	-	-	(152)	-	-	-	-	(22)	(174)
Increase (Decrease) in the Reserve for share-based payments	-	-	-	1	-	-	-	-	-	1
Non controlling interest arising from the consolidation of Chrysler	-	-	-	-	-	-	-	-	3,112	3,112
Total comprehensive income for the period	-	-	-	1,337	8	(100)	-	(73)	(83)	1,089
Other changes	-	-	-	15	-	-	-	-	(3)	12
AT 30 JUNE 2011	4,466	(289)	147	3,945	(14)	613	(2)	(90)	3,199	11,975

CONSOLIDATED INCOME STATEMENT

pursuant to Consob Resolution No. 15519 of 27 July 2006

(€million)	(Note)	1 st Half 2011(*)		1 st Half 2010 (*)	
		Total	of which Related parties (Note 30)	Total	of which Related parties (Note 30)
Net revenues	(1)	22,363	1,583	17,984	1,152
Cost of sales	(2)	19,060	2,258	15,443	1,819
Selling, general and administrative costs	(3)	1,890	54	1,489	65
Research and development costs	(4)	610	1	486	-
Other income (expenses)	(5)	(27)	25	(29)	22
TRADING PROFIT/(LOSS)		776		537	
Gains (losses) on the disposal of investments	(6)	7	3	2	-
Restructuring costs	(7)	42	-	21	-
Other unusual income (expenses)	(8)	1,093	-	(4)	-
OPERATING PROFIT/(LOSS)		1,834		514	
Financial income (expenses)	(9)	(368)	(17)	(328)	16
Result from investments:	(10)	48	54	79	82
Share of the profit/(loss) of investees accounted for using the equity method		62	62	82	82
Other income (expenses) from investments		(14)	(8)	(3)	-
PROFIT/(LOSS) BEFORE TAXES		1,514		265	
Income taxes	(11)	240	-	269	-
PROFIT/(LOSS) FROM CONTINUING OPERATIONS		1,274		(4)	
Profit/(loss) from discontinued operations		-	-	96	-
PROFIT/(LOSS) FOR THE PERIOD		1,274		92	
PROFIT/(LOSS) FOR THE PERIOD ATTRIBUTABLE TO:					
Owners of the parent		1,337		65	
Non-controlling interests		(63)		27	

(*) In accordance with IFRS 5, as a result of the Demerger, which took effect on 1 January 2011, the figures for the second quarter and first half of 2010 have been reclassified.

(†) Amounts reported for the second quarter and first half 2011 includes the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

pursuant to Consob Resolution No. 15519 of 27 July 2006

(€ million)	Note	At 30 June 2011(*)		At 31 December 2010	
		Total	of which Related parties (Note 30)	Total	of which Related parties (Note 30)
ASSETS					
Intangible assets	(13)	16,837	-	4,350	-
Property, plant and equipment	(14)	18,864	-	9,601	-
Investments and other financial assets:	(15)	2,572	1,927	1,653	1,557
Investments accounted for using the equity method		1,500	1,500	1,465	1,465
Other investments and financial assets		1,072	427	188	92
Leased assets	(16)	186	-	-	-
Defined benefit plan assets		82	-	20	-
Deferred tax assets	(11)	1,737	-	1,678	-
Total Non-current assets		40,278		17,302	
Inventories	(17)	8,854	1	4,443	28
Trade receivables	(18)	3,417	565	2,259	459
Receivables from financing activities	(18)	3,459	182	2,866	129
Financial receivables from Discontinued Operations		-	-	5,626	5,626
Current tax receivables	(18)	576	4	353	-
Other current assets	(18)	1,920	46	1,528	76
Current financial assets:		837	-	735	-
Current investments		43	-	34	-
Current securities	(19)	201	-	185	-
Other financial assets	(20)	593	-	516	-
Cash and cash equivalents	(21)	19,056	-	11,967	-
Total Current assets		38,119		29,777	
Assets held for sale and Discontinued Operations	(22)	82	64	34,854	65
Elimination of financial receivables from/debt payable to Discontinued Operations		-	-	(8,491)	-
TOTAL ASSETS		78,479		73,442	

(*) Amounts reported at 30 June 2011 includes the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

pursuant to Consob Resolution No. 15519 of 27 July 2006
(CONTINUED)

(€ million)	Note	At 30 June 2011 ^(*)		At 31 December 2010	
		Total	of which Related parties (Note 30)	Total	of which Related parties (Note 30)
EQUITY AND LIABILITIES					
Equity:	(23)	11,975	-	12,461	-
Issued capital and reserves attributable to owners of the parent		8,776	-	11,544	-
Non-controlling interest		3,199	-	917	-
Provisions:	(24)	14,749	203	4,924	47
Employee benefits		6,614	178	1,704	21
Other provisions		8,135	25	3,220	26
Debt:	(25)	25,925	268	20,804	3,144
Asset-backed financing		787	106	533	101
Debt payable to Discontinued Operations		-	-	2,865	2,865
Other debt		25,138	162	17,406	178
Other financial liabilities	(21)	212	-	255	-
Trade payables	(26)	15,629	1,026	9,345	1,040
Current tax payables		503	57	181	-
Deferred tax liabilities	(11)	1,241	-	135	-
Other current liabilities	(27)	8,240	160	3,908	87
Liabilities held for sale and Discontinued Operations	(22)	5	-	29,920	-
Elimination of financial receivables from/debt payable to Discontinued Operations		-	-	(8,491)	-
TOTAL EQUITY AND LIABILITIES		78,479		73,442	

^(*) Amounts reported for the second quarter and first half 2011 includes the consolidation of Chrysler from the date of acquisition of control.

CONSOLIDATED STATEMENT OF CASH FLOWS

pursuant to Consob Resolution No. 15519 of 27 July 2006

(€ million)	Note	1 st Half 2011 ^(*)		1 st Half 2010 ^(†)	
		Total	of which Related parties	Total	of which Related parties
A) CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	(21)	11,967		12,226	
B) CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES DURING THE PERIOD:					
Profit/(loss) for Continuing Operations for the period		1,274	-	(4)	
Amortisation and depreciation (net of operating lease)		1,285	-	1,068	
(Gains) losses from disposal of non-current assets		(12)	-	(7)	
Other non-cash items	(32)	(1,266)	-	24	9
Dividends received		81	81	57	57
Change in provisions		30	-	8	(2)
Change in deferred income taxes		(29)	-	(52)	
Change in items due to buy-back commitments	(32)	75	21	44	(7)
Change in operating lease items	(32)	(8)	-	-	
Change in working capital		1,125	15	282	30
Cash flows from (used in) the operating activities of Discontinued Operations		-	-	1,314	
TOTAL		2,555		2,734	
C) CASH FLOWS FROM (USED IN) INVESTMENT ACTIVITIES:					
Investments in:					
Property, plant and equipment and intangible assets (net of operating leases)		(1,507)	-	(1,229)	
Investments in consolidated subsidiaries and other investments		(108)	(61)	(78)	(42)
Cash and cash equivalents from consolidation of Chrysler, net of consideration paid for the additional 16% ownership interest	(32)	5,624	-	-	
Proceeds from the sale of non-current assets		181	80	38	
Net change in receivables from financing activities		(665)	(48)	(562)	(18)
Change in other current securities		(12)	-	17	
Other changes		(50)	-	213	
Cash flows from (used in) the investing activities of Discontinued Operations		-	-	(476)	
TOTAL		3,463		(2,077)	
D) CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES:					
Bonds issued		1,000	-	-	
Repayment of bonds		(1,325)	-	(1,021)	
Issuance of medium-term borrowings		1,110	-	594	
Repayment of medium-term borrowings		(2,159)	-	(407)	
Changes in net financial receivables from Fiat Industrial Group		2,761	2,761	-	
Net change in other financial payables and other financial assets/liabilities		-	(15)	(114)	40
Capital increase		7	-	1	
Dividends paid		(174)	(40)	(237)	(67)
Cash flows from (used in) the financing activities of Discontinued Operations		-	-	1,122	
TOTAL		1,220		(62)	
Translation exchange differences		(148)	-	518	
E) TOTAL CHANGE IN CASH AND CASH EQUIVALENTS		7,090		1,113	
F) CASH AND CASH EQUIVALENTS		19,057		13,339	
of which: Cash and cash equivalents included in assets held for sale and Discontinued Operations		1	-	1,937	
F) CASH AND CASH EQUIVALENTS AT END OF PERIOD	(21)	19,056		11,402	

(*) In accordance with IFRS 5, as a result of the Demerger, which took effect on 1 January 2011, the figures for the first half of 2010 have been reclassified.

(†) Cash flows for the first-half 2011 includes the consolidation of Chrysler from the date of acquisition of control.

NOTES

SIGNIFICANT ACCOUNTING POLICIES

Accounting policies

This Half-year financial report has been prepared in accordance with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") endorsed by the European Union. The designation "IFRS" also includes all valid International Accounting Standards ("IAS"), as well as all interpretations of the IFRS Interpretations Committee, formerly the Standing Interpretations Committee ("SIC") and then the International Financial Reporting Interpretations Committee ("IFRIC").

In particular, this Half-year financial report has been prepared in accordance with IAS 34 - *Interim Financial Reporting* applying the same accounting principles and policies used in the preparation of the Consolidated financial statements at 31 December 2010, other than those discussed in the following paragraph "Accounting principles, amendments and interpretations adopted from 1 January 2011".

The preparation of the interim financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and disclosure of contingent assets and liabilities at the date of the interim financial statements. If in the future such estimates and assumptions, which are based on management's best judgment at the date of the interim financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the period in which the circumstances change. Reference should be made to the Section Use of estimates in the consolidated financial statements for the year ended 31 December 2010 for a detailed description of the more significant valuation procedures used by the Group.

Moreover, these valuation procedures, in particular those of a more complex nature regarding matters such as any impairment of non-current assets, are only carried out in full during the preparation of the annual financial statements, when all the information required is available, other than in the event that there are indications of impairment when an immediate assessment is necessary, as occurred in the first half of 2011 and described in further detail in the notes.

The actuarial valuations that are required for the determination of employee benefit provisions are also usually only carried out during the preparation of the annual financial statements.

Income taxes are recognised based upon the best estimate of the actual tax rate expected for the full financial year for each entity included in the scope of consolidation.

In addition, in accordance with the requirements of IFRS 3, as discussed below in the Section - Business Combinations - Acquisition of Control of Chrysler, the Group has recognised in these interim financial statements the identifiable assets acquired, the identifiable liabilities assumed, with certain exception as specified in the IFRS 3, and the non-controlling interests in Chrysler Group LLC at their respective fair values at the date of acquisition of control and has calculated the goodwill resulting from the operation as the residual balance with respect to such values. These values were calculated through a complex process of estimating the identifiable assets and liabilities and the fair value of Chrysler which is in the process of being finalized and is based on assumptions believed to be reasonable and realistic with respect to the information currently available referring to the date of the acquisition of control, and which has affected the value of the assets, liabilities, non-controlling interests and goodwill recognised as well as the amount of income and expense for the period.

Format of the financial statements

The Group presents an income statement using a classification based on the function of expenses (otherwise known as the "cost of sales" method), rather than based on their nature, as this is believed to provide information that is more relevant. The format selected is that used for managing the business and for management reporting purposes and is consistent with international practice in the automotive sector. In this income statement, in which the classification of expenses is based on their function, the Trading profit/(loss) is reported specifically as part of Operating profit/(loss) and separate from the income and expense resulting from the non-recurring operations of the business, such as Gains (losses) on the sale of investments, Restructuring costs and any Other income (expenses) defined as unusual and of a similar nature to these items. By doing this, it is believed that the Group's actual performance from normal trading operations may be measured in a better way, while disclosing specific details of unusual income and expenses. Consequently, the definition of unusual transaction adopted by the Group differs from that provided in the Consob Communication of 28 July, 2006, under which unusual and abnormal transactions are those which, because of their significance or importance, the nature of the parties involved, the object of the transaction, the methods of determining the transfer price or the timing of the event (close to the year-end), may give rise to doubts regarding the

accuracy/completeness of the information in the financial statements, conflicts of interest, the safeguarding of an entity's assets or the protection of non-controlling interests.

For the Statement of financial position, a mixed format has been selected to present current and non-current assets and liabilities, as permitted by IAS 1. In more detail, both companies carrying out industrial activities and those carrying out financial activities are consolidated in the Group's financial statements. The investment portfolios of financial services companies are included in current assets, as the investments will be realised in their normal operating cycle. Financial services companies, though, obtain funds only partially from the market: the remaining are obtained from Fiat S.p.A. through the Group's treasury companies (included in industrial companies), which lend funds both to industrial Group companies and to financial services companies as the need arises. Chrysler, on the other hand continues to remain separate from a financial management standpoint and manages its treasury services on its own, obtaining funds on the market and managing cash directly. This financial service structure within the Group means that any attempt to separate current and non-current debt in the consolidated Statement of financial position cannot be meaningful.

The Statement of Cash Flows is presented using the indirect method.

In connection with the requirements of the Consob Resolution No. 15519 of 27 July 2006 as to the format of the financial statements, specific supplementary Income Statement, Statement of Financial Position and Statement of Cash Flows formats have been added for related party transactions so as not to compromise an overall reading of the statements.

Accounting principles, amendments and interpretations adopted from 1 January 2011

The Group adopted the following accounting principles from 1 January 2011.

On 4 November 2009, the IASB issued a revised version of IAS 24 - *Related Party Disclosures* that simplifies the disclosure requirements for government-related entities and clarifies the definition of a related party. Application of this amendment did not have any significant effects on the measurement of items in the Group's financial statements and had only limited effects on the disclosures for related party transactions provided in the Note 31 to these Half-year condensed financial statements.

On 6 May 2010, the IASB issued a set of amendments to IFRSs ("Improvements to IFRSs") which include an improvement to IAS 34 - *Interim Financial Reporting*. Following the adoption of the improvement, certain additions were made to the information provided in these Half-year condensed financial statements.

Standards, amendments and interpretations effective from 1 January 2011 but not applicable to the Group

The following amendments, improvements and interpretations have also been issued and are effective from 1 January 2011; these relate to matters that were not applicable to the Group at the date of these Half-year condensed financial statements but which may affect the accounting for future transactions or arrangements:

- Amendment to IAS 32 - *Financial Instruments: Presentation, Classification of Rights Issues*;
- Amendment to IFRIC 14 - *Prepayments of a Minimum Funding Requirement*;
- IFRIC 19 - *Extinguishing Financial Liabilities with Equity Instruments*;
- Improvements to IAS/IFRS (2010).

Accounting principles, amendments and interpretations not yet applicable and not early adopted by the Group

On 12 November 2009, the IASB issued a new standard IFRS 9 - *Financial Instruments* that was amended on 28 October 2010. The standard, having an effective date for mandatory adoption of 1 January 2013, represents the completion of the first part of a project to replace IAS 39 and introduces new requirements for the classification and measurement of financial assets and financial liabilities and for the derecognition of financial assets. The new standard uses a single approach to determine whether a financial asset is measured at amortised cost or fair value, replacing the many different rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments and the contractual cash flow characteristics of the financial assets. The most significant effect of the standard regarding the classification and measurement of financial liabilities relates to the accounting for changes in fair value attributable to changes in the credit risk of financial liabilities designated as at fair value through profit or loss. Under the new standard these changes are recognised in Other comprehensive income (loss) and are not subsequently reclassified to the Income statement.

On 7 October 2010, the IASB issued amendments to IFRS 7 - *Financial Instruments: Disclosures*. Entities are required to apply the amendments for annual periods beginning on or after 1 July 2011. The amendments will allow users of financial statements to improve their understanding of transfers ("derecognition") of financial assets, including an understanding of

the possible effects of any risks that may remain with the entity that transferred the assets. The amendments also require additional disclosures if a disproportionate amount of a transfer transaction is undertaken at the end of a reporting period.

On 20 December 2010, the IASB issued minor amendments to IFRS 1 – *First-time Adoption of International Financial Reporting Standards*. The first amendment replaces references to a fixed date of “1 January 2004” with the date of transition to IFRSs. The second amendment provides guidance on how an entity should resume presenting financial statements in accordance with IFRSs after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation. These amendments are effective prospectively from 1 July 2011.

On 20 December 2010, the IASB issued minor amendments to IAS 12 – *Income Taxes* that require an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. As a result of the amendments, SIC-21 *Income Taxes – Recovery of Revalued Non-Depreciable Assets* no longer applies. These amendments are effective retrospectively from 1 January 2012.

On 12 May 2011, the IASB issued IFRS 10 – *Consolidated Financial Statements* replacing SIC-12 – *Consolidation-Special Purpose Entities* and parts of IAS 27 – *Consolidated and Separate Financial Statements* (which has been renamed *Separate Financial Statements* and addresses the accounting treatment of investments in separate financial statements). The new standard builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess. The standard is effective retrospectively from 1 January 2013.

On 12 May 2011, the IASB issued IFRS 11 – *Joint Arrangements* superseding IAS 31 – *Interests in Joint Ventures* and SIC-13 – *Jointly-controlled Entities-Non-monetary Contributions by Venturers*. The new standard provides the criteria for identifying joint arrangements by focusing on the rights and obligations of the arrangement, rather than its legal form and requires a single method to account for interests in jointly-controlled entities, the equity method. The standard is effective retrospectively from 1 January 2013. Following the issue of the new standard, IAS 28 – *Investments in Associates* has been amended to include accounting for investments in jointly-controlled entities in its scope of application (from the effective date of the standard).

On 12 May 2011, the IASB issued IFRS 12 – *Disclosure of Interests in Other Entities*, a new and comprehensive standard on disclosure requirements for all forms of interests in other entities, including subsidiaries, joint arrangements, associates, special purpose vehicles and other unconsolidated vehicles. The standard is effective for annual periods beginning after 1 January 2013.

On 12 May 2011, the IASB issued IFRS 13 – *Fair Value Measurement*, clarifying the determination of the fair value for the purpose of the financial statements and applying to all IFRS permitting or requiring a fair value measurement or the presentation of disclosures based on fair value. The standard is effective prospectively from 1 January 2013.

On 16 June 2011, the IASB issued an amendment to IAS 1 – *Presentation of Financial Statements* requiring companies to group together items within Other Comprehensive income (loss) that may be reclassified to the profit or loss section of the income statement. The amendment is applicable from periods beginning on or after 1 July 2012.

On 16 June 2011, the IASB issued an amended version of IAS 19 – *Employee Benefits*. The amendments make improvements to the previous version by eliminating the option to defer the recognition of gains and losses, known as the “corridor method”, and by requiring the fund’s deficit or surplus to be presented in the statement of financial position, the components of cost relating to service and net interest to be recognised in profit or loss and actuarial gains and losses arising from the remeasurement of assets and liabilities to be recognised in Other comprehensive income (loss). In addition, the return on assets included in net interest costs must now be calculated using the discount rate applicable to liabilities and no longer the expected return on the assets. The amendments also introduce the requirement for additional disclosures to be provided in the notes. The amended version of IAS 19 is applicable on a retrospective basis from 1 January 2013.

The European Union had not yet completed its endorsement process for these standards and amendments at the date of these Half-year condensed financial statements.

FIAT DEMERGER AND DISCONTINUED OPERATIONS

During 2010, the Group initiated and completed a strategic project to separate the Agricultural and Construction Equipment (CNH – Case New Holland sector) and Trucks and Commercial Vehicles (Iveco sector) activities, as well as the “Industrial & Marine” business line of FPT Powertrain Technologies (FPT Industrial sector), from the automobile and automobile-related components and production systems activities, which include the sectors Fiat Group Automobiles, Maserati, Ferrari, Magneti Marelli, Teksid, Comau and the “Passenger & Commercial Vehicles” business line of FPT Powertrain Technologies (“Fiat Powertrain”). The separation of those businesses, in the form of their demerger from Fiat S.p.A. and transfer to Fiat Industrial S.p.A. (the “Demerger” – a *Scissione Parziale Proporzionale* pursuant to Article 2506-bis of the Italian Civil Code), resulted in the creation of the Fiat Industrial Group (consisting of CNH, Iveco and FPT

Industrial) on 1 January 2011. From that date until the date of the consolidation of Chrysler, which is discussed below, Fiat Group consisted of Fiat Group Automobiles, Maserati, Ferrari, Magneti Marelli, Fiat Powertrain, Teksid and Comau.

Since the Demerger became highly probable in December 2010, in accordance with IFRS 5 – *Non-current Assets Held for Sale and Discontinued Operations* the businesses transferred to Fiat Industrial were qualified and presented as Discontinued Operations in the Consolidated Financial Statements at 31 December 2010. As a consequence, the Consolidated Income Statement and Consolidated Cash Flow Statement for the second quarter and first half of 2010 presented here for comparative purposes have been reclassified in respect to those previously published as follows:

- All revenues and costs relating to Discontinued Operations are reported in the Income Statement as Post-tax profit/(loss) from Discontinued Operations.
- All cash flows arising from Discontinued Operations have been presented in the Statement of Cash Flows as separate line items under cash flows from operating, investing and financing activities.

No change has been made to the figures included in the Statement of Financial Position at 31 December 2010 presented here for comparative purposes. Details of the methods used to prepare that statement may be found in the paragraph “Fiat Demerger and Discontinued Operations”, in the Consolidated financial statements at 31 December 2010.

Further, as the Demerger is considered a “business combination involving entities or businesses under common control”, it is outside the scope of application of IFRS 3 and IFRIC 17. It has accordingly been accounted for in these Half-year condensed financial statements without adjusting the carrying amounts of assets and liabilities.

Key income statement data for Discontinued Operation for the second quarter and first half of 2010 were as follows:

(€ million)	2 nd Quarter 2010	1 st Half 2010
Net revenues	5,678	10,152
Operating profit/(loss)	347	468
Profit/(loss) before taxes	248	266
Income taxes	118	170
Profit/(loss) for the period	130	96

SCOPE OF CONSOLIDATION

During the first half of 2011, there were the following changes in the scope of consolidation, in addition to those relating to the Demerger:

- TCA Tecnologia em Componentes Automotivos SA, a subsidiary in the Fiat Group Automobiles sector located in the Brazilian state of Pernambuco, was consolidated on a line-by-line basis from 1 January 2011;
- Comau (Kunshan) Automation Co. Ltd, a subsidiary in the Comau sector, was established during the first quarter of 2011 and consolidated on a line-by-line basis;

on 24 May 2011, Fiat subscribed to an additional 16% (on a fully diluted basis¹) of the capital of Chrysler Group LLC, (“Chrysler”) increasing its interest to 46% (on a fully diluted basis) and thus gaining control of Chrysler under IAS 27. This operation is described below in the Section - Business Combinations - Acquisition of Control of Chrysler;

- on 29 June 2011, the acquisition of a 50% interest in VM Motori group was finalised; this is a joint venture with General Motors in the Fiat Powertrain sector specialising in the production of auto engines, industrial engines and spare parts. The interest was consolidated using the equity method from that date.

BUSINESS COMBINATIONS – ACQUISITION OF CONTROL OF CHRYSLER

On 24 May 2011 (the “Acquisition date”), Fiat subscribed an additional 16% (on a fully diluted basis) of the capital of Chrysler, increasing its interest to 46% (on a fully diluted basis). Given the potential voting rights associated to the options which become exercisable on such date, Fiat is deemed to have acquired control of Chrysler under IAS 27 – *Consolidated and Separate Financial Statements*. Accordingly Chrysler was consolidated on a line-by-line basis by Fiat with effect from that date, as described below.

Chrysler Group designs, develops, produces, distributes and sells automobiles under the Chrysler, Jeep, Dodge and Ram brands and automobile parts and accessories under the Mopar brand. The product portfolio consists of automobiles

¹This percentage gives effect to the dilution of the Class A Interests held by all members (including Fiat) arising from the occurrence of the final Performance Event (or “Class B Event”) contemplated by the organisational document of Chrysler (the “Ecological Event”). The additional interest without giving effect to the final Class B Event is 17.23%, which will be diluted to 16% upon the occurrence of the Ecological Event.

(including SUVs and Crossovers), minivans, pickups and medium-duty trucks which are sold in more than 120 countries worldwide.

At 31 December 2010, Fiat held 200,000 Class B Membership Interests in Chrysler representing a 20% ownership interest. Those Membership Interests were granted to Fiat, pursuant to the Chrysler organisational document forming part of the broader strategic alliance entered into between Fiat and Chrysler in 2009, as consideration for technology contributed. No cash consideration was required under the agreement.

Under the Chrysler organisational documents, Fiat was granted the opportunity of increasing its ownership interest in Chrysler by a further 15% (with the number of Class B Membership Interests remaining unchanged at 200,000) subject to the occurrence of three specific events (the "Performance Events"). Assignment of these additional ownership interests did not, and for those not yet assigned will not, require payment of any cash consideration by Fiat or commitment to fund Chrysler in the future. The specified Performance Events are as follows:

- Technology Event: consisting of receipt of regulatory approval by Chrysler to produce an engine in the U.S. based on Fiat's FIRE (Fully Integrated Robotised Engine) family and an irrevocable commitment by Chrysler to begin commercial production of the engine;
- Distribution Event: consisting of Chrysler (i) achieving cumulative revenues, subsequent to 10 June 2009, of \$1.5 billion or more attributable to sales outside the NAFTA Region, (ii) executing distribution agreements in the European Union and South America under which dealers will have the right to carry one or more Chrysler products and obligating Chrysler and Fiat to pool their vehicle fleets in the European Union for CO₂ emissions ratings, and (iii) executing a technology license agreement under which Chrysler is compensated for use of its technology by Fiat outside of the NAFTA Region; and
- Ecological Event: consisting of receipt of regulatory approval by Chrysler for an automobile based on a Fiat platform or vehicle technology that has a fuel efficiency rating of at least 40 combined unadjusted miles per gallon and irrevocable commitment by Chrysler to begin commercial-scale assembly in the U.S.

Following occurrence of the Technology Event and the Distribution Event, the rights associated with Fiat's Class B Membership Interests increased to 25% in January 2011 and to 30% in April 2011, respectively. As of the date of these Half-year condensed financial statements, the Ecological Event had not yet occurred. However, Fiat and Chrysler expect the Ecological Event will occur before the end of 2011.

