EXOR

2011 Annual Report

Società per Azioni
Capital Stock Euro 246,229,850, fully paid-in
Registered office in Turin - Corso Matteotti 26 - Turin Company Register No. 00470400011

2011 ANNUAL REPORT

The 2011 Annual Report is available on the corporate website at: http://www.exor.com

This is an English translation of the Italian original document “Relazione Finanziaria 2011” approved by the EXOR S.p.A. board of directors on April 6, 2012 which has been prepared solely for the convenience of the reader. The version in Italian takes precedence and for complete information about EXOR S.p.A. and the Group, reference should be made to the full original report in Italian “Relazione Finanziaria 2011”

Dear shareholders,

EXOR's Net Asset Value, or NAV, decreased by 24.4% in 2011, underperforming the MSCI World Index denominated in Euros - the benchmark against which we measure our performance - by 19.9%.

EXOR'S NET ASSET VALUE (NAV)

€ millions	12/31/2010	12/31/2011	Change absolute	Change percentage
Listed Investments	7,435	5,655	(1,780)	-23.9%
Private Investments	1,096	1,201	105	+9.6%
Investment Value	**8,531**	**6,856**	**(1,675)**	**-19.6%**
Financial Liabilities	(1,266)	(1,142)	124	-9.8%
Financial Assets	1,309	816	(493)	-37.7%
Net Financial Position	**43**	**(326)**	**(369)**	**n.a.**
Ordinary holding costs capitalized over 10 years	**(210)**	**(210)**	**-**	**-**
Net Asset Value	**8,364**	**6,320**	**(2,044)**	**-24.4%**

Despite our negative 2011 NAV performance we strongly believe that the quality of the companies we own and the ability of their leaders will allow EXOR's NAV to continue to outperform the MSCI World Index over the long term.

EXOR'S NAV PERFORMANCE vs. THE MSCI WORLD INDEX

Annual percentage change

Year	1 - EXOR NAV	2 - MSCI World Index Euro	Relative results (1-2)
2009	93.3	37.8	55.5
2010	45.8	17.2	28.6
2011	-24.4	-4.5	-19.9
Compounded annual rate	**30.6**	**16.5**	**14.1**

Note: data in 2009 starts from March 1st, the date befor EXOR's listing on the Milan stock exchange.

I think it's appropriate to give a brief overview of the challenging 2011 macroeconomic environment, especially in Europe. The sovereign debt crisis spread from Greece to other southern European countries, significantly increasing the cost of borrowing for the likes of Spain and Italy.

Had these two countries defaulted, with a stock of sovereign debt in excess of €2.5 trillion, it probably would have marked the end of the Euro as a common currency. A hard-won Europe-wide solution that balances fiscal austerity and solidarity mechanisms has helped restore confidence in the Euro zone. Italy has been crucial in this process, with the new government moving rapidly to implement structural reforms to ensure the sustainability of its sovereign debt, and it is now playing a proactive role in redesigning the governance of the European Union. These actions have been critical to restoring Europe's credibility with the global capital markets.

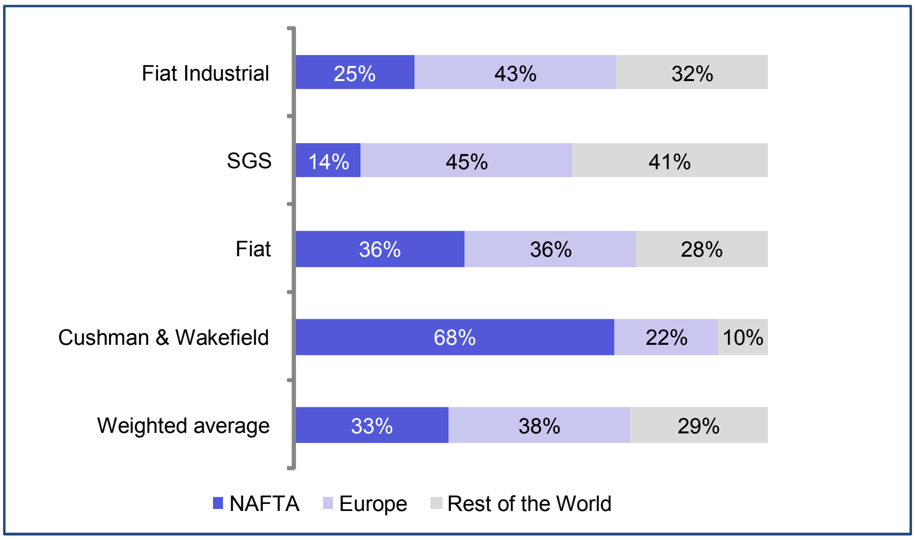
Jean Monnet said that "Europe will be forged in crises, and will be the sum of the solutions adopted for those crises". It is my hope and wish that in a few years, the sovereign debt crisis will come to be seen as having encouraged the necessary steps towards a more unified, stable and, most importantly, competitive Europe. The recent crisis has made clear that monetary union alone is insufficient; a true European Union will only be complete once this is complemented by common fiscal policies, greater solidarity among member states, and a shared financial discipline. Euro zone economies are already linked irreversibly, and I am more convinced than ever that European citizens are heading toward a more integrated political Europe.

Outside Europe the economic outlook in 2011 was mixed. News from the United States was mostly positive with activity increasing throughout the year, marking the end of the recession that began back in 2008. Unemployment has declined and the housing cycle should have reached a bottom, but debt level and government spending remain high. In many emerging countries, on the other hand, economic growth slowed during 2011, but it still remains high, about 6% on average.

Before moving on to our investments, I would like to address two important misperceptions, and in so doing to provide a clearer context in which to judge our NAV performance. I will do this by referencing data from our four largest investments (Fiat Industrial, SGS, FIAT-Chrysler and Cushman & Wakefield), which combined represent 83.5% of EXOR's Investment Value.

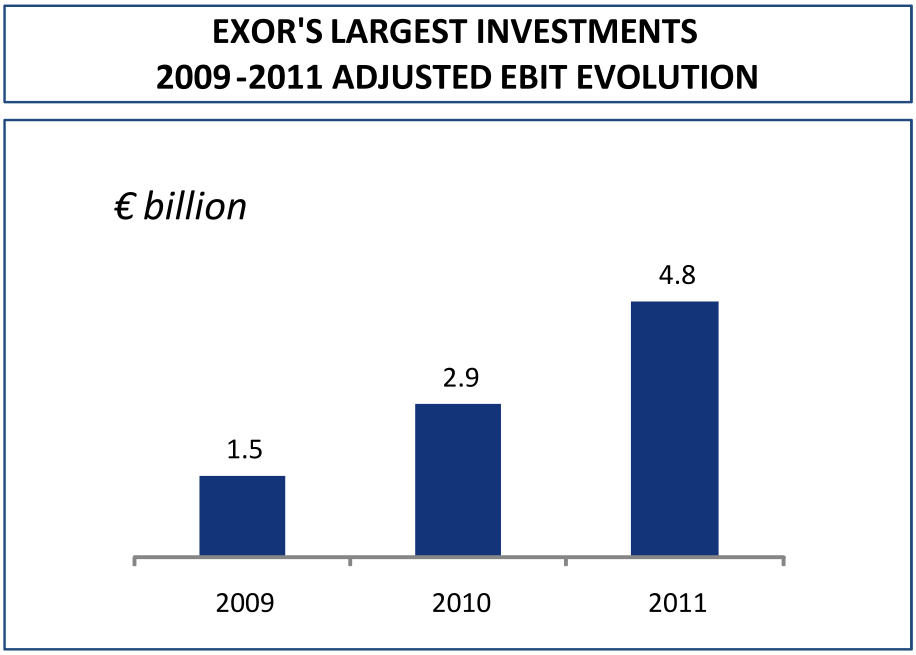
First, given our historical roots, it's easy to understand why some may perceive EXOR to be a predominantly European company. And had we decided to benchmark EXOR's NAV performance against the DJ Eurostoxx 50 Index or the FTSE MIB Index, our 2011 performance would have looked significantly better (we underperformed the DJ Eurostoxx 50 Index by just 7.3% and outperformed the FTSE MIB Index by 0.8%). Nevertheless, we have deliberately chosen to benchmark ourselves against the global MSCI World Index given our determination to build a truly global investment company. Our revenue diversification, aimed at achieving an established presence in the NAFTA region (USA, Canada and Mexico) along with a sizeable exposure to emerging markets, has now reached an advanced stage. In 2011 62% of the combined revenues of EXOR's largest investments was generated outside of Europe. Our geographic revenue mix was particularly well balanced, with 33% of revenues generated in the NAFTA region, 38% in Europe and 29% in the Rest of the World (mainly from Latin America and Asia Pacific). By this measure the United States of America is by far our single largest market, accounting for 27% of revenues.

EXOR'S LARGEST INVESTMENTS REVENUES BREAKDOWN – 2011



There is still a noticeable mismatch in perceptions of where our shares happen to be listed and where our businesses actually generate their revenues and profits. A mismatch that also affects other listed European equities and therefore offers potentially interesting investment opportunities.

Second, mainly as a result of our sizeable investment in FIAT-Chrysler (and FIAT Industrial, from this year), we are perceived to be a highly cyclical company. While it is undeniable that some of our investments are significantly exposed to economic cycles (and indeed benefit when cycles rise), their financials proved to be extremely resilient in 2011, which was not a cyclically strong year. The leadership teams of our portfolio companies have been able to improve the economics of their businesses even in the most extreme of macroeconomic contexts: the aggregate adjusted Earnings Before Interest and Taxes (EBIT) of our four largest investments was €4.8 billion in 2011, an increase of 215% over 2009. All four companies contributed to this result and, more importantly, all of them are working hard to increase further their EBIT in 2012.



INVESTMENTS

In this year's letter I would like to describe in greater detail EXOR's four largest investments and their performance. I will address them in order of value.

FIAT Industrial
(30.45% ownership interest; 34.9% of EXOR's Investment Value)

On January 1, 2011, FIAT Industrial began its life as the third largest business in the global capital goods industry by revenues. With 67,000 employees, the group includes CNH (agricultural and construction equipment), IVECO (trucks and commercial vehicles) and FPT Industrial (industrial and marine engines).

FIAT Industrial celebrated its first anniversary at year end with a strong set of results: on revenues of €24.3 billion Fiat Industrial generated an adjusted EBIT of €1.7 billion, well above guidance and ahead of the 2010 results (+14% in revenues terms, +54% for adjusted EBIT). Strong cash flow generation enabled a 35% reduction in net debt to €1.2 billion, and the Board's confidence was reflected in its decision to distribute €240 million in dividends in its first year as a stand-alone business.

2011 was a year of intense activity:

- CNH announced €400 million in investments in three major plants in Argentina, China and Brazil, where it will build some of the world's most powerful and technologically advanced tractors, combines and construction equipment to satisfy demand in these fast-growing areas of the world;
- IVECO launched the New Daily in Turin, the eighth generation of the Light Commercial Vehicles that just over 30 years from launch have sold more than 2.5 million units. At Auto Shanghai IVECO's joint venture, NAVECO, unveiled the new Yuejin Ouka to serve the growing Chinese Light Commercial Vehicles segment. IVECO also found time to take first and second place in the 33^{rd} Dakar race, the world's most famous rally;

- FPT Industrial consolidated its leadership with several major developments in the Engine and Transmissions space, supplying not only Fiat Industrial's needs but also external customers, which account for 33% of its revenues.

The company has strength and depth in management, with competent CEOs heading each of the three businesses. I'm confident that, with the Industrial Executive Council and the benefit of Sergio Marchionne's leadership, they will deliver even greater results in the future.

FIAT Industrial was included in the Dow Jones Sustainability Index (for both the World and Europe) in its first year of operation, and it ranked as Industry Leader in the industrial engineering sector. As shareholders, we are pleased with these achievements as we encourage our companies to manage their businesses according to the best sustainability criteria.

During 2011 FIAT Industrial's Board of Directors proposed to shareholders the conversion of the Company's preference and savings shares into ordinary shares with the aim of streamlining the company's capital structure, benefiting all shareholders through a simplified ownership and the enhanced liquidity of the Company's shares.

SGS

SGS
(15% ownership interest;
21.9% of EXOR's Investment Value)

SGS is the world leader in verification, testing, control and certification. Since its founding in 1878, the company has been dedicated to making sure that what we eat, wear, trade, etc. meets the necessary standards.

SGS is a wonderful business, with more than 70,000 employees around the globe lead by Chris Kirk and the Operations Council (whose 24 members are drawn from the different businesses, geographies and main business functions). Thanks to their great work, SGS maintained its profitability and margins even during periods of economic contraction. We are fortunate indeed to be major owners of such a business, and we are determined to seize every opportunity to develop SGS's activities.

Despite a very challenging global trading environment during 2011, SGS delivered an increase in revenue on a constant currency basis of 13.7%, generating a total of CHF 4.8 billion. This was achieved through solid organic revenue growth of 10.5% and was attributable to increases in activity across most geographic areas and businesses, primarily in the Minerals, Consumer Testing, Industrial and Environmental businesses.

Acquisitions continued to be an essential part of SGS's growth plan, enabling the company to leverage its global capabilities and further consolidate its position as a world leader in its field. A record twenty-two acquisitions were completed in 2011, allowing SGS to grow six existing businesses in twelve countries, adding new expertise, faster access to new and emerging markets and, most importantly, highly qualified and talented individuals.

Adjusted EBIT increased by 10.7% in 2011 on a constant currency basis to CHF 815 million. Thanks to its strong cash flow generation, SGS has been a significant source of income for us, with its attractive dividend policy that has provided more than €210 million to EXOR since 2009.

FIAT
(30.47% ownership interest;
18.9% of EXOR's Investment Value)

2011 changed FIAT SpA forever. The spinoff of the capital goods businesses into FIAT Industrial, combined with the increase in FIAT's participation in Chrysler from 20% to 58.5%, allowed FIAT-Chrysler to act as a single company focused on being one of the leading car manufacturers in the world with 197,000 employees and annual shipments of four million vehicles.

As Benjamin Disraeli said: "The secret of success is consistency of purpose." And if you add great leadership, you have dramatically improved your chances of success. We are fortunate indeed to have Sergio Marchionne leading FIAT-Chrysler. He has worked wonders with the Group Executive Council, the top 22 leaders of the organization.

2011 was a year of many achievements. Revenues climbed to €60 billion, adjusted EBIT reached roughly €2.4 billion, and net industrial debt was in line with guidance at €5.5 billion whilst maintaining a high level of liquidity (ca. €21 billion).

These results are testament to the benefits of FIAT-Chrysler operating as “one firm”, something that can also be seen with the FIAT “500” model now on the streets of North America and the Chrysler products “300-Thema”, “Voyager” and “Freemont” riding the highways of Europe under the Lancia and FIAT brands.
Important labor agreements were reached in Italy during the year, with a new contract allowing for greater flexibility, while on October 26 the UAW ratified a new national four-year labor agreement with Chrysler Group.

