

## FINAL TERMS

23 March 2016

F I A T C H R Y S L E R A U T O M O B I L E S N . V .

Issue of €1,250,000,000 3.750 per cent. Notes due 29 March 2024 (the "Notes")

under the €20,000,000,000  
Global Medium Term Note Programme

### PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated December 14, 2015 and the supplements dated February 12, 2016, March 9, 2016 and March 21, 2016 (together, the "Base Prospectus") which together constitute a base prospectus for the purposes of Directive 2003/71/EC, as amended (the "Prospectus Directive"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus and these Final Terms are available for viewing at [http://www.fcagroup.com/en-US/investor\\_relations/debt\\_credit\\_ratings/gmtn\\_programme](http://www.fcagroup.com/en-US/investor_relations/debt_credit_ratings/gmtn_programme) and copies may be obtained from the Issuer at its principal executive and registered offices. FCA's website, as well as its content (except for any documents available at the links referred to in the Base Prospectus to the extent incorporated by reference therein) do not form part of the Base Prospectus or of these Final Terms.

1. (i) Issuer: Fiat Chrysler Automobiles N.V.  
(ii) Guarantor: Not Applicable
2. (i) Series Number: 143SG  
(ii) Tranche Number: 1  
(iii) Date on which the Notes will be consolidated and form a single Series: Not Applicable
3. Specified Currency or Currencies: Euro (€)
4. Aggregate Nominal Amount:  
(i) Series: €1,250,000,000  
(ii) Tranche: €1,250,000,000
5. Issue Price: 100 percent of the Aggregate Nominal Amount
6. (i) Specified Denominations: €100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000.  
(ii) Calculation Amount: €1,000  
*(Applicable to Notes in definitive form.)*
7. (i) Issue Date: 30 March 2016  
(ii) Interest Commencement Date: Issue Date

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|-----|--|---|
| 8.  | Maturity Date:   | 29 March 2024   |
| 9.  | Interest Basis:  | 3.750 percent Fixed Rate<br>(see paragraph 16 below)  |
| 10. | Redemption/Payment Basis:  | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 percent of their nominal amount. |
| 11. | Change of Interest Basis:  | Not Applicable  |
| 12. | Alternative Currency Equivalent:                                 | Not Applicable  |
| 13. | Put/Call Options:  | Not Applicable  |
| 14. | Date board of directors' approval for issuance of Notes obtained | Not Applicable  |
| 15. | Method of distribution:  | Syndicated  |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|--|--|
| 16. | Fixed Rate Note Provisions:  | Applicable   |
|     | (i) Rate of Interest:  | 3.750 percent per annum payable annually in arrear   |
|     | (ii) Interest Payment Date(s):   | 29 March in each year up to and including the Maturity Date, commencing on 29 March 2017   |
|     | (iii) Fixed Coupon Amount(s):<br><i>(Applicable to Notes in definitive form)</i> | €37.50 per Calculation Amount, provided that in respect of the first Interest Payment Date (falling on 29 March 2017), the Fixed Coupon Amount shall be equal to the Broken Amount |
|     | (iv) Broken Amount(s):<br><i>(Applicable to Notes in definitive form)</i>        | €37.40 per Calculation Amount  |
|     | (v) Day Count Fraction:  | Actual/Actual (ICMA)   |
|     | (vi) Determination Date(s):  | 29 March in each year  |
| 17. | Floating Rate Note Provisions:   | Not Applicable   |
| 18. | Zero Coupon Note Provisions:   | Not Applicable   |

**PROVISIONS RELATING TO REDEMPTION**

- |     |   |                               |
|-----|---|-------------------------------|
| 19. | Issuer Call:  | Not Applicable                |
| 20. | Investor Put:   | Not Applicable                |
| 21. | Final Redemption Amount:  | €1,000 per Calculation Amount |
| 22. | Early Redemption Amount of each note payable on redemption for taxation | €1,000 per Calculation Amount |

reasons or on event of default:

#### GENERAL PROVISIONS APPLICABLE TO THE NOTES

23. Form of Notes: Bearer Notes  
TEFRA D  
Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Notes only upon an Exchange Event.
24. Additional Financial Centre(s): Not Applicable
25. Talons for future Coupons to be attached to definitive Bearer Notes (and dates on which such Talons mature): No.

#### LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required for issue and admission to trading on the regulated market of the Irish Stock Exchange of the Notes described herein pursuant to the €20,000,000,000 Global Medium Term Note Programme of Fiat Chrysler Finance Europe *société anonyme*, Fiat Chrysler Finance Canada Ltd. and Fiat Chrysler Finance North America, Inc. as Issuers and Fiat Chrysler Automobiles N.V. as Issuer and Guarantor.

#### RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By:   
Duly authorised

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- |       |   |  |
|-------|---|--|
| (i)   | Listing:  | Irish Stock Exchange Ltd.  |
| (ii)  | Admission to trading:                                       | Application will be made to the Irish Stock Exchange for the Notes to be admitted to the Official List and trading on its regulated market with effect from 30 March 2016. |
| (iii) | Estimate of total expenses related to admission to trading: | €600.00  |

### 2. RATINGS

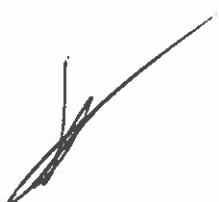
Ratings: The Notes to be issued are expected to be rated:

S&P:	BB (stable outlook)
Moody's	B2 (positive outlook)
Fitch	BB- (stable outlook)

Each of Standard & Poor's Credit Market Services Europe Limited (**S&P**), Moody's France S.A.S. (**Moody's**) and Fitch Ratings España S.A.U. (**Fitch**) is established in the European Union and is registered under Regulation (EC) No. 1060/2009/EC, as amended (the "CRA Regulation"), and is included in the list of registered and certified credit ratings agencies published on the website of the European Securities and Markets Authority ("ESMA") in accordance with the CRA Regulation. The ESMA's website and its content do not form part of the Base Prospectus or of these Final Terms.

In general, and subject to certain exceptions, European regulated investors are restricted from using a credit rating for regulatory purposes if such credit rating is not issued by a credit rating agency established in the European Union and registered under the CRA Regulation.

Subject to the fulfilment of the conditions set out in Article 4(3) of the CRA Regulation, a credit rating agency established in the European Union and registered in accordance with the CRA Regulation (an "EU CRA") may endorse (for regulatory purposes in the European Union) credit ratings issued outside the European Union where (i) the credit rating activities resulting in the issuing of the credit rating are undertaken in whole or in part by a credit rating agency or credit rating agencies belonging to the same group (a "non-EU CRA"); and (ii) the EU CRA has verified and is able to demonstrate on an on-going basis to ESMA that the conduct of the credit rating activities by the non-EU CRA resulting in the issuing of the credit rating to be endorsed fulfils requirements which are "at least as



stringent as” the requirements of the CRA Regulation.

In addition, subject to the fulfilment of the conditions set out in Article 5 and elsewhere in the CRA Regulation, credit ratings that are related to entities established or financial instruments issued in countries outside the European Union and that are issued by a credit rating agency established in a country outside the European Union may only be used for regulatory purposes within the European Union without being endorsed under Article 4(3) of the CRA Regulation if (amongst other requirements) the European Commission has adopted an equivalence decision in accordance with Article 5(6) of the CRA Regulation, recognising the legal and supervisory framework of the relevant country as equivalent to the requirements of the CRA Regulation.

**3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save for the fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

**4. YIELD** (*Fixed Rate Notes only*)

Indication of yield: 3.750 percent

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

**5. DISTRIBUTION**

- (i) If syndicated, name of Managers: Banca IMI S.p.A.  
Commerzbank Aktiengesellschaft  
Crédit Agricole Corporate and Investment Bank  
Crédit Suisse Securities (Europe) Limited  
Deutsche Bank AG, London Branch  
Société Générale  
The Royal Bank of Scotland plc  
UniCredit Bank AG
- (ii) Stabilisation Manager(s) (if any): Société Générale
- (iii) If non-syndicated, name of relevant Dealer: Not Applicable
- (iv) U.S. selling restrictions: Reg. S Compliance Category: 2  
TEFRA D  
Not Rule 144A Eligible

**6. OPERATIONAL INFORMATION**

- |        |   |   |
|--------|---|---|
| (i)    | ISIN Code:  | XS1388625425  |
| (ii)   | Common Code:  | 138862542   |
| (iii)  | CUSIP:  | Not Applicable  |
| (iv)   | CINS:   | Not Applicable  |
| (v)    | CMU Instrument Number:  | Not Applicable  |
| (vi)   | Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> and the relevant identification number(s): | Not Applicable  |
| (vii)  | Delivery:   | Delivery against payment  |
| (viii) | Names and addresses of Paying Agent(s):   | Citibank Europe plc<br>1st floor<br>DUB - 01 - 11<br>1 North Wall Quay<br>Dublin 1<br>Ireland |
| (ix)   | Names and addresses of additional Paying Agent(s), if any:  | Not Applicable  |
| (x)    | Name and address of Registrar:  | Not Applicable  |