Under the Chrysler organisational documents, Fiat was also granted the following additional call options on Class A Membership Interests in Chrysler:

- the Alternative Call Option to acquire additional Class A Membership Interests up to the equivalent of a 15% ownership interest in Chrysler, should the Performance Events not occur;
- the Incremental Equity Call Option pursuant to which Fiat was entitled to acquire additional Class A Membership Interests enabling it to increase its ownership interest in Chrysler by up to 16% in the aggregate. This option was only exercisable provided that the sum of the outstanding principal and unfunded commitments arising from the U.S. Treasury loans and the Export Development Canada loans did not exceed approximately \$4 billion. The Incremental Equity Call Option was originally exercisable during the period from 1 January 2013 to 30 June 2016. However, Fiat could exercise the option prior to 1 January 2013 if the government loans referred to above, were repaid in full. In addition, prior to full repayment of those loans Fiat's total ownership interest in Chrysler could not exceed 49.9%;
- the VEBA Trust Call Option, pursuant to which Fiat has the option to acquire 40% of the interest in Chrysler originally issued to the VEBA Trust on 10 June 2009 (the "Covered Interest") which on a diluted basis represents 41.5% of Chrysler's capital, exercisable from 1 July 2012 to 30 June 2016 provided that Fiat is entitled to purchase only 20% of the Covered Interest in any six-month period;
- the UST Call Option, pursuant to which Fiat was entitled to purchase the entire interest held in Chrysler by the U.S. Treasury, exercisable for a period of 12 months following the full repayment by Chrysler of the U.S. Treasury loans. Prior to an Initial Public Offering ("IPO"), the exercise price was to be based on the equity value of Chrysler agreed between Fiat and the U.S. Treasury or, absent agreement, a price established by the average of the closest values determined by two of three investment banks appointed by the parties. If an IPO had occurred, the price was to be based on the trading price for Chrysler's ordinary shares.

For the Alternative Call Option, the Incremental Equity Call Option and the VEBA Trust Call Option, prior to an IPO the exercise price is to be determined using a market multiple (i.e., the average multiple of a reference group of automotive manufacturers, not to exceed the trading multiple for Fiat) applied to Chrysler's reported EBITDA for the most recent four

financial quarters less Chrysler's net industrial debt. If there has been an IPO, the price is to be based on the trading price for Chrysler's ordinary shares.

On 24 May 2011, Fiat exercised the Incremental Equity Call Option concurrently with Chrysler's repayment of its loans to the U.S. Treasury and Export Development Canada which was achieved through Chrysler's refinancing in the market, utilisation of available liquidity and the \$1,268 million cash consideration Chrysler received from Fiat in connection with the subscription of 261,225 Class A Membership Interests, representing a 16% ownership interest in Chrysler on a fully diluted basis.

Subsequently, on 27 May 2011, Fiat gave irrevocable notice to the U.S. Treasury of its intention to exercise the UST Call Option entitling Fiat to purchase the 6.031% fully diluted ownership interest held in Chrysler by the U.S. Treasury. On 3 June 2011, the exercise price was set at \$500 million. Fiat also acquired the U.S. Treasury's rights, under the Equity Recapture Agreement entered into between the U.S. Treasury and VEBA Trust on 10 June 2009, for consideration of \$75 million.

The holder of the rights under the Equity Recapture Agreement is entitled to any economic benefits associated with the VEBA Trust's ownership interest in Chrysler that exceed the threshold amount of \$4.25 billion plus interest equal to 9% per annum from 1 January 2010. Based on this agreement, any proceeds received by the VEBA Trust on its ownership interest in Chrysler in excess of that threshold amount shall be transferred to the holder together with all remaining interests. In addition, the holder has the right to acquire VEBA Trust's entire membership interest in Chrysler at a price equivalent to the specified threshold amount, less any proceeds already received by VEBA Trust on that interest.

Finally, Fiat presented a non-binding expression of interest to purchase the 1.508% fully-diluted ownership interest held in Chrysler by the Canadian government (through its wholly-owned subsidiary Canada CH Investment Corporation).

On 21 July 2011, as contemplated by the agreements entered into in early June with the U.S. Treasury and after the fulfilment of applicable regulatory approvals requirements, Fiat completed the purchase of the 6.031% fully-diluted ownership interest held in Chrysler by the U.S. Treasury at a price of \$500 million.

Under those same agreements, on the same date, the U.S. Treasury also assigned to Fiat its rights under the Equity Recapture Agreement, in exchange for cash in the amount of \$75 million, \$15 million of which was paid to the Canadian government in accordance with arrangements between the U.S. Treasury and Canadian government.

Finally, on 21 July 2011, Fiat acquired the 1.508% fully-diluted ownership interest in Chrysler held by Canadian government. The consideration for such interest was \$125 million fully paid at the same date. As a result of these transactions, on 21 July 2011 Fiat's ownership interest in Chrysler's increased to 53.539% (on a fully diluted basis).

From an accounting standpoint, this transaction represents a business combination achieved in stages and falls under the scope of IFRS 3 - *Business Combinations*. The accounting treatment for the business combination is as follows (effects in dollars translated into euros using the exchange rate of 1.4385 at the Acquisition date):

- the previously held 30% ownership interest in Chrysler initially recognised at zero by Fiat was remeasured at fair value at the date on which control was acquired and the resulting gain of €1,729 million (\$2,487 million) has been recognised in profit or loss under Unusual income/(expense). For the purpose of establishing the fair value of Chrysler in order to calculate that gain, given that no active market price for Chrysler shares was available, in accordance with IFRS 3 it was deemed reasonable to use the equity value of \$ 8,290 million (€5,763 million) for Chrysler implied in the price agreed between Fiat and the U.S. Treasury on 3 June 2011 for exercise of the call option on the U.S. Treasury's 6.031% ownership interest (on a fully diluted basis) in Chrysler.
- the identifiable assets acquired and identifiable liabilities assumed, as detailed below, were measured at their acquisition date fair value, with the exception of certain contingent liabilities existing prior to acquisition whose value was not determinable, deferred taxes and certain obligations associated with employee benefits, all of which were recognised in accordance with the applicable standard, as required by IFRS 3:

	<u>At the Acquisition date</u>	
	(\$ million)	(€ million)
Intangible assets	5,059	3,517
Property, plant and equipment	13,863	9,637
Investments and other financial assets	435	302
Leased assets	331	230
Defined benefit plan assets	90	63
Deferred tax assets	65	45
Total Non-current assets	19,843	13,794
Inventories	5,651	3,928
Trade receivables	1,765	1,227
Receivables from financing activities	21	15
Current tax receivables	123	86
Other current assets	993	690
Current financial assets	127	88
Cash and cash equivalents	9,358	6,505
Total Current assets	18,038	12,539
Assets held for sale	-	-
Total assets acquired (a)	37,881	26,333
Provisions	13,930	9,684
Debt	13,659	9,495
Other financial liabilities	112	78
Trade payables	8,298	5,769
Current tax payables	221	154
Deferred tax liabilities	1,586	1,103
Other current liabilities	5,058	3,516
Liabilities held for sale	-	-
Total liabilities assumed (b)	42,864	29,799
net assets acquired (liabilities assumed) (a)-(b)	(4,983)	(3,466)

Although measurement of the assets acquired and liabilities assumed has been performed in an exhaustive manner for the purpose of the Half-year condensed financial statements, those provisional amounts could be subject to further analysis and possible adjustment within 12 months of the transaction, as required by IFRS 3.

- Non-controlling interests of 54% on a fully diluted basis, were recognised at €3,112 million (\$4,477 million) at the Acquisition date, based on the above-stated equity value of Chrysler of \$8,290 million (€5,763 million) in accordance with paragraph 19(a) of IFRS 3.
- Goodwill arising from the acquisition was determined as follows:

	<u>At the Acquisition date</u>		
	(\$ million)	(€ million)	
Consideration paid for the acquisition of the additional 16% ownership interest	+	1,268	881
Fair value of the previously held ownership interest (30%)	+	2,487	1,729
Value attributed to non-controlling interests	+	4,477	3,112
Net assets acquired /(net liabilities assumed)	-	(4,983)	(3,466)
Goodwill	=	13,215	9,188

The goodwill is primarily attributable to the favourable earnings expectations for Chrysler, as set out in the 2010-2014 business plan presented in November 2009 by Chrysler and validated by subsequent results, in addition to synergies achievable through increased integration with Fiat.

- Fiat's contractual right to receive an additional 5% ownership interest in Chrysler upon occurrence of the Ecological Event, previously recognised in the consolidated financial statements at zero, was recognised under Other investments and financial assets at fair value on the date of acquisition of control. The resulting gain of €288 million (\$415 million) has been recognised in the income statement as Unusual income/(expense). Fair value was also based on the above-stated fair value of Chrysler's equity of \$8,290 million (€5,763 million).
- The consideration paid excludes costs related to acquisition of control totalling approximately €5 million which have

been recognised in the income statement under Unusual income/(expense).

- The consideration paid for this acquisition and the related net cash flows were as follows:

	<u>At the Acquisition date</u>	
	(\$ million)	(in €million)
Consideration paid	1,268	881
Consideration due	-	-
Total Consideration paid	1,268	881
Net cash outflows/(inflows) on acquisition:		
Consideration paid	1,268	881
Cash and cash equivalents acquired	(9,358)	(6,505)
Total Net cash outflows/(inflows) on acquisition	(8,090)	(5,624)

With reference to the amount of identifiable assets acquired, the receivables acquired, which principally comprise trade receivables and have a fair value of \$1,765 million (€1,227 million) had gross contractual amounts of \$1,850 million (€1,286 million) of which \$85 million (€59 million) is expected to be uncollectible.

Chrysler is subject to various legal proceedings, claims and governmental investigations pending on a wide range of topics, including: vehicle safety; emissions and fuel economy; dealer, supplier and other contractual relationships; intellectual property rights; product warranties and environmental matters where the risk of loss is not probable. These contingent liabilities were not recognised as their acquisition date fair value could not be reliably measured due to the uncertainty in timing and the amount, or ranges of amounts, for which these contingencies may ultimately be settled. Other matters, where the risk of loss is probable and the timing and amount of potential obligation is reliably estimable, have been recognised at their acquisition date fair value as a component of Provisions for risks and charges.

- Finally, the acquired business contributed €3,325 million in net revenues and a loss of €143 million in net profit to Fiat Group for both the second quarter and first half of 2011.
- Had the acquisition of control of Chrysler under IAS 27 taken place on 1 January 2011, assuming that Chrysler had also repaid its U.S. Treasury and Canadian government loans and completed the concurrent refinancing on that date, Fiat Group would have reported revenues of approximately €37 billion and a profit of approximately €1.7 billion for the first half 2011.

FINANCIAL RISK FACTORS

The Group is exposed to operational financial risks: credit risk, liquidity risk and market risk (relating mainly to exchange rates and interest rates). These Half-year condensed financial statements do not include all the information and notes on financial risk management required in the preparation of annual financial statements. For a detailed description of this information for the Fiat Group excluding Chrysler reference should be made to the "Risk management" Section and Note 32 "Information on financial risks" of the consolidated financial statements of the Fiat Group for the year ended 31 December 2010.

The Chrysler sector uses financial instruments to hedge its exposure to foreign currency exchange risk resulting from transactions in currencies other than the functional currency in which it operates and to hedge its exposure to the commodity price risk associated with buying certain raw materials used in the ordinary course of the operations. Such risk management activities, which are similar to those adopted by the Fiat Group, are managed by Chrysler.

OTHER INFORMATION

Other sections of this Half-year financial report provide information on significant events occurred since the end of the period and business outlook.

COMPOSITION AND PRINCIPAL CHANGES

1. Net revenues

A breakdown of Net revenues (net of intra-Group transactions) by sector for Fiat Group for the second quarter and first half of 2011 and for Continuing Operations for the second quarter and first half of 2010 is as follows:

(€ million)	2 nd Quarter 2011	2 nd Quarter 2010 (*)	1 st Half 2011	1 st Half 2010 (*)
Fiat Group Automobiles	7,470	7,262	14,434	14,058
Chrysler(**)	3,210	-	3,210	-
Maserati	147	153	260	262
Ferrari	564	474	1,040	875
Magneti Marelli	976	810	1,899	1,594
Fiat Powertrain	190	193	386	272
Teksid	186	145	352	268
Comau	261	202	462	372
Other Businesses	149	142	320	283
Total Net revenues	13,153	9,381	22,363	17,984

(*) In accordance with IFRS 5, the figures for the second quarter and first half of 2010 have been reclassified and no longer include amounts relating to businesses transferred to the Fiat Industrial Group and classified within the Post-tax profit (loss) from Discontinued operations.

(**) Fiat consolidated Chrysler from the Acquisition date and, therefore, amounts reported for Chrysler for the second quarter and first half 2011 include one month of operations only.

2. Cost of sales

Cost of sales for Fiat Group for the second quarter and first half of 2011 and for Continuing Operations for the second quarter and first half of 2010 comprises the following:

(€ million)	2 nd Quarter 2011	2 nd Quarter 2010 (*)	1 st Half 2011	1 st Half 2010 (*)
Interest cost and other financial charges from financial services companies	36	18	72	37
Other cost of sales	11,115	8,008	18,988	15,406
Cost of sales	11,151	8,026	19,060	15,443

(*) In accordance with IFRS 5, the figures for the second quarter and first half of 2010 have been reclassified and no longer include amounts relating to businesses transferred to the Fiat Industrial Group and classified within Post-tax profit (loss) from Discontinued operations.

3. Selling, general and administrative costs

Selling costs amount to €715 million and €1,215 million in the second quarter and first half of 2011, respectively (€480 million and €915 million in the corresponding periods of 2010 for Continuing Operations) and comprise mainly marketing, advertising and sales personnel costs.

General and administrative costs amount to €387 million and €675 million in the second quarter and first half of 2011, respectively (€301 million and €574 million in the corresponding periods of 2010 for Continuing Operations) and comprise mainly administrative expenses which are not attributable to sales, production and research and development functions.

4. Research and development costs

In the second quarter of 2011, research and development costs of €332 million (€253 million in the second quarter of 2010 for Continuing Operations) mainly comprise all research and development costs not capitalised, amounting to €186 million (€106 million in the second quarter of 2010 for Continuing Operations), and the amortisation of capitalised development costs of €158 million (€146 million in the second quarter of 2010 for Continuing Operations). During the period the Group recognised new capitalised development costs of €315 million (€236 million in the second quarter of 2010 for Continuing Operations).

In the first half of 2011, research and development costs of €610 million (€486 million in the first half of 2010 for Continuing Operations) mainly comprise all research and development costs not capitalised amounting to €304 million

(€201 million in the first half of 2010 for Continuing Operations) and the amortisation of capitalised development costs of €306 million (€284 million in the first half of 2010 for Continuing Operations). During the first half 2010, the research and development costs for Continuing Operations also included the write-down of costs previously capitalised for €1 million. During the period, the Group recognised new capitalised development costs of €523 million (€419 million in the first half of 2010 for Continuing Operations).

5. Other income (expenses)

Other expenses amounts to €43 million and €27 million in the second quarter and first half of 2011, respectively (other expenses of €14 million and of €29 million in the corresponding periods of 2010 for Continuing Operations) and consists of miscellaneous operating costs not ascribable to specific functional areas, such as accruals to miscellaneous provisions and indirect taxes and duties, net of other income which is not attributable to the typical sales and services operations of the Group, such as income from the sale of licenses and know-how.

6. Gains (losses) on the disposal of investments

The net gain of €3 million in the second quarter of 2011 (gain of €1 million in the second quarter of 2010 for Continuing Operations) and the net gain of €7 million in the first half of 2011 (gain of €2 million in the first half of 2010 for Continuing Operations) consist of the gains and losses arising on the disposal of certain investments in other companies.

7. Restructuring costs

In the second quarter of 2011 and in the first half of 2011, Restructuring costs amounted to €38 million and €42 million respectively, of which €35 million for the former period and €39 million for the latter related to Fiat Group excluding Chrysler. In the second quarter of 2010 and in the first half of 2010 Restructuring costs for Continuing Operations amounted to €21 million and related to the Fiat Group Automobiles sector.

8. Other unusual income (expenses)

Other unusual income amounted to €2,017 million in the second quarter and the first half of 2011. Of this, €1,729 million relates to the gain resulting from the measurement at fair value of the investment of 30% in Chrysler held before the acquisition of control and €288 million to the valuation of the right to receive an interest of 5% following the occurrence of the Ecological Event, as discussed in the Section - Business Combinations - Acquisition of Control of Chrysler".

Other unusual expenses amounted to €924 million in the second quarter and the first half of 2011, of which €220 million relates to the Chrysler sector. The amount of €704 million arising from the other sectors (mainly Fiat Group Automobiles) is principally the result of the process for the strategic realignment of the manufacturing and commercial activities of Fiat with those of Chrysler, further accelerated following the increase in the interest which occurred in the second quarter of 2011, as well as the realignment of certain minor activities. Write-downs included in the above-mentioned amount, which arise from the updating of the economic valuations and estimates made during the quarter comprise the write-down of goodwill of €223 million and of development costs of €110 million, as discussed in further detail in Note 13, and the write-down of certain assets of €219 million as discussed in Note 14. The other unusual expenses of €220 million relating to the Chrysler sector represent revaluation of the inventories of Chrysler on initial consolidation as the consequence of measuring the identifiable assets acquired and identifiable liabilities assumed at fair value, and this was recognised in the income statement in June as the result of the rapid turnover of stocks.

In the second quarter and the first half of 2010, there was net expense of €5 million and €4 million respectively, mainly attributable to the Fiat Group Automobiles sector.

9. Financial income (expenses)

In addition to the items included in the specific line of the income statement, Net financial income (expenses) also includes the income from financial services companies included in Net revenues for €57 million and €112 million in the second quarter and first half of 2011, respectively (€33 million and €64 million in the corresponding periods of 2010) and the costs incurred by financial services companies included in Interest cost and other financial charges from financial services companies included in Cost of sales for €36 million and €72 million, in the second quarter and first half of 2011, respectively (€18 million and €37 million in the corresponding periods of 2010). Reconciliation to the income statement is provided at the foot of each column of the following table.

(€ million)	2 nd Quarter 2011	2 nd Quarter 2010 (*)	1 st Half 2011	1 st Half 2010 (*)
Financial income:				
Interest earned and other financial income	82	41	157	73
Interest income from customers and other financial income of financial services companies	57	33	112	64
Interest income receivable from Discontinued Operations	-	70	-	139
Gains on disposal of securities	-	2	1	7
Total financial income	139	146	270	283
of which:				
Financial income, excluding financial services companies (a)	82	110	158	214
Interest and other financial expenses:				
Interest expense and other financial expenses	346	262	609	525
Interest expense payable to Discontinued Operations	-	11	-	18
Write-downs of financial assets	12	22	24	29
Losses on disposal of securities	2	2	5	6
Interest costs on employee benefits	18	12	28	24
Total interest and other financial expenses	378	309	666	602
Net (income) expenses from derivative financial instruments and exc. losses	(30)	5	(68)	(23)
Total interest and other financial expenses, net (income) expenses from derivative financial instruments and exchange losses	348	314	598	579
of which:				
Interest and other financial expenses, effects resulting from derivative financial instruments and exchange differences, excluding financial services companies (b)	312	296	526	542
Net financial income (expenses) excluding financial services companies (a)-(b)	(230)	(186)	(368)	(328)

(*) In accordance with IFRS 5, the figures for the second quarter and first half of 2010 have been reclassified and no longer include amounts relating to businesses transferred to the Fiat Industrial Group and classified within Post-tax profit (loss) from Discontinued operations.

Net financial expenses for the second quarter and first half of 2011, excluding those of the financial services companies, amounted to €230 million and €368 million, respectively. This amount includes net financial expenses of Chrysler of €70 million, and a net financial gain of €23 million in the first half of 2011 (nil in the second quarter of 2011) arising from the equity swaps on a basket of Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares related to certain stock option plans. Net financial expenses of €186 million for the second quarter of 2010 and of €328 million for the first half of 2010 included net financial expense of €19 million and of €32 million, respectively, arising from the equity swaps on Fiat S.p.A. ordinary shares.

10. Result from investments

For the second quarter and first half of 2011, the item includes the Group's interest in the net profit or loss of companies accounted for under the equity method totalling €24 million and €62 million, respectively (€35 million and €82 million for Continuing Operations for the corresponding periods in 2010). The item also includes write-downs for impairment on financial assets, reversals, accruals to provisions against investments, and dividends.

The Result from investments in the second quarter of 2011 is a gain amounting to €8 million (gain of €30 million in the second quarter of 2010) and consists of (amounts in € million): Fiat Group Automobiles Sector Companies 27 (38 in the second quarter of 2010); Magneti Marelli Sector Companies -11 (-2 in the second quarter of 2010) and other companies -8 (-6 in the second quarter of 2010).

The Result from investments in the first half of 2011 is a gain amounting to €48 million (gain of €79 million in the first half of 2010) and consists of (amounts in € million): Fiat Group Automobiles Sector Companies 67 (87 in the first half of 2010); Magneti Marelli Sector Companies -14 (-4 in the first half of 2010) and other companies -5 (-4 in the first half of 2010).

11. Income taxes

Income taxes recognised in the consolidated income statement consist of the following:

(€ million)	2 nd Quarter 2011	2 nd Quarter 2010 (*)	1 st Half 2011	1 st Half 2010 (*)
Current taxes:				
IRAP	18	17	36	34
Other taxes	146	158	261	280
Total current taxes	164	175	297	314
Deferred taxes for the period	(39)	(33)	(36)	(47)
Taxes relating to prior periods	(1)	1	(21)	2
Total Income taxes	124	143	240	269

(*) In accordance with IFRS 5, the figures for the second quarter and first half of 2010 have been reclassified and no longer include amounts relating to businesses transferred to the Fiat Industrial Group and classified within Post-tax profit (loss) from Discontinued operations.

The decrease in the income tax charge in the second quarter and in the first half of 2011 compared to the corresponding periods of 2010 is mainly the consequence of the lower profits earned in certain foreign countries and, in the half year, also the recovery of taxes relating to prior years.

Net deferred tax assets at 30 June 2011 consist of deferred tax assets, net of deferred tax liabilities that have been offset, where permissible, by the individual consolidated companies.

The net balance of Deferred tax assets and Deferred tax liabilities may be analyzed as follows:

(€ million)	At 30 June 2011	At 31 December 2010
Deferred tax assets	1,737	1,678
Deferred tax liabilities	(1,241)	135
Total	496	1,543

Deferred tax assets net of deferred tax liabilities decreased by €1,047 million at 30 June 2011; of this, €995 million arises from the recognition of the deferred liabilities of Chrysler.

12. Earnings per share

As explained in Note 23 to the Consolidated Financial Statements at 31 December 2010, the share capital of Fiat S.p.A. is represented by three classes of shares (ordinary shares, preference shares and savings shares) each of which has different dividend rights. In the second quarter and first half of 2011 and the corresponding periods of 2010, the Profit(loss) for the period attributable to each class of share was determined in accordance with the share's contractual right to receive dividends. For this purpose, the Profit (loss) for the period attributable to the owners of the parent has been adjusted by the amount of the dividends that would be contractually due to each class of shares in the theoretical event of a total distribution of profits.

The following tables show for the second quarter and for the first half of 2011, together with the corresponding comparative periods in 2010, the reconciliation between the net Profit (loss) attributable to owners of the parent and the profit (loss) attributable to each class of shares, as well as the weighted number of shares outstanding:

		2 nd Quarter 2011				2 nd Quarter 2010			
		Ordinary shares	Preference shares	Savings shares	Total	Ordinary shares	Preference shares	Savings shares	Total
Profit (loss) attributable to owners of the parent	€ million				1,308				90
Theoretical preference right	€ million	-	-	9	9	-	32	25	57
Result attributable to all classes of shares	€ million	1,132	99	68	1,299	33	-	-	33
Total Profit/(loss) attributable to each class of shares	€ million	1,132	99	77	1,308	33	32	25	90
Average number of shares outstanding	thousands	1,054,045	103,292	79,913	1,237,105	1,053,679	103,292	79,913	1,236,884
Basic earnings/(loss) per share	euros	1.074	0.963	0.965		0.032	0.310	0.310	

		1 st Half 2011				1 st Half 2010			
		Ordinary shares	Preference shares	Savings shares	Total	Ordinary shares	Preference shares	Savings shares	Total
Profit/(loss) attributable to owners of the parent	€ million				1,337				65
Theoretical preference right	€ million	-	-	9	9	-	32	25	57
Result attributable to all classes of shares	€ million	1,132	111	85	1,328	8	-	-	8
Profit/(loss) attributable to each class of shares	€ million	1,132	111	94	1,337	8	32	25	65
Average number of shares outstanding	thousands	1,053,901	103,292	79,913	1,237,106	1,053,679	103,292	79,913	1,236,884
Basic earnings/(loss) per share	euros	1.074	1.074	1.182		0.008	0.310	0.310	

For the second quarter and first half of 2010 the following tables show the same amounts used in the determination of the earnings per share for Continuing Operations. These figures have been calculated by taking into account the dividend rights established for Fiat S.p.A. shares after the Demerger.

		2 nd Quarter 2010				1 st Half 2010			
		Ordinary shares	Preference shares	Savings shares	Total	Ordinary shares	Preference shares	Savings shares	Total
Profit/(loss) from Continuing Operations attributable to owners of the parent	€ million				(30)				(23)
Total Profit/(loss) attributable to each class of shares	€ million	(19)	(2)	(9)	(30)	(19)	(2)	(2)	(23)
Weighted average number of shares	thousand	1,053,679	103,292	79,913	1,236,884	1,053,679	103,292	79,913	1,236,884
Basic Earnings/(loss) per share – Continuing Operations	€	(0.018)	(0.018)	(0.104)		(0.018)	(0.018)	(0.018)	

For the second quarter and first half of 2011 and the corresponding periods for 2010, the average number of outstanding ordinary shares has been increased to also take into consideration the effect that would arise if the stock option plans on Fiat S.p.A. shares were to be exercised and stock grants on Fiat S.p.A. shares were assigned.