Environment and safety continued to be priorities in 2011, with FIAT confirming its position as eco-leader for the fourth consecutive year in Europe and the Chrysler Group products seeing eleven vehicles named “Top Safety Pick for 2012” in December.

We are convinced that the FIAT-Chrysler journey has just begun and we will continue to harvest its fruits in the years to come.

As with FIAT Industrial, during 2011 the FIAT Board of Directors proposed a further simplification to shareholders with the conversion of the Company’s preference and savings shares into FIAT ordinary shares.

Cushman & Wakefield
(69.5% ownership interest;
7.8% of EXOR's Investment Value)

A global leader in commercial real estate services in which EXOR has a 78.3% economic interest, Cushman & Wakefield (C&W) opened for business in 1917 to serve the growing need for commercial real estate created by Manhattan's booming economic activity. This continues today, and the Company is a leader in what has grown to be one of the world's most important markets. Over the decades it has expanded all around the globe, but with a clear focus on big cities such as London, Sao Paolo, Hong Kong and many more.

2011 represented C&W's first full year under CEO Glenn Rufrano. Glenn got off to a good start, meeting his targets throughout the year, working hard on the operations, and also making strategic hires and targeted acquisitions to expand the Company's geographic footprint. These moves have contributed to a balanced business platform designed to provide consistent, high quality service to C&W's global clients.

The Company experienced significant revenue growth in all geographic regions and improved its year-on-year operating performance. It generated US$2 billion in revenue, implying year-on-year growth of 13.4%, which drove a 25% improvement in adjusted EBIT to $65 million.

C&W's strong performance in 2011 was due, in part, to the successful execution of a number of high profile transactions on behalf of clients in all regions, including the sale of Capital Square in Singapore for $715 million, enhancing the firm's brand in that region. Prominent among C&W's other transactions was the €100 million acquisition of two buildings in Dublin, Ireland on behalf of Google, the largest investment in Dublin since 2007. In New York the firm arranged financing for the largest property acquisition of the year at 1633 Broadway.

C&W also executed some of the world's most important office leases, including the largest lease in the U.S. for Shell Oil involving 1.2 million square feet in Texas; the largest lease in Belgium, covering 495,000 square feet, to the European Commission; and the largest lease in New York: one million square feet for Condé Nast at One World Trade Center.

These accomplishments are illustrative of the great work being done by the leadership team and Cushman and Wakefield's 14,000 employees, all of whom are focused on improving on last year's results in 2012.

The balance of our investments (approximately 16% of Investment Value) had a mixed year, with a return in aggregate of minus 16%.

The good news came from Banca Leonardo, which performed well in its investment banking and private banking activities, with the former generating revenues of €87 million (a year-on-year increase of 70%) and the latter continuing to generate positive Net New Money inflows during the year. In the wider context, which saw Banca Leonardo withdraw from the asset management business and increase its focus on independent private banking, the company made an advantageous sale of its controlling interest in the French asset management company DNCA, generating a capital gain of €73 million.

Gerardo Braggiotti has proven to be a good steward of our capital, as the bank continued distributing its excess capital to shareholders whilst maintaining a solid capital base (Tier 1 ratio of 39% as of the 2011 year end).

There was, however, less good news from Sequana where weak paper demand, pricing pressure in the market and increased raw material costs led to a net loss of €77 million in 2011. The significant decline in EBIDTA at Arjowiggins, Sequana's paper manufacturing division, from €112 million in 2010 to €50 million in 2011, led to debt covenants being breached at the end of the year. The company is currently negotiating the amendment and extension of its existing credit facilities.

As I signaled last year, we want to reduce the number of small investments in order to concentrate on a few larger ones. We could, however, contemplate investing smaller amounts under two circumstances:

- A minority stake in a good business at attractive valuations with which we would be proud to be associated. *The Economist*, where we own 5%, is a good example of this principle;
- A business venture that starts small but has the potential to grow to be a larger company. Almacantar, a London (UK) property business where we are the largest shareholder, is well placed to develop in this way.

NEW INVESTMENTS

In 2011 we invested some €368 million in what we know really well.

First of all, we invested in EXOR shares through a buyback program. We strongly believe in the fundamentals of our current investments, so what could be better than to buy them at a discount through our own company shares?

We also decided to increase our interests in FIAT Industrial and FIAT-Chrysler. We are confident in their long term perspectives and the market gave us an opportunity to buy them at what we believe to be interesting prices.

Finally we allocated more capital to Almacantar, which is developing well under Mike Hussey's leadership. This facilitated the acquisition of interests in two real estate projects in London's West End: the Centre Point building and Marble Arch Tower.

NET FINANCIAL POSITION

The Company's net financial position as of December 31, 2011 was negative by €326 million. Gross debt decreased to €1,142 million, consisting of two bonds (one of €750 million due in 2017 and the other of €83 million due in 2031), utilized bank debt of €200 million, and €109 million of accrued interest and other financial liabilities. (EXOR also has €490 million of undrawn committed credit lines.)

The change in our net financial position in 2011 was entirely attributable to the allocation of capital to new investments, as EXOR achieved positive ordinary cash flow at the holding company level.

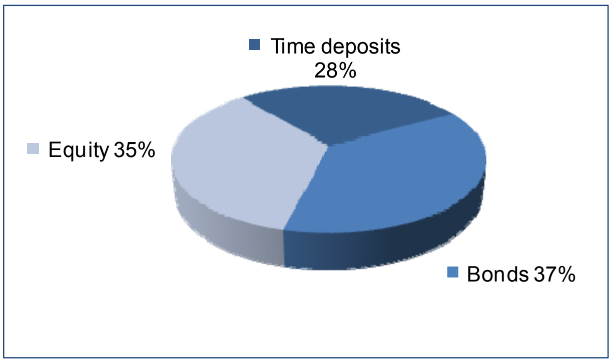
During 2011 the company repaid a €200 million bond and was able to issue through a private placement a ¥10 billion (€83 million) bond maturing in 2031. The issuance of this bond in the Japanese institutional market, the first in EXOR's history, is an encouraging sign of our ability and desire to be more present in the global capital markets.

We decided in 2011 to diversify our financial assets by increasing exposure to US corporate bonds and to commercial paper, while decreasing our exposure to European corporate and financial institution issuance by 22% and 16% respectively. We continued to avoid sovereign debt, preferring to own corporate debt for now.

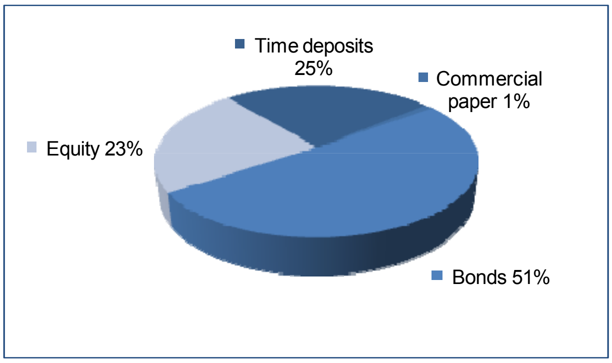
Our exposure to equities, consisting of a concentrated portfolio of selected "large- cap" companies which we started building in 2010, produced positive returns in 2011. Our largest position and star performer has been Mastercard, which during the year benefited from greater clarity in the US debit card regulatory environment and improved consumer spending patterns in the US. We also built a position in Microsoft, a company which we concluded was attractively priced considering its strong competitive advantages, resilience and cash flow generation.

Due to the fact that we decided to maintain a strong liquidity profile (consisting of time deposits, commercial paper and short duration investment grade bonds), our return on financial assets of 3.33% was below the 4.69% cost of our financial liabilities.

FINANCIAL ASSETS AS OF DECEMBER 31st, 2010



FINANCIAL ASSETS AS OF DECEMBER 31st, 2011



In November 2011, S&P confirmed EXOR's long term and short term debt ratings (respectively "BBB+" and "A-2"), and raised the outlook from "negative" to "stable". We view our rating affirmation, and most of all the improvement of its outlook, as recognition of the quality and solidity of our investments as well as the financial discipline we apply in the management of your company.

2012

The new year began with a renewal of positive sentiment regarding the future, and many of the worries with which 2011 ended seemed to fade away. This led to greater optimism in the world's capital markets, with equities rallying and the ability to issue debt significantly improved.

This scenario exceeded my own expectations as 2011 closed. While such a positive development is welcome, I consider it appropriate to remain cautious, particularly while consumption data, especially in the EU, remains weak. As the Romanian dramatist Eugène Ionesco said, "you can only predict things after they have happened," and with this limitation in mind we welcome the turn for the better without getting carried away by it.

Nevertheless, what we can say confidently about 2012 is that it will be a year of continuous simplification for our organization and our investments. I am convinced: for us, simpler is better.

I look forward to discussing the 2011 results and other matters regarding the Company's business at our Shareholders' Meeting to be held on May 29 at the Juventus Stadium, which was inaugurated this season. I very much look forward to meeting our shareholders at this venue, which is one of the newest and most advanced football arenas in Europe. It has made Juventus, of which we own 64%, the only team in Italy to have such a "real asset" on its balance sheet.

We will continue with the arrangement we began last year that has proven popular with shareholders by making it possible to ask questions in advance of the meeting by following the procedure set out on our web site www.exor.com. Non-shareholders will also have the chance to raise questions by sending a short email to the following address: agm@exor.com. The latter will be grouped together, summarized by subject and answered during the meeting itself.

Board of Directors

Chairman and Chief Executive Officer	John Elkann
Honorary Chairman	Gianluigi Gabetti
Vice Chairman	Pio Teodorani-Fabbri
Vice Chairman	Tiberto Brandolini d'Adda
Non-independent Directors	Andrea Agnelli
	Carlo Barel di Sant'Albano
	Oddone Camerana
	Luca Ferrero Ventimiglia
	Franzo Grande Stevens
	Sergio Marchionne
	Alessandro Nasi
	Lupo Rattazzi
Independent Directors	Victor Bischoff
	Eugenio Colucci (Lead Independent Director)
	Christine Morin-Postel
	Giuseppe Recchi
	Antoine Schwartz
Secretary to the Board	Gianluca Ferrero

Internal Control Committee

Eugenio Colucci (*Chairman*), Victor Bischoff and Giuseppe Recchi

Compensation and Nominating Committee

Franzo Grande Stevens (*Chairman*), Victor Bischoff and Giuseppe Recchi

Strategy Committee

John Elkann (*Chairman*), Victor Bischoff, Gianluigi Gabetti, Sergio Marchionne, Christine Morin-Postel and Antoine Schwartz

Board of Statutory Auditors

Chairman	Lionello Jona Celesia
Regular auditors	Giorgio Ferrino
	Paolo Piccatti
Alternate auditors	Lucio Pasquini
	Ruggero Tabone

Independent Auditors Deloitte & Touche S.p.A.

Expiry of the terms of office

The terms of office of the board of directors, the board of statutory auditors and the independent auditors will expire concurrently with the shareholders' meeting that will approve these financial statements.

EXOR GROUP PROFILE

EXOR is one of Europe's leading investment companies and is controlled by Giovanni Agnelli e C. S.a.p.az., which holds 51.16% of share capital and, specifically, 59.10% of ordinary capital, 39.24% of preferred capital and 12.36% of savings capital.
Listed on the Italian Stock Exchange, EXOR has a Net Asset Value of more than €6 billion at December 31, 2011. The Company is headquartered in Turin, Italy, Via Nizza 250.
EXOR invests for the long-term, mainly in Europe, in the United States and in the main emerging markets.
EXOR's objective is to increase its Net Asset Value and outperform the Morgan Stanley Capital World Index (MSCI) in Euro.

The following are its main investments:

Fiat Industrial (30.45% of ordinary share capital, 30.09% of preferred share capital and 21.69% of savings share capital and with Fiat also holding 3.1% of ordinary share capital) is listed on the Electronic Share Market (Mercato Telematico Azionario) of the Italian Stock Exchange (Blue Chip segment) managed by Borsa Italiana. Created in January 2011 from the demerger from Fiat, Fiat Industrial operates through businesses that are all major international players in the sectors of trucks, commercial vehicles, buses, special vehicles (with Iveco), tractors, agricultural and construction equipment (with CNH – Case New Holland), in addition to engines and transmissions for those vehicles and engines for marine applications (FPT Industrial).

SGS (15.00% of share capital) is a Swiss company listed on the Virt-x market. Founded in 1878, the company is today the global leader in verification, inspection, control and certification activities with more than 70,000 employees and a network of more than 1,350 offices and laboratories throughout the world.

Fiat (30.47% of ordinary share capital, 30.09% of preferred share capital and 23.59% of savings share capital) is listed on the Electronic Share Market of the Italian Stock Exchange (Blue Chip segment) managed by Borsa Italiana. Founded in 1899, the Fiat Group today is an international group with a clear focus in the automobile sector that designs, produces and sells cars for the mass market under the Fiat, Lancia, Alfa Romeo, Abarth, Fiat Professional brands and luxury cars under the Ferrari and Maserati brands. Its portfolio has recently been expanded to include the Jeep, Chrysler, Dodge and Ram brands, with models produced in North America now being distributed in Europe through the new Lancia-Chrysler and Jeep sales networks, which together count more than 1,000 dealers. Fiat is also active in the components sector through Magneti Marelli, Teksid and Fiat Powertrain Technologies and the production systems sector, through Comau.

C&W Group (69.48% of share capital) is the largest privately held company for real estate services. C&W Group has its headquarters in New York, where it was founded in 1917, and has 243 offices and about 14,000 employees in 60 countries.

Almacantar (36.29% of share capital) is a company active in the real estate sector which realizes commercial investment and development opportunities, mainly in the offices market in London.

Gruppo Banca Leonardo (17.40% of share capital) is a privately held and independent international investment bank offering a complete range of services in investment banking, wealth management and other areas linked to financial markets.

Juventus Football Club (63.77% of share capital) is listed on the Electronic Share Market of the Italian Stock Exchange. Founded in 1897, it is one of the most prominent professional football teams in the world.

Sequana (28.24% of share capital) is a French diversified paper group, listed on the NYSE Euronext market, with production and distribution activities operating through:

- **Arjowiggins** (100% holding), the world leader in the production of high value-added paper products, on 4 continents with over 5,200 employees and 25 production facilities;
- **Antalis** (100% holding), the leading European group in the distribution of paper products and packaging, with over 6,000 employees in 45 countries.

Perella Weinberg Partners (2.00% interest in the limited partnership NoCo A) is an independent company that offers financial advisory and asset management services in the United States and Europe.

Banijay Holding (17.09% of share capital) is headquartered in Paris. The company is a new player in TV production through a network of companies specialized in the production and distribution of multimedia content.

The Economist Newspaper (4.72% of share capital) is a company with its center of operations in London and head of the editorial group that publishes The Economist, a weekly magazine that with a global circulation of more than one million copies represents one of the most important sources of analysis in the international business world.