The following tables set out for the second quarter and for the first half of 2011, together with the corresponding comparative periods in 2010, the weighted number of shares outstanding used in the calculation of diluted earnings per share and diluted earnings per share by class of share.

		2 nd Quarter 2011				2 nd Quarter 2010			
		Ordinary shares	Preference shares	Savings shares	Total	Ordinary shares	Preference shares	Savings shares	Total
Profit/(loss) attributable to each class of shares	€ million	1,134	98	76	1,308	33	32	25	90
Average number of shares considered for the diluted earnings per share	thousands	1,065,969	103,292	79,913	1,249,174	1,059,236	103,292	79,913	1,242,441
Diluted earnings/(loss) per share	€	1.064	0.952	0.955		0.032	0.310	0.310	

		1 st Half 2011				1 st Half 2010			
		Ordinary shares	Preference shares	Savings shares	Total	Ordinary shares	Preference shares	Savings shares	Total
Profit/(loss) attributable to each class of shares	€ million	1,134	110	93	1,337	8	32	25	65
Average number of shares considered for the diluted earnings per share	thousands	1,065,671	103,292	79,913	1,248,876	1,058,126	103,292	79,913	1,241,331
Diluted earnings/(loss) per share	€	1.064	1.064	1.172		0.008	0.310	0.310	

13. Intangible assets

(€ million)	Net of amortisation at 31 December 2010	Additions	Amortisation	Change in consolidation scope	Foreign exchange effects and other changes	Net of amortisation at 30 June 2011
Goodwill	1,080	-	-	9,188	(265)	10,003
Development costs	2,909	523	(306)	-	(125)	3,001
Other	361	45	(68)	3,517	(22)	3,833
Total Intangible assets	4,350	568	(374)	12,705	(412)	16,837

Goodwill principally consists of the balance arising on the acquisition of Chrysler at the Acquisition date, amounting to €9,188 million (€9,145 million at 30 June 2011) and that of €786 million arising on the acquisition of certain interests in Ferrari in previous years (€786 million at 31 December 2010). At 31 December 2010, this item also comprised €135 million relating to investments held by Comau (Pico Group and other minor companies), €121 million on certain companies in the Magneti Marelli Sector, €18 million on certain companies in the Fiat Group Automobiles Sector, and €18 million on certain companies in the Teksid Sector.

With regard to goodwill, for the purpose of preparing these Half-year condensed financial statements, given that impairment indicators exist, the recoverability of goodwill of the Comau sector, allocated to the Pico, System, and Comau Mexico businesses, was tested by calculating their value in use, meaning the present value of an estimate of future cash flows based on operating cash flows deriving from the respective 2010-2014 strategic plans, suitably revised by management to take account of expected developments and also the integration of Fiat with Chrysler, extrapolated to subsequent years and discounted using a rate substantially aligned with that used at 31 December 2010, which takes into consideration the specific risk of the individual cash-generating units. Following the realignment of certain minor activities, as discussed earlier, a similar testing process was conducted on goodwill of a lesser amount recognised by the Group in connection with previous acquisitions, principally in the Magneti Marelli sector. These revised economic valuations and estimates led to the write-down of goodwill by €223 million, fully recognised in the income statement under Other unusual income (expenses), of which €129 million relates to the Comau sector, €69 million to the Magneti Marelli sector and €17 million to the Fiat Group Automobiles sector. The same impairment testing also led to the write-down in the Magneti Marelli and Teksid sectors of assets included in Property, plant and equipment.

Other changes also include the write-down by €110 million of certain previously capitalised development costs. This write-down arose from assessments based on the effects of a convergence towards the use of a reduced number of platforms common to Fiat and Chrysler, which were accelerated in the second quarter of 2011 by the fact that the conditions were met for the exercise of control of Chrysler by Fiat.

The addition to Other intangible assets of €45 million in the first half of 2011 relates mainly to software. The change in consolidation scope refers to Chrysler's intangible assets, which are mainly trademarks.

The change in scope of consolidation of €12,705 million relates to the impact of the acquisition of Chrysler during the first half-year. See Section - Business Combination – acquisition of control of Chrysler for additional information.

Foreign exchange losses of €82 million in the first half of 2011 principally reflect changes in the Euro/US dollar rate.

14. Property, plant and equipment

(€ million)	Net of depreciation at 31 December 2010	Additions	Depreciation	Foreign exchange effects	Change in consolidation scope	Disposals and other changes	Net of depreciation at 30 June 2011
Total Property plant and equipment	9,601	939	(911)	(107)	9,652	(310)	18,864

Additions of €939 million in the first half of 2011 mainly refer to the sectors Fiat Group Automobiles, Chrysler, Magneti Marelli, Ferrari and Fiat Powertrain. Foreign exchange losses of €107 million in the first half of 2011 arise principally from the decrease of the US Dollar and the Brazilian Real exchange rate against the Euro.

The change in scope of consolidation amounting to €9,652 million includes the impact of the acquisition of Chrysler during the first half for €9,637 million.

Disposals and other changes include the write-down of assets by a total of €93 million, recognised as a result of the above-mentioned process of updating the economic valuations and estimates of certain assets in the Magneti Marelli and Teksid sectors. This item also includes a write-down by €136 million of certain plant and machinery in connection with the process for the strategic realignment of manufacturing and commercial activities with Chrysler, of which €126 million has been recognised in Other unusual income (expenses).

15. Investments and other financial assets

(€ million)	At 30 June 2011	At 31 December 2010
Investments accounted for using the equity method	1,500	1,465
Investments measured at fair value:		
Investments at fair value with changes directly in Other comprehensive income	157	17
Investments at fair value with changes in profit or loss	201	-
Investments at cost	64	62
Total Investments	1,922	1,544
Non-current financial receivables	330	62
Other securities	320	47
Total Investments and other financial assets	2,572	1,653

Investments accounted for using the equity method

At 30 June 2011, Investments accounted for using the equity method totalling €1,500 million (€1,465 million at 31 December 2010) includes, amongst others, the following (€ million): FGA Capital S.p.A. 705 (700 at 31 December 2010), Tofas Turk Otomobil Fabrikasi A.S. 243 (304 at 31 December 2010), Sevelnord Société Anonyme 92 (95 at 31 December 2010), Sevel S.p.A. 99 (99 at 31 December 2010), GAC Fiat Automobiles Co. Ltd. 97 (50 at 31 December 2010), Rizzoli Corriere della Sera MediaGroup S.p.A. 100 (101 at 31 December 2010).

Investments measured at fair value

At 30 June 2011, Investments at fair value with changes recognised directly in Other comprehensive income, includes the investment in Fiat Industrial S.p.A. for €139 million, the investment in Fin. Priv. S.r.l. for €15 million (€14 million at 31 December 2010), the investment in Assicurazioni Generali S.p.A. of €3 million (€3 million at 31 December 2010).

Concerning the investment in Fiat Industrial S.p.A., upon Demerger, Fiat S.p.A. was allotted 38,568,458 ordinary shares in Fiat Industrial S.p.A., without consideration, corresponding to the number of Treasury shares it held. Following this allotment, the portion of the cost of Treasury shares recognised in equity and attributable to the Fiat Industrial S.p.A. shares, amounting to €368 million, was reclassified as an asset in the Statement of financial position. This allocation was calculated on the basis of the weighting of the stock market prices of Fiat and Fiat Industrial shares on the first day of quotation of the Fiat Industrial S.p.A. shares. At the same time, in accordance with IAS 39 and its interpretations, the

investment was measured at fair value (€347 million) with a corresponding entry made to Earnings Reserves. After initial recognition, the investment is measured at fair value.

In addition, as described in Note 23 to the Consolidated Financial Statements at 31 December 2010, with regard to the changes made to stock option and stock grant plans outstanding at 31 December 2010 following the Demerger there were 23,021,250 Fiat Industrial ordinary shares allotted to Fiat S.p.A. that will service the above-mentioned plans and that therefore were considered linked to the Liability for share-based payments recognised in the Statement of Financial Position as the result of changes to the plans (see Note 24). As a consequence, the portion of the fair value measurement of the Fiat Industrial S.p.A. shares attributable to the shares that will service the stock option and stock grant plans has been recognised in the income statement, together with the effects of the re-measurement of the related liability. The remaining Fiat Industrial shares outstanding (15,627,208 shares at 1 January 2011) are measured at fair value with changes recognised directly in equity.

At 30 June 2011, the investment in Fiat Industrial S.p.A. consists of 38,221,583 ordinary shares (corresponding to 3.0% of the share capital of the company), for an amount of €340 million, of which 22,581,875 shares of Fiat Industrial S.p.A. will serve the stock option and stock grant plans and are therefore measured at fair value through profit and loss for an amount of €201 million, and 15,639,708 shares are classified as available-for-sale and measured at fair value through equity, for an amount of €139 million.

Changes in Investments during the first half of 2011 are as follows:

(€ million)	At 31 December 2010	Revaluations (write-downs)	Changes in the scope of consolidation	Other Changes	At 30 June 2011
Investments	1,544	41	74	263	1,922

Revaluations and write-downs consist of adjustments for the result for the period to the carrying value of investments accounted for under the equity method. Write-downs also include any loss in value in investments accounted for under the cost method.

Changes in the scope of consolidation includes €35 million arising from the effects of consolidating V.M. Motori, a joint venture acquired on 29 June 2011, using the equity method and €26 million relating to other investments of Chrysler.

Other changes consisting of a net increase of €263 million are made up as follows: a reclassification of €368 million representing the proportion of the carrying amount of Treasury shares recognised as a reduction of Equity in order to recognise the Fiat Industrial S.p.A. shares arising from the Demerger, foreign exchange losses of €50 million; purchases and capitalisations for €70 million (of which €49 million mainly relating to the capital increase carried out by the equally held jointly-controlled entity GAC Fiat Automobiles Co. Ltd. and 7 million relating to the capital increase carried out by the 50/50 jointly-controlled entity Fiat India Automobiles Private Limited); dividends of €81 million distributed by companies accounted for using the equity method (of which €26 million received from FGA Capital and €43 million received from Tofas-Turk Otomobil Fabrikasi Tofas A.S.), and other decreases of €44 million (including mainly the negative fair value adjustment of €3 million relating to investments classified as available-for-sale the negative changes in the cash flow hedge reserve of Tofas-Turk Otomobil Fabrikasi Tofas A.S. for €20 million).

16. Leased assets

(€ million)	Net of depreciation at 31 December 2010	Changes in consolidation scope	Additions	Depreciation	Foreign exchange effect	Disposals and other changes	Net of depreciation at 30 June 2011
Leased assets	-	230	-	-	1	(45)	186

Leased assets related to the Chrysler sector.

17. Inventories

(€ million)	At 30 June 2011	At 31 December 2010
Raw materials, supplies and finished goods	8,610	4,308
Gross amount due from customers for contract works	244	135
Total Inventories	8,854	4,443

Inventories at 30 June 2011 include assets sold with a buy-back commitment by Fiat Group Automobiles and Chrysler for a total amount of €1,860 million (€637 million at 31 December 2010). Excluding these amounts and changes resulting from consolidation of Chrysler, totalling €3,050 million, Inventories rose by €138 million during the first half of 2011 in line with production and sales volumes for the period.

The amount due from customers for contract work mainly relates to the Comau Sector and can be analysed as follows:

(€ million)	At 30 June 2011	At 31 December 2010
Aggregate amount of costs incurred and recognised profits (less recognised losses) to date	1,097	1,233
Less: Progress billings	(939)	(1,203)
Construction contracts, net of advances on contract work	158	30
Gross amount due from customers for contract work as an asset	244	135
Less: Gross amount due to customers for contract work as a liability included in Other current liabilities	(86)	(105)
Construction contracts, net of advances on contract work	158	30

At 30 June 2011 and at 31 December 2010, the amount of retentions by customers on contract work in progress was not significant.

18. Current receivables and Other current assets

(€ million)	At 30 June 2011	At 31 December 2010
Trade receivables	3,417	2,259
Receivables from financing activities	3,459	2,866
Current tax receivables	576	353
Other current assets:		
Other current receivables	1,471	1,410
Accrued income and prepaid expenses	449	118
Total other current assets	1,920	1,528
Total Current receivables and Other current assets	9,372	7,006

Other current receivables include amounts due from the tax authorities, security deposits and miscellaneous receivables.

Receivables from financing activities include the following:

(€ million)	At 30 June 2011	At 31 December 2010
Dealer financing	2,072	1,724
Retail financing	843	731
Finance leases	348	243
Supplier financing	57	48
Current financial receivables from jointly-controlled financial services entities	17	12
Financial receivables from companies under joint control, associates and unconsolidated subsidiaries	51	49
Other	71	59
Total Receivables from financing activities	3,459	2,866

Receivables from financing activities increased by €593 million over the period. Excluding translation exchange losses of €77 million (arising mainly from the decrease of the Brazilian Real exchange rate against the Euro) and changes resulting from consolidation of Chrysler, totalling €15 million, the item increased €655 million due to the increase in financing

activities for the non-European financial services companies of Fiat Group Automobiles, also driven by positive sales performance in South America.

Financial receivables from jointly-controlled financial services entities includes financial receivables due from the FGA Capital group.

19. Current securities

At 30 June 2011, Current securities include mainly short-term or marketable securities which represent temporary investments readily convertible into cash, but which do not satisfy the requirements for being classified as cash and cash equivalents.

20. Other financial assets and Other financial liabilities

These items include the measurement at fair value of derivative financial instruments at 30 June 2011.

In particular, the overall change in Other financial assets (from €516 million at 31 December 2010 to €593 million at 30 June 2011), and in Other financial liabilities (from €255 million at 31 December 2010 to €212 million at 30 June 2011), net of the effects arising from the consolidation of Chrysler (showing at 30 June 2011 Other financial assets of €67 million and Other financial liabilities of €75 million), is mainly due to the changes in exchange rates and interest rates over the period, as well as to the change in the fair value (positive for €23 million in the first half of 2011) of the equity swaps on Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares.

As this item consists principally of hedging instruments, the change in their value is compensated by the change in the value of the hedged item.

21. Cash and cash equivalents

Cash and cash equivalents include cash at banks, units in liquidity funds and other money market securities that are readily convertible into cash and are subject to an insignificant risk of changes in value, this item includes cash and cash equivalents related to Chrysler for €7,040 million.

At 30 June 2011, this item includes approximately €11 million (€10 million at 31 December 2010) of restricted cash.

22. Assets and liabilities held for sale

Assets and liabilities held for sale at 30 June 2011 include the investment in a minor company in Brazil, which was classified as held for sale on acquisition, certain buildings and factories of the Comau and Fiat Group Automobiles Sectors and the assets and liabilities of a Ferrari sector investment.

In addition to including certain buildings and factories of the Fiat Group Automobiles sector and to the above mentioned investment in a minor company in Brazil, at 31 December 2010 the item Assets and liabilities held for sale and Discontinued Operations included the assets and liabilities of businesses transferred to the Fiat Industrial Group through the Demerger. Further details about amounts shown as Discontinued Operations may be found in the note on Assets and liabilities held for sale and Discontinued Operations in the Consolidated Financial Statements at 31 December 2010.

The items included in Assets held for sale and Liabilities held for sale may be summarised as follows:

(€ million)	At 30 June 2011	At 31 December 2010
Property, plant and equipment	8	3
Investments and other financial assets	64	65
Inventory	6	-
Trade receivables	1	-
Other receivables	2	-
Cash and cash equivalents	1	-
Total Assets held for sale	82	68
Assets classified as Discontinued Operations	-	34,786
Other payables	5	-
Total Liabilities held for sale	5	-
Liabilities classified as Discontinued Operations	-	29,920

23. Equity

Consolidated shareholders' equity at 30 June 2011 decreased by €486 million over 31 December 2010, mainly due to the Demerger for €4,533 million, foreign exchange losses of €173 million arising from the translation into euros of the financial statements of subsidiaries denominated in currencies other than the euro and a decrease of €152 million resulting from the distribution of dividends of Fiat S.p.A., partially offset by the profit for the period of €1,274 million and the recognition of the non-controlling interests of Chrysler amounting to €3,112 million.

Share capital

At 30 June 2011, fully paid-up share capital amounts to €4,466 million (€6,377 million at 31 December 2010) and consists of 1,275,879,470 shares (1,275,452,595 shares at 31 December 2010) as follows:

- 1,092,674,360 ordinary shares;
- 103,292,310 preference shares;
- 79,912,800 savings shares;

All with a par value of €3.50 each (€5.00 each at 31 December 2010).

During the first half of 2011, the number of shares issued by Fiat S.p.A. increased by 426,875 and share capital increased by €2 million as certain managers exercised the options granted to them under the November 2006 stock option plan. The decrease in the share capital of Fiat S.p.A. resulting from the Demerger (which was carried out by reducing par value for all share classes from €5.00 per share to €3.50 per share) amounted to €1,913 million.

As a result of this reduction in par value per share for all share classes pursuant to the Demerger, the distribution entitlement for each class of shares was adjusted on a pro rata basis. The allocation of annual profit for Fiat S.p.A. will be as follows:

- to the legal reserve, 5% of net profit until the amount of the reserve is equal to one-fifth of share capital;
- to savings shares, a dividend of up to €0.217 per share;
- further allocations to the legal reserve, allocations to the extraordinary reserve and/or to retained profit reserve as may be resolved by Shareholders;
- to preference shares, a dividend of up to €0.217 per share;
- to ordinary shares, a dividend of up to €0.1085 per share;
- to savings shares and ordinary shares, in equal amounts, an additional dividend of up to €0.1085 per share;
- to each ordinary, preference and savings share, in equal amounts, any remaining profit, which Shareholders may resolve to distribute.

When the dividend paid to savings shares in any year amounts to less than €0.217, the difference shall be added to the preferred dividend to which they are entitled in the following two years.

In the event that savings shares are delisted, any bearer shares shall be converted into registered shares with entitlement to a dividend that is €0.1225, rather than €0.1085, higher than the dividend paid on ordinary and preference shares.

In the event that the ordinary shares are delisted, holders of savings shares shall be entitled to a dividend that is €0.140 higher than the dividend paid on ordinary and preference shares.

In the event of a winding-up, the Company's assets shall be distributed in the following order of priority: repayment of savings shares up to their par value, repayment of preference shares up to their par value, repayment of ordinary shares up to their par value; any balance remaining, in an equal pro rata amount to shares of all three classes.

Treasury shares

Treasury shares consist of 38,568,458 Fiat S.p.A. ordinary shares for an amount of €289 million (€657 million at 31 December 2010).

The reduction in the carrying amount of Treasury shares over 31 December 2010 is a consequence of the Demerger and the Fiat S.p.A. allotment of 38,568,458 ordinary shares in Fiat Industrial S.p.A., recognised as an asset in the Statement of Financial Position at an initial amount of €368 million as discussed in Note 15.

These Treasury shares were purchased under an original authorisation for the purchase of treasury shares (the "Programme") renewed by Shareholders in general meeting on 27 March 2009 and already granted by the general

meeting on 31 March 2008. The authorisation provided for the purchase of a maximum number of shares, for all three classes combined, not to exceed 10% of share capital or a purchase value of €1.8 billion, inclusive of existing restricted reserves of €657 million.

In order to maintain the necessary operating flexibility over an adequate time period and given that their authorisation expired on 27 September 2010, on 26 March 2010 Shareholders in general meeting extended the term permitted for the purchase and disposal of treasury shares, including transactions carried out through subsidiary companies, by a further 18 months period, at the same time revoking the authorisation given by them in the general meeting of 27 March 2009 to the extent not exercised at that date. The authorisation provided for the purchase of a maximum number of shares, for all three classes combined, not to exceed 10% of share capital or a purchase value of €1.8 billion, inclusive of the €657 million in Fiat shares already held by the Company.

At the extraordinary general meeting of 16 September 2010, in consideration of the reduction in the par value of Fiat S.p.A. shares from €5.00 to €3.5 per share, Shareholders approved a reduction in the authorisation for the purchase of treasury shares to a maximum value of €1.2 billion, without altering the condition that the total number of shares, in all three classes, may not exceed 10% of share capital or any of the other provisions approved by Shareholders on 26 March 2010, and without amending the authorisation expiry date of 26 September 2011. Reaffirming that the share buy-back programme has been placed on hold, the Board of Directors, in order to maintain the necessary operating flexibility for an adequate period, made a proposal to Shareholders at the Annual General Meeting on 30 March 2011, which was approved, for the authorisation for the purchase be renewed for a period of 18 months and for the maximum amount of shares for the three classes not to exceed the legally established percentage of share capital, and €1.2 billion including the existing restricted reserve for treasury shares, which after the effects of the Demerger discussed earlier amounts to €289 million.

Capital reserves

At 30 June 2011, Capital reserves amounting to €147 million (€601 million at 31 December 2010) were reduced by €457 million as a consequence of the Demerger.

Earnings reserves

The main earnings reserves are as follows:

- the legal reserve of Fiat S.p.A. of €523 million at 30 June 2011 (€716 million at 31 December 2010) which was reduced by €215 million as a consequence of the Demerger;
- retained earnings of €2,035 million at 30 June 2011 (retained earnings of €2,796 million at 31 December 2010);
- the income attributable to owners of the parent of €1,337 million at 30 June 2011 (income of €520 million for the year ended 31 December 2010);
- the share-based payments reserve totalling €49 million at 30 June 2011 (€113 million at 31 December 2010).

As discussed in Note 23 to the Consolidated Financial Statements at 31 December 2010, on the Demerger the underlying of the stock option and the stock grant plans outstanding at 31 December 2010 was changed by allowing the beneficiaries of the options or stock grants to receive one ordinary Fiat share and one ordinary Fiat Industrial share for each right held, with the option exercise price (for stock option plans) and the free grant of shares (for the stock grant plan) remaining unchanged. In accordance with IFRS 2 – *Share based payments*, this change required that the stock option and stock grant plans be accounted for as compound financial instruments and in particular that the Reserve for share-based payments at that date be separated into a liability component (the counterparty's right to receive one Fiat Industrial S.p.A. share) and an equity component (the counterparty's right to receive one Fiat S.p.A. share). All stock option and stock grant plans, with the exception of the portion of the 2006 Plan relating to managers for which a capital increase was approved, will be serviced with Treasury shares already held by Fiat S.p.A. and Fiat Industrial ordinary shares that were allotted as a result of the Demerger. The alignment of the underlying of the plans described above led to the reclassification of a portion of this reserve (amounting to €62 million) to Liabilities for share-based payments (Note 24). On the day on which the Fiat Industrial S.p.A. shares were first quoted, this amount represented the portion of the book value of the Reserve for share-based payments attributable to each plan and relating to the component of the plans which will be serviced by Fiat Industrial S.p.A. shares, calculated on the basis of the weighting of the quotations of the two shares at that date.

Other comprehensive income

The amount of Other comprehensive income can be analysed as follows:

(€ million)	2 nd Quarter 2011	2 nd Quarter 2010	1 st Half 2011	1 st Half 2010
Gains/(Losses) on cash flow hedges arising during the period	(48)	(355)	53	(412)
Reclassification adjustment for gains/(losses) on cash flow hedges included in income statement	(12)	144	(37)	226
Gains/(Losses) on cash flow hedges	(60)	(211)	16	(186)
Gains/(Losses) on fair value of available-for-sale financial assets arising during the period	(20)	(4)	(1)	(5)
Reclassification adjustment for gains/(losses) on fair value of available-for-sale financial assets included in income statement	-	-	-	-
Gains/(Losses) on fair value of available-for-sale financial assets	(20)	(4)	(1)	(5)
Gains/(Losses) on exchange differences on translating foreign operations arising during the period	22	590	(116)	1,076
Gains/(Losses) on exchange differences on translating foreign operations included in income statement	-	-	-	-
Gains/(Losses) on exchange differences on translating foreign operations	22	590	(116)	1,076
Share of Other comprehensive income of entities consolidated by using the equity method arising during the period	(29)	74	(57)	135
Reclassification adjustment for the share of Other comprehensive income of entities consolidated by using the equity method	(9)	11	(17)	19
Share of Other comprehensive income of entities consolidated by using the equity method	(38)	85	(74)	154
Income tax relating to components of Other comprehensive income	5	26	(10)	40
Total Other comprehensive income for the year, net of tax	(91)	486	(185)	1,079

The income tax effect relating to Other comprehensive income can be analysed as follows:

(€ million)	2 nd Quarter 2011			2 nd Quarter 2010		
	Before tax amount	Tax (expense) benefit	Net-of-tax amount	Before tax amount	Tax (expense) benefit	Net-of-tax amount
Gains/(Losses) on cash flow hedges	(60)	5	(55)	(211)	26	(185)
Gains/(Losses) on fair value of available-for-sale financial assets	(20)	-	(20)	(4)	-	(4)
Gains/(Losses) on exchange differences on translating foreign operations	22	-	22	590	-	590
Share of other comprehensive income of entities consolidated by using the equity method	(38)	-	(38)	85	-	85
Total Other comprehensive income	(96)	5	(91)	460	26	486

(€ million)	1 st Half 2011			1 st Half 2010		
	Before tax amount	Tax (expense) benefit	Net-of-tax amount	Before tax amount	Tax (expense) benefit	Net-of-tax amount
Gains/(Losses) on cash flow hedges	16	(11)	5	(186)	40	(146)
Gains/(Losses) on fair value of available-for-sale financial assets	(1)	1	-	(5)	-	(5)
Gains/(Losses) on exchange differences on translating foreign operations	(116)	-	(116)	1,076	-	1,076
Share of other comprehensive income of entities consolidated by using the equity method	(74)	-	(74)	154	-	154
Total Other comprehensive income	(175)	(10)	(185)	1,039	40	1,079

The decrease in gains recognised directly in the financial assets available-for-sale fair value adjustment reserve is due to a decrease in the fair value of the assets to which it relates.

24. Provisions

(€ million)	At 30 June 2011	At 31 December 2010
Employee benefits	6,614	1,704
Other provisions:		
Warranty provision	3,260	970
Restructuring provision	342	202
Investment provision	25	26
Other risks	4,508	2,022
Total Other provisions	8,135	3,220
Total Provisions	14,749	4,924

Provisions for Employee benefits include provisions for both pension plans and other post employment benefits. The significant increase in Provisions for Employee benefits is attributable to consolidation of Chrysler provisions totalling €5,044 million.

At 30 June 2011, "Employee benefits" include €165 million relating to Liabilities for share-based payment plans arising on the alignment of the underlying of the stock option and stock grant plans due to the Demerger and discussed in Note 23. As discussed in this note, in accordance with IFRS 2 and IAS 39 the component of the plans which will be serviced by Fiat Industrial S.p.A. shares was initially reclassified from the equity account Reserve for share-based payments and measured on the basis of the proportion of the book value of the Reserve for share-based payments, calculated by taking into account the weighting of the stock market prices of Fiat and Fiat Industrial shares on the day on which the Fiat Industrial S.p.A. shares were first quoted. At the same time the liability was aligned to fair value (€164 million) with a corresponding entry being made to Earnings reserves. For the stock grant plan the fair value of the liability is equal to the market price (stock market price) of the Fiat Industrial shares. For the stock option plans it was considered appropriate to calculate this amount by allocating a strike price to the options equal to the nominal value of the Fiat Industrial shares. After initial recognition any changes in the fair value of this liability and the notional charge yet to vest for the stock grants are recognised in the income statement.

Reserves for risks and charges and other reserves amount to €8,135 million at 30 June 2011 (€3,220 million at 31 December 2010) and include provisions for contractual, commercial and legal risks. The significant increase in Provisions for risk and charges is attributable to consolidation of Chrysler provisions, of a similar nature to those of Fiat Group excluding Chrysler, totalling €4,640 million.

25. Debt

(€ million)	At 30 June 2011	At 31 December 2010
Asset-backed financing	787	533
Other debt:		
Bonds	10,869	9,019
Borrowings from banks	7,933	6,657
Payables represented by securities	4,569	247
Other	1,767	1,483
Total Other debt	25,138	17,406
Debt payable to the Discontinued Operations	-	2,865
Total Debt	25,925	20,804

The increase of €5,121 million in Debt over 31 December 2010, is attributable to consolidation of Chrysler debt totalling €9,495 million. Net of consolidation of Chrysler and repayment of €2,865 million of debt to Discontinued Operations, Debt fell by €1,509 million, primarily as a result of certain bank credit facilities being repaid at maturity or transferred to the Fiat Industrial treasuries as a consequence of the Demerger, as well as net repayment of bonds.

The principal bond issues outstanding at 30 June 2011 are as follows:

	Currency	Face value of outstanding bonds (in million)	Coupon	Maturity	Outstanding amount (€million)
Global Medium Term Notes:					
Fiat Finance and Trade Ltd S.A.(1)	EUR	123	(2)	(2)	123
Fiat Finance and Trade Ltd S.A.(1)	EUR	1,000	5.625%	15 November 2011	1,000
Fiat Finance and Trade Ltd S.A.(3)	EUR	1,250	9.000%	30 July 2012	1,250
Fiat Finance and Trade Ltd S.A. (3)	EUR	200	5.750%	18 December 2012	200
Fiat Finance and Trade Ltd S.A. (3)	EUR	1,250	7.625%	15 September 2014	1,250
Fiat Finance and Trade Ltd S.A. (3)	EUR	1,500	6.875%	13 February 2015	1,500
Fiat Finance and Trade Ltd S.A. (3)	EUR	1,000	6.375%	1 st April 2016	1,000
Fiat Finance North America Inc. (3)	EUR	1,000	5.625%	12 June 2017	1,000
Others (4)					7
Total Global Medium Term Notes					7,330
Other bonds:					
Fiat Finance and Trade Ltd S.A. (3)	EUR	1,000	6.625%	15 February 2013	1,000
Chrysler Group LLC	USD	1,500	8.000%	15 June 2019	1,038
Chrysler Group LLC	USD	1,700	8.250%	15 June 2021	1,176
Total Other bonds					3,214
Hedging effect and amortised cost valuation					325
Total Bonds					10,869

(1) Bonds listed on the Mercato Obbligazionario Telematico of the Italian stock exchange (EuroMot). In addition, the majority of the bonds issued by the Fiat Group are also listed on the Luxembourg stock exchange.

(2) "Fiat Step-Up Amortizing 2001-2011" bonds repayable at face value in five equal annual instalments each for 20% of the total issued (€617 million) due beginning from the sixth year (7 November 2007) by reducing the face value of each bond outstanding by one-fifth. The last instalment will be repaid on 7 November 2011. The bonds pay coupon interest equal to: 4.40% in the first year (7 November 2002), 4.60% in the second year (7 November 2003), 4.80% in the third year (7 November 2004), 5.00% in the fourth year (7 November 2005), 5.20% in the fifth year (7 November 2006), 5.40% in the sixth year (7 November 2007), 5.90% in the seventh year (7 November 2008), 6.40% in the eighth year (7 November 2009), 6.90% in the ninth year (7 November 2010), 7.40% in the tenth year (7 November 2011).

(3) Bond for which a listing on the Irish Stock Exchange was obtained.

(4) Bonds with amounts outstanding equal to or less than the equivalent of €50 million.

Changes in bonds during the first half of 2011 are mainly due to:

- the repayment on maturity of a bond having a nominal value of €1,300 million issued by Fiat Finance and Trade Ltd S.A. in 2001 as part of the Global Medium Term Notes Programme;
- the issue by Fiat Finance and Trade Ltd. S.A. as part of the Global Medium Term Notes Programme of a bond at par, having a nominal value of €1,000 million, falling due in 2016 and bearing fixed interest at a rate of 6.375%;
- the inclusion of Chrysler in the scope of consolidation, which resulted in the recognition of the notes issued by

Chrysler (the “Chrysler Secured Senior Notes”) having a nominal value of \$1,500 and \$1,700 million and falling due in 2019 and in 2021 respectively.

Further information about bonds issued by Fiat Finance and Trade Ltd S.A. and by Fiat Finance North America Inc. is included in Note 26 to the Consolidated Financial Statements at 31 December 2010. The prospectuses and offering circulars, or their abstracts, relating to the principal bond issues are available on the Group’s website at www.fiatspa.com under “Investor Relations – Financial Reports”. These documents are unaudited.

The Fiat Group intends to repay the bonds issued by Fiat Finance and Trade Ltd S.A. and by Fiat Finance North America Inc. in cash at maturity by utilising available liquid resources. In addition, the companies in the Fiat Group may from time to time buy back bonds on the market that have been issued by the Group, also for purposes of their cancellation. Such buybacks, if made, depend upon market conditions, the financial situation of the Group and other factors which could affect such decisions.

Committed credit lines expiring after twelve months for Fiat Group excluding Chrysler amount to over €1 billion at 30 June 2011 and were fully utilised. At 30 June 2011, Chrysler has an undrawn secured revolving credit facility (“Revolving Credit Facilities”) amounting to \$1.3 billion (€0.9 billion).

At 30 June 2011, the item Borrowings from banks includes for €2,089 million, a \$3 billion term loan (“Tranche B Term Facility”) bearing interest at an annual rate of LIBOR plus 4.75% subject to a 1.25% floor on LIBOR. The outstanding principal amount of the Tranche B Term Facility will be payable in equal quarterly instalments of \$7.5 million, with the remaining balance due in May 2017.

At 30 June 2011, the item Payables represented by securities include the VEBA Trust Note of €3,553 million, which represents Chrysler’s financial liability to the United Automobile, Aerospace, and Agricultural Implement Workers of America (“UAW”) Retiree Medical Benefits Trust (“VEBA Trust”) having a face value of \$4,710 million (€3,259 million). This financial liability was recognised by Chrysler in connection with the settlement of obligations related to postretirement healthcare benefits for certain UAW retirees. The VEBA Trust Note has an implied interest rate of 9.0% and requires annual payments of principal and interest through 15 July 2023.

At 30 June 2011, Chrysler’s Payables represented by securities also include the Canadian Health Care Trust Notes totalling €747 million, which represent Chrysler’s financial liability to the Canadian Health Care Trust arising from the settlement of postretirement health care benefits for certain employees, retirees and dependants of Chrysler Canada represented by the National Automobile, Aerospace, Transportation and General Workers Union of Canada (“CAW”). These notes were issued in four tranches maturing between 2012 and 2024.

Fiat Group Debt benefiting from mortgages and other liens, with exception of those cases relating to Chrysler described in greater detail below, totalled €489 million at 30 June 2011 (€324 million at 31 December 2010). This amount includes balances of €421 million (€286 million at 31 December 2010) due to creditors for assets acquired under finance leases, of which €143 million related to Chrysler.

Chrysler’s Senior Credit Facilities, which include the above mentioned Tranche B Term Facility and the Revolving Credit Facility, are secured by a senior priority security interest in substantially all of Chrysler Group LLC’s assets and the assets of the subsidiary guarantors under the Senior Credit Facilities (subject to certain exceptions, including certain assets that may secure a proposed credit facility with the Department of Energy in connection with the Advanced Technology Vehicles Manufacturing Loan Program), including 100% of the equity interests in Chrysler’s U.S. subsidiaries and 65% of the equity interests in non U.S. subsidiaries held directly by Chrysler and the subsidiary guarantors under the Senior Credit Facilities.

Chrysler’s Secured Senior Notes are secured by liens junior to the Secured Senior Credit Facilities on substantially all of Chrysler Group LLC’s assets and the assets of the subsidiary guarantors, including 100% of the equity interests in Chrysler’s U.S. subsidiaries and 65% of the equity interests in non U.S. subsidiaries held directly by Chrysler and the subsidiary guarantors.

Net financial position

In compliance with the Consob Regulation issued on 28 July 2006 and in conformity with CESR's "Recommendations for the consistent implementation of the European Commission's Regulation on Prospectuses" issued on 10 February 2005, the Net financial position of the Group at 30 June 2011 is as follows:

(€ million)	At 30 June 2011				At 31 December 2010			
	Fiat Group excluding Chrysler	Chrysler	Total Fiat Group	of which Related parties	Continuing Operations	Discontinued Operations	Total Fiat Group	of which Related parties
A. Cash and cash equivalents	12,016	7,040	19,056	-	11,967	3,686	15,653	-
B. Cash and cash equivalents included in assets held for sale	1	-	1	-	-	-	-	-
C. Current securities (securities held for trading)	201	-	201	-	185	24	209	-
D. Liquidity (D) = (A+B+C)	12,218	7,040	19,258	-	12,152	3,710	15,862	-
E. Receivables from financing activities (Current financial receivables)	3,449	10	3,459	182	2,866	10,908	13,774	129
of which: From jointly-controlled financial services entities	17	-	17	17	12	-	12	12
F. Financial Receivables from Discontinued/Continuing Operations	-	-	-	-	5,626	2,865	-	-
G. Other financial assets	526	67	593	-	516	88	604	-
H. Debt	16,465	9,460	25,925	268	20,804	18,695	31,008	553
I. Other financial liabilities	137	75	212	-	255	147	402	-
L. Net financial position (L) = (C+D+E+F-G-H)	(409)	(2,418)	(2,827)	(86)	101	(1,271)	(1,170)	(424)

The item Receivables from financing activities includes the entire portfolio of the financial services entities, classified as current assets as they will be realised during the normal operating cycle of these companies.

The following is reconciliation between Net financial position as presented in the above table and Net debt as presented in the Interim Report:

(€ million)	At 30 June 2011				At 31 December 2010		
	Fiat Group excluding Chrysler	Chrysler	Total Fiat Group	Continuing Operations	Discontinued Operations	Total Fiat Group	
Consolidated net debt as presented in the Report on Operations	(3,841)	(2,428)	(6,269)	(2,753)	(12,179)	(14,932)	
Less: Current financial receivables, excluding those due from jointly-controlled financial services companies amounting to €17 million at 30 June 2011 (amounting to €12 million at 31 December 2010)	3,432	10	3,442	2,854	10,908	13,762	
Net financial position	(409)	(2,418)	(2,827)	101	(1,271)	(1,170)	

Reference should be made to Notes 18, 19, 20 and 21 and the information provided in this Note 25 for a further analysis of the items in the table.

26. Trade payables

Trade payables of €15,629 million at 30 June 2011 increased €6,284 million over 31 December 2010, of which €5,541 million is attributable to the consolidation of Chrysler.

27. Other current liabilities

At 30 June 2011, other payables included €2,302 million in amounts payable to customers relating to buy-back agreements (€822 million at 31 December 2010), accrued expenses and deferred income of €1,671 million (€806 million at 31 December 2010). The increase over 31 December 2010 consists of €3,516 million attributable to the consolidation of Chrysler.

28. Guarantees granted, commitments and other contingent liabilities

Guarantees granted

At 30 June 2011, the Group had outstanding guarantees on the debt or commitments of third parties or unconsolidated subsidiaries or jointly-controlled entities totalling €76 million (€51 million at 31 December 2010).

In addition, at 30 June 2011 completion was taking place of the transfer of certain guarantees issued by Fiat S.p.A. on behalf of Banco CNH Capital S.A. in Brazil, for loans made by Banco Nacional de Desenvolvimento Econômico e Social (BNDES) and by Agência Especial de Financiamento Industrial (FINAME) to Banco CNH Capital S.A. for a total of €752 million. In respect of those guarantees, Fiat S.p.A. has moreover obtained advance agreement from the creditors for the transfer of their balances to Fiat Industrial S.p.A., and has additionally obtained indemnity from Fiat Industrial S.p.A. for the commitments relating to the guarantees pledged.

Other commitments and significant contractual rights

The Fiat Group has significant commitments and rights deriving from outstanding agreements. Rights concerning the investment in Chrysler Group LLC are described in Section - Business combination – acquisition of control of Chrysler contained in these Half-year condensed financial statements. In addition, for the first half of 2011, there were no changes relating to Fiat's relationship with Renault in connection with the subsidiary Teksid (see Note 29 of the Consolidated Financial Statements at 31 December 2010).

Additionally, following its acquisition of the 50% interest in VM Motori group, the Fiat Group is party to a put and call agreement with GM under which two years after the date of this acquisition Fiat will have the right to buy the residual interest in VM Motori from General Motors. Furthermore, General Motors has a put option to sell its interest in VM Motori to Fiat if certain conditions occur.

Lawsuits and controversies

The Parent Company and certain subsidiaries, including Chrysler, are party to various lawsuits and controversies. Nevertheless, it is believed that the resolution of these controversies will not cause significant liabilities for which specific risk provisions have not already been set aside.

Sales of receivables

The Group has discounted receivables and bills without recourse having due dates beyond 30 June 2011 amounting to €3,671 million (€3,524 million at 31 December 2010, with due dates beyond that date), which refer to trade receivables and other receivables for €2,901 million (€2,761 million at 31 December 2010) and financial receivables for €770 million (€763 million at 31 December 2010). The amount includes receivables, mostly due from the sales network, of €2,529 million (€2,376 million at 31 December 2010) sold to jointly-controlled financial services companies (FGA Capital).

29. Information by sector

In accordance with IFRS 8 – *Operating Segments*, as a result of the Demerger which took place on 1 January 2011 and the acquisition of the control of Chrysler which occurred on 24 May 2011, the Group's disclosures by operating segment have been improved to better reflect the current internal reporting used by the Group's Chief Executive Officer to make strategic decisions.

As a result of the Demerger and the classification of the Industrial & Marine activities of the FPT Powertrain Technologies as Discontinued Operations in the consolidated financial statements for the year ended 31 December 2010, this sector is no longer presented, while the Fiat Powertrain sector (which includes the Passenger & Commercial Vehicles business line) is presented separately as part of Continuing Operations and the FPT Industrial sector (which includes the Industrial & Marine business line) is presented separately as part of Discontinued Operations. The comparative figures for the second quarter of 2010 and the first half of 2010 presented in these Half-year condensed financial statements have been accordingly restated. In addition, following the inclusion of Chrysler in the scope of consolidation of the Fiat Group, the

operating segment representing Chrysler has been added to the operating segments of the Continuing Operations of the Fiat Group (Fiat Group Automobiles, Maserati, Ferrari, Fiat Powertrain, Magneti Marelli, Teksid, and Comau). This operating segment generates its revenues from the design, development, production, distribution and sale of automobiles under the Chrysler, Jeep, Dodge and Ram brand names, together with the related parts and accessories (under the Mopar brand name). The segment's product line consists of cars (including SUVs and crossovers), minivans, pick-ups and medium-duty trucks.

The Group continues to assess the performance of its operating segments on the basis of the Trading profit/(loss), Operating profit/(loss) and Result from investments earned by those segments. Revenues for each reported segment are those directly generated by or attributable to the segment as the result of its usual business activities and include revenues from transactions with third parties as well as those derived from transactions with other segments, recognised at normal market prices. For those operating segments which also provide financial services activities, revenues include interest income and other financial income deriving from those activities. Segment expenses represent expenses deriving from each segment's business activities both with third parties and other operating segments or which may otherwise be directly attributable to it. Expenses deriving from business activities with other segments are recognised at normal market prices. For those operating segments which also carry out financial services activities, expenses include interest expense and other financial expense deriving from those activities.

The measure used to assess profit and loss for each operating segment is the Operating profit/(loss). Trading profit/(loss) is reported as a specific part of the Operating profit/(loss) to separate the income and expense that is non-recurring in the ordinary operations of the business, such as gains and losses from the disposals of investments or restructuring costs from profit or loss attributable to the segments. Financial income and expense and taxes are recognised centrally in the management of the Fiat Group excluding Chrysler, as they are not directly attributable to the performance of the operating segments and are subject to global assessment by the Chief Executive Officer: they are therefore reported under Unallocated items and adjustments. Financial income (expenses) and taxes are allocated to the Chrysler sector income statement line items as the Fiat Group and the Chrysler group are, and are expected to maintain separate fiscal and treasury management, including funding and cash management.

All profit and loss items are recognised in accordance with the same accounting principles used in the preparation of the Group's consolidated financial statements.

The Income statement by sector for the Fiat Group for the second quarter of 2011 and for Continuing Operations for the second quarter of 2010 is as follows:

(€ million)	FGA	Maserati	Ferrari	Magneti Marelli	Fiat Powertrain	Teksid	Comau	Other Businesses	Unallocated items & adjustments	Fiat Group excluding Chrysler	Chrysler (*)	Elim. and adjust	FIAT Group
2nd Quarter 2011													
Segment revenues	7,550	168	589	1,540	1,240	249	356	291	(1,993)	9,990	3,325	(162)	13,153
Revenues from transactions with other operating segments (**)	(80)	(21)	(25)	(564)	(1,050)	(63)	(95)	(142)	1,993	(47)	(115)	162	-
Revenues from external customers	7,470	147	564	976	190	186	261	149	-	9,943	3,210	-	13,153
Trading profit/(loss)	187	9	82	50	46	11	3	(11)	(2)	375	150	-	525
Unusual income/(expense)	1,617	-	-	(153)	2	(18)	(129)	(25)	(13)	1,281	(223)	-	1,058
Operating profit/(loss)	1,804	9	82	(103)	48	(7)	(126)	(36)	(15)	1,656	(73)	-	1,583
Financial income/(expense)									(160)	(160)	(70)	-	(230)
Interest in profit/(loss) of joint ventures and associates accounted for by the equity method	26	-	-	-	(3)	1	-	-	-	24	-	-	24
Other profit/(loss) from investments	1	-	-	(11)	-	-	-	(6)	-	(16)	-	-	(16)
Result from investments	27	-	-	(11)	(3)	1	-	(6)	-	8	-	-	8
Profit/(loss) before taxes									-	1,504	(143)	-	1,361
Income taxes									124	124	-	-	124
Profit/(loss) from Continuing Operations									-	1,380	(143)	-	1,237

(€ million)	FGA	Maserati	Ferrari	Magneti Marelli	Fiat Powertrain	Teksid	Comau	Other Businesses	Unallocated items & adjustments	Fiat Group excluding Chrysler	Chrysler	Elim. and Adjust	FIAT Group
2nd Quarter 2010 (*)													
Segment revenues	7,350	174	489	1,400	1,220	201	256	199	(1,908)	9,381	-	-	9,381
Revenues from transactions with other operating segments (**)	(88)	(21)	(15)	(590)	(1,027)	(56)	(54)	(57)	1,908	-	-	-	-
Revenues from external customers	7,262	153	474	810	193	145	202	142	-	9,381	-	-	9,381
Trading profit/(loss)	185	8	77	26	31	6	1	(31)	4	307	-	-	307
Unusual income/(expense)	(25)	-	-	1	-	-	-	-	(1)	(25)	-	-	(25)
Operating profit/(loss)	160	8	77	27	31	6	1	(31)	3	282	-	-	282
Financial income/(expense)									(186)	(186)	-	-	(186)
Interest in profit/(loss) of joint ventures and associates accounted for by the equity method	38	-	-	(2)	(1)	-	-	(2)	2	35	-	-	35
Other profit/(loss) from investments	-	-	-	-	-	-	-	(5)	-	(5)	-	-	(5)
Result from investments	38	-	-	(2)	(1)	-	-	(7)	2	30	-	-	30
Profit/(loss) before taxes										126	-	-	126
Income taxes									143	143	-	-	143
Profit/(loss) from continuing operations										(17)	-	-	(17)

(*) In accordance with IFRS 5, the figures for the second quarter of 2010 have been reclassified and no longer include amounts relating to business transferred to the Fiat Industrial Group and classified within the Post-tax profit (loss) from Discontinued operations.

(**) Revenues from transactions with other operating segments include revenues between consolidated Group companies relating to different Sectors. Intersegment sales are accounted for at transfer prices that are substantially in line with market.

(†) Fiat consolidated Chrysler from the Acquisition date and, therefore, amounts reported for Chrysler for the second quarter 2011 include one month of operations only.

The Income statement by sector for the Fiat Group for the first half of 2011 and for Continuing Operations for the first half of 2010 is as follows:

(€million)	FGA	Maserati	Ferrari	Magneti Marelli	Fiat Powertrain	Teksid	Comau	Other Businesses	Unallocated items & adjustments	Fiat Group excluding Chrysler	Chrysler (*)	Elim. and Adjust	FIAT Group
1st Half 2011													
Segment revenues	14,565	303	1,080	3,026	2,436	476	633	553	(3,872)	19,200	3,325	(162)	22,363
Revenues from transactions with other operating segments (**)	(131)	(43)	(40)	(1,127)	(2,050)	(124)	(171)	(233)	3,872	(47)	(115)	162	-
Revenues from external customers	14,434	260	1,040	1,899	386	352	462	320	-	19,153	3,210	-	22,363
Trading profit/(loss)	317	18	135	84	69	14	4	(24)	9	626	150	-	776
Unusual income/(expense)	1,616	-	-	(153)	2	(18)	(129)	(24)	(13)	1,281	(223)	-	1,058
Operating profit/(loss)	1,933	18	135	(69)	71	(4)	(125)	(48)	(4)	1,907	(73)	-	1,834
Financial income/(expense)									(298)	(298)	(70)	-	(368)
Interest in profit/(loss) of joint ventures and associates accounted for by the equity method	66	-	-	(1)	(6)	2	-	-	1	62	-	-	62
Other profit/(loss) from investments	1	-	-	(13)	-	-	-	(2)	-	(14)	-	-	(14)
Result from investments	67	-	-	(14)	(6)	2	-	(2)	1	48	-	-	48
Profit/(loss) before taxes									-	1,657	(143)	-	1,514
Income taxes									240	240	-	-	240
Profit/(loss) from continuing operations									-	1,417	(143)	-	1,274

(€million)	FGA	Maserati	Ferrari	Magneti Marelli	Fiat Powertrain	Teksid	Comau	Other Businesses	Unallocated items & adjustments	Fiat Group excluding Chrysler	Chrysler	Elim. and Adjust	FIAT Group
1st Half 2010 (*)													
Segment revenues	14,190	301	903	2,673	2,106	372	484	417	(3,462)	17,984	-	-	17,984
Revenues from transactions with other operating segments (**)	(132)	(39)	(28)	(1,079)	(1,834)	(104)	(112)	(134)	3,462	-	-	-	-
Revenues from external customers	14,058	262	875	1,594	272	268	372	283	-	17,984	-	-	17,984
Trading profit/(loss)	338	12	116	45	54	6	1	(42)	7	537	-	-	537
Unusual income/(expense)	(25)	-	-	1	-	-	-	1	-	(23)	-	-	(23)
Operating profit/(loss)	313	12	116	46	54	6	1	(41)	7	514	-	-	514
Financial income/(expense)									(328)	(328)	-	-	(328)
Interest in profit/(loss) of joint ventures and associates accounted for by the equity method	88	-	-	(2)	2	-	-	(8)	2	82	-	-	82
Other profit/(loss) from investments	(1)	-	-	(2)	-	-	-	-	-	(3)	-	-	(3)
Result from investments	87	-	-	(4)	2	-	-	(8)	2	79	-	-	79
Profit/(loss) before taxes										265	-	-	265
Income taxes									269	269	-	-	269
Profit/(loss) from Continuing operations										(4)	-	-	(4)

(*) In accordance with IFRS 5, the figures for the first half of 2010 have been reclassified and no longer include amounts relating to business transferred to the Fiat Industrial Group and classified within the Post-tax profit (loss) from Discontinued operations.

(**) Revenues from transactions with other operating segments include revenues between consolidated Group companies relating to different Sectors. Intersegment sales are accounted for at transfer prices that are substantially in line with market.

(†) Fiat consolidated Chrysler from the Acquisition date and, therefore, amounts reported for Chrysler for the first half 2011 include one month of operations only.