Alpitour (*) (100% of share capital) is the largest integrated Italian tourism group. It operates with about 3,000 employees and has 3.1 million customers across all areas of the tourism business: Tour Operating (Alpitour, Francorosso, Villaggi Bravo, Viaggidea, Karambola, Volando, Jeans and Welltour), Hotels (Alpitour World Hotels & Resorts), Incoming (Jumbo Tours), Aviation (Neos), Distribution (Welcome Travel Group, with a 50% stake and Bravo Net – HP vacanze).

Vision Investment Management (*) (approximately 42.50% of capital post-conversion), founded in 2000, is one of the most important hedge fund managers specialized in Asian markets.

The following chart is updated to the end of March 2012 and presents the major sectors of business in which the Group has investments. Percentage holdings refer to ordinary share capital.

(a) EXOR also holds 30.09% of preferred share capital and 23.59% of savings share capital.

(b) EXOR also holds 30.09% of preferred share capital and 21.69% of savings share capital. Fiat also holds 3.1% of ordinary share capital.

(c) Post-conversion of convertible bonds.

(d) Percentage interest held in the limited partnership NoCo A LP.

(e) Interest equal to 78.31.

(*) As described in "Significant events in 2011" and "Significant events in the first quarter of 2012", contracts were signed for the sale of the investments in Alpitour and in Vision Investment Management, subject to conditions precedent which will occur in the first half of 2012.

Key operating and financial data

EXOR Group – Consolidated Data – Shortened (a)				
2010		2011	2010	Change
Published	€ million		Restated (b)	
136.7	Profit attributable to owners of the parent	**504.2**	136.7	367.5
183.3	Share of earnings (losses) of investments and dividends	**600.7**	172.4	428.3
6,260.8	Investments and other non-current financial assets	**6,764.7**	6,260.8	503.9
6,074.9	Capital stock issued and reserves attributable to owners of the parent	**6,403.4**	6,074.9	328.5
42.6	Consolidated net financial position of EXOR "Holdings System"	**(325.8)**	42.6	(368.4)

(a) The basis of preparation is presented in the following "Review of the Consolidated Results of the EXOR Group - Shortened".
(b) Prepared by reclassifying the share of the Alpitour Group's result to "Profit (loss) from Discontinued Operations".

Earnings per share (€) (a)	2011	2010	Change
Profit attributable to owners of the parent – basic:			
- ordinary shares	**2.17**	0.57	1.60
- preferred shares	**2.23**	0.62	1.61
- savings shares	**2.25**	0.64	1.61
Profit attributable to owners of the parent – diluted:			
- ordinary shares	**2.16**	0.56	1.60
- preferred shares	**2.21**	0.61	1.60
- savings shares	**2.24**	0.64	1.60
Capital stock issued and reserves attributable to owners of the parent	**28.19**	26.25	1.94

(a) Further details on the calculation of basic and diluted earnings per share are provided in Note 13 to the consolidated financial statements.

EXOR S.p.A. – Separate Financial Statement Data			
€ million	2011	2010	Change
Profit	**58.7**	151.8	(93.1)
Equity	**3,445.4**	3,552.5	(107.1)
Net financial position	**(448.5)**	(273.9)	(174.6)

The board of directors' meeting held on April 6, 2012 put forward a motion to the ordinary shareholders' meeting called to approve the separate financial statements for the year ended December 31, 2011 for the payment of the following dividends:

	Number of shares	Dividends proposed	
Class of shares	outstanding (a)	Per share (€)	Total (€ ml)
Ordinary	153,530,496	0.335	51.4
Preferred	65,110,776	0.3867	25.2
Savings	8,503,189	0.4131	3.5
			80.1

(a) At April 6, 2012.

Dividends paid by EXOR S.p.A. in 2011 from profit for the year ended December 31, 2010 are the following:

	Number of shares	Dividends paid	
Class of shares		Per share (€)	Total (€ ml)
Ordinary	156,149,996	0.31	48.4
Preferred	66,561,676	0.3617	24.1
Savings	8,747,199	0.3881	3.4
			75.9

NET ASSET VALUE

The Net Asset Value (NAV) at December 31, 2011 is €6,320 million, decreasing €2,044 million (-24.4%) from €8,364 million at December 31, 2010.

The composition and change in NAV are the following.

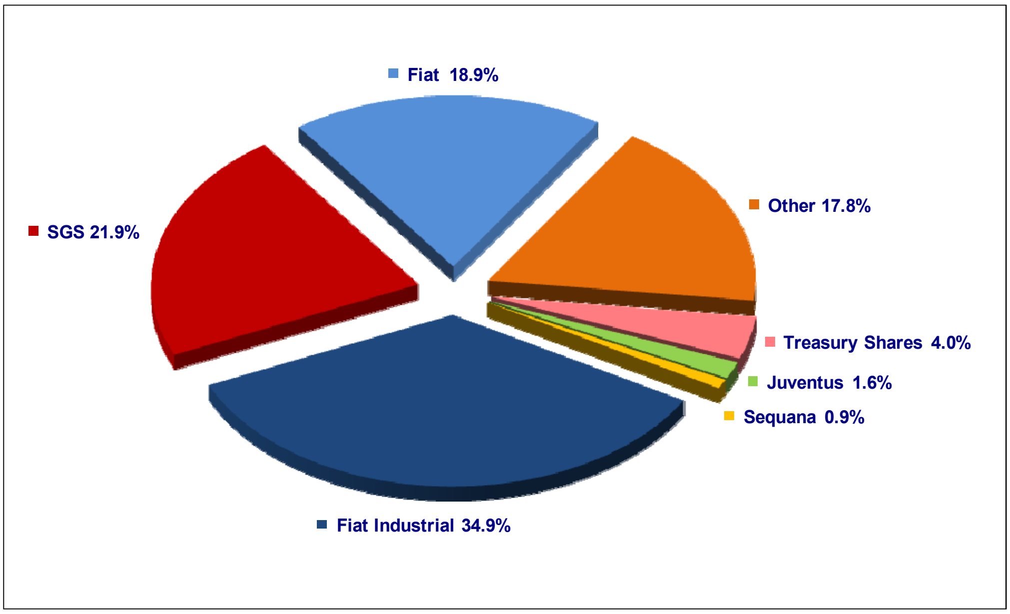
€ millions	03/01/2009	12/31/2010	12/31/2011	Change vs Amount	12/31/2010 %
Listed Investments	2,464	7,435	5,655	(1,780)	-23.9%
Private Investments	750	1,096	1,201	105	9.6%
Investment Value	**3,214**	**8,531**	**6,856**	**(1,675)**	**-19.6%**
Financial Liabilities	(1,157)	(1,266)	(1,142)	124	-9.8%
Financial Assets	1121	1,309	816	(493)	-37.7%
Net Financial Position	**(36)**	**43**	**(326)**	**(369)**	**n.a.**
Ordinary holding costs capitalized over 10 years	**(210)**	**(210)**	**(210)**	**-**	**-**
Net Asset Value	**2,968**	**8,364**	**6,320**	**(2,044)**	**-24.4%**

The investment value at December 31, 2011 has been calculated by valuing the listed investments held in Fiat Industrial, SGS, Fiat, Sequana, Juventus Football Club at trading prices, and other investments and private investment holdings at fair value determined annually by independent experts. EXOR ordinary, preferred and savings treasury stock is measured at share trading prices, except ordinary shares used to service the stock option plan, which are measured at the option exercise price if lower than the share trading price.

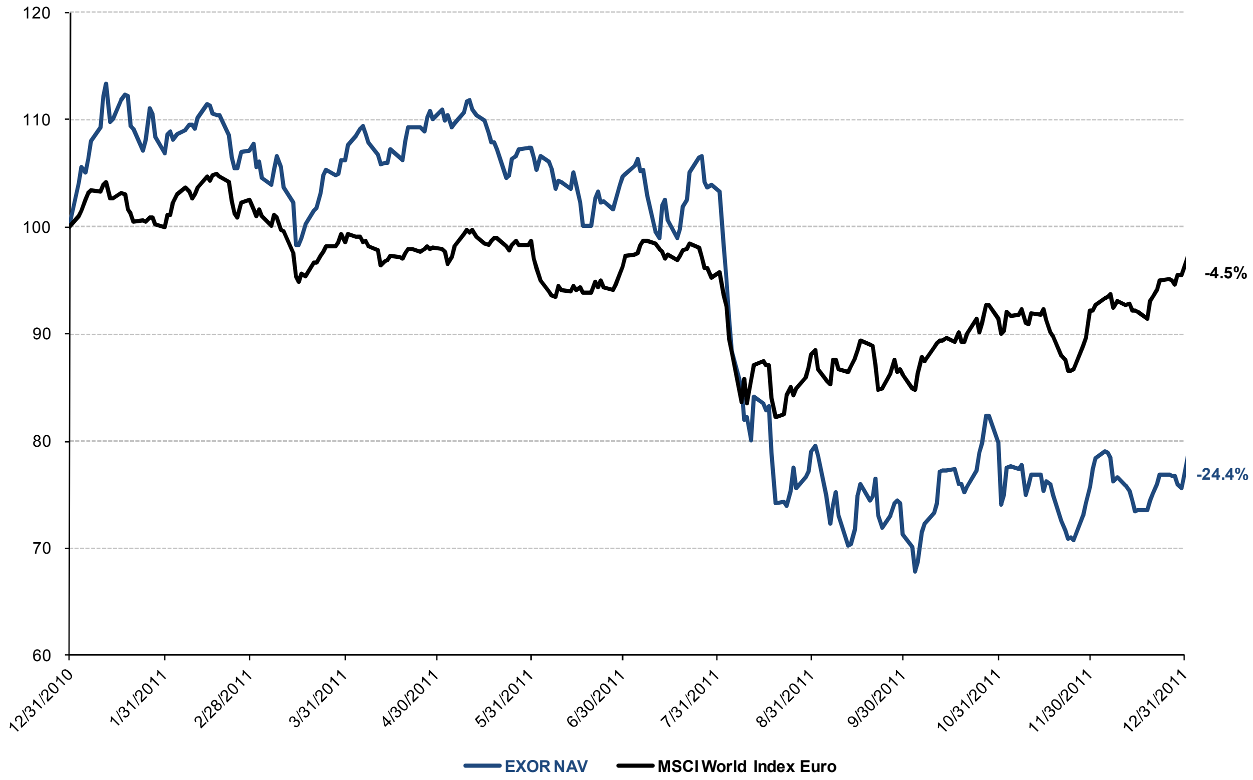
NAV is presented with the aim of aiding analysts and investors in forming their own assessments.

The following pie chart shows the composition of the value of investments at December 31, 2011 (€6,856 million).
"Other" includes the private investments in C&W Group, Alpitour, Almacantar, Gruppo Banca Leonardo, Banijay Holding, The Economist Newspaper, Vision, NoCo A and Perella Weinberg Funds and also sundry investments.

Investments denominated in Swiss francs, U.S. dollars and Pounds sterling are translated at the market trading rates of 1.2156, 1.2939 and 0.8353 respectively.



Change in NAV compared to MSCI Index (Morgan Stanley Capital World Index) in Euro



Stock Market Data	**1/1/2012 2/29/2012**	**1/1/2011 12/31/2011**
Ordinary share price (Euro):		
period-end	18.92	15.29
maximum	19.26	25.70
minimum	15.54	13.64
Preferred share price (Euro):		
period-end	16.18	14.01
maximum	16.71	21.28
minimum	14.34	12.43
Savings share price (Euro):		
period-end	15.17	12.89
maximum	15.74	20.23
minimum	13.22	10.91
Average share volume traded during period:		
ordinary	471,886	753,643
preferred	34,213	152,247
savings	7,493	25,963
Euro average daily volume exchanges during period: (a)		
ordinary	8,288,158	14,722,231
preferred	542,972	2,561,855
savings	110,374	409,770

(a) Average daily value (daily trading price by daily volume) handled by Borsa Italian during the period.

In 2011, relations with financial analysts, with retail and institutional investors and with the Italian and international financial press were conducted by EXOR with the aim of promoting transparent and precise information. This has progressed above all because of periodic financial reporting and, particularly, the contents of the Letter to Shareholders: a letter that over the course of the years has become a firm point of reference for communicating with the financial market as well as a privileged occasion for sharing the fundamental elements of the company's strategy with the general public
The Investor Relations and Media Offices illustrated what's new at EXOR, investment portfolio changes and financial results and are available for one-on-one meetings to expand on specific topics.
In April 2011 – on the occasion of the shareholders' meeting – a traditional conference call was set up which during the years has gathered together a growing number of analysts and investors.
The appointment, which every year closes the day dedicated to its stakeholders, allowed EXOR's top management to give a detailed illustration of the performance of its subsidiaries and associates, especially those that are unlisted.
Finally, during the last few weeks of the year, EXOR designed an "Interactive Annual Report" project which will be added to the company's website www.exor.com. The aim is to offer, starting from this Annual Report 2011, another tool that will make it possible to more quickly and effectively consult the Report on Operations.
Below are references for the corporate services in charge of media and investor relations:

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CORPORATE GOVERNANCE

In its meeting held on April 6, 2012, the board of directors approved the "Annual Report on Corporate Governance" prepared in accordance with art. 123 bis of Legislative Decree 58 dated February 24, 1998, with amendments and additions (TUF – Consolidated Law on Finance).
This document was published with this 2011 Annual Report and is posted on the corporate website at: www.exor.com.

MAIN RISKS AND UNCERTAINTIES TO WHICH EXOR S.p.A. AND ITS PRINCIPAL SUBSIDIARIES ARE EXPOSED

RISKS ASSOCIATED WITH GENERAL ECONOMIC CONDITIONS

The earnings and financial position of EXOR and its principal investment holdings are particularly influenced by the general state of the economy in the countries in which they operates and by the variables which affect performance, including increases or decreases in gross national product, access to credit, the level of consumer and business confidence, the cost of raw materials and the rate of unemployment.

The global economic recession in 2008 and in the first part of 2009 had a negative impact on the principal investment holdings. Currently, the weak economic situation in Europe and Italy elicits a great deal of uncertainty over the industrial and economic future of the eurozone; concerns persist regarding the overall global stability of the region and the suitability of the euro as a single currency. In particular, considerable attention is being given to the sovereign debt of some countries in the European Union and their ability to cope with future financial commitments regardless of the actions taken by individual governments and the European and international monetary authorities to meet debt obligations and the risk of default.

In general, the sectors in which the principal investment holdings operate have historically been subject to highly cyclical demand and tend to reflect the overall performance of the economy, in certain cases even amplifying the effects of economic trends. Given the difficulty of predicting the magnitude and duration of economic cycles, there can be no assurances as to future trends in the demand for or supply of products and services sold by them in any of the markets in which they operate.

Moreover, the markets in which the principal companies operate are exposed to variations in energy and raw material prices or a possible reduction in infrastructure investments.

Accordingly, particular circumstances could have a material adverse effect on the earnings and/or financial position and business prospects of the investment holdings.

RISKS ASSOCIATED WITH EXOR'S ACTIVITIES

EXOR carries out investment activities which involve typical risks such as high exposure to certain sectors or investments, difficulties in identifying new investment opportunities that meet the characteristics of the Company's objectives or difficulties in disposing of investments owing to changes in general economic conditions. The potential difficulties connected with making new investments such as unexpected costs or liabilities could have an adverse effect on the Company's earnings and financial position.
The ability to access capital markets or other forms of financing and the related costs are dependent, among other things, on the Company's credit rating.

Any downgrade by the rating agencies could limit the Company's ability to access capital markets and increase the cost of capital, with a consequent adverse effect on its earnings and financial position.
Standard & Poor's has confirmed EXOR's long-term and short-term debt ratings (respectively, BBB+ and A-2) modifying the outlook from negative to stable.

EXOR's policy and that of the companies in the Holdings System is to keep liquidity available in demand or short-term deposits and readily negotiable money market instruments, bonds and equity securities, allocating such investments over an appropriate number of counterparties, with the principal purpose of having

investments which can readily be converted into cash. The counterparties are chosen according to their creditworthiness and reliability.
However, in consideration of the current international financial market situation, market conditions which might negatively affect the normal operations of financial transactions cannot be excluded.

EXOR's earnings not only depend on the market value of its principal investment holdings but also on the dividends they pay and, in the end, reflect their earnings and financial performance and investment and dividend payment policies. A worsening of the financial market conditions and the earnings of the principal investment holdings could affect EXOR's earnings and cash flows.

EXOR operates through its investments in subsidiaries and associates in Agricultural and Construction Equipment (Fiat Industrial Group), in the automobile market (Fiat Group), in real estate services (C&W Group), in real estate (Almacantar Group), in paper (Sequana Group), in tourism (Alpitour Group) and in professional football (Juventus Football Club). As a result, EXOR is exposed to risks typical of the markets and industries in which such subsidiaries and associates operate.

At the same date, EXOR also holds an investment in SGS (15% of capital) for an equivalent amount of €1,501 million, equal to 21.9% of EXOR’s investment portfolio. Accordingly, EXOR is exposed to risks typical of the market in which such company operates.

At December 31, 2011, the investments in Fiat Industrial (30.45% of ordinary share capital, 30.09% of preferred share capital and 18.15% of savings share capital) and in Fiat (30.47% of ordinary share capital, 30.09% of preferred share capital and 14.08% of savings share capital) represented, respectively, 34.9% and 18.9% of the current value of EXOR's investment portfolio, calculated on the basis of the NAV (Net Asset Value) method described on page 5.

Therefore, the performance of the Fiat Industrial Group and the Fiat Group has a very significant impact on EXOR's earnings and financial position.

EXOR and its subsidiaries and associates are exposed to fluctuations in currency and interest rates and use financial hedging instruments, compatible with the risk management policies adopted by each of them. Despite these hedging transactions, sudden fluctuations in currency or interest rates could have an adverse effect on earnings and financial position.
The subsidiaries and associates are generally exposed to credit risk which is managed by specific operating procedures. Given its activities, EXOR is not significantly exposed to such risk.
EXOR and its subsidiaries and associates are exposed to risks connected with the outcome of pending litigation for which they set aside, if appropriate, specific risk provisions. However, negative effects on the earnings and financial position of EXOR and/or its subsidiaries and associates connected with such risks cannot be excluded.

The following paragraphs indicate the main specific risks and uncertainties of the companies in consolidation (Fiat Industrial Group, Fiat Group, C&W Group, Juventus Football Club and Alpitour Group).

FIAT INDUSTRIAL GROUP

Fiat Industrial Group – Risks connected with global financial markets and general economic conditions

The Group's earnings and financial position may be influenced by various macroeconomic factors – including increases or decreases in gross domestic product, the level of consumer and business confidence, changes in interest rates on consumer and business credit, energy prices, the cost of commodities or other raw materials – which exist in the various countries in which it operates.

For example, the on-going effects of the global economic recession that began in 2008, including the eurozone crisis, continue to have a negative impact on the earnings of companies within the Group. Weak economic conditions resulted in a significant decline in demand for most of the products produced by the Group. Demand in the capital goods sector, in particular, is highly correlated to the economic cycle and can be subject to even greater levels of volatility. Disruption in global financial markets or any continuation of economic recession could ultimately affect the industrial development of many businesses, including those of the Group.

In Europe, despite measures taken by several governments, international and supranational organizations and monetary authorities to provide financial assistance to eurozone member states of the European Union in economic difficulty and to face the possibility of default by certain European countries on their sovereign debt obligations, concerns persist regarding the debt burden of certain eurozone countries and their ability to meet future financial obligations, the overall stability of the euro and the suitability of the euro as a single currency (or, in more extreme circumstances, the possible dissolution of the euro entirely), given the diverse economic and political circumstances in individual eurozone member states. Such potential developments could adversely affect the businesses and operations of the Group. Although the Group considers dissolution of the euro and disruption of the European Monetary Union a highly unlikely scenario, and although the Group's diversified product portfolio and international presence lessens its dependence on a single market and exposure to economic conditions or political instability in any one country or region, its businesses are nonetheless sensitive to changes in economic conditions. Accordingly, the present global credit and financial crisis, as well as the failure of European and international rescue packages could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with financing requirements

The Group's future performance will depend on, among other things, its ability to finance debt repayment obligations and planned investments from operating cash flow, available liquidity, the renewal or refinancing of existing bank loans and/or facilities and possible recourse to capital markets or other sources of financing. Although the Group has measures in place to ensure that adequate levels of working capital and liquidity are maintained, any declines in sales volumes could have a negative impact on the cash-generating capacity of its operating activities. The Group could, therefore, find itself in the position of having to seek additional financing and/or refinance existing debt, including in unfavorable market conditions with limited availability of funding and a general increase in funding costs. Any difficulty in obtaining financing could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with the credit rating of Fiat Industrial S.p.A.

On January 5, 2011, Moody's Investors Service assigned Fiat Industrial S.p.A. a Ba1 Corporate Family Rating and a short-term "Not Prime" rating, with stable outlook. On February 24, 2011, Standard & Poor's Rating Services confirmed Fiat Industrial's long-term rating of BB+ with negative outlook, assigned on November 4, 2010, and a short-term rating of B.

The ability to access the capital markets or other forms of financing and the related costs are dependent, amongst other things, on the Group's credit ratings. Any further downgrades could increase the Group's cost of capital and potentially limit its access to sources of financing with a consequent material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with fluctuations in currency, interest and credit risk

The Group, which operates in numerous markets worldwide, is naturally exposed to market risks stemming from fluctuations in currency and interest rates. The exposure to currency risk is mainly linked to the difference in geographic distribution between the Group's manufacturing activities and its commercial activities, resulting in cash flows from exports denominated in currencies that differ from those associated with production activities.

The Group uses various forms of financing to cover funding requirements for its industrial activities and for financing customers and dealers. The Financial Services companies operate a matching policy to offset the impact of differences in rates of interest on the financed portfolio and related liabilities. Nevertheless, changes in interest rates can result in increases or decreases in revenues, finance costs and margins.

Consistent with its risk management policies, the Group seeks to manage currency and interest rate risk through the use of financial hedging instruments. Despite such hedges being in place, however, sudden fluctuations in currency or interest rates could have an adverse effect on the Group’s business prospects, earnings and/or financial position.

The Group's Financial Services activities are also subject to the risk of insolvency of dealers and end customers, as well as unfavorable economic conditions in markets where these activities are carried out, which the Group seeks to mitigate through credit policies applied to dealers and end customers.

Fiat Industrial Group - Risks associated with relationships with employees and suppliers

In many countries where the Group operates, Group employees are protected by various laws and/or collective labor agreements that guarantee them, through local and national representatives, the right of consultation on specific matters, including downsizing or closure of production activities and reductions in personnel. Laws and/or collective labor agreements applicable to the Group could impair its flexibility in reshaping and/or strategically repositioning its business activities. The Group’s ability to reduce personnel or implement other permanent or temporary redundancy measures is subject to government approvals and the agreement of the labor unions. Industrial action by employees could have an adverse impact on the Group’s business activities.

Furthermore, the Group purchases raw materials and components from a large number of suppliers and relies on services and products provided by companies outside the Group. Some of these companies are highly unionized. Close collaboration between a manufacturer and its suppliers is common in the industries in which the Group operates and although this offers economic benefits in terms of cost reduction, it also means that the Group is more reliant on its suppliers and is exposed to the possibility that difficulties, including of a financial nature, experienced by those suppliers (whether caused by internal or external factors) could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risk associated with increase in costs, disruption of supply or shortage of raw materials

Fiat Industrial uses a variety of raw materials in its business including steel, aluminum, lead, resin and copper, and precious metals such as platinum, palladium and rhodium. The prices for these raw materials fluctuate and at times in recent periods, prices have increased significantly in response to changing market conditions. Fiat Industrial seeks to manage this exposure, but it may not be successful in hedging these risks. Substantial increases in the prices for raw materials would increase the Group’s operating costs and could reduce profitability if the increased costs will not be offset by changes in product prices. In addition, certain raw materials are sourced only from a limited number of suppliers and from a limited number of countries. The Group cannot guarantee that it will be able to maintain arrangements with these suppliers that assure access to these raw materials, and in some cases this access may be affected by factors outside of Group’s control and the control of its suppliers. For instance, the recent earthquake and tsunami in Japan have negatively affected commodity markets, and any similar future event may have severe and unpredictable effects on the price of certain raw materials in the future. As with raw materials, the Group is also at risk for supply disruption and shortages in parts and components for use in its products.

Any interruption in the supply or any increase in the cost of raw materials, parts and components could negatively impact Group’s ability to achieve growth in product sales and improved profitability.

Fiat Industrial Group - Risks associated with management

The Group's success is largely dependent on the ability of its senior executives and other members of management to effectively manage the Group and individual areas of business. The loss of any senior executive, manager or other key employee without an adequate replacement or the inability to attract and retain new, qualified personnel could therefore have an adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with the high level of competition in the industries in which the Group operates

Substantially all of the Group's revenues are generated in highly competitive sectors that include the production and distribution of agricultural and construction equipment, trucks and commercial vehicles, and related powertrain systems. The Group faces competition from other international manufacturers of trucks and commercial vehicles in Europe and Latin America and from global, regional and local agricultural and construction equipment manufacturers, distributors and component suppliers in Europe, North America and Latin America. These markets are highly competitive in terms of product quality, innovation, pricing, fuel economy, reliability, safety, customer service and financial services offered. Competition, particularly in pricing, has increased significantly in the Group's areas of activity in recent years. Should the Group be unable to adapt effectively to external market conditions, this could have an adverse effect on its business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with selling in international markets and exposure to changes in local conditions

A significant portion of the Group's existing activities are conducted and located outside of Italy and the Group expects that revenues from sales outside Italy – and, more generally, outside of the European Union – will account for an increasing portion of total revenues. The Group is subject to risks inherent to operating globally, including those related to:

- exposure to local economic and political conditions;
- import and/or export restrictions;
- multiple tax regimes, including regulations relating to transfer pricing and withholding and other taxes on remittances and other payments to or from subsidiaries;
- foreign investment and/or trade restrictions or requirements, foreign exchange controls and restrictions on repatriation of funds; and/or
- the introduction of more stringent laws and regulations.

Unfavorable developments in any one of these areas (which may vary from country to country in which the Group operates) could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with environmental and other government regulation

The Group's products and activities are subject to numerous environmental laws and regulations (local, national and international) which are becoming increasingly stringent in many countries in which it operates (particularly in the European Union). Such regulations govern, among other things, products – with requirements for emissions of polluting gases, reduced fuel consumption and safety becoming increasingly stricter – and industrial plants – with requirements for emissions, treatment of waste and water and prohibitions on soil contamination becoming increasingly stricter. To comply with such regulations, the Group employs considerable resources and expects it will continue to incur substantial costs in the future.

In addition, government initiatives to stimulate consumer demand for products sold by the Group, such as changes in tax treatment or purchase incentives for new vehicles, can substantially influence the timing and level of revenues. The size and duration of such government measures is unpredictable and outside of the Group's control. Any adverse change in government policy relating to those measures could have a material adverse effect on the Group's business prospects, operating results and/or financial position.

Fiat Industrial Group - Risks associated with the ability to offer innovative products

The success of the Group's businesses depends on their ability to maintain or increase share in existing markets and/or to expand into new markets through the development of innovative, high-quality products that provide adequate profitability. In particular, the failure to develop and offer innovative products that compare favorably to those of the Group’s principal competitors in terms of price, quality, functionality and features, or delays in bringing strategic new products to market, could result in reduced market share, having a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with operating in emerging markets

The Group operates in a number of emerging markets, both directly (e.g., Brazil, Argentina and India) and through joint ventures and other cooperation agreements (e.g., Turkey, China and Russia). The Group’s exposure to these countries has increased in recent years, as has the number and importance of such joint ventures and cooperation agreements. Economic and political developments in these markets, including economic crises or political instability, have had and could in future have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Industrial Group - Risks associated with the capital goods market

More than other sectors, producers in the capital goods sector, such as CNH and Iveco are subject to:

- the condition of financial markets, in particular, the ability to access the securitization market and prevailing interest rates in that market. In North America, in particular, CNH makes considerable use of asset-backed securitization to fund financing offered to dealers and end customers. Negative conditions in the financial markets, and the asset-backed securitization market in particular, could have a significant impact on the Group's business prospects, earnings and/or financial position;
- cyclicality, which can cause sudden declines in demand, with negative effects on inventory levels and product pricing, both new and used. In general, demand in the capital goods sector is highly correlated to the economic cycle and can be subject to even greater levels of volatility.

Fiat Industrial Group - Risks associated with the agricultural and construction equipment markets

Performance of the agricultural equipment market is influenced, in particular, by factors such as:

- the price of agricultural commodities and the relative level of inventories;
- the profitability of agricultural enterprises;
- the demand for food products;
- agricultural policies, including aid and subsidies to agricultural enterprises, provided by major governments and/or supranational organizations.

In addition, unfavorable climactic conditions, especially during the spring, a particularly important period for generating sales orders, could have a negative impact on the decision to buy agricultural equipment and, consequently, on the Group’s revenues.

Performance of the construction equipment market is influenced, in particular, by factors such as:

- public infrastructure spending;
- new residential/non-residential construction.

The above factors can significantly influence the demand for agricultural and construction equipment and, consequently, the Group's financial results.