In the statement of financial position, segment operating assets are those assets employed by each segment in carrying out its usual activities or those which may be reasonably allocated to it on the basis of its usual activities, including the value of investments in joint ventures and associates. Segment liabilities are those liabilities arising directly from each segment's usual activities or which may be reasonably allocated to it on the basis of its usual activities. As stated earlier, treasury and fiscal activities in the Fiat Group excluding Chrysler remain the responsibility of corporate because they are not directly attributable to the performance of the operating segments and are subject to global assessment by the Chief Executive Officer; these assets and liabilities are therefore not included in the assets and liabilities allocated to the segments, but are instead reported under Unallocated items and adjustments. In particular, treasury assets include amounts receivable from financing activities, other non-current receivables, securities and other financial assets, and cash and cash equivalents of the Group's industrial entities. Treasury liabilities, on the other hand, include debt and other financial liabilities of the Group's industrial entities, net of current financial receivables from jointly-controlled financial services entities. As the segment Profit/(loss) includes the Interest income and other financial income and Interest expense and other financial expense of the financial services entities, the segment operating assets of Fiat Group Automobiles and Ferrari also include the financial assets (predominantly the loan portfolio) of their financial services companies. Similarly, liabilities for those segments include the debt of the financial services companies. The unallocated Group debt accordingly solely represents the debt of the industrial entities of the Fiat Group excluding Chrysler. The tax and treasury activities, including funding and cash management of Chrysler on the other hand are and are expected to be maintained separate therefore they are fully allocated to the sector's assets and liabilities.

Total Assets by sector at 30 June 2011 and at 31 December 2010 are as follows:

(€ million)	FGA	Maserati	Ferrari	Magneti Marelli	Fiat Powertrain	Teksid	Comau	Other Businesses	Unallocated items & adjustments	FIAT Group excluding Chrysler	Chrysler	Elim. and Adjust	FIAT Group
At 30 June 2011													
Segment operating assets	21,404	385	1,859	3,459	3,596	576	727	9,829	(10,037)	31,798	28,124	(4,260)	55,662
Tax assets	-	-	-	-	-	-	-	-	2,207	2,207	106	-	2,313
Receivables from financing activities, Non-current Other receivables and Securities of industrial companies	-	-	-	-	-	-	-	-	559	559	279	-	838
Cash and cash equivalents, Current securities and Other financial assets of industrial companies	-	-	-	-	-	-	-	-	12,558	12,558	7,107	-	19,665
Cash and cash equivalents, included in assets held for sale	-	-	-	-	-	-	-	-	1	1	-	-	1
Total Treasury assets (unallocated for Fiat Group excluding Chrysler sector)									13,118	13,118	7,386	-	20,504
Total Group assets (unallocated for Fiat Group excluding Chrysler sector)									15,325	15,325	7,492	-	22,817
Total assets allocated to sectors	21,404	385	1,859	3,459	3,596	576	727	9,829	5,288	47,123	35,616	(4,260)	78,479
Total Assets										47,123	35,616	(4,260)	78,479
<hr/>													
Segment operating liabilities	16,811	365	1,402	2,301	1,924	336	603	1,108	(1,911)	22,939	19,290	(672)	41,557
Tax liabilities	-	-	-	-	-	-	-	-	620	620	1,254	-	1,874
Treasury liabilities	-	-	-	-	-	-	-	-	13,538	13,538	9,535	-	23,073
Total liabilities (unallocated for Fiat Group excluding Chrysler sector)									14,158	14,158	10,789	-	24,947
Total liabilities allocated to sectors									12,247	37,097	30,079	(672)	66,504
Total Liabilities										37,097	30,079	(672)	66,504

(€million)	FGA	Maserati	Ferrari	Magneti Marelli	Fiat Powertrain	Teksid	Comau	Other Businesses	Unallocated items & adjustments	FIAT Group excluding Chrysler	Chrysler	Elim. and Adjust	FIAT Group
At 31 December 2010													
Segment operating assets	17,027	382	1,667	3,395	3,419	581	697	17,102	(17,501)	26,769	-	-	26,769
Tax assets	-	-	-	-	-	-	-	-	2,031	2,031	-	-	2,031
<i>Receivables from financing activities, Non-current Other receivables and Securities of industrial companies</i>	-	-	-	-	-	-	-	-	273	273	-	-	273
<i>Cash and cash equivalents, Current securities and Other financial assets of industrial companies</i>	-	-	-	-	-	-	-	-	12,380	12,380	-	-	12,380
Total Treasury assets (unallocated for Fiat Group excluding Chrysler sector)									12,653	12,653	-	-	12,653
Total Group assets (unallocated for Fiat Group excluding Chrysler sector)									14,684	14,684	-	-	14,684
Total assets allocated to sectors	17,027	382	1,667	3,395	3,419	581	697	17,102	(2,817)	41,453	-	-	41,453
Assets included in Discontinued Operation										31,989	-	-	31,989
Total Assets										73,442	-	-	73,442
Segment operating liabilities													
Segment operating liabilities	14,796	350	1,141	2,045	1,826	293	513	1,162	1,125	23,251	-	-	23,251
Tax liabilities	-	-	-	-	-	-	-	-	514	514	-	-	514
Treasury liabilities	-	-	-	-	-	-	-	-	12,922	12,922	-	-	12,922
Total liabilities (unallocated for Fiat Group excluding Chrysler sector)									13,436	13,436	-	-	13,436
Total liabilities allocated to sectors	14,796	350	1,141	2,045	1,826	293	513	1,162	14,561	36,687	-	-	36,687
Total Liabilities included in Discontinued Operation										24,294	-	-	24,294
Total liabilities										60,981	-	-	60,981

30. Related party transactions

Pursuant to IAS 24, parties related to Fiat Group are entities and individuals capable of exercising control, joint control or significant influence on Fiat Group and its subsidiaries, companies belonging to Exor Group, (including the Fiat Industrial group) and non-consolidated subsidiaries, associates or joint ventures of Fiat Group. In addition, members of Fiat Group's Board of Directors, Board of Statutory Auditors and executives with strategic responsibilities and their families are also considered related parties.

The Group engages in transactions with unconsolidated subsidiaries, jointly-controlled entities, associated companies and other related parties, on commercial terms that are normal in the respective markets, considering the characteristics of the goods or services involved. Transactions undertaken by the Group with non-consolidated subsidiaries, jointly-controlled entities, associates and other related parties are primarily of a commercial nature and the impact on revenues, cost of sales, and trade payables/receivables is as follows:

- the sale of motor vehicles to the jointly-controlled entities Tofas-Turk Otomobil Fabrikasi A.S. and FGA Capital;
- the sale of engines, other components and production systems to the jointly-controlled entities Società Europea Veicoli Leggeri-Sevel S.p.A. and Société Européenne de Véhicules Légers du Nord-Sevelnord Société Anonyme and, to the Chrysler group in 2010 and in the first 5 months of 2011 and companies of the Fiat Industrial group;
- the provision of services, recharges of research costs and the sale of materials to the jointly-controlled entity Fiat India Automobiles Limited;
- the sale of publishing products to the associate To-dis;
- the purchase of motor vehicles from the jointly-controlled entities Società Europea Veicoli Leggeri-Sevel S.p.A., Tofas-Turk Otomobil Fabrikasi A.S, Société Européenne de Véhicules Légers du Nord-Sevelnord Société Anonyme and FGA Capital and, to the Chrysler group in 2010 and in the first 5 months of 2011;
- the purchase of engines from the jointly-controlled entity Fiat India Automobiles Limited and from the VM Motori group;
- the purchase of commercial vehicles from the Fiat Industrial Group;
- the purchase of steel from Tata Steel IJmuiden BV (formerly the Corus group), which is part of the Tata group;
- the purchase of goods for the high range and deluxe upholstery of the Group's automobiles from Poltrona Frau S.p.A., a company listed on the Italian Stock Exchange in which Fiat S.p.A. Board member Luca Cordero di Montezemolo holds an indirect investment.

The most significant financial transactions with related parties generated receivables from financing activities of the Group's financial services companies due from jointly-controlled entities and Asset-backed financing relating to amounts due to FGA Capital for the sale of receivables which do not qualify for derecognition under IAS 39. At 31 December 2010, Receivables from financing activities due from related parties mainly relates to financing provided by the central treasury companies of the Fiat Group remaining within Fiat Group Post-Demerger (Fiat Finance S.p.A., Fiat Finance and Trade Ltd SA, Fiat Finance Canada Ltd and Fiat Finance North America Inc.) to the companies transferred to Fiat Industrial Group and Debt payable to related parties consisting mainly of cash held on deposit with the treasury companies remaining in the Fiat Group Post- Demerger by the companies transferred to the Fiat Industrial Group.

In accordance with IAS 24, transactions with related parties also include compensation payable to Directors, Statutory Auditors and managers with strategic responsibilities.

The main effects on profit and loss of the above related party transactions for the first half of 2011 and the first half of 2010 are as follows:

(€ million)	1 st half 2011				1 st half 2010			
	Net Revenues	Cost of sales	Selling, general and administrative costs	Financial income (expenses)	Net Revenues	Cost of sales	Selling, general and administrative costs	Financial income (expenses)
Tofas-Turk Otomobil Fabrikasi Tofas A.S.	684	675	3	-	542	660	-	-
Società Europea Veicoli Leggeri-Sevel S.p.A.	230	816	-	-	181	653	3	-
FGA Capital	86	37	8	(18)	28	36	6	(16)
Fiat India Automobiles Limited	21	6	-	-	44	20	-	1
GAC Fiat Automobiles Co Ltd	16	-	-	-	-	-	-	-
Société Européenne de Véhicules Légers du Nord-Sevelnord Société Anonyme	19	149	-	-	17	182	-	-
VM Motori group	-	15	-	-	-	-	-	-
Other	2	3	-	-	2	9	-	-
Total jointly-controlled entities	1,058	1,701	11	(18)	814	1,560	9	(15)
Chrysler group (*)	155	310	-	-	83	23	13	-
To-dis S.r.l.	26	1	-	-	26	1	-	-
Other	1	-	4	-	1	2	3	-
Total associates	182	311	4	-	110	26	16	-
Fiat Industrial group	322	182	-	-	218	158	-	56
Tata Steel IJmuiden BV	-	16	-	-	-	28	-	-
Crédit Agricole group	-	-	-	-	-	-	-	(27)
Poltrona Frau	-	12	-	-	-	9	-	-
Directors, Statutory Auditors and Key Management	-	-	28	-	-	-	31	-
Other	-	2	1	-	-	1	2	-
Total other related parties and Fiat Industrial group	322	212	29	-	218	196	33	29
Total unconsolidated subsidiaries	21	34	10	1	10	37	7	2
Total of which related parties	1,583	2,258	54	(17)	1,152	1,819	65	16
Total	22,363	19,060	1,890	(368)	17,984	15,443	1,489	(328)
Effect on Total (%)	7.1%	11.8%	2.9%		6.4%	11.8%	4.4%	

(*) The revenues and cost of sales relating to the Chrysler group refer in 2011 to the first five months and in 2010 to the full half year.

An analysis of the effects of related party transactions on asset and liability items of a non-financial nature at 30 June 2011 and 31 December 2010 is as follows:

(€ million)	At 30 June 2011				At 31 December 2010			
	Trade receivables	Trade payables	Other current assets	Other current liabilities	Trade receivables	Trade payables	Other current assets	Other current liabilities
Tofas-Turk Otomobil Fabrikasi Tofas A.S.	62	281	-	-	90	220	-	-
Società Europea Veicoli Leggeri-Sevel S.p.A.	51	531	-	3	28	466	5	3
FGA Capital	105	42	8	127	96	52	26	49
Fiat India Automobiles Limited	121	9	2	-	104	-	2	-
GAC Fiat Automobiles Co Ltd	18	-	-	-	-	-	-	-
Société Européenne de Véhicules Légers du Nord-Sevelnord Société Anonyme	2	65	-	-	1	51	-	-
VM Motori group	-	29	-	-	-	-	-	-
Other	2	3	-	-	6	9	1	1
Total jointly-controlled entities	361	960	10	130	325	798	34	53
Chrysler group	11	10	-	-	96	184	36	16
Other	2	4	1	3	2	6	-	3
Total associates	13	14	1	3	98	190	36	19
Fiat Industrial group	147	13	28	14	1	-	-	-
Tata Steel IJmuiden BV	-	14	-	-	-	20	-	-
Poltrona Frau	-	9	-	-	-	7	-	-
Directors, Statutory Auditors and Key Management	-	-	-	8	-	-	-	9
Other	-	3	-	-	-	5	-	-
Total other related parties and Fiat Industrial group	147	39	28	22	1	32	-	9
Total unconsolidated subsidiaries	44	13	7	5	35	20	6	6
Total of which related parties	565	1,026	46	160	459	1,040	76	87
Total	3,417	15,629	1,920	8,240	2,259	9,345	1,528	3,908
Effect on Total (%)	16.5%	6.6%	2.4%	1.9%	20.3%	11.1%	5.0%	2.2%

An analysis of the effects of related party transactions on asset and liability items of a financial nature at 30 June 2011 and 31 December 2010 is as follows:

(€ million)	At 30 June 2011				At 31 December 2010				
	Current Receivables from financing activities	Asset-backed financing	Other debt	Debt payable to Discontinued Operations	Current Receivables from financing activities	Asset-backed financing	Other debt	Debt payable to Discontinued Operations	Current Receivables from financing activities
FGA Capital	37	96	98	-	12	-	92	144	-
Società Europea Veicoli Leggeri-Sevel S.p.A.	50	-	9	-	14	-	-	2	-
Other	11	-	-	-	37	-	-	-	-
Total jointly-controlled entities	98	96	107	-	63	-	92	146	-
Chrysler group	2	-	-	-	17	-	-	-	-
Total associates	2	-	-	-	17	-	-	-	-
Fiat Industrial group	34	10	27	-	4	5,626	9	-	2,865
Total other related parties and Fiat Industrial group	34	10	27	-	4	5,626	9	-	2,865
Total unconsolidated subsidiaries	48	-	28	-	45	-	-	32	-
Total of which related parties	182	106	162	-	129	5,626	101	178	2,865
Total	3,459	787	25,138	-	2,866	5,626	533	17,406	2,865
Effect on Total (%)	5.3%	13.5%	0.6%	-	4.5%	100%	18.9%	1.0%	100%

Guarantees granted and other commitments to related parties

With the exception of the already mentioned guarantees pledged by Fiat S.p.A. in favour of Banco CNH Capital SA in Brazil, amounting to €752 million at 30 June 2011, for which transfer is taking place and in relation to which Fiat S.p.A. has already obtained an indemnity from Fiat industrial S.p.A. regarding its related commitments, there were no other significant related party guarantees.

The other guarantees granted in favour of related parties at 30 June 2011 and 31 December 2010 are as follows:

(€million)	At 30 June 2011	At 31 December 2010
Total jointly-controlled entities	5	4
Total other related parties and Fiat Industrial group	9	-
Total unconsolidated subsidiaries	16	12
Total of which related parties	30	16

Emoluments to Directors, Statutory Auditors and Key Management

The fees of the Director and Statutory Auditors of Fiat S.p.A. for carrying out their respective functions, including those in other consolidated companies, are as follows

(in € thousands)		1 st Half 2011	1 st Half 2010
Directors	(a)	10,551	16,861
Statutory auditors		115	74
Total Emoluments		10,666	16,935

(a) This amount includes for both the first half of 2011 and the first half of 2010 the notional compensation cost arising from stock options granted to the Chief Executive Officer.

The aggregate compensation of Group executives with strategic responsibilities amounts to approximately €16 million for the first half of 2011. This is inclusive of the following:

- the amount contributed by the Fiat Group to State and employer defined contribution pension funds of approximately €1 million;
- the amount contributed by the Fiat Group to a special defined benefit plan for certain senior Executives amounting to €0.2 million.

31. Fair value hierarchy

IFRS 7 requires financial instruments recognised in the statement of financial position at fair value to be classified on the basis of a hierarchy that reflects the significance of the inputs used in determining fair value. The following levels are used in this hierarchy:

- Level 1 – quoted prices in active markets for the assets or liabilities being measured;
- Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) on the market;
- Level 3 – inputs that are not based on observable market data.

The following table provides an analysis under this hierarchy of the financial assets and liabilities at 30 June 2011 and measured at fair value.

(€ million)	Note	Level 1	Level 2	Level 3	Total
Assets at fair value with changes directly in Other comprehensive income:					
Investments at fair value with changes directly in equity	(15)	157	-	-	157
	(15)	201	-	-	201
Other non-current securities		14	-	12	26
Current securities available-for-sale	(19)	62	-	-	62
Financial assets at fair value held-for-trading:					
Current investments		43	-	-	43
Current securities held for trading	(19)	163	-	-	163
Other financial assets	(20)	-	585	8	593
Total Assets		640	585	20	1,245
Other financial liabilities	(20)	-	(210)	(2)	(212)
Total Liabilities		-	(210)	(2)	(212)

There were no transfers from Level 1 to Level 2 or vice versa in the first half of 2011.

The following table provides changes in Level 3 in the first half 2011:

(€ million)	Other non-current securities	Other financial assets (liabilities)	Total
Balances at 31 December 2010	12	-	12
Change in the scope of consolidation	-	15	15
(Gains) and losses recognised in profit or loss	-	(5)	(5)
Increases/(Decreases)	-	(3)	(3)
Balances at 30 June 2011	12	7	19

There were no transfers from Level 3 to other levels or vice versa in the first half of 2011.

32. Explanatory notes to the Statement of Cash Flows

The Statement of cash flows sets out changes in cash and cash equivalents during the year. As required by IAS 7 – *Statement of Cash Flows*, cash flows are separated into operating, investing and financing activities. The effects of changes in exchange rates on cash and cash equivalents are shown separately under the line item Translation exchange differences.

Cash flows from (used in) operating activities derive mainly from the Group's main revenue producing activities.

The cash flows generated by the sale of vehicles under buy-back commitments, net of the amounts included in Profit/(loss) for the year, are included under operating activities in a single line item which includes changes in working capital.

Cash flows generated by operating lease arrangements are included in operating activities in a single line item which includes capital expenditures, depreciation, impairment losses and changes in inventories.

For the first half of 2011, Other non-cash items (negative for €1,266 million) includes the reversal of the following non-cash profit and loss items:

- unusual income totalling €2,017 million arising from remeasurement of the 30% interest previously held in Chrysler and Fiat's right to receive an additional 5% on the occurrence of the final Performance Event, which is expected to take place in the final quarter of the year;
- unusual non-cash expenses totalling €772 million (of which €220 million related to Chrysler);
- the €21 million gain arising on the fair value measurement of the equity swaps on a basket of Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares.

For the first half of 2010, Other non-cash items (positive for €24 million), principally consisting of a reversal of €36 million loss from the fair value measurement of the equity swaps on Fiat S.p.A. ordinary shares.

The item Cash and cash equivalents from the consolidation of Chrysler, net of consideration paid for the additional 16% ownership interest consists of the cash and cash equivalents arising from the consolidation of Chrysler at the Acquisition date, amounting to €6,505 million, net of the consideration paid for the acquisition of the additional 16% ownership interest in Chrysler, amounting to €881 million (\$1,268 million), as explained in further detail in the Section - Business Combinations – Acquisition of Control of Chrysler.

Finally, following occurrence of the Technology Event and the Distribution Event, the rights associated with Fiat's Class B Membership Interests increased to 25% in January 2011 and to 30% in April 2011 without the payment of cash: these transactions were therefore not included in the statement of cash flows for the first half of 2011.

33. Non-recurring transactions

Pursuant to the Consob Communication No. DEM/6064293 of 28 July 2006, there were not significant non-recurring operations carried out by the Fiat Group in the first half of 2011, other than the acquisition of control of Chrysler discussed above.

34. Transactions resulting from unusual and/or abnormal operations

Pursuant to the Consob Communication No. DEM/6064293 of 28 July 2006, the Group has not taken part in the first half of 2011 in any unusual and/or abnormal operations as defined in that Communication (for definition see the Section Format of Financial Statements).

35. Translation of financial statements denominated in a currency other than the euros

The principal exchange rates used to translate into euros the financial statements prepared in currencies other than euros were as follows:

	1 st Half 2011		At 31 December 2010	1 st Half 2010	
	Average	At 30 June		Average	At 30 June
US dollar	1.403	1.445	1.336	1.327	1.227
Brazilian real	2.288	2.260	2.218	2.384	2.208
Polish zloty	3.953	3.990	3.975	4.002	4.147
Argentine peso	5.675	5.930	5.303	5.130	4.821
Pound sterling	0.868	0.903	0.861	0.870	0.817
Swiss franc	1.269	1.207	1.250	1.436	1.328

36. Other information

During the first half of 2011, Fiat Group had an average number of employees of 147,240, compared to an average of 133,617 during the first half of 2010 for Continuing Operations. The increase over the first half of 2010 is principally due to the consolidation of Chrysler.

APPENDIX

FIAT COMPANIES AT 30 JUNE 2011

In accordance with Article 126 of Consob Regulation 11971 of 14 May 1999, as subsequently amended, a complete list of Fiat companies and significant investments at 30 June 2011 is provided on the following pages.

Companies in the list are grouped according to type of control, method of consolidation and classification by operating segment (pursuant to IFRS 8 – *Operating Segments*).

For each company, the following information is provided: name, location of registered office, country and share capital stated in original currency. Additionally, the percentage consolidated and the percentage interest held directly by Fiat S.p.A. or its subsidiaries is also shown.

The column on the far right shows the percentage of voting rights exercisable at an ordinary general meeting, where such percentage differs from the percentage of shares held.

THE COMPANIES OF THE FIAT GROUP AT 30 JUNE 2011

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
CONTROLLING COMPANY						
Parent Company						
Fiat S.p.A.	Turin	Italy	4,465,578,145 EUR	--	--	--
SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS						
Fiat Group Automobiles						
Fiat Group Automobiles S.p.A.	Turin	Italy	745,031,979 EUR	100.00 Fiat S.p.A.		100.000
Abarth & C. S.p.A.	Turin	Italy	1,500,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Alfa Romeo Automobiles S.p.A.	Turin	Italy	120,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Alfa Romeo U.S.A. S.p.A.	Turin	Italy	120,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Banco Fidis S.A.	Betim	Brazil	337,261,783 BRL	100.00 Fidis S.p.A.		75.000
				Fiat Automoveis S.A. - FIASA		25.000
C.R.F. Società Consortile per Azioni	Orbassano	Italy	45,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.		75.000
				Fiat Partecipazioni S.p.A.		20.000
				Fiat Powertrain Technologies SpA		5.000
Customer Services Centre S.r.l.	Turin	Italy	2,500,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Easy Drive S.r.l.	Turin	Italy	10,400 EUR	100.00 Fiat Group Automobiles S.p.A.		99.000
				Fiat Center Italia S.p.A.		1.000
Elasis-Società Consortile per Azioni	Pomigliano d'Arco	Italy	20,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.		70.000
				C.R.F. Società Consortile per Azioni		27.933
				Fiat Partecipazioni S.p.A.		1.500
				Fiat Powertrain Technologies SpA		0.317
				Fiat Information Technology, Excellence and Methods S.p.A.		0.250
Fabbrica Italia Pomigliano S.p.A.	Turin	Italy	200,000 EUR	100.00 Fiat Partecipazioni S.p.A.		100.000
FGA Investimenti S.p.A.	Turin	Italy	2,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
FGA Officine Automobilistiche Grugliasco S.p.A.	Turin	Italy	500,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
FGA Versicherungsservice GmbH	Heilbronn	Germany	26,000 EUR	100.00 Fiat Group Automobiles Germany AG		51.000
				Rimaco S.A.		49.000
Fiat Auto Argentina S.A. <i>(business Fiat Group Automobiles)</i>	Buenos Aires	Argentina	476,464,366 ARS	100.00 Fiat Automoveis S.A. - FIASA		100.000
Fiat Auto Poland S.A.	Bielsko-Biala	Poland	660,334,600 PLN	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat Auto S.A. de Ahorro para Fines Determinados	Buenos Aires	Argentina	109,535,149 ARS	100.00 Fiat Auto Argentina S.A.		100.000
Fiat Auto Var S.r.l.	Turin	Italy	7,370,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat Automobil Vertriebs GmbH	Frankfurt	Germany	8,700,000 EUR	100.00 Fiat Group Automobiles Germany AG		100.000
Fiat Automobiles S.p.A.	Turin	Italy	120,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
FIAT AUTOMOBILES SERBIA DOO KRAGUJEVAC	Kragujevac	Serbia	304,500,000 EUR	66.67 Fiat Group Automobiles S.p.A.		66.672
Fiat Automotive Finance Co. Ltd.	Shanghai	People's Rep. of China	500,000,000 CNY	100.00 Fidis S.p.A.		100.000
Fiat Automoveis S.A. - FIASA <i>(business Fiat Group Automobiles)</i>	Betim	Brazil	1,069,492,850 BRL	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat Center (Suisse) S.A.	Meyrin	Switzerland	13,000,000 CHF	100.00 Fiat Group Automobiles Switzerland S.A.		100.000
Fiat Center Italia S.p.A.	Turin	Italy	2,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat CR Spol. S.R.O.	Prague	Czech Republic	1,000,000 CZK	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat Credito Compania Financiera S.A.	Buenos Aires	Argentina	244,414,453 ARS	100.00 Fidis S.p.A.		100.000
Fiat Finance Netherlands B.V. in liquidation	Amsterdam	Netherlands	690,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat France	Trappes	France	235,480,520 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		100.000
Fiat Group Automobiles Austria GmbH	Vienna	Austria	37,000 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		98.000
				FGA Investimenti S.p.A.		2.000
Fiat Group Automobiles Belgium S.A.	Auderghem	Belgium	26,100,000 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		99.998
				Fiat Group Automobiles Switzerland S.A.		0.002
Fiat Group Automobiles Denmark A/S	Glostrup	Denmark	55,000,000 DKK	100.00 Fiat Finance Netherlands B.V. in liquidation		100.000
Fiat Group Automobiles Germany AG	Frankfurt	Germany	82,650,000 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		99.000
				Fiat Group Automobiles Switzerland S.A.		1.000
Fiat Group Automobiles Hellas S.A.	Argyroupoli	Greece	62,033,499 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		100.000
Fiat Group Automobiles Ireland Ltd.	Dublin	Ireland	5,078,952 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		100.000
Fiat Group Automobiles Japan K.K.	Minatu-Ku. Tokyo	Japan	420,000,000 JPY	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat Group Automobiles Maroc S.A.	Casablanca	Morocco	1,000,000 MAD	99.95 Fiat Group Automobiles S.p.A.		99.950
Fiat Group Automobiles Netherlands B.V.	Lijnden	Netherlands	5,672,250 EUR	100.00 Fiat Group Automobiles S.p.A.		100.000
Fiat Group Automobiles Portugal, S.A.	Alges	Portugal	1,000,000 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation		100.000
Fiat Group Automobiles South Africa (Proprietary) Ltd	Johannesburg	South Africa	640 ZAR	100.00 Fiat Group Automobiles S.p.A.		100.000