FIAT GROUP

Following is a brief description of main risks and uncertainties that could potentially have a significant impact on the activities of Fiat S.p.A and its subsidiaries, that since June 2011 include Chrysler. Other risks and uncertainties, which are currently unforeseeable or considered to be unlikely, could also have a significant influence on the operating performance, financial position and future prospects of Fiat Group

Fiat Group - Risks associated with global financial markets and general economic conditions

The Group’s earnings and financial position may be influenced by various macroeconomic factors – including increases or decreases in gross domestic product, the level of consumer and business confidence, changes in interest rates on consumer and business credit, energy prices, the cost of commodities or other raw materials and the rate of unemployment – within the various countries in which it operates.

For example, the global economic recession in 2008 and the first half of 2009 had a negative impact on the Group's earnings. Weak economic conditions resulted in a significant decline in demand for most of the Group's products. The current economic weakness in the eurozone, including Italy, casts serious uncertainty on the possible evolution of the economic activity in this region in the foreseeable future. In Europe, despite the measures taken by several governments, international and supranational organizations and monetary authorities to provide financial assistance to euro area member states of the European Union in economic difficulty and to face the possibility of default by certain European countries on their sovereign debt obligations, concerns persist regarding the debt burden of certain eurozone countries and their ability to meet future financial obligations, the overall stability of the euro and the suitability of the euro as a single currency (or, in more extreme circumstances, the possible dissolution of the euro entirely), given the diverse economic and political circumstances in individual member states of the eurozone. These potential developments could adversely affect the businesses and operations of the Group.

Following the acquisition of control of Chrysler in 2011, nearly 45% of Group's on-going revenues are generated in the NAFTA region. Substantially all of Chrysler's vehicles sales occur in North America (U.S. and Canada). Although Chrysler is seeking to increase the proportion of its vehicle sales outside of North America (directly or through Fiat), it anticipates that its results of operations will continue to depend substantially on vehicle sales in the principal North American markets, particularly the U.S. Any significant deterioration in the economic conditions in the U.S. and/or Canada may consequently adversely affect Fiat Group's result of operations, financial position and cash flows.

In general, the sector in which the Group operates has historically been subject to highly cyclical demand and tends to reflect the overall performance of the economy, in certain cases even amplifying the effects of economic trends. Given the difficulty in predicting the magnitude and duration of economic cycles, there can be no assurances as to future trends in the demand for or supply of products sold by the Group in any of the markets in which it operates.

Additionally, even in the absence of slow growth or recession, other economic circumstances – such as increases in energy prices, fluctuations in prices of raw materials or contractions in infrastructure spending – could have negative consequences for the industry in which the Group operates and, together with the other factors referred to previously, could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with the high level of competition and cyclicality of the automobile industry

Substantially all of the Group's revenues are generated in the automobile industry, which is highly competitive and encompasses the production and distribution of passenger cars, light commercial vehicles and the related components and production systems. The Group faces competition from other international passenger car and light commercial vehicle manufacturers and distributors and components suppliers in Europe, North and Latin America. These markets are highly competitive in terms of product quality, innovation, pricing, fuel economy, reliability, safety, customer service and financial services offered.
Competition, particularly in pricing, has increased significantly in the Group's industry sector in recent years. In addition, partly as a result of the contraction in demand for automobiles, global production capacity for the car industry significantly exceeds current demand. This overcapacity, combined with high levels of competition and weakness of major economies, could intensify pricing pressures.

Fiat has a relatively high proportion of fixed costs and may have significant limitations on the ability to reduce fixed costs by closing facilities and/or reducing labor expenses. Fiat's competitors may respond to these conditions by attempting to make their vehicles more attractive or less expensive to customers by adding vehicle enhancements, providing subsidized financing or leasing programs, offering option package discounts, price rebates or other sales incentives, or by reducing vehicle prices in certain markets. In addition, manufacturers in countries which have lower production costs have announced that they intend to export lower-cost automobiles to established markets. These actions have had, and could continue to have, a negative impact on Fiat's vehicle pricing, market share, and operating results. Offering desirable vehicles that appeal to customers can mitigate the risks of stiffer price competition, while offer of vehicles that are perceived to be less desirable (whether in terms of price, quality, styling, safety, or other attributes) can exacerbate these risks.

In the Automobiles business, sales to end customers are cyclical and subject to changes in the general condition of the economy, the readiness of end customers to buy and their ability to obtain financing and the possible introduction of measures by governments to stimulate demand. The sector is also subject to constant renewal of the product offering through frequent launches of new models. A negative trend in the automobiles business could have a material adverse impact on the business prospects, earnings and/or financial position of the Fiat Group.
Should the Group be unable to adapt effectively to external market conditions, this could have a material adverse effect on its business prospects, earnings and/or financial position.

Fiat Group - Risks associated with the ability to offer innovative products
The success of the Group's businesses depends, among other things, on their ability to maintain or increase their share in existing markets and/or to expand into new markets through the development of innovative, high-quality products that provide adequate profitability. In particular, a failure to develop and offer innovative products that compare favorably to those of the Group’s principal competitors in terms of price, quality, functionality and features, or delays in bringing strategic new models to market, could result in reduced market share, having material adverse effects on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with the policy of targeted industrial alliances
The Group has engaged in the past, and may engage in the future, in significant corporate transactions such as mergers, acquisitions, joint ventures and restructurings, the success of which is difficult to predict. There can be no assurance that any such significant corporate transaction which might occur in the future will not encounter administrative, technical, industrial, operational, regulatory, political, financial or other difficulties (including difficulties related to control and coordination among different shareholders or business partners) and thus fail to produce the benefits expected of it. The failure of any significant strategic alliance, joint venture, merger or similar transaction could have an adverse effect on the Group’s business prospects, earnings and/or financial position.

Fiat Group – Risks associated with the alliance with Chrysler
The acquisition of a controlling interest in Chrysler and the related alliance is intended to provide both Fiat and Chrysler with a number of long-term benefits, including sharing new vehicle platforms and powertrain technologies, as well as procurement benefits, management services and global distribution opportunities. The alliance is also intended to facilitate both parties penetration in several international markets where the companies’ products would be attractive to consumers, but where one of the parties does not have significant penetration.
The ability to realize the benefits of the alliance is critical for Fiat and Chrysler to compete with their competitors. If the parties are unable to convert the opportunities presented by the alliance into long-term commercial benefits, either by improving sales of our vehicles and service parts, reducing costs or both, the Group’s financial condition and results of operations will be materially adversely affected.

Additionally, any adverse development in the Chrysler investment and the related alliance could have a material adverse effect on the Group’s business prospects, financial condition and results of operations. Therefore, if the investment and the related alliance do not bring their intended benefits or changes in circumstances at Fiat or Chrysler occur, there may be a material adverse effect on the Group’s business prospects, financial condition and results of operations.

Fiat Group - Risks associated with selling in international markets and exposure to changes in local conditions
The Group is subject to risks inherent to operating globally, including those related to:
- exposure to local economic and political conditions;
- import and/or export restrictions;
- multiple tax regimes, including regulations relating to transfer pricing and withholding and other taxes on remittances and other payments to or from subsidiaries;
- foreign investment and/or trade restrictions or requirements, foreign exchange controls and restrictions on repatriation of funds; and/or
- the introduction of more stringent laws and regulations.

Unfavorable developments in any one of these areas (which may vary from country to country in which the Group operates) could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with operating in emerging markets

The Group operates in a number of emerging markets, both directly (e.g., Brazil and Argentina) and through joint ventures and other cooperation agreements (e.g., Turkey, India, China and Russia). The Group's exposure to these countries has increased in recent years, as have the number and importance of such joint ventures and cooperation agreements. Economic and political developments in emerging markets, including economic crises or political instability, have had and could in the future have material adverse effects on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with relationships with employees and suppliers

In many countries where the Group operates, Group employees are protected by various laws and/or collective labor agreements that guarantee them, through local and national representatives, the right of consultation on specific matters, including downsizing or closure of production units and reductions in personnel. The laws and/or collective labor agreements applicable to the Group could impair its flexibility in reshaping and/or strategically repositioning its business activities. The Group's ability to reduce personnel or implement other permanent or temporary redundancy measures may be subject to government approvals and the agreement of the labor unions. Industrial action by employees could have an adverse impact on the Group's business activities.

Furthermore, the Group purchases raw materials and components from a large number of suppliers and relies on services and products provided by companies outside the Group. Some of these companies are highly unionized. Close collaboration between a manufacturer and its suppliers is common in the industries in which the Group operates and although this offers economic benefits in terms of cost reduction, it also means that the Group is reliant on its suppliers and is exposed to the possibility that difficulties, including those of a financial nature, experienced by those suppliers (whether caused by internal or external factors) could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risk associated with increase in costs, disruption of supply or shortage of raw materials

Fiat uses a variety of raw materials in its business including steel, aluminum, lead, resin and copper, and precious metals such as platinum, palladium and rhodium. The prices for these raw materials fluctuate and at times in recent periods, these commodity prices have increased significantly in response to changing market conditions. Fiat seeks to manage this exposure, but it may not be successful in hedging these risks. Substantial increases in the prices for raw materials would increase the Group's operating costs and could reduce profitability if the increased costs will not be offset by changes in vehicle prices. In addition, certain raw materials are sourced only from a limited number of suppliers and from a limited number of countries. The Group cannot guarantee that it will be able to maintain arrangements with these suppliers that assure access to these raw materials, and in some cases this access may be affected by factors outside of Group's control and the control of its suppliers. For instance, the recent earthquake and tsunami in Japan have negatively affected commodity markets, and any similar event may have severe and unpredictable effects on the price of certain raw materials in the future. As with raw materials, the Group is also at risk for supply disruption and shortages in parts and components for use in its vehicles.

Any interruption in the supply or any increase in the cost of raw materials, parts and components could negatively impact Group's ability to achieve growth in vehicle sales and improved profitability.

Fiat Group - Risks associated with environmental and other government regulation

The Group's products and activities are subject to numerous environmental laws and regulations (local, national and international) which are becoming increasingly stringent in many countries in which it operates (particularly in the European Union). Such regulations govern, among other things, products – with requirements relating to emissions of polluting gases, reduced fuel consumption and safety becoming increasingly strict – and industrial plants – with requirements for emissions, treatment of waste and water and prohibitions on soil contamination. In order to comply with such laws and regulations, the Group employs considerable resources and expects it will continue to incur substantial costs in the future.

In addition, government initiatives to stimulate consumer demand for products sold by the Group, such as changes in tax treatment or purchase incentives for new vehicles, can substantially influence the timing and level of revenues. The size and duration of such government measures are unpredictable and outside of the Group's control. Any adverse change in government policy relating to those measures could have material adverse effects on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with management

The Group's success is largely dependent on the ability of its senior executives and other members of management to effectively manage the Group and individual areas of business. The loss of any senior executive, manager or other key employees without an adequate replacement or the inability to attract, retain and incentivize senior executive managers, other key employees or new qualified personnel could therefore have a material adverse effect on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with financing requirements

The Group's future performance will depend on, among other things, its ability to finance debt repayment obligations and planned investments from operating cash flow, available liquidity, the renewal or refinancing of existing bank loans and/or facilities and possible recourse to capital markets or other sources of financing. Although the Group has measures in place that are designed to ensure levels of working capital and liquidity are maintained, further declines in sales volumes could have a negative impact on the cash-generating capacity of its operating activities. The Group could, therefore, find itself in the position of having to seek additional financing and/or having to refinance existing debt, including in unfavorable market conditions with limited availability of funding and a general increase in funding costs. Any difficulty in obtaining financing could have material adverse effects on the Group's business prospects, earnings and/or financial position.

Fiat Group - Risks associated with Fiat indebtedness as a result of the acquisition of Chrysler's control

Even after the acquisition of control by Fiat, Chrysler continues to manage financial matters, including funding and cash management, separately. Additionally, Fiat has not provided guarantees or security or undertaken any other similar commitment in relation to any financial obligation of Chrysler, nor does it have any commitment to provide funding to Chrysler in the future.

In any case, certain bonds issued by Fiat include provisions that may be affected by circumstances related to Chrysler. In particular these bonds include cross-default clauses which may accelerate Fiat's obligation to repay its bonds in the event that a "material subsidiary" of Fiat fails to pay certain debt obligations on maturity or is otherwise subject to an acceleration in the maturity of any of those obligations. As a result of Fiat's acquisition of control over Chrysler, Chrysler Group LLC is a "material subsidiary" and certain of its subsidiaries may become material subsidiaries of Fiat within the meaning of those bonds. Therefore, the cross-default provision could require early repayment of the Fiat bonds in the event Chrysler's debt obligations are accelerated or are not repaid at maturity. There can be no assurance that the obligation to accelerate the repayment by Chrysler of its debts will not arise or that it will be able to pay its debt obligations when due at maturity.

Fiat Group - Risks associated with Fiat's credit rating

The ability to access the capital markets or other forms of financing and the related costs are dependent, amongst other things, on the Group's credit ratings. Following downgrades by the major rating agencies in the first quarter of 2009 and during 2011, Fiat is currently rated below investment grade, with ratings on its long-term debt of Ba2 (Ba3 for senior unsecured bonds) from Moody's Investors Service Inc., BB with Credit Watch Negative from Standard & Poor's Ratings Services (a subsidiary of The McGraw-Hill Companies, Inc.), and BB from Fitch Ratings Ltd., the outlook is negative in all three cases. The rating agencies review their ratings at least annually and, as such, the assignment of new ratings to Fiat during 2012 cannot be excluded. It is not currently possible to predict the timing or outcome of any rating review. Any further downgrades would increase Fiat's cost of capital and potentially limit its access to sources of financing with a consequent material adverse effect on Fiat's business prospects, financial condition and/or results of operations.

Chrysler has been assigned a corporate credit rating of B2 (with a positive outlook) by Moody's Investor Service and B+ (with a stable outlook) by Standard & Poor's. Because Chrysler is more highly leveraged and has a lower corporate credit rating than Fiat, it is possible that consolidation of Chrysler's financial information into Fiat's financial information could result in a rating review of Fiat and potentially a lower credit rating.

Fiat Group - Risks associated with restrictions arising out from Chrysler’s debt instruments

In connection with the refinancing transactions finalized at the end of May 2011, Chrysler entered into a credit agreement for the senior secured credit facilities (including a revolving facility) and an indenture for two series of secured senior notes. These debt instruments include covenants that restrict Chrysler’s ability to make certain distributions, prepay other debt, encumber assets, incur additional indebtedness, engage in certain business combinations, or undertake various other business activities.
The credit agreement governing the senior secured credit facility and the indenture governing the secured senior notes contain restrictive covenants that limit Chrysler’s ability to, among other things:

- incur or guarantee additional secured indebtedness;
- pay dividends or make distributions or purchase or redeem capital stock;
- make certain other restricted payments;
- incur liens;
- sell assets;
- enter into sale and lease-back transactions;
- enter into transactions with affiliates (as defined in the relevant contractual documents), including Fiat; and
- effect a consolidation, amalgamation or certain merger or change of control (except for the acquisition of control by Fiat).