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Fiat Group Automobiles Spain S.A.	Alcalá De Henares	Spain	8,079,280 EUR	100.00 Fiat Finance Netherlands B.V. in liquidation Fiat Group Automobiles Switzerland S.A.	99.998 0.002	
Fiat Group Automobiles Sweden AB	Kista	Sweden	10,000,000 SEK	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles Switzerland S.A.	Schlieren	Switzerland	21,400,000 CHF	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles UK Ltd	Slough Berkshire	United Kingdom	44,600,000 GBP	100.00 Fiat Finance Netherlands B.V. in liquidation	100.000	
Fiat Magyarorszag Kereskedelmi KFT.	Budapest	Hungary	150,000,000 HUF	100.00 Fiat Group Automobiles S.p.A.	100.000	
FIAT NORTH AMERICA LLC	Wilmington	U.S.A.	0 USD	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Professional S.p.A.	Turin	Italy	120,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Real Estate Germany GmbH	Frankfurt	Germany	25,000 EUR	100.00 Fiat Automobil Vertriebs GmbH	100.000	
Fiat SR Spol. SR.O.	Bratislava	Slovak Republic	33,194 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fidis S.p.A.	Turin	Italy	250,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
i-FAST Automotive Logistics S.r.l.	Turin	Italy	1,250,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
i-FAST Container Logistics S.p.A.	Turin	Italy	2,500,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
International Metropolitan Automotive Promotion (France) S.A.	Trappes	France	2,977,680 EUR	100.00 Fiat France	99.997	
Italian Automotive Center S.A.	Auderghem	Belgium	13,500,000 EUR	100.00 Fiat Group Automobiles Belgium S.A. Fiat Group Automobiles S.p.A.	99.988 0.012	
Italian Motor Village Ltd.	Slough Berkshire	United Kingdom	1,500,000 GBP	100.00 Fiat Group Automobiles UK Ltd	100.000	
Italian Motor Village S.A.	Alges	Portugal	50,000 EUR	100.00 Fiat Group Automobiles Portugal, S.A.	100.000	
Italian Motor Village, S.L.	Alcalá De Henares	Spain	1,454,420 EUR	100.00 Fiat Group Automobiles Spain S.A.	100.000	
Lancia Automobiles S.p.A.	Turin	Italy	120,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
Mecaner S.A.	Urduliz	Spain	3,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
Sata-Società Automobilistica Tecnologie Avanzate S.p.A.	Melfi	Italy	276,640,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
SCDR (Ireland) Limited	Dublin	Ireland	70,000 EUR	100.00 Società di Commercializzazione e Distribuzione Ricambi S.p.A. in liquidation	100.000	
SCDR Automotive Limited	Slough Berkshire	United Kingdom	50,000 GBP	100.00 Società di Commercializzazione e Distribuzione Ricambi S.p.A. in liquidation	100.000	
Società di Commercializzazione e Distribuzione Ricambi S.p.A. in liquidation	Turin	Italy	100,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
TCA - Tecnologia em Componentes Automotivos SA	Jaboatao do Guararapes	Brazil	18,640,185 BRL	100.00 Fiat Automoveis S.A. - FIASA	100.000	
Chrysler						
Chrysler Group LLC	Wilmington	U.S.A.	0 USD	46.00 FIAT NORTH AMERICA LLC	46.000 (*)	
0847574 British Columbia ULC	Vancouver	Canada	0 CAD	46.00 New CarCo Acquisition Holdings Canada Ltd.	100.000	
Auburn Hills Mezzanine LLC	Wilmington	U.S.A.	100 USD	46.00 CHRYSLER GROUP REALTY COMPANY LLC	100.000	
Auburn Hills Owner LLC	Wilmington	U.S.A.	100 USD	46.00 Auburn Hills Mezzanine LLC	100.000	
AutoDie LLC	Wilmington	U.S.A.	10,000,000 USD	46.00 Chrysler Group LLC	100.000	
CG EC2 LLC	Wilmington	U.S.A.	0 USD	46.00 CG EC1 LLC	100.000	
Chrysler & Jeep Vertriebsgesellschaft mbH	Berlin	Germany	25,600 EUR	46.00 Chrysler Deutschland GmbH	100.000	
Chrysler (Hong Kong) Automotive Ltd.	Hong Kong	People's Rep. of China	10,000,000 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Argentina S.R.L.	Buenos Aires	Argentina	29,335,170 ARS	46.00 Chrysler Group LLC Chrysler Group Minority LLC	98.000 2.000	
Chrysler Asia Pacific Investment Ltd.	Shanghai	People's Rep. of China	4,500,000 CNY	46.00 Chrysler (Hong Kong) Automotive Ltd.	100.000	
Chrysler Australia Pty. Ltd.	Mulgrave	Australia	143,629,774 AUD	46.00 Chrysler Group LLC	100.000	
Chrysler Austria GmbH	Vienna	Austria	4,300,000 EUR	46.00 Chrysler Deutschland GmbH	100.000	
CHRYSLER BALKANS doo Beograd	Beograd	Serbia	2,161,151 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Belgium Luxembourg SA	Brussels	Belgium	28,262,700 EUR	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.998 0.002	
Chrysler Canada Cash Services Inc.	Toronto	Canada	1,000 CAD	46.00 Chrysler Group LLC	100.000	
Chrysler Canada Inc.	Windsor	Canada	0 CAD	46.00 0847574 British Columbia ULC	100.000	
Chrysler Cayman Investments Ltd.	Grand Cayman	Cayman Islands	50,000 USD	46.00 Chrysler Group LLC	100.000	
Chrysler Chile Importadora Ltda	Santiago	Chile	41,800,000 CLP	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.990 0.010	
Chrysler Czech Republic s.r.o.	Prague	Czech Republic	55,932,000 CZK	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.964 0.036	
Chrysler Danmark ApS	Glostrup	Denmark	1,000,000 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler de Mexico S.A. de C.V.	Santa Fe	Mexico	238,621,186 MXN	46.00 Chrysler Mexico Holding, S. de R.L. de C.V. Chrysler Group Minority LLC	99.960 0.040	
Chrysler de Venezuela LLC	Wilmington	U.S.A.	132,474,694 USD	46.00 Chrysler Group LLC	100.000	
Chrysler Deutschland GmbH	Berlin	Germany	20,426,200 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Espana S.L.	Alcalá De Henares	Spain	16,685,690 EUR	46.00 Chrysler Group LLC	100.000	

(*) This percentage gives effect to the dilution of the Class A Interests held by all members (including Fiat) arising from the occurrence of the final Performance Event contemplated by the organizational document of Chrysler (the "Ecological Event"). The ownership interest without giving effect to this final Event is 47.231%.

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Chrysler France S.A.S.	Trappes	France	460,000 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Group (China) Sales Ltd.	Beijing	People's Rep. of China	10,000,000 CNY	46.00 Chrysler (Hong Kong) Automotive Ltd.	100.000	
CHRYSLER GROUP DEALER CAPITAL LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
CHRYSLER GROUP DO BRASIL COMERCIO DE VEICULOS Ltda.	São Paulo	Brazil	31,517,999 BRL	46.00 Chrysler Group LLC	100.000	
Chrysler Group Egypt Limited	New Cairo	Egypt	240,000 EGP	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.000 1.000	
CHRYSLER GROUP INTERNATIONAL LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
CHRYSLER GROUP INTERNATIONAL SERVICES LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
Chrysler Group Middle East FZ-LLC	Dubai	United Arab Emirates	300,000 AED	46.00 CHRYSLER GROUP INTERNATIONAL LLC	100.000	
Chrysler Group Minority LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
CHRYSLER GROUP REALTY COMPANY LLC	Wilmington	U.S.A.	168,769,528 USD	46.00 Chrysler Group LLC	100.000	
Chrysler Group Service Contracts LLC	Wilmington	U.S.A.	100,000,000 USD	46.00 Chrysler Group LLC	100.000	
CHRYSLER GROUP TRANSPORT LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
CHRYSLER GROUP VANS LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
Chrysler India Automotive Private Ltd.	Chennai	India	99,990 INR	46.00 Chrysler Netherlands Distribution B.V. CHRYSLER GROUP DUTCH OPERATING LLC	99.990 0.010	
Chrysler International GmbH	Stuttgart	Germany	25,000 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Investment Holdings LLC	Wilmington	U.S.A.	173,350,999 USD	46.00 Chrysler Group LLC	100.000	
Chrysler Italia S.r.l.	Rome	Italy	100,000 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Japan Co., Ltd.	Tokyo	Japan	100,000,000 JPY	46.00 Chrysler Group LLC	100.000	
Chrysler Jeep International S.A.	Saint-Lambrechts-Woluwe	Belgium	1,860,000 EUR	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.998 0.002	
Chrysler Korea, Ltd.	Seoul	South Korea	32,639,200,000 KRW	46.00 Chrysler Group LLC	100.000	
Chrysler Lease Receivables 1 Inc.	Windsor	Canada	100 CAD	46.00 Chrysler Canada Inc.	100.000	
Chrysler Lease Receivables 2 Inc.	Windsor	Canada	100 CAD	46.00 Chrysler Canada Inc.	100.000	
Chrysler Lease Receivables Limited	Windsor	Canada	0 CAD	46.00 Chrysler Canada Inc. Chrysler Lease Receivables 1 Inc. Chrysler Lease Receivables 2 Inc.	99.990 0.005 0.005	
Chrysler Management Austria GmbH	Gossendorf	Austria	75,000 EUR	46.00 Chrysler Austria GmbH	100.000	
Chrysler Mexico Holding, S. de R.L. de C.V.	Santa Fe	Mexico	3,377,922,033 MXN	46.00 Chrysler Mexico Investment Holdings Cooperatie U.A. CarCo Intermediate Mexico LLC	99.900 0.100	
Chrysler Mexico Investment Holdings Cooperatie U.A.	Amsterdam	Netherlands	0 EUR	46.00 Chrysler Investment Holdings LLC Chrysler Group Minority LLC	99.990 0.010	
Chrysler Nederland B.V.	Utrecht	Netherlands	19,000 EUR	46.00 Chrysler Group LLC	100.000	
Chrysler Netherlands Distribution B.V.	Amsterdam	Netherlands	90,000 EUR	46.00 Chrysler Netherlands Holdings Cooperatie U.A.	100.000	
Chrysler Polska sp.zo.o.	Warsaw	Poland	30,356,000 PLN	46.00 Chrysler Group LLC	100.000	
Chrysler Russia SAO	Moscow	Russia	574,665,000 RUB	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.999 0.001	
Chrysler South Africa (Pty) Limited	centurion	South Africa	200 ZAR	46.00 Chrysler Group LLC	100.000	
Chrysler South East Asia Pte. Ltd.	Singapore	Singapore	3,010,513 SGD	46.00 Chrysler Group LLC	100.000	
Chrysler Sweden AB	Kista	Sweden	100,000 SEK	46.00 Chrysler Group LLC	100.000	
Chrysler Switzerland GmbH	Schlieren	Switzerland	2,000,000 CHF	46.00 Chrysler Group LLC	100.000	
Chrysler UK Limited	Slough Berkshire	United Kingdom	46,582,132 GBP	46.00 Chrysler Group LLC	100.000	
CPK Interior Products Inc.	Windsor	Canada	1,000 CAD	46.00 Chrysler Canada Inc.	100.000	
Global Engine Manufacturing Alliance LLC	Wilmington	U.S.A.	300,000 USD	46.00 Chrysler Group LLC	100.000	
New CarCo Acquisition Canada Ltd.	Toronto	Canada	0 CAD	46.00 New CarCo Acquisition Holdings Canada Ltd.	100.000	
New CarCo Acquisition Holdings Canada Ltd.	Toronto	Canada	0 CAD	46.00 Chrysler Group LLC	100.000	
Operadora G.C. S.A. de C.V.	Santa Fe	Mexico	99,999 MXN	46.00 Chrysler Mexico Holding, S. de R.L. de C.V. Chrysler de Mexico S.A. de C.V.	99.999 0.001	
Maserati						
Maserati S.p.A.	Modena	Italy	40,000,000 EUR	100.00 Fiat S.p.A.	100.000	
Maserati (Suisse) S.A.	Schlieren	Switzerland	250,000 CHF	100.00 Maserati S.p.A.	100.000	
Maserati Deutschland GmbH	Wiesbaden	Germany	500,000 EUR	100.00 Maserati S.p.A.	100.000	
Maserati GB Limited	Slough Berkshire	United Kingdom	20,000 GBP	100.00 Maserati S.p.A.	100.000	
Maserati Japan KK	Tokyo	Japan	18,000,000 JPY	100.00 Maserati S.p.A.	100.000	
Maserati North America Inc.	Englewood Cliffs	U.S.A.	1,000 USD	100.00 Maserati S.p.A.	100.000	
Maserati West Europe société par actions simplifiée	Paris	France	37,000 EUR	100.00 Maserati S.p.A.	100.000	

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Ferrari						
Ferrari S.p.A.	Modena	Italy	20,260,000 EUR	90.00 Fiat S.p.A.	90.000	
410 Park Display Inc.	New York	U.S.A.	100 USD	90.00 Ferrari N.America Inc.	100.000	
Ferrari Central / East Europe GmbH	Wiesbaden	Germany	1,000,000 EUR	90.00 Ferrari S.p.A.	100.000	
Ferrari Financial Services AG	Munich	Germany	1,777,600 EUR	81.00 Ferrari Financial Services S.p.A.	100.000	
Ferrari Financial Services S.p.A.	Modena	Italy	5,100,000 EUR	81.00 Ferrari S.p.A.	90.000	
Ferrari Financial Services, Inc.	Wilmington	U.S.A.	1,000 USD	81.00 Ferrari Financial Services S.p.A.	100.000	
Ferrari G.E.D. S.p.A.	Modena	Italy	11,570,000 EUR	90.00 Ferrari S.p.A.	100.000	
Ferrari Japan KK	Tokyo	Japan	160,050,000 JPY	90.00 Ferrari S.p.A.	100.000	
Ferrari Management Consulting (Shanghai) CO., LTD	Shanghai	People's Rep. of China	2,100,000 USD	90.00 Ferrari S.p.A.	100.000	
Ferrari Maserati Cars International Trading (Shanghai) Co. Ltd.	Shanghai	People's Rep. of China	3,000,000 USD	53.10 Ferrari S.p.A.	59.000	
(**) Ferrari Maserati Cars Sales and Services (Shanghai) CO.,LTD	Shanghai	People's Rep. of China	2,500,000 USD	90.00 Ferrari S.p.A.	100.000	
Ferrari N.America Inc.	Englewood Cliffs	U.S.A.	200,000 USD	90.00 Ferrari S.p.A.	100.000	
Ferrari North Europe Limited	Slough Berkshire	United Kingdom	50,000 GBP	90.00 Ferrari S.p.A.	100.000	
Ferrari South West Europe S.A.R.L.	Levallois-Perret	France	172,000 EUR	90.00 Ferrari S.p.A.	100.000	
GSA-Gestions Sportives Automobiles S.A.	Meyrin	Switzerland	1,000,000 CHF	90.00 Ferrari S.p.A.	100.000	
Mugello Circuit S.p.A.	Scarperia	Italy	10,000,000 EUR	90.00 Ferrari S.p.A. Ferrari G.E.D. S.p.A.	90.000 10.000	
Components						
Magneti Marelli S.p.A.	Corbetta	Italy	254,325,965 EUR	99.99 Fiat S.p.A.	99.990	100.000
ABC Industria, Comercio, Importacao e Exportacao de Componentes Automotivos Ltda	Sao Bernardo do Campo	Brazil	1,000 BRL	Magneti Marelli Cofap Companhia Fabricadora de Pecas Magneti Marelli Cofap Autopecas Ltda	99.63 0.100	99.900
Automotive Lighting Brotterode GmbH	Brotterode	Germany	7,270,000 EUR	99.99 Automotive Lighting Reutlingen GmbH	100.000	
Automotive Lighting Italia S.p.A.	Venaria Reale	Italy	12,000,000 EUR	99.99 Automotive Lighting Reutlingen GmbH	100.000	
Automotive Lighting LLC	Farmington Hills	U.S.A.	25,001,000 USD	99.99 Magneti Marelli Holding U.S.A. Inc.	100.000	
Automotive Lighting o.o.o.	Rijasan	Russia	36,875,663 RUB	99.99 Automotive Lighting Reutlingen GmbH	100.000	
Automotive Lighting Polska Sp. z o.o.	Sosnowiec	Poland	83,500,000 PLN	99.99 Automotive Lighting Reutlingen GmbH	100.000	
Automotive Lighting Rear Lamps France S.a.s.	Saint Julien du Sault	France	1,524,768 EUR	99.99 Automotive Lighting Italia S.p.A.	100.000	
Automotive Lighting Rear Lamps Mexico S. de r.l. de C.V.	El Marques Queretaro	Mexico	50,000 MXN	99.99 Magneti Marelli Holding U.S.A. Inc.	100.000	
Automotive Lighting Reutlingen GmbH	Reutlingen	Germany	1,330,000 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Automotive Lighting S.R.O.	Jihlava	Czech Republic	927,637,000 CZK	99.99 Automotive Lighting Reutlingen GmbH	100.000	
Automotive Lighting UK Limited	Chadwell Heath	United Kingdom	40,387,348 GBP	99.99 Magneti Marelli S.p.A.	100.000	
Centro Ricerche Plast-Optica S.p.A.	Amaro	Italy	1,033,000 EUR	75.49 Automotive Lighting Italia S.p.A. Plastic Components and Modules Automotive S.p.A.	75.500	
Ergom do Brasil Ltda	Itauna	Brazil	6,402,500 BRL	99.99 S.p.A.	100.000	
Ergom Soffiaggio S.r.l.	Leno	Italy	45,900 EUR	84.99 S.p.A.	85.000	
Fiat CIEI S.p.A. in liquidation	Corbetta	Italy	220,211 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Industrial Yorka de Mexico S.A. de C.V.	Mexico City	Mexico	50,000 MXN	99.99 Automotive Lighting Rear Lamps Mexico S. de r.l. de C.V.	98.000	
				Industrial Yorka de Tepotzotlan S.A. de C.V. Automotive Lighting Rear Lamps Mexico S. de r.l. de C.V.	2.000 99.99	2.000 99.000
Industrial Yorka de Tepotzotlan S.A. de C.V.	Mexico City	Mexico	50,000 MXN	99.99 Industrial Yorka de Mexico S.A. de C.V. Magneti Marelli Sistemas Electronicos Mexico S.A.	1.000 99.99	1.000 99.998
Industrias Magneti Marelli Mexico S.A. de C.V.	Tepotzotlan	Mexico	50,000 MXN	99.99 S.p.A.	99.998	
				Servicios Administrativos Corp. IPASA S.A. Plastic Components and Modules Automotive S.p.A.	0.002 99.99	0.002 100.000
Industrie Plastica S.p.A.	Grugliasco	Italy	1,000,000 EUR	99.99 S.p.A.	100.000	
Magneti Marelli After Market Parts and Services S.p.A.	Corbetta	Italy	7,000,000 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Aftermarket GmbH	Heilbronn	Germany	100,000 EUR	99.99 Magneti Marelli After Market Parts and Services S.p.A.	100.000	
Magneti Marelli Aftermarket S.a.s.	Trappes	France	782,208 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Aftermarket SL	Linares del Valles	Spain	2,194,726 EUR	99.99 Magneti Marelli Iberica S.A.	100.000	
Magneti Marelli Aftermarket Sp. z o.o.	Katowice	Poland	2,000,000 PLN	99.99 Magneti Marelli After Market Parts and Services S.p.A.	100.000	
Magneti Marelli Argentina S.A.	Buenos Aires	Argentina	700,000 ARS	99.99 Magneti Marelli S.p.A. Magneti Marelli France S.a.s.	95.000 5.000	
Magneti Marelli Automotive Components (WUHU) Co. Ltd.	Wuhu	People's Rep. of China	32,000,000 USD	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Automotive Electronics (Guangzhou) Co. Limited	Guangzhou	People's Rep. of China	16,100,000 USD	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Cofap Autopecas Ltda	São Paulo	Brazil	7,554,539 BRL	99.99 Magneti Marelli After Market Parts and Services S.p.A.	100.000	
Magneti Marelli Cofap Companhia Fabricadora de Pecas	Santo Andre	Brazil	177,725,564 BRL	99.63 Magneti Marelli S.p.A.	99.643	99.966
Magneti Marelli Conjuntos de Escape S.A.	Buenos Aires	Argentina	7,480,071 ARS	99.99 Magneti Marelli S.p.A. Magneti Marelli Argentina S.A.	95.000 5.000	
Magneti Marelli do Brasil Industria e Comercio SA	Hortolandia	Brazil	40,568,427 BRL	99.86 Magneti Marelli S.p.A.	99.872	99.990
Magneti Marelli Espana S.A.	Linares del Valles	Spain	781,101 EUR	99.99 Magneti Marelli Iberica S.A.	100.000	

(**) Asset held for sale.

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Magneti Marelli Exhaust Systems Polska Sp. z o.o.	Sosnowiec	Poland	15,000,000 PLN	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli France S.a.s.	Trappes	France	42,672,960 EUR	99.99 Magneti Marelli S.p.A. Ufima S.A.S.	99.999 0.001	
Magneti Marelli GmbH	Russelsheim	Germany	200,000 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Hellas A.E. in liquidation	Athens	Greece	587,000 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Holding U.S.A. Inc.	Wixom	U.S.A.	10 USD	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Iberica S.A.	Santpedor	Spain	389,767 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli India Private Ltd	New Delhi	India	20,000,000 INR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Japan K.K.	Kohoku-Ku-Yokohama	Japan	60,000,000 JPY	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Motopropulsion France SAS	Argentan	France	884,058 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli North America Inc.	Wilmington	U.S.A.	40,223,205 USD	99.63 Magneti Marelli Cofap Companhia Fabricadora de Pecas	100.000	
Magneti Marelli Powertrain (Shanghai) Co. Ltd.	Shanghai	People's Rep. of China	17,500,000 USD	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Powertrain India Private Limited	New Delhi	India	450,000,000 INR	51.00 Magneti Marelli S.p.A.	51.000	
Magneti Marelli Powertrain Slovakia s.r.o.	Bratislava	Slovak Republic	7,000,000 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Powertrain U.S.A. LLC	Sanford	U.S.A.	25,000,000 USD	99.99 Magneti Marelli Holding U.S.A. Inc.	100.000	
Magneti Marelli Racing Ltd in liquidation	Basildon	United Kingdom	10,000 GBP	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Repuestos S.A.	Buenos Aires	Argentina	2,012,000 ARS	99.99 Magneti Marelli After Market Parts and Services S.p.A. Magneti Marelli Cofap Autopecas Ltda	52.000 48.000	
Magneti Marelli Sistemas Automotivos Industria e Comercio Ltda	Contagem	Brazil	206,834,874 BRL	99.99 Magneti Marelli S.p.A. Automotive Lighting Reutlingen GmbH	66.111 33.889	
Magneti Marelli Sistemas Electronicos Mexico S.A.	Tepozotlan	Mexico	50,000 MXN	99.99 Magneti Marelli S.p.A. Servicios Administrativos Corp. IPASA S.A.	99.998 0.002	
Magneti Marelli Slovakia s.r.o.	Bratislava	Slovak Republic	30,006,639 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli South Africa (Proprietary) Limited	Johannesburg	South Africa	1,950,000 ZAR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Suspension Systems Bielsko Sp. z o.o.	Bielsko-Biala	Poland	70,050,000 PLN	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Suspension Systems Poland Sp. z o.o. in liquidation	Sosnowiec	Poland	4,310,000 PLN	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Suspensions USA LLC	Farmington Hills	U.S.A.	1,300,000 USD	99.99 Magneti Marelli Holding U.S.A. Inc.	100.000	
Magneti Marelli Um Electronic Systems Private Limited	New Delhi	India	260,000,000 INR	51.00 Magneti Marelli S.p.A. Powertrain Mekanik Sanayi ve Ticaret Anonim Sirketi	51.000 100.000	
Mako Elektrik Sanayi Ve Ticaret A.S.	Osmangazi Bursa	Turkey	16,500,000 TRY	99.94 Magneti Marelli S.p.A.	99.800	
Malaysian Automotive Lighting SDN. BHD	Bayan Lepas	Malaysia	6,000,000 MYR	79.99 Automotive Lighting Reutlingen GmbH	80.000	
Plastic Components and Modules Automotive S.p.A.	Grugliasco	Italy	10,000,000 EUR	99.99 Plastic Components and Modules Holding S.p.A.	100.000	
Plastic Components and Modules Fuel Tanks S.p.A.	Grugliasco	Italy	120,000 EUR	99.99 Plastic Components and Modules Automotive S.p.A.	100.000	
Plastic Components and Modules Holding S.p.A.	Grugliasco	Italy	10,000,000 EUR	99.99 Magneti Marelli S.p.A. Plastic Components and Modules Automotive S.p.A.	100.000 100.000	
Plastic Components and Modules Poland S.A.	Sosnowiec	Poland	21,000,000 PLN	99.99 Plastic Components and Modules Poland S.A.	100.000	
Plastic Components Fuel Systems Poland Sp. z o.o.	Sosnowiec	Poland	29,281,500 PLN	99.99 Plastic Components and Modules Poland S.A.	100.000	
Plastiform A.S.	Bursa	Turkey	715,000 TRY	99.99 Plastic Components and Modules Automotive S.p.A. Magneti Marelli S.p.A.	97.000 3.000	
Powertrain Mekanik Sanayi ve Ticaret Anonim Sirketi	Bursa	Turkey	50,000 TRY	99.94 Magneti Marelli S.p.A. Mako Elektrik Sanayi Ve Ticaret A.S. Plastiform A.S. Sistemi Comandi Meccanici Otomotiv Sanayi Ve Ticaret A.S.	99.800 0.050 0.050 0.050	
Servicios Administrativos Corp. IPASA S.A.	Col. Chapultepec	Mexico	1,000 MXN	99.99 Magneti Marelli Sistemas Electronicos Mexico S.A. Industrias Magneti Marelli Mexico S.A. de C.V.	99.990 0.010	
Sistemi Sospensioni S.p.A.	Corbetta	Italy	37,622,179 EUR	99.99 Magneti Marelli S.p.A.	100.000	
SNIRICERCHÉ S.P.A. in liquidation	Pisticci	Italy	880,000 EUR	99.99 Plastic Components and Modules Holding S.p.A. Plastic Components and Modules Automotive S.p.A.	95.000 5.000	
TEA S.r.l.	Grugliasco	Italy	516,000 EUR	99.99 Plastic Components and Modules Automotive S.p.A. Plastic Components and Modules Holding S.p.A.	95.000 5.000	
Tecnologia de Iluminacion Automotriz S.A. de C.V.	Chihuahua	Mexico	50,000 MXN	99.99 Automotive Lighting LLC	100.000	
Ufima S.A.S.	Trappes	France	44,940 EUR	99.99 Magneti Marelli S.p.A. Fiat Partecipazioni S.p.A.	65.020 34.980	
Fiat Powertrain						
Fiat Powertrain Technologies SpA	Turin	Italy	525,000,000 EUR	100.00 Fiat S.p.A.	100.000	
Fiat Auto Argentina S.A. (business Fiat Powertrain)	Buenos Aires	Argentina	476,464,366 ARS	100.00 Fiat Automoveis S.A. - FIASA	100.000	
Fiat Automoveis S.A. - FIASA (business Fiat Powertrain)	Betim	Brazil	1,069,492,850 BRL	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Powertrain Polska Sp. z o.o.	Bielsko-Biala	Poland	220,100,000 PLN	100.00 Fiat Powertrain Technologies SpA	100.000	