These restrictive covenants could have an adverse effect on Chrysler’s business by limiting its ability to take advantage of financing, mergers and acquisitions, joint ventures or other corporate opportunities. In addition, the Senior Credit Facilities contain, and future indebtedness may contain, other and more restrictive covenants and also prohibit Chrysler from prepaying certain of their indebtedness. The Senior Credit Facilities require Chrysler to maintain borrowing base collateral coverage and a liquidity threshold. A breach of any of these covenants or restrictions could result in an event of default on the indebtedness and any of the other indebtedness of Chrysler or result in cross-default under certain of its indebtedness.

Furthermore, the indenture governing the VEBA Trust Note limits the ability of Chrysler’s subsidiaries to incur debt.

If Chrysler is unable to comply with all of these covenants, it may be in default, which could result in the acceleration of its outstanding indebtedness and foreclosure on mortgaged properties. In this case, Chrysler may not be able to repay its debt and it is unlikely that it would be able to borrow sufficient additional funds. In any case, even if new financing is made available to Chrysler in such circumstances, it may not be available on acceptable terms.

In addition, compliance with certain of these covenants could restrict Chrysler’s ability to take certain actions that its management believes are in Chrysler’s best long-term interests.

Should Chrysler be unable to undertake strategic initiatives due to the covenants provided for by the above instruments, Fiat business prospects, financial condition and/or results of operations could be harmed.

Fiat Group - Risks associated with fluctuations in currency, interest and credit risk

The Group, which operates in numerous markets worldwide, is naturally exposed to market risks stemming from fluctuations in currency and interest rates. The exposure to currency risk is mainly linked to the difference in geographic location between the Group's manufacturing activities and its commercial activities, resulting in cash flows from exports denominated in currencies that differ from those associated with production activities.

The Group uses various forms of financing to cover funding requirements for its industrial activities and for financing customers and dealers. Moreover, liquidity for industrial activities was also principally invested in variable-rate or short-term financial instruments. The Financial Services companies normally operate a matching policy to offset the impact of differences in rates of interest on the financed portfolio and related liabilities. Nevertheless, changes in interest rates can result in increases or decreases in revenues, finance costs and margins.

Consistent with its risk management policies, the Group seeks to manage risks associated with fluctuations in currency and interest rates through the use of financial hedging instruments. Despite such hedges being in place, sudden fluctuations in currency or interest rates could have a material adverse effect on the Group's business prospects, earnings and/or financial position.

The Group's Financial Services activities are also subject to the risk of insolvency of dealers and end customers, as well as unfavorable economic conditions in markets where these activities are carried out, which the Group seeks to mitigate through the credit approval policies applied to dealers and end customers.

Risks associated with the availability of adequate financing for Chrysler's dealers and retail customers

In the United States and Canada, Chrysler's dealers enter into wholesale financing arrangements to purchase vehicles from Chrysler and retail customers use a variety of finance and lease programs to acquire vehicles. Insufficient availability of financing to dealers and retail customers contributed to sharp declines in Chrysler's vehicle sales during 2008, and was one of the key factors leading to Chrysler's bankruptcy filing.

Chrysler's lack of a captive finance company may increase the risk that dealers and retail customers will not have access to sufficient financing on acceptable terms and may adversely affect vehicle sales in the future. Furthermore, most of Chrysler's competitors operate and control their own captive finance companies: as a result, they may be better able to implement financing programs designed principally to maximize vehicle sales in a manner that optimizes profitability for them and their captive finance companies on an aggregate basis. Since Chrysler's ability to compete also depend on access to appropriate sources of financing for dealers and retail customers, its lack of a captive finance company could adversely affect its results of operations. In addition, unless financing arrangements other than for retail purchase continue to be developed and offered by banks to retail customers in Canada, Chrysler's lack of a captive finance company could present a competitive disadvantage in Canada, since banks are restricted by law from providing retail lease financing in Canada.

In connection with the 2009 restructuring of the U.S. automotive industry, and with the assistance of the U.S. Treasury, Chrysler entered into an auto finance relationship with Ally Financial Inc. (hereafter "Ally"); the agreement with Ally extends through April 20, 2013, with automatic one year renewals unless either party elects not to renew. Ally historically was the captive finance company of General Motors Company, one of Chrysler's main competitors.

Pursuant to this agreement, Ally is neither obligated to provide financing to dealers, nor is Ally required to fund a certain number of vehicle sales or leases for customers. On the other hand, Chrysler must offer all subvention programs to Ally, and it is required to ensure that Ally finances a specified minimum percentage of the units sold by Chrysler in North America under rate subvention programs in which it elects to participate.

Chrysler expects Ally to provide services comparable to those Ally provides to its other strategic business partners, including General Motors. Nevertheless, Chrysler's ability to fully realize the value of their relationship with Ally may be adversely affected by a number of factors, including General Motors' historic and ongoing relationship with Ally, and General Motors' current equity ownership in Ally.

To the extent that Ally is unable or unwilling to provide sufficient financing at competitive rates to Chrysler's dealers and retail customers, and dealers and retail customers do not otherwise have sufficient access to such financing. As a result, Chrysler's vehicle sales and market share may suffer, which would adversely affect its and Fiat's financial condition and/or results of operations.

Fiat Group - Risks associated with Chrysler's pension plans

Chrysler's defined benefit pension plans are currently underfunded and its pension funding obligations may increase significantly if investment performance of plan assets does not keep pace with increases in obligations. These funding obligations may increase based upon the future returns on the assets placed in trusts for these plans, the level of interest rates used to determine funding levels, the level of benefits provided for by the plans, investment decisions that do not achieve adequate returns and any changes in applicable law related to funding requirements.

Chrysler's defined benefit pension plans currently hold significant investments in equity and fixed income securities, as well as investments in less liquid instruments such as private equity, real estate and hedge funds. Due to the complexity and magnitude of certain of their investments, additional risks may exist, including significant changes in investment policy, insufficient market capacity to complete a particular investment strategy, and an inherent divergence in objectives between the ability to manage risk in the short term and inability to quickly rebalance illiquid and long-term investments.

To determine the appropriate level of funding and contributions to Chrysler's defined benefit pension plans, as well as the investment strategy for the plans, Chrysler is required to make various assumptions, including an expected rate of return on plan assets and a discount rate used to measure the obligations under the defined benefit pension plans. Interest rate increases generally will result in a decline in the value of fixed income securities while reducing the present value of the obligations. Conversely, interest rate decreases will increase the value of fixed income securities, partially offsetting the related increase in the present value of the obligations.

If the total values of the assets held by Chrysler's defined benefit plans fall and/or the returns on these assets underperform the relevant assumptions, Chrysler pension expenses and contributions could increase and, as a result, could materially adversely affect the Group's financial condition and/or results of operations. If Chrysler fails to make required minimum funding contributions, it could be subjected to reportable event disclosure to the Pension Benefit Guaranty Corporation, as well as interest and excise taxes calculated based upon the amount of funding deficiency.

If Fiat's ownership in Chrysler were to exceed 80%, Fiat may become subject to certain US legal requirements making it secondarily responsible for any funding shortfall in certain of Chrysler's pension plans in the event Chrysler were to become insolvent. Chrysler's organizational documents contain certain protections designed to ensure that Fiat will not inadvertently become subject to these obligations.

C&W GROUP

The following is a summary of the risks and uncertainties that could potentially have a significant impact on the activities of C&W Group, Inc. (C&W). Additional risks and uncertainties not presently known to us or that we currently believe to be immaterial may also adversely affect our business.

C&W – Risk associated with general economic conditions

Periods of economic weakness or recession, significantly rising interest rates, declining employment levels, declining demand for commercial real estate, falling real estate values, or the public perception that any of these events may occur, may negatively affect the performance of some or all of our service lines.

C&W – Risks associated with adverse developments in the credit markets

Our Capital Markets service line is sensitive to credit cost and availability as well as marketplace liquidity. Disruptions in the credit markets may adversely affect our business of providing advisory services to owners, investors and occupiers of real estate in connection with the leasing, disposition and acquisition of property.

C&W – Risks associated with our "Credit Facility"

Our credit agreement imposes operating and other restrictions on C&W and many of its subsidiaries. These restrictions affect, and in many respects limit or prohibit, various activities including financing of ongoing operations, strategic acquisitions, investments, payment of dividends, distributions on or repurchases of capital stock.

C&W – Risks associated with the seasonality of our business

A significant portion of our revenue is seasonal, which can affect our ability to compare our financial condition and consolidated results of operations on a quarter-by-quarter basis. Historically, this seasonality has caused our revenue, operating income, net income and cash flows from operating activities to be lower in the first two quarters and higher in the third and fourth quarters of each year. The seasonality of our business makes it more difficult to determine during the course of the year whether planned results will be achieved, and thus to adjust to changes in conditions.

C&W – Risks associated with the impairment of our goodwill and other intangible assets

A significant and sustained decline in our future cash flows, a significant adverse change in the economic environment or slower revenue and EBITDA growth rates could result in the recognition of goodwill or other intangible asset impairment charges, which could materially adversely affect our results of operations.

C&W – Risks associated with non-U.S. dollar currency fluctuations

Our revenue from non-U.S. operations is denominated primarily in the local currency where the associated revenue was earned while the functional currency of C&W is the U.S. dollar. During 2011, approximately 39% of our gross revenue was transacted in non-U.S. currencies. Over time, fluctuations in the value of the U.S. dollar relative to the other currencies in which we may generate earnings could adversely affect our business, financial condition and operating results.

C&W – Risks associated with litigation and damage to our professional reputation as a result of litigation allegations and negative publicity.

C&W and its licensed employees are subject to regulatory and other obligations. Failure to fulfill these obligations could subject us or our employees to litigation from parties for whom we provided services. Some of these litigation risks may be mitigated by insurance we maintain in amounts we believe are appropriate.

C&W – Risks associated with significant competitors and potential future competitors, some of which may have greater financial and operational resources than we do

C&W competes across a variety of business disciplines within the commercial real estate services industry. Although many of its competitors are local or regional firms and are substantially smaller than C&W, some of these competitors are larger on a local or regional basis. We are also subject to competition from other large national and multi-national firms that have similar service competencies to ours. In general, there can be no assurance that we will be able to compete effectively, to maintain current fee levels or margins, or maintain or increase our market share.

C&W – Risks associated with operations in many jurisdictions with complex and varied tax regimes

Operates in many jurisdictions with complex and varied tax regimes, and subject to different forms of taxation resulting in a variable effective tax rate. Disagreements with the tax authorities could have an adverse effect on our results of operations.

C&W – Risks associated with the failure to maintain and protect our intellectual property or the infringement of the intellectual property rights of third parties

Our business depends, in part, on our ability to identify and protect proprietary information and other intellectual property (such as our trademark, client lists and information, business methods and research). Our inability to detect unauthorized use or take appropriate or timely steps to enforce our rights may have an adverse effect on our business.

JUVENTUS FOOTBALL CLUB

Juventus Football Club - Risks associated with general economic conditions (industry risk)

In the short term, Juventus' earnings and financial position are not influenced significantly by overall economic conditions given that most of Juventus' revenue items stem from long-term contracts. Nonetheless, if the weakness and uncertainty of the Italian and European economy should become long-term, the activities, strategies and prospects of Juventus Football Club may be adversely affected in particular as concerns radio and TV rights, sponsorships, revenues from the new Stadium and also sales activities targeted at team supporters.

Juventus Football Club - Risks associated with activities (strategies and operational process risk)

Players' registration rights represent Juventus Football Club's factor of production. Sports activities are subject to risks connected to physical health and fitness. Injuries and accidents, therefore, can potentially have a significant impact at any time on Juventus Football Club's earnings and financial position.

At the same time, given that the business also focuses on the commercial exploitation of the brand, trademark infringement by third parties is another risk Juventus Football Club faces. The arrival on the market of a large number of imitation goods bearing Juventus Football Club's trademark or the occurrence of events that may impair the market value of the trademark would have an adverse effect on its earnings and financial position.

Finally, there are risks connected with supporter behavior which may result in fines, sanctions or other punishments being levied on Juventus Football Club and indirect damages to the club's image which may lead to lower stadium turnout and lower merchandising sales.

Juventus Football Club - Risks associated with the Transfer Campaign (strategic process risk)

Juventus Football Club's earnings and financial position are significantly affected by the acquisitions and disposals made as part of Transfer Campaigns. Difficulty in correlating individual transactions to the development plan and to the annual sports management guidelines could potentially have an adverse impact on Juventus Football Club's financial position and income statement. Moreover, having a squad of players that does not meet the technical and tactical requirements of the trainer and the strategic needs of the sporting director raises the risk of not being able to optimize the playing side, bringing unexpected or excessive costs (amortization charges, players' wages).

Juventus Football Club - Risks associated with failure to qualify for sports tournaments (strategic process risk)

Juventus Football Club's earnings are significantly affected, both directly and indirectly, by the results achieved by the team in the various tournaments it takes part in, especially the UEFA Champions League. Direct entry to the tournament is currently assured to the top two ranking teams in the Serie A Championship, while the third-placed team has the opportunity of qualifying through a preliminary qualifying round. Failure to qualify for the tournament, even where due to a reduction in the number of participating teams, as well as failure to obtain UEFA licensing, would potentially have an adverse impact on Juventus Football Club's earnings and financial position.

Juventus Football Club - Risks associated with the dependence on radio and television rights (strategic process risk)

Juventus Football Club's revenues are closely tied to proceeds from the sale of radio and television rights, the terms and conditions of those rights, and how such rights are sold. New rules governing the ownership of broadcasting rights to sports events and the distribution of proceeds, applicable starting from the 2010/2011 financial year (introduced by Legislative Decree 9 of January 9, 2008) have reduced and may further reduce Juventus' revenues, bringing a significant impact on Juventus' earnings, financial position and cash flows.

Juventus Football Club - Risks associated with the sponsorship market (industry risk)

The current economic situation has had repercussions for sports sponsorships, as sponsors today prefer to shorten the time horizon of the promotional/advertising investments they undertake. The effect of this shift in the market in the short term has been to lower the proportion of long-term sponsorship revenues compared to the past. If the economic crisis should continue, growth in sponsorship revenues may fall below expectations, with possible consequent impacts on Juventus' earnings, financial position and cash flows.

Juventus Football Club - Risks associated with the new Stadium investment (strategic and operational process risk)

Starting with the 2011/2012 season, Juventus became the first Serie A team to own its own stadium. This means that Juventus Football Club now has responsibility for the stadium with the consequent risks associated with the structure of the stadium and management of the surrounding public areas used for parking. Management of the new stadium and public parking areas during events may lead to unexpected costs, including due to damage or vandalism beyond Juventus' control. However, these are risks common to all football clubs.

Juventus Football Club - Risks associated with funding requirements (industry risk)

Numerous factors affect Juventus' financial position. These include the fulfillment of sports and business objectives, as well as trends in general economic conditions and in the markets in which Juventus Football Club operates.

Based on the Development Plan for the years 2011/2012 – 2015/2016 approved by the board of directors' meeting held on June 23, 2011 and the share issue proposed to back the Plan, Juventus intends to meet its funding requirement and planned investments from cash flows from operations and prudent use of bank credit facilities.

In accordance with its risk management policy, Juventus has credit facilities in place with a number of premier banking institutions to prevent cash flow shortages from arising. In addition to this, Juventus Football Club holds its cash and cash equivalents as demand deposits or short-term deposits with a suitable number of different banks, to ensure the prompt availability of the funds. Nevertheless, given the adverse situation of financial markets, the emergence of bank and money market situations that may interrupt normal financial transactions cannot be excluded and may give rise to cash flow shortages in the event that credit facilities were also restricted.

Juventus Football Club - Risks associated with fluctuations in interest rates and exchange rates (financial process risk)

Juventus uses various forms of funding to assure the cash flows needed for its business. These include credit lines for cash advances and credit commitments, financial leases, and special purpose loans for mid/long-term investments. Changes in interest rates can raise or lower the cost of servicing these loans. Juventus Football Club has decided to make use of financial instruments to hedge the risk of fluctuations in interest rates. Despite these hedges, sudden changes in interest rates could potentially have an adverse impact on Juventus Football Club's financial position and income statement.

Juventus conducts almost all its purchase and sale transactions in Euro. As a result, it is not exposed in any significant way to the risk of exchange rate fluctuations.

Juventus Football Club - Risks associated with the outcome of pending litigation (compliance risk)

With the assistance of its legal advisors, Juventus constantly manages and monitors all pending litigation and, on the basis of the predicable outcome, when necessary, makes accruals in specific provisions.

On the basis of pending litigation, future negative effects, both significant and insignificant, on Juventus' earnings, financial position and cash flows cannot be excluded.

ALPITOUR GROUP

Alpitour Group - General risks

The trend in demand for tourist packages is always acutely influenced by outside factors such as political risks (conflicts, institutional changes, unilateral acts of government and terrorism), the international economic situation, natural disasters and health scares (e.g. pandemics).

The international political situation, especially in situations of war and terrorist threats, could generate a contraction in demand for the Alpitour Group's services. Areas located in developing countries or plagued by unstable political and social instability are clearly more exposed to this type of risk.

Another risk factor is caused by the ravages of weather such as tsunamis, hurricanes, earthquakes, volcanic eruptions as well as pandemics or epidemics which could cause a sharp decline in demand for tourism services to the affected destinations.

A negative international economic environment could significantly affect the propensity of clients to purchase tourist packages, leading them to place more emphasis on primary needs.

Alpitour Group - Risks typical of the tourism sector

The Alpitour Group (with the exception of incoming activities) operates mostly with Italian clientele in that the product offered features qualitative standards that mirror the expectations and needs of Italian demand. Therefore, the business is strongly influenced by domestic economic conditions, interest rates, taxes, uncertainty over future economic prospects and the shift towards other goods and services in spending choices. Moreover, the fall in consumption after the slowdown in economic growth may lead to a considerable decline in the number of passengers.

The style and habits of the Italian clientele mean that the earnings of the tourism sector are highly seasonal and for the most part revenues are concentrated in the summer season.

The typical activities of the Alpitour Group use services provided by third parties, mainly suppliers of air and hotel services and travel agencies, whether individual or part of networks. The risk that such services will not be rendered efficiently and without interruption may compromise the earnings of the Alpitour Group and damage its image.

The Alpitour Group, because of its vertical integration, its presence in all the links of the tourism chain, the diversification of key suppliers and specific sales policies aimed at sustaining demand in the low season, believes that it can manage and minimize such risks.

Alpitour Group - Risks relating to information technology processes

The tourism sector is firmly anchored to information technology processes which cover the entire business cycle starting from the booking system. The risk of the interruption, even temporarily, of information systems could cause difficulties in operations and in supplying services to clients
By continually updating and maintaining its systems and designing specific disaster recovery plans, as well as holding commercial contracts with leading suppliers of substitute technologies, the Alpitour Group has all the means necessary to monitor and meet such risks.

Alpitour Group - Financial risks

Alpitour Group is exposed to financial risks such as credit risk, liquidity risk, exchange rate risk, interest rate risk and fuel price fluctuations.

The exposure to credit risk is an innate risk of the Group's activities and is mainly represented by the amount of trade receivables. The concentration of credit risk, however, is mitigated by the fact that exposure is spread over a large number of counterparties and customers, as well as by bank guarantees obtained to safeguard against greater exposure. Trade receivables are recognized in the financial statements net of writedowns calculated on the risk of non-fulfillment by the counterparties, determined by considering information available on the clients' solvency and historical data.

The Alpitour Group is subject to liquidity risk which may arise as a result of difficulties in obtaining loans to support operating activities at the appropriate times. Cash flows, financing needs and the liquidity of the group companies are monitored and managed centrally by the group treasury function with the aim of ensuring an effective and efficient management of financial resources. In order to keep refinancing costs to a minimum and ensure that the necessary cash flows are obtained on a timely basis according to the group's operating needs, the central treasury function secures sufficient credit lines.

The Alpitour Group is exposed to market risk from exchange rate fluctuations, especially the U.S. dollar, since it operates on an international level. The Alpitour Group uses loans and financing transactions to support its operating requirements. The change in interest rates may have an impact on earnings. The Alpitour Group, and, in particular, the tour operating division, based on the conditions in the contracts for the purchase of air transport services, is exposed to risks of fluctuation in fuel prices mainly in association with international political stability and other outside factors.
The Alpitour Group regularly assesses its exposure to the various types of risk and manages such risks through the use of traditional instruments and derivatives according to its management and control policy. This policy does not allow activities of a speculative nature and the use of derivatives is reserved for exposure to fluctuations in exchange rates, interest rates and fuel prices for hedging purposes.
Exposure to exchange rate risk on commercial transactions in foreign currency is hedged mainly by forward, forward knock-in and plain vanilla call option contracts. Exposure to interest rate risk on medium/long-term loans is mostly hedged by interest rate swaps and zero costs collars.
Finally, exposure to the risk of fluctuations in fuel prices is hedged by commodity swaps.
The counterparties of such contracts are leading Italian and international financial institutions with high ratings.
As regards the exchange rate risk and the price fluctuation risk of oil, according to the sales contract conditions of tourist packages, the organizers of the trip have the right to adjust the sales prices for the increase in the costs of the services generated by these two variables.

SIGNIFICANT EVENTS IN 2011

Demerger of Fiat activities and transfer to Fiat Industrial

During 2010, the Fiat Group initiated and completed a strategic project to separate the Agricultural and Construction Equipment (CNH sector) and Trucks and Commercial Vehicles (Iveco) 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.

The separation of those businesses, in the form of their partial proportional demerger from Fiat S.p.A. and transfer to Fiat Industrial S.p.A. resulted in the creation of the new Fiat Industrial Group (consisting of CNH, Iveco and FPT Industrial) on January 1, 2011. From the same date until the date of the consolidation of Chrysler, discussed later in the report, the Fiat Group post-demerger is comprised of Fiat Group Automobiles, Maserati, Ferrari, Fiat Powertrain, Magneti Marelli, Teksid and Comau. On January 3, 2011, Fiat Industrial S.p.A. shares began trading on the Electronic Share Market managed by Borsa Italiana S.p.A.

For every Fiat S.p.A. ordinary, preferred and savings share held EXOR S.p.A. received one Fiat Industrial S.p.A. share of the corresponding class of shares.

Changes in corporate positions, relative compensation and organizational structure

In the meeting held on February 11, 2011, the EXOR board of directors named John Elkann chief executive officer in addition to his role as chairman of the board. Carlo Barel di Sant'Albano resigned from the position of chief executive officer.

On March 31, 2011, the chief administration officer and manager charged with preparing the company's corporate financial reports, Mr Aldo Mazzia, left EXOR to take up operational positions in the subsidiary Juventus Football Club and was replaced by the chief financial officer, Mr Enrico Vellano, in the role of the manager responsible for the preparation of the corporate financial reports beginning April 1, 2011.

Based on the proposal by the Compensation and Nominating Committee, the board of directors in its meeting held on March 28, 2011 voted to increase the annual compensation of Mr Elkann from €1 million to €2 million by virtue of the new operational positions he has assumed within the Company.

On the same date, the board of directors took note that, as a result of Mr Sant'Albano's resignation as chief executive officer, he relinquished the 3,000,000 option rights granted to him under the EXOR Stock Option Plan 2008-2019. Moreover, since this was a voluntary resignation, he will not be entitled to the indemnity of €2.5 million on the expiry of his term of office. The board of directors also voted to maintain Mr Sant'Albano's existing insurance coverage and the use of the Company's apartment in Turin until December 31, 2011. Finally, the board of directors, in accordance with the motion submitted by the Compensation and Nominating Committee, voted to grant Mr Elkann, by virtue of the new operational positions he was conferred, 3,000,000 options, corresponding to 795,000 EXOR ordinary shares, under the EXOR Stock Option Plan 2008-2019.

Investments in Gruppo Banca Leonardo

In March 2011, EXOR S.A. purchased a total of 7,576,662 Gruppo Banca Leonardo S.p.A. ordinary shares (2.90% of share capital) at a price per share of €2.38 for a total of €18 million. EXOR S.A. now holds 45,459,968 Gruppo Banca Leonardo S.p.A. ordinary shares equal to 17.40% of its capital.

Subscription to Almacantar share capital increases

In the second quarter of 2011, Almacantar carried out a number of share capital increases. On June 20, 2011, Almacantar voted to adopt the British Pound sterling as its functional currency and converted its share capital accordingly. At this date, EXOR S.A. holds a 36.29% stake (54.98% at December 31, 2010) for a total investment of £100.3 million (€113.9 million), of which £40.3 million (€48.3 million) is still payable.

EXOR S.A.'s commitments to subscribe to further Almacantar capital increases are considered to have been met according to the agreements reached on April 16, 2010, as modified on June 15, 2011.

Resolutions passed by the shareholders' meeting

The April 28, 2011 EXOR shareholders' meeting approved the separate financial statements for the year 2010 and resolved to pay dividends of €0.31 per ordinary share, €0.3617 per preferred share and €0.3881 per savings share for a total maximum amount of €75.9 million. The dividends became payable starting on May 26, 2011.

The same shareholders' meeting also confirmed Mr Sergio Marchionne as a director of the Company. The shareholders' meeting also voted to renew the authorization for the purchase, also through subsidiaries and for the next 18 months, of the three classes of EXOR shares for a maximum number that is not to exceed the limit established by law. Finally, the meeting gave its approval, based on the proposal put forward by the board of statutory auditors, to the appointment of Reconta Ernst & Young S.p.A. as the auditors for the years 2012-2020 for the audit of the separate financial statements of EXOR S.p.A. and the consolidated financial statements of the EXOR Group.

EXOR bond issue

On May 9, 2011, out of a total amount of €1 billion authorized by the board of directors on March 28, 2011, EXOR S.p.A. issued non-convertible bonds for Japanese yen 10 billion (about €83 million). The bonds will pay 2.80% interest in Japanese yen and the term is 20 years. The exchange risk on the bonds is hedged by a cross currency swap. The cost in Euro after this transaction is equal to 6.012% per year.

Sale of the building located in Turin, Corso Matteotti 26, and merger by incorporation of EXOR Services S.c.p.a. in EXOR S.p.A.

In June 2011, the subsidiary EXOR Services S.c.p.a. finalized the sale of the building in Corso Matteotti 26 for a price of €18.2 million. The transaction generated a gain of €7.1 million.

On November 24, 2011, having fulfilled its mission upon the sale of the above building, the merger deed was signed for the incorporation of EXOR Services S.c.p.a. in EXOR S.p.A., with effect for legal purposes from December 1, 2011 and accounting and tax purposes from January 1, 2011.

Repayment of the loan extended to C&W Group

On June 27, 2011, C&W Group completely repaid the credit line extended by EXOR S.p.A. for a maximum amount of $50 million.

Exercise of options linked to Alpitour shares

On July 14, 2011, the recipients of the stock option plan linked to Alpitour shares exercised the option rights for all the shares granted in the past.

In accordance with the supplementary agreement sealed between the parties on June 10, 2011, the fair value of the options, paid to the two recipients, was equal to €21.1 million, basically in line with the amount accrued in the financial statements at December 31, 2010.

Buyback of treasury stock

Under the buyback Programs for treasury stock approved by the board of directors on May 12, 2011 and August 29, 2011, during 2011, EXOR purchased 2,619,500 ordinary shares (1.63% of the class) at an average cost per share of €16.15 for a total of €42.3 million, 1,450,900 preferred shares (1.89% of the class) at an average cost per share of €15.72 for a total of €22.8 million, and also 244,010 savings shares (2.66% of the class) at an average cost per share of €14.60 for a total of €3.6 million. The entire investment in 2011 amounted to €68.7 million.

At December 31, 2011, EXOR S.p.A. held the following treasury stock:

Class of shares	Number of shares	% of class	Carrying amount Per share (€)	Total (€ ml)
Ordinary	6,729,000	4.20	14.03	94.4
Preferred	11,690,684	15.22	11.70	136.8
Savings	665,705	7.26	11.69	7.8
				239.0

Payment against the future capital increase by Juventus Football Club S.p.A.

The Juventus Football Club S.p.A. extraordinary shareholders' meeting held on October 18, 2011 approved the capital increase for a total of €120 million proposed by the board of directors' meeting held on June 23, 2011. The capital increase aims to provide Juventus with the financial resources necessary to absorb the loss for the financial year 2010/2011 and implement the strategies set out in the Development Plan for the financial years 2011/2012 – 2015/2016.

On September 23, 2011, EXOR S.p.A. paid in its share (60% of Juventus' capital), amounting to €72 million, of the capital increase approved by the Juventus Football Club shareholders' meeting, against the future increase in share capital, to ensure that Juventus will continue functioning as a going concern. Furthermore, it also confirmed its commitment to subscribe to a quota in excess of its option rights, for a maximum amount of €9 million, corresponding to the interest held by LAFICO (7.5% of capital).

Also on the same date, Juventus extinguished the line of credit for €70 million extended by EXOR on June 23, 2011 with the early repayment of the loan, for a total of €47.6 million, including accrued interest.

Relocation of EXOR S.p.A.'s headquarters

As of September 19, 2011, the headquarters of the Company was moved to Via Nizza 250, Turin.

Simplification of the capital structure of Fiat S.p.A. and Fiat Industrial S.p.A. and increases in the investments in the two companies

On October 27, 2011, the boards of directors of Fiat S.p.A. and Fiat Industrial S.p.A. resolved to propose to the shareholders the conversion of their companies' preferred and savings shares into ordinary shares.

EXOR S.p.A. confirmed the intention to maintain its investment in Fiat and Fiat Industrial above the tender offer threshold, even after the conversion and operated on regulated markets according to the need and in keeping with the procedures established by existing law, also with regard to the obligations of communication.