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Fiat Powertrain Technologies (Shanghai) R&D Co. Ltd.	Shanghai	People's Rep. of China	10,000,000 EUR	100.00 Fiat Powertrain Technologies SpA	100.000	
Fiat Powertrain Technologies Poland Sp. z o.o.	Bielsko-Biala	Poland	100,000,000 PLN	100.00 Fiat Powertrain Technologies SpA	100.000	
FMA - Fabbrica Motori Automobilistici S.r.l.	Pratola Serra	Italy	150,000,000 EUR	100.00 Fiat Powertrain Technologies SpA	100.000	
FPT Powertrain Technologies do Brasil - Industria e Comércio de Motores Ltda	Campo Largo	Brazil	197,792,500 BRL	100.00 Fiat Automoveis S.A. - FIASA	100.000	
Metallurgical Products						
Teksid S.p.A.	Turin	Italy	71,403,261 EUR	84.79 Fiat S.p.A.	84.791	
Compania Industrial Frontera S.A. de C.V.	Frontera	Mexico	50,000 MXN	84.79 Teksid Hierro de Mexico S.A. de C.V.	100.000	
Fonderie du Poitou Fonte S.A.S.	Ingrandes-sur-Vienne	France	26,958,464 EUR	84.79 Teksid S.p.A.	100.000	
Funfrap-Fundicao Portuguesa S.A.	Cacia	Portugal	13,697,550 EUR	70.89 Teksid S.p.A.	83.607	
Teksid Aluminum S.r.l.	Carmagnola	Italy	5,000,000 EUR	100.00 Fiat S.p.A.	100.000	
Teksid do Brasil Ltda	Betim	Brazil	148,874,686 BRL	84.79 Teksid S.p.A.	100.000	
Teksid Hierro de Mexico S.A. de C.V.	Frontera	Mexico	418,874,300 MXN	84.79 Teksid S.p.A.	100.000	
Teksid Inc.	Wilmington	U.S.A.	100,000 USD	84.79 Teksid S.p.A.	100.000	
Teksid Iron Poland Sp. z o.o.	Skoczow	Poland	115,678,500 PLN	84.79 Teksid S.p.A.	100.000	
Production Systems						
Comau S.p.A.	Grugliasco	Italy	48,013,959 EUR	100.00 Fiat S.p.A.	100.000	
Autodie International, Inc.	Grand Rapids	U.S.A.	1,000 USD	100.00 Comau Pico Holdings Corporation	100.000	
COMAU (KUNSHAN) Automation Co. Ltd.	Kunshan	People's Rep. of China	3,000,000 USD	100.00 Comau S.p.A.	100.000	
Comau (Shanghai) Engineering Co. Ltd.	Shanghai	People's Rep. of China	5,000,000 USD	100.00 Comau S.p.A.	100.000	
Comau (Shanghai) International Trading Co. Ltd.	Shanghai	People's Rep. of China	200,000 USD	100.00 Comau S.p.A.	100.000	
Comau Argentina S.A.	Buenos Aires	Argentina	500,000 ARS	100.00 Comau S.p.A.	55.280	
				Comau do Brasil Industria e Comercio Ltda.	44.690	
				Fiat Argentina S.A.	0.030	
Comau Canada Inc.	Windsor	Canada	100 CAD	100.00 Comau Inc.	100.000	
Comau Deutschland GmbH	Boblingen	Germany	1,330,000 EUR	100.00 Comau S.p.A.	100.000	
Comau do Brasil Industria e Comercio Ltda.	Betim	Brazil	29,312,653 BRL	100.00 Comau S.p.A.	99.999	
				Fiat do Brasil S.A.	0.001	
Comau Estil Unl.	Luton	United Kingdom	107,665,056 USD	100.00 Comau S.p.A.	100.000	
Comau France S.A.S.	Trappes	France	6,000,000 EUR	100.00 Comau S.p.A.	100.000	
Comau Inc.	Southfield	U.S.A.	21,457 USD	100.00 Comau Pico Holdings Corporation	100.000	
Comau India Private Limited	Pune	India	239,935,020 INR	100.00 Comau S.p.A.	99.990	
				Comau Deutschland GmbH	0.010	
Comau Pico Holdings Corporation	New York	U.S.A.	100 USD	100.00 Comau S.p.A.	100.000	
Comau Pico Iaisa S.de R.L. de C.V.	Tepotzotlan	Mexico	17,181,062 MXN	100.00 Comau Pico Mexico S.de R.L. de C.V.	100.000	
Comau Pico Mexico S.de R.L. de C.V.	Tepotzotlan	Mexico	99,349,172 MXN	100.00 Comau S.p.A.	100.000	
Comau Pico Pitex S.de R.L. C.V.	Tepotzotlan	Mexico	62,204,118 MXN	100.00 Comau Pico Mexico S.de R.L. de C.V.	100.000	
Comau Pico Trebol S.de R.L. de C.V.	Tepotzotlan	Mexico	16,168,211 MXN	100.00 Comau Pico Mexico S.de R.L. de C.V.	100.000	
Comau Poland Sp. z o.o.	Bielsko-Biala	Poland	3,800,000 PLN	100.00 Comau S.p.A.	100.000	
Comau Resources, Inc.	Southfield	U.S.A.	1,000 USD	100.00 Comau Pico Holdings Corporation	100.000	
Comau Romania S.R.L.	Oradea	Romania	10,315,170 RON	100.00 Comau S.p.A.	100.000	
Comau Russia OOO	Moscow	Russia	4,770,225 RUB	100.00 Comau S.p.A.	99.000	
				Comau Deutschland GmbH	1.000	
Comau Service Systems S.L.	Madrid	Spain	250,000 EUR	100.00 Comau S.p.A.	100.000	
Publishing and Communications						
Itedi-Italiana Edizioni S.p.A.	Turin	Italy	5,980,000 EUR	100.00 Fiat S.p.A.	100.000	
BMI S.p.A.	Genoa	Italy	124,820 EUR	88.00 Itedi-Italiana Edizioni S.p.A.	88.000	
Editrice La Stampa S.p.A.	Turin	Italy	4,160,000 EUR	100.00 Itedi-Italiana Edizioni S.p.A.	100.000	
Nexta Srl	Turin	Italy	50,000 EUR	66.00 Itedi-Italiana Edizioni S.p.A.	66.000	
Publikompass S.p.A.	Milan	Italy	3,068,000 EUR	100.00 Itedi-Italiana Edizioni S.p.A.	100.000	
Holding companies and Other companies						
Business Solutions S.p.A.	Turin	Italy	4,791,396 EUR	100.00 Fiat S.p.A.	100.000	
Deposito Avogadro S.r.l.	Turin	Italy	100,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat Argentina S.A.	Buenos Aires	Argentina	5,292,117 ARS	100.00 Fiat Services S.p.A.	90.961	
				Fiat do Brasil S.A.	9.029	
				SGR-Sociedad para la Gestion de Riesgos S.A.	0.009	
				Fiat Auto Argentina S.A.	0.001	
Fiat do Brasil S.A.	Nova Lima	Brazil	37,158,349 BRL	100.00 Fiat Partecipazioni S.p.A.	99.998	
				Fiat Services S.p.A.	0.002	

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Fiat Financas Brasil Ltda	Nova Lima	Brazil	2,469,701 BRL	100.00 Fiat Finance S.p.A. Fiat do Brasil S.A.	99.994 0.006	
Fiat Finance and Trade Ltd S.A.	Luxembourg	Luxembourg	251,494,000 EUR	100.00 Fiat Finance S.p.A. Fiat Finance Canada Ltd.	99.993 0.007	
Fiat Finance Canada Ltd.	Calgary	Canada	10,099,885 CAD	100.00 Fiat Finance S.p.A.	100.000	
Fiat Finance et Services S.A.	Trappes	France	3,700,000 EUR	100.00 Fiat Services S.p.A.	99.997	
Fiat Finance North America Inc.	Wilmington	U.S.A.	190,090,010 USD	100.00 Fiat Finance S.p.A. Fiat S.p.A.	60.526 39.474	
Fiat Finance S.p.A.	Turin	Italy	224,440,000 EUR	100.00 Fiat S.p.A.	100.000	
Fiat Gestione Partecipazioni S.p.A.	Turin	Italy	369,500,000 EUR	100.00 Fiat S.p.A.	100.000	
Fiat GmbH	Ulm	Germany	200,000 EUR	100.00 Fiat Services S.p.A.	100.000	
Fiat Group Marketing & Corporate Communication S.p.A.	Turin	Italy	100,000,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat Group Purchasing France S.a.r.l.	Trappes	France	7,700 EUR	100.00 Fiat Group Purchasing S.r.l.	100.000	
Fiat Group Purchasing Poland Sp. z o.o.	Bielsko-Biala	Poland	300,000 PLN	100.00 Fiat Group Purchasing S.r.l.	100.000	
Fiat Group Purchasing S.r.l.	Turin	Italy	600,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat Iberica S.A.	Madrid	Spain	2,797,054 EUR	100.00 Fiat Services S.p.A.	100.000	
Fiat Information Technology, Excellence and Methods S.p.A.	Turin	Italy	500,000 EUR	100.00 Fiat Services S.p.A.	100.000	
Fiat Partecipazioni France Société par actions simplifiée	Trappes	France	37,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat Partecipazioni S.p.A.	Turin	Italy	361,054,062 EUR	100.00 Fiat S.p.A. Fiat Group Automobiles S.p.A.	98.644 1.356	
Fiat Polska Sp. z o.o.	Warsaw	Poland	25,500,000 PLN	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat Services Belgium N.V.	Zedelgem	Belgium	62,000 EUR	100.00 Fiat U.K. Limited Fiat Services S.p.A.	99.960 0.040	
Fiat Services Polska Sp. z o.o.	Bielsko-Biala	Poland	3,600,000 PLN	100.00 Fiat Services S.p.A.	100.000	
Fiat Services S.p.A.	Turin	Italy	3,600,000 EUR	100.00 Business Solutions S.p.A.	100.000	
Fiat Servizi per l'Industria S.c.p.a.	Turin	Italy	1,652,669 EUR	90.70 Fiat Partecipazioni S.p.A. Fiat Group Automobiles S.p.A. Fiat S.p.A. Teksid S.p.A. C.R.F. Società Consortile per Azioni Comau S.p.A. Editrice La Stampa S.p.A. Fiat Services S.p.A. Magnet Marelli S.p.A.	51.000 25.500 5.000 2.000 1.500 1.500 1.500 1.500 1.500	
Fiat Switzerland SA	Paradiso	Switzerland	1,100,000 CHF	100.00 Fiat S.p.A.	100.000	
Fiat U.K. Limited	Basildon	United Kingdom	750,000 GBP	100.00 Fiat Services S.p.A.	100.000	
Fiat U.S.A. Inc.	New York	U.S.A.	16,830,000 USD	100.00 Fiat S.p.A.	100.000	
Fiat-Revisione Interna S.c.r.l.	Turin	Italy	300,000 EUR	83.50 Fiat S.p.A. Fiat Group Automobiles S.p.A. Comau S.p.A. Ferrari S.p.A. Fiat Group Purchasing S.r.l. Fiat Powertrain Technologies SpA Fiat Services S.p.A. Itedi-Italiana Edizioni S.p.A. Magnet Marelli S.p.A. Maserati S.p.A. Teksid S.p.A. Fiat Finance S.p.A. Fiat Partecipazioni S.p.A.	51.000 13.000 2.000 2.000 2.000 2.000 2.000 2.000 2.000 2.000 2.000 1.000 1.000	
Neptunia Assicurazioni Marittime S.A.	Lausanne	Switzerland	10,000,000 CHF	100.00 Rimaco S.A.	100.000	
Rimaco S.A.	Lausanne	Switzerland	350,000 CHF	100.00 Fiat S.p.A.	100.000	
Risk Management S.p.A.	Turin	Italy	120,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Sadi Polska-Agencja Celna Sp. z o.o.	Bielsko-Biala	Poland	500,000 PLN	100.00 Servizi e Attività Doganali per l'Industria S.p.A.	100.000	
Servizi e Attività Doganali per l'Industria S.p.A.	Turin	Italy	520,000 EUR	100.00 Fiat Services S.p.A.	100.000	
SIRIO - Sicurezza Industriale Società consortile per azioni	Turin	Italy	120,000 EUR	87.27 Fiat Partecipazioni S.p.A. Fiat Group Automobiles S.p.A. Magnet Marelli S.p.A.	58.152 16.872 1.863	

SUBSIDIARIES CONSOLIDATED ON A LINE-BY-LINE BASIS (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
				Fiat Powertrain Technologies SpA	1.314	
				Sata-Società Automobilistica Tecnologie Avanzate S.p.A.	0.833	
				Fiat S.p.A.	0.751	
				Comau S.p.A.	0.729	
				Ferrari S.p.A.	0.729	
				Teksid S.p.A.	0.664	
				Fiat Services S.p.A.	0.593	
				Sistemi Sospensioni S.p.A.	0.551	
				Teksid Aluminum S.r.l.	0.540	
				C.R.F. Società Consortile per Azioni	0.535	
				Fiat Servizi per l'Industria S.c.p.a.	0.503	
				Fabbrica Italia Pomigliano S.p.A.	0.417	
				Fiat Finance S.p.A.	0.406	
				Fidis S.p.A.	0.325	
				Automotive Lighting Italia S.p.A.	0.255	
				Editrice La Stampa S.p.A.	0.233	
				Elasis-Società Consortile per Azioni	0.233	
				FGA Officine Automobilistiche Grugliasco S.p.A.	0.167	
				Fiat Group Marketing & Corporate Communication S.p.A.	0.103	
				Fiat Group Purchasing S.r.l.	0.103	
				Servizi e Attività Doganali per l'Industria S.p.A.	0.103	
				Fiat-Revisione Interna S.c.r.l.	0.061	
				Fiat Center Italia S.p.A.	0.045	
				Abarth & C. S.p.A.	0.039	
				Iledi-Italiana Edizioni S.p.A.	0.039	
				Maserati S.p.A.	0.039	
				Orione-Società Industriale per la Sicurezza e la Vigilanza Consortile per Azioni	0.039	
				Risk Management S.p.A.	0.039	
				Sisport Fiat S.p.A. - Società sportiva dilettantistica	0.039	
				Magneti Marelli After Market Parts and Services S.p.A.	0.037	
				Easy Drive S.r.l.	0.022	
				Fiat Auto Var S.r.l.	0.022	
				Fiat Information Technology, Excellence and Methods S.p.A.	0.022	
				Plastic Components and Modules Automotive S.p.A.	0.022	
				TEA S.r.l.	0.022	
				i-FAST Automotive Logistics S.r.l.	0.020	
				i-FAST Container Logistics S.p.A.	0.020	
Sisport Fiat S.p.A. - Società sportiva dilettantistica	Turin	Italy	889,049 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
JOINTLY-CONTROLLED ENTITIES ACCOUNTED FOR USING THE EQUITY METHOD						
Fiat Group Automobiles						
FGA CAPITAL S.p.A.	Turin	Italy	700,000,000 EUR	50.00 Fiat Group Automobiles S.p.A.	50.000	
FAL Fleet Services S.A.S.	Trappes	France	3,000,000 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FC France S.A.	Trappes	France	11,360,000 EUR	50.00 FGA CAPITAL S.p.A.	99.999	
FGA Bank G.m.b.H.	Vienna	Austria	5,000,000 EUR	50.00 FGA CAPITAL S.p.A.	50.000	
				Fidis S.p.A.	25.000	
FGA Bank Germany GmbH	Heilbronn	Germany	39,600,000 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CAPITAL BELGIUM S.A.	Auderghem	Belgium	3,718,500 EUR	50.00 FGA CAPITAL S.p.A.	99.999	
FGA Capital Danmark A/S	Glostrup	Denmark	14,154,000 DKK	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CAPITAL HELLAS S.A.	Argyroupoli	Greece	1,200,000 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CAPITAL IFIC SA	Alges	Portugal	10,000,000 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CAPITAL IRELAND Public Limited Company	Dublin	Ireland	132,562 EUR	50.00 FGA CAPITAL S.p.A.	99.994	
FGA Capital Netherlands B.V.	Lijnden	Netherlands	3,085,800 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CAPITAL RE Limited	Dublin	Ireland	1,000,000 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA Capital Services Spain S.A.	Alcalá De Henares	Spain	25,145,299 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA Capital Spain E.F.C. S.A.	Alcalá De Henares	Spain	26,671,557 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CAPITAL UK LTD.	Slough Berkshire	United Kingdom	50,250,000 GBP	50.00 FGA CAPITAL S.p.A.	100.000	
FGA CONTRACTS UK LTD.	Slough Berkshire	United Kingdom	19,000,000 GBP	50.00 FGA CAPITAL S.p.A.	100.000	
FGA Distribuidora Portugal S.A.	Alges	Portugal	500,300 EUR	50.00 FGA CAPITAL S.p.A.	100.000	

JOINTLY-CONTROLLED ENTITIES ACCOUNTED FOR USING THE EQUITY METHOD (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
FGA INSURANCE HELLAS S.A.	Argyroupoli	Greece	60,000 EUR	49.99 FGA CAPITAL HELLAS S.A.	99.975	
FGA Leasing GmbH	Vienna	Austria	40,000 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FGA Leasing Polska Sp. z o.o.	Warsaw	Poland	12,500,000 PLN	50.00 FGA CAPITAL S.p.A.	100.000	
FGA WHOLESALE UK LTD.	Slough Berkshire	United Kingdom	20,500,000 GBP	50.00 FGA CAPITAL S.p.A.	100.000	
Fiat Bank Polska S.A.	Warsaw	Poland	125,000,000 PLN	50.00 FGA CAPITAL S.p.A.	100.000	
Fidis Finance (Suisse) S.A.	Schlieren	Switzerland	24,100,000 CHF	50.00 FGA CAPITAL S.p.A.	100.000	
Fidis Finance Polska Sp. z o.o.	Warsaw	Poland	10,000,000 PLN	50.00 FGA CAPITAL S.p.A.	100.000	
FL Auto Snc	Trappes	France	8,954,581 EUR	50.00 FC France S.A.	99.998	
FL Location SNC	Trappes	France	76,225 EUR	49.99 FC France S.A.	99.980	
Leasys S.p.A.	Turin	Italy	77,979,400 EUR	50.00 FGA CAPITAL S.p.A.	100.000	
FER MAS Oto Ticaret A.S.	Istanbul	Turkey	5,500,000 TRY	37.64 Tofas-Turk Otomobil Fabrikasi Tofas A.S.	99.418	
Fiat India Automobiles Limited <i>(business Fiat Group Automobiles)</i>	Ranjangaon	India	18,349,279,000 INR	50.00 Fiat Group Automobiles S.p.A.	50.000	
G.E.I.E. Gisevel	Paris	France	15,200 EUR	50.00 Fiat France	50.000	
G.E.I.E.-Sevelind	Paris	France	15,200 EUR	50.00 Fiat France	50.000	
GAC FIAT Automobiles Co. Ltd. <i>(business Fiat Group Automobiles)</i>	Changsha	People's Rep. of China	1,800,000,000 CNY	50.00 Fiat Group Automobiles S.p.A.	50.000	
Koc Fiat Kredi Tuketici Finansmani A.S.	Istanbul	Turkey	30,000,000 TRY	37.86 Tofas-Turk Otomobil Fabrikasi Tofas A.S.	100.000	
MEKATRO Arastirma-Gelistirme ve Ticaret A.S. PLATFORM Arastirma Gelistirme Tasarim ve Ticaret A.S.	Kocaeli Bursa	Turkey	150,000 TRY 1,000,000 TRY	36.72 Tofas-Turk Otomobil Fabrikasi Tofas A.S. 37.48 Tofas-Turk Otomobil Fabrikasi Tofas A.S.	97.000 99.000	
Società Europea Veicoli Leggeri-Sevel S.p.A. Société Européenne de Véhicules Légers du Nord- Sevelnord Société Anonyme	Atessa Paris	Italy France	68,640,000 EUR 80,325,000 EUR	50.00 Fiat Group Automobiles S.p.A. 50.00 Fiat France	50.000 50.000	
Tofas-Turk Otomobil Fabrikasi Tofas A.S.	Levent	Turkey	500,000,000 TRY	37.86 Fiat Group Automobiles S.p.A.	37.856	
Components						
Endurance Magneti Marelli Shock Absorbers (India) Private Limited	Pune	India	418,999,980 INR	50.00 Magneti Marelli S.p.A.	50.000	
Magneti Marelli Motherson Auto System Limited	New Delhi	India	850,000,000 INR	50.00 Magneti Marelli Motherson India Holding B.V. Magneti Marelli S.p.A.	44.706 27.647	100.000 0.000
Magneti Marelli Motherson India Holding B.V. Magneti Marelli SKH Exhaust Systems Private Limited	Amsterdam New Delhi	Netherlands India	2,000,000 EUR 95,000,000 INR	50.00 Magneti Marelli S.p.A. 50.00 Magneti Marelli S.p.A.	50.000 50.000	
SAIC MAGNETI MARELLI Powertrain Co. Ltd	Shanghai	People's Rep. of China	12,000,000 EUR	50.00 Magneti Marelli S.p.A.	50.000	
SKH Magneti Marelli Exhaust Systems Private Limited	New Delhi	India	95,450,000 INR	46.62 Magneti Marelli S.p.A.	46.621	50.000
tema.mobility	Turin	Italy	850,000 EUR	50.00 Magneti Marelli S.p.A.	50.000	
Fiat Powertrain						
Fiat India Automobiles Limited <i>(business Fiat Powertrain)</i>	Ranjangaon	India	18,349,279,000 INR	50.00 Fiat Group Automobiles S.p.A.	50.000	
FIAT POWERTRAIN TECHNOLOGIES SOLLERS Investment Company B.V.	Amsterdam	Netherlands	1,000,000 EUR	50.00 Fiat Powertrain Technologies SpA	50.000	
FIAT POWERTRAIN TECHNOLOGIES SOLLERS Limited Liability Company	Zavolzhe	Russia	10,000 RUB	50.00 SOLLERS Investment Company B.V.	100.000	
GAC FIAT Automobiles Co. Ltd. <i>(business Fiat Powertrain)</i>	Changsha	People's Rep. of China	1,800,000,000 CNY	50.00 Fiat Group Automobiles S.p.A.	50.000	
VM Motori S.p.A.	Cento	Italy	21,008,000 EUR	50.00 Fiat Powertrain Technologies SpA	50.000	
VM North America Inc.	Auburn Hills	U.S.A.	10 USD	50.00 VM Motori S.p.A.	100.000	
Metallurgical Products						
Hua Dong Teksid Automotive Foundry Co. Ltd.	Zhenjiang-Jangsu	People's Rep. of China	385,363,550 CNY	42.40 Teksid S.p.A.	50.000	
SUBSIDIARIES ACCOUNTED FOR USING THE EQUITY METHOD						
Fiat Group Automobiles						
Alfa Romeo Inc.	Orlando	U.S.A.	3,000,000 USD	100.00 Fiat Group Automobiles S.p.A.	100.000	
F.A. Austria Commerz GmbH	Vienna	Austria	37,000 EUR	100.00 Fiat Group Automobiles Switzerland S.A.	100.000	
Fiat Auto Egypt Industrial Company SAE	Giza	Egypt	50,000,000 EGP	80.40 Fiat Group Automobiles S.p.A.	80.400	
Fiat Auto Egypt S.A.E.	Giza	Egypt	5,000,000 EGP	79.60 Fiat Auto Egypt Industrial Company SAE	99.000	
GESTIN POLSKA Sp. z o.o.	Bielsko-Biala	Poland	500,000 PLN	100.00 Fiat Auto Poland S.A.	100.000	
Italcara SA	Casablanca	Morocco	28,000,000 MAD	99.94 Fiat Group Automobiles Maroc S.A.	99.986	
Sirio Polska Sp. z o.o.	Bielsko-Biala	Poland	1,350,000 PLN	100.00 Fiat Auto Poland S.A.	100.000	
Chrysler						
AC Austro Car Handelsgesellschaft mbh & Co.	Vienna	Austria	0 EUR	46.00 Chrysler Austria GmbH	100.000	
Alhambra Chrysler Jeep Dodge, Inc. in liquidation	Wilmington	U.S.A.	1,272,700 USD	46.00 Chrysler Group LLC	100.000	
Bessemer Chrysler Jeep Dodge, Inc. in liquidation	Wilmington	U.S.A.	3,590,000 USD	46.00 Chrysler Group LLC	100.000	
CG EC1 LLC	Wilmington	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	

SUBSIDIARIES ACCOUNTED FOR USING THE EQUITY METHOD (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Chrysler Group Taiwan Sales Ltd.	Taipei	Taiwan	229,500,000 TWD	23.46 Chrysler Group LLC	51.000	
Chrysler Jeep Ticaret S.A.	Istanbul	Turkey	5,357,000 TRY	45.96 Chrysler Group LLC	99.920	
Downriver Dodge, Inc.	Wilmington	U.S.A.	604,886 USD	46.00 Chrysler Group LLC	100.000	
Gulfgate Dodge, Inc.	Wilmington	U.S.A.	1,258,306 USD	46.00 Chrysler Group LLC	100.000	
Gwinnett Automotive Inc.	Wilmington	U.S.A.	3,505,019 USD	46.00 Chrysler Group LLC	100.000	
La Brea Avenue Motors, Inc.	Wilmington	U.S.A.	7,373,800 USD	46.00 Chrysler Group LLC	100.000	
McKinney Dodge, Inc.	Wilmington	U.S.A.	2,858,463 USD	46.00 Chrysler Group LLC	100.000	
North Tampa Chrysler Jeep Dodge, Inc.	Wilmington	U.S.A.	1,014,700 USD	46.00 Chrysler Group LLC	100.000	
Superstition Springs Chrysler Jeep, Inc.	Wilmington	U.S.A.	675,400 USD	46.00 Chrysler Group LLC	100.000	
Components						
Cofap Fabricadora de Pecas Ltda	Santo Andre	Brazil	75,720,716 BRL	Magneti Marelli do Brasil Industria e Comercio 68.26 SA	68.350	
Holding companies and Other companies						
Fabbrica Italia Mirafiori S.p.A.	Turin	Italy	200,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fast-Buyer S.p.A.	Turin	Italy	500,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat (China) Business Co., Ltd.	Beijing	People's Rep. of China	3,000,000 USD	100.00 Fiat Partecipazioni S.p.A.	100.000	
Financière Pegaso France S.A.	Trappes	France	260,832 EUR	100.00 Fiat Gestione Partecipazioni S.p.A.	100.000	
Isvor Fiat Società consortile di sviluppo e addestramento industriale per Azioni	Turin	Italy	300,000 EUR	99.54 Fiat Partecipazioni S.p.A. Fiat Group Automobiles S.p.A. Fiat Gestione Partecipazioni S.p.A. Comau S.p.A. Fiat Powertrain Technologies SpA Fiat S.p.A. Fiat Services S.p.A. Magneti Marelli S.p.A. Teksid S.p.A.	54.000 16.000 12.000 3.000 3.000 3.000 3.000 3.000 3.000	
Iveco Motors of China Limited in liquidation	Shanghai	People's Rep. of China	300,000 USD	100.00 Fiat Gestione Partecipazioni S.p.A.	100.000	
Iveco S.P.R.L.	Kinshasa	Congo (Dem. Rep. Congo)	1 CDF	99.99 Fiat Gestione Partecipazioni S.p.A.	99.992	
SGR-Sociedad para la Gestion de Riesgos S.A.	Buenos Aires	Argentina	150,000 ARS	99.96 Rimaco S.A.	99.960	
Sistemi Ambientali S.p.A. in liquidation	Rivoli	Italy	9,544,080 EUR	99.79 Fiat Partecipazioni S.p.A.	99.785	
SUBSIDIARIES VALUED AT COST						
Fiat Group Automobiles						
091408 BC Unlimited Liability Company	Vancouver	Canada	1,000 USD	100.00 FIAT NORTH AMERICA LLC	100.000	
(**) CMP Componentes e Modulos Plasticos Industria e Comercio Ltda.	Contagem	Brazil	25,007,977 BRL	100.00 Fiat Automoveis S.A. - FIASA	100.000	
CODEFIS Società consortile per azioni	Turin	Italy	120,000 EUR	51.00 Fiat Group Automobiles S.p.A.	51.000	
Consorzio Servizi Balocco	Turin	Italy	10,000 EUR	91.37 Fiat Group Automobiles S.p.A. Ferrari S.p.A. Fiat Powertrain Technologies SpA Maserati S.p.A. Abarth & C. S.p.A. FIAT AUTOMOBILES SERBIA DOO Kragujevac	77.800 5.300 4.500 2.800 1.500 66.67	
FAS FREE ZONE Ltd. Kragujevac	Kragujevac	Serbia	500 EUR	66.67 Kragujevac	100.000	
FGA Russia S.r.l.	Turin	Italy	1,682,028 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Auto Espana Marketing Instituto Agrupacion de Interes Economico	Alcalá De Henares	Spain	30,051 EUR	95.00 Fiat Group Automobiles Spain S.A.	95.000	
Fiat Auto Marketing Institute (Portugal) ACE	Alges	Portugal	15,000 EUR	80.00 Fiat Group Automobiles Portugal, S.A.	80.000	
Fiat Automobiles Service Co. Ltd.	Nanjing	People's Rep. of China	10,000,000 EUR	100.00 Fiat Group Automobiles S.p.A.	100.000	
Fiat Motor Sales Ltd	Slough Berkshire	United Kingdom	1,500,000 GBP	100.00 Fiat Group Automobiles UK Ltd	100.000	
OOO "CABEKO"	Nizhniy Novgorod	Russia	270,625,000 RUB	100.00 FGA Russia S.r.l. OOO "CABEKO" Fiat Gestione Partecipazioni S.p.A.	50.520 49.000 0.480	99.059 0.000 0.941
Chrysler						
Banbury Road Motors Limited	Slough Berkshire	United Kingdom	1,000 GBP	46.00 Chrysler UK Limited Chrysler Mexico Investment Holdings	100.000	
CarCo Intermediate Mexico LLC	Wilmington	U.S.A.	1 USD	46.00 Cooperatie U.A.	100.000	
CG Co-Issuer Inc.	Wilmington	U.S.A.	100 USD	46.00 Chrysler Group LLC	100.000	
CHRYSLER GROUP DUTCH OPERATING LLC	Wilmington	U.S.A.	0 USD	46.00 CNI CV	100.000	
Chrysler Netherlands Holdings Cooperatie U.A.	Amsterdam	Netherlands	0 EUR	46.00 CNI CV CHRYSLER GROUP DUTCH OPERATING LLC	99.000 1.000	
Chrysler Receivables 1 Inc.	Windsor	Canada	100 CAD	46.00 Chrysler Canada Inc.	100.000	
Chrysler Receivables 2 Inc.	Windsor	Canada	100 CAD	46.00 Chrysler Canada Inc.	100.000	

(**) Asset held for sale.

SUBSIDIARIES VALUED AT COST (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Chrysler Receivables Limited Partnership	Windsor	Canada	0 CAD	46.00 Chrysler Canada Inc. Chrysler Receivables 1 Inc. Chrysler Receivables 2 Inc.	99.990 0.005 0.005	
Chrysler UK Pension Trustee Limited	Slough Berkshire	United Kingdom	1 GBP	46.00 Chrysler UK Limited	100.000	
CNI CV	Amsterdam	Netherlands	0 EUR	46.00 Chrysler Group LLC Chrysler Group Minority LLC	99.000 1.000	
Fundacion Chrysler de Mexico I.A.P.	Santa Fe	Mexico	0 MXN	46.00 Chrysler de Mexico S.A. de C.V.	100.000	
The Chrysler Foundation	Bingham Farms	U.S.A.	0 USD	46.00 Chrysler Group LLC	100.000	
Ferrari						
Ferrari (Suisse) SA in liquidation	Nyon	Switzerland	0 CHF	90.00 Ferrari S.p.A.	100.000	
Il Trebbo Società a Responsabilità Limitata	Maranello	Italy	100,000 EUR	90.00 Ferrari S.p.A.	100.000	
Iniziativa Fiorano S.r.l.	Modena	Italy	90,000 EUR	90.00 Ferrari S.p.A.	33.333	
				Il Trebbo Società a Responsabilità Limitata SPAZIO FINANZIARIA S.R.L.	33.333 33.333	
Scuderia Ferrari Club S.c. a r.l.	Maranello	Italy	105,000 EUR	84.86 Ferrari S.p.A.	94.286	
SPAZIO FINANZIARIA S.R.L.	Modena	Italy	15,000 EUR	90.00 Ferrari S.p.A.	100.000	
Components						
Automotive Lighting Japan K.K.	Kohoku-Ku-Yokohama	Japan	10,000,000 JPY	99.99 Automotive Lighting Reutlingen GmbH	100.000	
Magneti Marelli Automotive Components (Changsha) Co. Ltd	Changsha	People's Rep. of China	5,400,000 USD	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Automotive Components (India) Limited in liquidation	Pune	India	125,000,000 INR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Automotive d.o.o. Kragujevac	Kragujevac	Serbia	500 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Magneti Marelli Comandos Mecanicos Industria e Comercio Ltda	Itauna	Brazil	1,000 BRL	Magneti Marelli Sistemas Automotivos Industria e Comercio Ltda Fiat do Brasil S.A.	99.900 0.100	
Magneti Marelli d.o.o. Kragujevac, Kosovska 4	Kragujevac	Serbia	500 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Parco Scientifico e Tecnologico della Basilicata - S.p.A. in liquidation	Grugliasco	Italy	120,000 EUR	Plastic Components and Modules Holding S.p.A.	100.000	
Sistemi Comandi Meccanici Otomotiv Sanayi Ve Ticaret A.S.	Bursa	Turkey	90,000 TRY	99.95 Magneti Marelli S.p.A.	99.956	
Sistemi Comandi Meccanici S.C.M. S.p.A.	Corbetta	Italy	1,800,000 EUR	99.99 Magneti Marelli S.p.A.	100.000	
Production Systems						
Comau U.K. Limited	Telford	United Kingdom	2,500 GBP	100.00 Comau S.p.A.	100.000	
Consorzio Fermag in liquidation	Bareggio	Italy	144,608 EUR	68.00 Comau S.p.A.	68.000	
Holding companies and Other companies						
Fiat Common Investment Fund Limited	London	United Kingdom	2 GBP	100.00 Fiat U.K. Limited	100.000	
Fiat Gra.De EEIG	Watford	United Kingdom	0 GBP	53.85 Fiat Group Automobiles S.p.A. Business Solutions S.p.A. Fiat S.p.A. C.R.F. Società Consortile per Azioni Comau S.p.A. Magneti Marelli S.p.A. Teksid S.p.A.	46.000 2.000 2.000 1.000 1.000 1.000 1.000	
Fiat Oriente S.A.E. in liquidation	Cairo	Egypt	50,000 EGP	100.00 Fiat Partecipazioni S.p.A.	100.000	
Fiat Partecipazioni India Private Limited	New Delhi	India	28,605,400 INR	100.00 Fiat Partecipazioni S.p.A. Fiat Group Purchasing S.r.l.	99.825 0.175	
Fides Corretagens de Seguros Ltda	Nova Lima	Brazil	365,525 BRL	100.00 Rimaco S.A.	99.998	
Isvor Fiat India Private Ltd. in liquidation	New Delhi	India	1,750,000 INR	Isvor Fiat Società consortile di sviluppo e addestramento industriale per Azioni	100.000	
New Business 27 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
New Business 28 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
New Business 29 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
New Business 30 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
New Business 31 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
New Business 32 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Partecipazioni S.p.A.	100.000	
New Business 33 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 34 S.r.l.	Turin	Italy	50,000 EUR	100.00 Fiat Gestione Partecipazioni S.p.A.	100.000	
OOO Sadi Rus	Nizhny Novgorod	Russia	2,700,000 RUB	100.00 Sadi Polska-Agencja Ceina Sp. z o.o. Fiat Services Polska Sp. z o.o.	90.000 10.000	

SUBSIDIARIES VALUED AT COST (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
Orione-Società Industriale per la Sicurezza e la Vigilanza Consortile per Azioni	Turin	Italy	120,000 EUR	97.51 Fiat Partecipazioni S.p.A.	76.722	
				Fiat S.p.A.	18.003	
				Editrice La Stampa S.p.A.	0.439	
				Comau S.p.A.	0.220	
				Fabbrica Italia Pomigliano S.p.A.	0.220	
				Ferrari S.p.A.	0.220	
				Fiat Finance S.p.A.	0.220	
				Fiat Powertrain Technologies SpA	0.220	
				Fiat Services S.p.A.	0.220	
				Fiat Servizi per l'Industria S.c.p.a.	0.220	
				Magneti Marelli S.p.A.	0.220	
				Sisport Fiat S.p.A. - Società sportiva dilettantistica	0.220	
				Teksid S.p.A.	0.220	
Fiat Group Automobiles S.p.A.	0.219					

ASSOCIATED COMPANIES ACCOUNTED FOR USING THE EQUITY METHOD

Fiat Group Automobiles						
Ulymat S.A.	Santa Margarita I Els Monjos	Spain	4,644,453 EUR	37.50 FGA Investimenti S.p.A.	37.500	
Chrysler						
Arab American Vehicles Company S.A.E.	Cairo	Egypt	6,000,000 EGP	22.54 Chrysler Group LLC	49.000	
Global Engine Alliance LLC	Wilmington	U.S.A.	1,500,000 USD	15.33 Chrysler Group LLC	33.330	
Fiat Powertrain						
Haveco Automotive Transmission Co. Ltd.	Zhajiag	People's Rep. of China	200,010,000 CNY	33.33 Fiat Gestione Partecipazioni S.p.A.	33.330	
Publishing and Communications						
Società Editrice Mercantile - S.E.M. S.R.L.	Genoa	Italy	3,000,000 EUR	40.00 Editrice La Stampa S.p.A.	40.000	
To-dis S.r.l.	Turin	Italy	510,000 EUR	45.00 Editrice La Stampa S.p.A.	45.000	
Holding companies and Other companies						
Hangzhou IVECO Automobile Transmission Technology Co., Ltd.	Hangzhou	People's Rep. of China	240,000,000 CNY	33.33 Fiat Gestione Partecipazioni S.p.A.	33.333	
Iveco-Motor Sich, Inc.	Zaporozhye Samara/Kartal	Ukraine	26,568,000 UAH	38.62 Fiat Gestione Partecipazioni S.p.A.	38.618	
Otoyol Sanayi A.S. in liquidation	Kartal/Istanbul	Turkey	52,674,386 TRY	27.00 Fiat Gestione Partecipazioni S.p.A.	27.000	
Rizzoli Corriere della Sera MediaGroup S.p.A.	Milan	Italy	762,019,050 EUR	10.09 Fiat S.p.A.	10.093	10.497

ASSOCIATED COMPANIES VALUED AT COST

Fiat Group Automobiles						
Consorzio per la Reindustrializzazione Area di Arese S.r.l. in liquidation	Arese	Italy	20,000 EUR	30.00 Fiat Group Automobiles S.p.A.	30.000	
Consorzio Prode	Naples	Italy	51,644 EUR	20.00 Elasis-Società Consortile per Azioni	20.000	
Consorzio Scuola Superiore per l'Alta Formazione Universitaria Federico II in liquidation	Naples	Italy	127,500 EUR	20.00 Elasis-Società Consortile per Azioni	20.000	
Fidis Rent GmbH	Frankfurt	Germany	50,000 EUR	49.00 Fiat Group Automobiles Germany AG	49.000	
Innovazione Automotive e Metallmeccanica Scrl	Lanciano	Italy	115,000 EUR	24.35 Fiat Group Automobiles S.p.A.	17.391	
				C.R.F. Società Consortile per Azioni	6.957	
New Holland Fiat (India) Private Limited	Mumbai	India	12,485,547,400 INR	3.59 Fiat Group Automobiles S.p.A.	3.593	51.035
Tecnologie per il Calcolo Numerico-Centro Superiore di Formazione S.c. a r.l.	Trento	Italy	100,000 EUR	25.00 C.R.F. Società Consortile per Azioni	25.000	
Turin Auto Private Ltd. in liquidation	Mumbai	India	43,300,200 INR	50.00 FGA Investimenti S.p.A.	50.000	
Chrysler						
United States Council for Automotive Research LLC	Southfield	U.S.A.	100 USD	15.33 Chrysler Group LLC	33.330	
Ferrari						
Senator Software GmbH	Munich	Germany	25,565 EUR	39.69 Ferrari Financial Services AG	49.000	
Components						
Auto Componentistica Mezzogiorno - A.C.M. Melfi Società Consortile a responsabilità limitata	Turin	Italy	40,000 EUR	Plastic Components and Modules Automotive S.p.A.	16.500	
				Sistemi Sospensioni S.p.A.	7.750	
Bari Servizi Industriali S.c.r.l.	Modugno	Italy	24,000 EUR	25.00 Magneti Marelli S.p.A.	25.000	
Flexider S.p.A.	Turin	Italy	4,080,000 EUR	25.00 Magneti Marelli S.p.A.	25.000	
L.U.C.I. SRL	Amaro	Italy	10,000 EUR	26.05 Centro Ricerche Plast-Optica S.p.A.	34.500	
Mars Seal Private Limited	Mumbai	India	400,000 INR	24.00 Magneti Marelli France S.a.s.	24.000	
Matay Otomotiv Yan Sanay Ve Ticaret A.S.	Bursa	Turkey	3,800,000 TRY	28.00 Magneti Marelli S.p.A.	28.000	
Holding companies and Other companies						
ANFIA Automotive S.c.r.l.	Turin	Italy	20,000 EUR	25.00 C.R.F. Società Consortile per Azioni	5.000	
				Elasis-Società Consortile per Azioni	5.000	
				Fiat Group Automobiles S.p.A.	5.000	

ASSOCIATED COMPANIES VALUED AT COST (continued)

Name	Registered Office	Country	Share capital Currency	% of Group consolidation Interest held by	% interest held	% of voting rights
				Fiat Powertrain Technologies SpA	5.000	
				Magneti Marelli S.p.A.	5.000	
Ciosa S.p.A. in liquidation	Milan	Italy	516 EUR	25.00 Fiat Partecipazioni S.p.A.	25.000	
Consorzio Parco Industriale di Chivasso	Chivasso	Italy	51,650 EUR	37.90 Fiat Partecipazioni S.p.A. Plastic Components and Modules Automotive S.p.A.	27.000	10.900
Consorzio per lo Sviluppo delle Aziende Fornitrici in liquidation	Turin	Italy	241,961 EUR	21.34 Fiat Gestione Partecipazioni S.p.A. Fiat Group Automobiles S.p.A.	10.672	10.672
FMA-Consultoria e Negocios Ltda	São Paulo	Brazil	1 BRL	50.00 Fiat do Brasil S.A.	50.000	
Maxus MC2 S.p.A.	Turin	Italy	219,756 EUR	20.00 Fiat Partecipazioni S.p.A.	20.000	
MB Venture Capital Fund I Participating Company F N.V.	Amsterdam	Netherlands	50,000 EUR	45.00 Fiat Partecipazioni S.p.A.	45.000	
Zastava-Kamioni D.O.O.	Kragujevac	Serbia	1,673,505,893 RSD	33.68 Fiat Gestione Partecipazioni S.p.A.	33.677	
Zetesis S.p.A. in liquidation	Milan	Italy	283,150 EUR	40.00 Fiat Partecipazioni S.p.A.	40.000	
OTHER COMPANIES VALUED AT COST						
Fiat Group Automobiles						
Centro di Eccellenza su Metodi e Sistemi per le Aziende Competitive	Fisciano	Italy	225,000 EUR	16.00 Elasis-Società Consortile per Azioni	16.000	
Consorzio Calef (Consorzio per la ricerca e lo sviluppo delle applicazioni industriali laser e del fascio elettronico)	Rotondella	Italy	83,445 EUR	10.53 Elasis-Società Consortile per Azioni C.R.F. Società Consortile per Azioni	5.319	5.213
Consorzio Technapoli	Naples	Italy	1,626,855 EUR	11.11 Elasis-Società Consortile per Azioni	11.110	
Ferrari						
Nuova Didactica S.c. a r.l.	Modena	Italy	112,200 EUR	14.73 Ferrari S.p.A.	16.364	
Components						
Editori Riuniti S.p.A. in liquidation	Rome	Italy	441,652 EUR	Plastic Components and Modules Holding S.p.A.	13.110	
Holding companies and Other companies						
Consorzio Lingotto	Turin	Italy	9,612 EUR	16.90 Fiat Partecipazioni S.p.A. Fiat S.p.A.	11.500	5.400
Consorzio Spike	Genoa	Italy	90,380 EUR	15.00 Fiat Gestione Partecipazioni S.p.A.	15.000	
Ercole Marelli & C. S.p.A. in liquidation	Milan	Italy	9,633,000 EUR	13.00 Fiat Partecipazioni S.p.A.	13.000	
Expo 2000 - S.p.A. in liquidation	Turin	Italy	2,205,930 EUR	18.95 Fiat Partecipazioni S.p.A.	18.949	
Fin.Priv. S.r.l.	Milan	Italy	20,000 EUR	14.29 Fiat S.p.A.	14.285	

ATTESTATION OF THE HALF-YEAR CONDENSED FINANCIAL STATEMENTS PURSUANT TO ARTICLE 154-BIS OF LEGISLATIVE DECREE NO. 58/98

1. The undersigned, Sergio Marchionne, in his capacity as the Chief Executive Officer of the Company, and Alessandro Baldi and Antonio Picca Piccon, as the executive officers responsible for the preparation of the Company's financial statements, pursuant to the provisions of Article 154-*bis*, clauses 3 and 4, of Legislative Decree no. 58 of 1998, hereby attest:

- the adequacy with respect to the Company structure, and
- the effective application,

of the administrative and accounting procedures applied in the preparation of the Company's Half Year condensed financial statements at 30 June 2011.

2. The assessment of the adequacy of the administrative and accounting procedures used for the preparation of the condensed financial statements as of and for the period ended 30 June 2011 was based on a process defined by Fiat in accordance with the *Internal Control – Integrated Framework* model issued by the *Committee of Sponsoring Organizations of the Treadway Commission*, an internationally-accepted reference framework.

3. The undersigned moreover attest that:

3.1 the Half Year condensed financial statements at 30 June 2011:

- have been prepared in accordance with International Financial Reporting Standards, as endorsed by the European Union through Regulation (EC) 1606/2002 of the European Parliament and Counsel, dated 19 July 2002;
- correspond to the amounts shown in the Company's accounts, books and records; and
- provide a fair and correct representation of the financial conditions, results of operations and cash flows of the Company and its consolidated subsidiaries.

3.2 the related interim management report includes a reliable analysis of the significant events affecting the Company in the first six months of the current fiscal year and the impact of such events on the Company's condensed financial statements as well as a description of the main risks and uncertainties for the second half of the year in addition to a reliable analysis of the information on the significant related party transactions.

26 July 2011

/S/ Sergio Marchionne

Chief Executive Officer

Sergio Marchionne

/S/ Alessandro Baldi

/S/ Antonio Picca Piccon

**Executive officers responsible for the
preparation of the Company's
financial statements**

Alessandro Baldi

Antonio Picca Piccon

AUDITOR'S REVIEW REPORT ON THE HALF-YEAR CONDENSED FINANCIAL STATEMENTS

To the Stockholders of FIAT S.p.A.

1. We have reviewed the half-year condensed financial statements, consisting of the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of financial position, consolidated statement of cash flows, consolidated statement of changes in equity and related explanatory notes as of June 30, 2011 of Fiat S.p.A. and its subsidiaries (the "Fiat Group"). These half-year condensed financial statements, prepared in accordance with the International Financial Reporting Standard applicable for interim financial statements (IAS 34) as adopted by the European Union, are the responsibility of Fiat S.p.A.'s Directors. Our responsibility is to issue a report on these half-year financial statements based on our review.

2. We conducted our review in accordance with the standards recommended by the Italian Regulatory Commission for Companies and the Stock Exchange ("Consob") for the review of the half-year condensed financial statements under Resolution n° 10867 of July 31, 1997. Our review consisted principally of applying analytical procedures to the half-year condensed financial statements, assessing whether accounting policies have been consistently applied and making enquiries of management responsible for financial and accounting matters. The review excluded audit procedures such as tests of controls and substantive verification procedures of the assets and liabilities and was therefore substantially less in scope than an audit performed in accordance with established auditing standards. Accordingly, unlike our report on the year-end financial statements, we do not express an audit opinion on the half-year condensed financial statements.

The half-year condensed financial statements present for comparative purposes prior year data. With regard to the comparative figures related to the year ended December 31, 2010, reference should be made to our auditor's report dated February 21, 2011. As explained in the explanatory notes to the half-year condensed financial statements, due to the demerger of Fiat S.p.A. (*Scissione Parziale Proporzionale* pursuant to Article 2506-bis of the Italian Civil Code) effective January 1, 2011, the half-year condensed financial statements as of June 30, 2011 have been prepared in accordance with IFRS 5 – "Non-current assets held for sale and Discontinued Operations"; as a consequence, the Directors have re-presented comparative figures related to the prior half-year consolidated income statement and statement of cash flows with respect to

the data previously reported and reviewed by us, on which we issued an auditor's review report dated July 22, 2010. These changes in presentation of the comparative figures and related disclosures included in the explanatory notes to the half-year condensed financial statements have been reviewed by us during the review of the half-year condensed financial statements as of June 30, 2011.

3. Based on our review, nothing has come to our attention that causes us to believe that the half-year condensed financial statements of the Fiat Group as of June 30, 2011 are not prepared, in all material respects, in accordance with the International Financial Reporting Standard applicable for interim financial statements (IAS 34) as adopted by the European Union.

DELOITTE & TOUCHE S.p.A.

Signed by
Colin Johnston
Partner

Turin, Italy
July 28, 2011

This report has been translated into the English language solely for the convenience of international readers.