Further information on the operations for the conversion of Fiat S.p.A.'s and Fiat Industrial S.p.A.'s share capital is provided under the "Review of performance of the operating subsidiaries and associates in the Holdings System".

In November and December EXOR S.p.A. purchased on the stock market 300,000 Fiat ordinary shares (0.03% of the class) 8,916,670 Fiat savings shares (11.16% of the class) and 12,164,441 Fiat Industrial savings shares (15.22% of the class), for a total equivalent amount, respectively, of €1.2 million, €29.9 million and €54.2 million.
Following these transactions, at December 31, 2011 EXOR S.p.A. held:

- 332,887,447 Fiat ordinary shares (30.47% of the class), 31,082,500 Fiat preferred shares (30.09% of the class) and 11,255,299 Fiat savings shares (14.08% of the class);
- 332,587,447 Fiat Industrial ordinary shares (30.45% of the class), 31,082,500 Fiat Industrial preferred shares (30.09% of the class) and 14,503,070 Fiat Industrial savings shares (18.15% of the class).

Sale of Alpitour S.p.A.

On December 23, 2011, EXOR reached an agreement for the sale of the investment in Alpitour S.p.A. for €225 million. The buyers are two closed-end private equity funds owned by Wise SGR S.p.A. and J. Hirsch & Co., along with other financial partners including Network Capital Partners. The buyers will carry out the transaction through SEAGULL S.r.l., a special purpose vehicle incorporated and capitalized for the purpose.

According to the agreement, EXOR will receive cash consideration of €210 million, in addition to a deferred payment of €15 million plus interest. The final total consideration will also take into account a performance-related earn-out payment to be calculated on the eventual sale by the investors of their majority interest in Alpitour.
The transaction will result in a gain for EXOR in the separate financial statements of approximately €140 million which will be recorded during 2012.
EXOR will acquire a 10% interest in the vehicle company for €10 million and will also benefit pro rata from any increase in value creation by the company.

Agreement for the sale of the Mandatory Convertible Perfect Vision Bonds

On December 23, 2011, EXOR S.A. signed a contract for the sale of the Mandatory Convertible Perfect Vision Bonds to Vision Investment Management. The contract calls for a price in cash of €9.4 million on the basis of the estimated value at December 31, 2011, as well as warrants which will give EXOR S.A. the right to subscribe to 20% of Vision Investment Management's capital in the future.
The closing of the transaction, subject to the occurrence of several conditions precedent including the issue of authorizations by the competent authorities, is expected to take place by the end of June 2012.

Criminal case relative to the contents of the press releases issued by IFIL and Giovanni Agnelli e C. on August 24, 2005

Subsequent to filing the motivations for the acquittal verdict, the Public Prosecutor's Office of Turin, by act of notification to the Company on June 3, 2011, lodged an immediate appeal under ex art. 569 of the Code of Criminal Procedure to the Supreme Court of Cassation. The hearing in the Court of Cassation is set for May 11, 2012.

SIGNIFICANT EVENTS IN THE FIRST QUARTER OF 2012

Subscription to Juventus' capital increase and purchase of option rights

In January 2012, EXOR S.p.A. subscribed to its entire share of Juventus Football Club's capital increase, corresponding to 483,736,664 new shares, for a total of €72 million, paid on September 23, 2011.
Moreover, in January 2012, EXOR purchased 9,485,117 option rights offered on the stock market for an outlay of €67 thousand, subscribing to the corresponding 37,940,468 shares for an equivalent amount of €5.6 million (3.765% of share capital). EXOR S.p.A. currently holds 642,611,298 shares, equal to 63.77% of Juventus Football Club's share capital.

Increase in Fiat and Fiat Industrial investments

During the first quarter of 2012, EXOR S.p.A. purchased on the stock market 7,597,613 Fiat savings shares (9.51% of the class) and 2,826,170 Fiat Industrial savings shares (3.54% of the class) for a total equivalent amount, respectively, of €30.8 million and €16 million.

As of today's date, pre-conversion of preferred and savings shares to ordinary shares, EXOR S.p.A. in total holds 30% of Fiat S.p.A. share capital and 29.87% of Fiat Industrial S.p.A. share capital divided in the following share classes:

- 332,887,447 Fiat ordinary shares (30.47% of the class), 31,082,500 Fiat preferred shares (30.09% of the class) and 18,852,912 Fiat savings shares (23.59% of the class);
- 332,587,447 Fiat Industrial ordinary shares (30.45% of the class), 31,082,500 Fiat Industrial preferred shares (30.09% of the class) and 17,329,240 Fiat Industrial savings shares (21.69% of the class).

In early April 2012, the extraordinary shareholders' meetings and the special shareholders' meetings of Fiat S.p.A. and Fiat Industrial S.p.A. approved the mandatory conversion of the preferred and savings shares of their respective companies into ordinary shares.

Dividends and distributions of reserves to be received during 2012

The following table shows the dividends and the distributions of reserves already approved by some of the subsidiaries and associates:

Holding	Class of shares	Number of shares		Dividends Per share	Total (€/ml)
Fiat Industrial S.p.A.	ordinary	332,587,447	€	0.185	61.5
Fiat Industrial S.p.A.	preferred	31,082,500	€	0.185	5.8
Fiat Industrial S.p.A.	savings	17,329,240	€	0.2315	4.0
					71.3
Fiat S.p.A.	preferred	31,082,500	€	0.217	6.7
Fiat S.p.A.	savings	18,852,912	€	0.217	4.1
					10.8
Total EXOR S.p.A.'s share to be received					**82.1**
SGS. S.A.	ordinary	1,173,400	CHF	65	63.2 (a)
Gruppo Banca Leonardo S.p.A.	ordinary	45,459,968	€	0.681 (b)	30.9 (b)
Total EXOR S.A.'s share to be received					**94.1**

(a) CHF 76.3 million converted at the rate of 1.20670.
(b) Of which €26.4 million (€0.581 per share) will be recognized as a deduction from the carrying amount of the investment since the distribution is by withdrawal from paid-in capital.

Finalization of the transaction for the sale of the subsidiary Alpitour S.p.A.

On March 13, 2012, EXOR and SEAGULL S.r.l. added an addendum to the December 23, 2011 agreement which, besides establishing a higher remuneration on the deferred price, calls for a commitment from EXOR to purchase from the Alpitour Group a building used as a hotel for an amount of €26 million.
The property will be leased to the Alpitour Group and will guarantee EXOR a return linked to the results of the building's management, with a minimum guaranteed payment. EXOR is assured of the possibility of selling the building to third parties without any contractual restriction.
The closing of the transaction is expected to take place in April 2012.

EXOR Incentive Plan

Today, the EXOR board of directors approved a new Incentive Plan pursuant to art. 114 bis of Legislative Decree 58/1999 which will be submitted to the shareholders' meeting of May 29, 2012 for approval.

The Plan is intended as an instrument for long-term incentive and is in two parts: the first is a stock grant and the second is a stock option:

- under the first part of the Plan, denominated "Long-Term Stock Grant", a total of 400,000 rights will be granted to approximately 30 recipients which will allow them to receive a corresponding number of EXOR ordinary shares at the vesting date set for 2018, subject to the continuation of the professional relationship with the Company and with the Companies in the Holdings System;
- under the second part of the Plan, denominated "Company Performance Stock Option", a total of 3 million option rights will be granted to the recipients which will allow them to purchase a corresponding number of EXOR ordinary shares during the vesting period from 2014 to 2018 in annual lots of the same number that will become exercisable from the time they vest until 2021, subject to reaching performance targets and the continuation of the professional relationship with the Company and with the Companies in the Holdings System. The performance target will be considered to have been reached when the annual variation in EXOR's NAV will be higher than the change in the MSCI World Index in Euro, in the year preceding that of vesting. The exercise price of the options will be determined on the basis of the arithmetic average of the Borsa Italiana trading prices of EXOR ordinary shares in the month prior to the grant date to the individual recipients. The chairman and chief executive office of the Company, Mr John Elkann, is the recipient of the Company Performance Stock Option and will receive 750,000 option rights. The other recipients could be about 15 employees of EXOR S.p.A. and/or Companies in the Holdings System, which hold key positions in the company organization.

The employee recipients of the Incentive Plan will be identified by the chairman and chief executive officer of EXOR S.p.A. The Plan will be serviced by treasury stock and therefore will not have a dilutive effect since there will be no issue of new shares. The information document relating to the Plan will be made available to the public within the time frame established by law.

FUTURE OUTLOOK

EXOR S.p.A. expects to report a profit for the year 2012.

At the consolidated level, the year 2012 should show a profit which, however, will largely depend upon the performance of the principal subsidiaries and associates. Their most recent forecasts are presented below.

Fiat Industrial Group

On the back of the Group's performance to date and expectations of continuing strong trading conditions across all sectors, especially CNH, in occasion of the presentation of the 2011 financial results, Fiat Industrial set 2012 guidance as follows:

- Revenues of approximately €25 billion;
- Trading profit between €1.9 billion and €2.1 billion;
- Net profit of approximately €0.9 billion;
- Net industrial debt between €1.0 billion and 1.2 billion;
- Cash and cash equivalents in excess of €4 billion;
- Capital expenditures between €1.2 billion and €1.4 billion.

Fiat Group

Fiat-Chrysler remains fully committed to the strategic direction laid out in the 5-year plans presented by Chrysler in November 2009 for Chrysler and April 2010 for Fiat.

Having reviewed the economic and trading conditions in the four operating regions that encompass the activities of Fiat-Chrysler, it confirms the expectations of performance in North America, Latin America and Asia-Pacific.

Recent events in the last 12 months, and more particularly in the last semester of 2011, have cast doubt on the volume assumptions governing the overall market and our own development plans for Europe up to 2014.

The level of uncertainty regarding economic activity in the eurozone in the foreseeable future has made specific point projections of financial performance unreliable.

As a result, the Group has provided guidance for 2012 in terms of ranges, from continuing depressed trading conditions in Europe to a gradual stabilization and recovery at the very end of 2012.

As a consequence, Fiat-Chrysler's 2012 full year guidance is as follows:

- Revenues above €77 billion;
- Trading profit between €3.8 to €4.5 billion;
- Net profit between €1.2 to €1.5 billion;
- Net industrial debt between €5.5 to €6 billion.

As events unfold throughout the remainder of the year, the Group expects to fully articulate the effect of the eurozone economic climate on its 2014 plan when releasing the third-quarter 2012 results.

C&W Group

For C&W Group, 2011 was marked by strategic hires, targeted acquisitions and the expansion of its geographic footprint. These moves have set the stage in balancing the platform to provide consistent and quality services to its global clients.

As C&W remains focused on achieving its goals it looks forward to 2012 expecting continued revenue and EBITDA growth. While there is caution regarding the global economy, including the European debt crisis that has slowed C&W's performance during the last quarter of 2011, the firm believes that the 2012 economic landscape should strengthen during the second half as underlying economic fundamentals come to the fore, and the real estate markets improve as a result.

Almacantar

Almacantar, after the purchase of the first two buildings in 2011, will continue in 2012 to manage these investments, ready to seize new investment opportunities in the real estate market in the center of London, which is expected to be stable owing to the effect of demand by institutional investors, the steady demand for rentals and the availability of supply in the real estate market.
In 2011, the Group reported a loss but has also increased its net assets following the purchase of its first two buildings.
The Group expects to show a profit in 2012 thanks to revenues generated by the two properties for the full year.

Juventus Football Club

Though lower than in 2010/2011, a significant loss is still expected in 2011/2012 in that it is negatively affected by the failure to participate in the UEFA Champions League, substantially stagnant media revenues due to the centralized sale of television and radio rights and the economic impact of the campaign to renew the bench of First Team players. However revenues will further benefit from the opening of the new stadium owned directly by the company.

Sequana Group

Given the prevailing economic and financial uncertainty, demand for printing and writing papers should continue to decline in 2012, particularly in the first half of the year.
Actual figures for the first two months of the year for both distribution and production confirm this outlook, as the lack of visibility hits corporate marketing and communication budgets.
Arjowiggins' specialty businesses (particularly eco-friendly papers, Security and Medical/Hospital segments) should benefit from robust demand. On the distribution side, growth in Packaging and Visual Communications and in emerging markets should continue apace.
Raw material prices should fall compared to 2011 despite continuing volatility in the business environment. This has already happened with prices for pulp – aside from a moderate increase expected in March – and waste paper and cotton prices. However, prices for energy and chemical products will remain at high levels.
Consequently, Sequana expects to deliver in 2012 an operating performance (EBITDA) ahead of 2011.

Alpitour Group

As regards the economic forecasts for 2011/2012, a year still laboring under difficulties and weak demand, the Alpitour Group has set itself the goal of increasing sales volumes and consolidating the positive earnings and financial results achieved in the last few years.

Such goals however will be subject to market recovery and an upturn in consumer demand, in addition to a return to a peaceful political situation in the entire North Africa region, especially in the Egypt and Tunisia destinations.

REVIEW OF THE RESULTS OF THE SEPARATE FINANCIAL STATEMENTS

EXOR S.p.A. closed the year 2011 with a profit of €58.7 million (€151.8 million in 2010).

The reduction was due primarily to lower dividends received from subsidiaries and associates (-€26.1 million), the impairment recorded on the subsidiary Juventus Football Club (-€56.2 million), the loss realized on the sale of the investment in Intesa Sanpaolo (-€8 million compared to the net gain of €10.2 million realized in 2010), higher net financial expenses (-€12.6 million), higher indirect taxes and duties (€0.8 million), higher income taxes for the year (-€1.5 million), countered by lower recurring expenses (€2.6 million) and higher net non-recurring income (+€19.7 million which among other things includes the gain realized by the merged EXOR Services on the sale of the building at Corso Matteotti 26 for €7.1 million).
On November 24, 2011, the merger deed was signed for the incorporation of EXOR Services in EXOR S.p.A. EXOR Services, a wholly-owned subsidiary, carried out – mainly in the interests of companies of the Group – organization and management of IT systems, telephone and data activities and management of the building at Corso Matteotti 26. Considering the characteristics of the merged company and the nature of the transaction for the sale of building, EXOR has not deemed it necessary to prepare a pro-forma income statement and a statement of financial position for 2010. However, it should be noted that the transactions entered into by EXOR Services for the first eleven months of 2011 were recorded in the EXOR financial statements as from January 1, 2011.

The income statement and statement of financial position, as well as comments on the most significant line items are presented below.

EXOR S.p.A. – Condensed Income Statement

€ million	Note	2011	2010	Change
Dividends from investments	1	**171.7**	197.8	(26.1)
Gains (losses) on disposals and impairments of investments	2	**(64.2)**	10.2	(74.4)
Net financial expenses	3	**(27.7)**	(15.1)	(12.6)
Net general expenses	4	**(19.9)**	(22.5)	2.6
Non-recurring other income (expenses) and general expenses	5	**2.4**	(17.3)	19.7
Non-deductible VAT and other indirect taxes and duties		**(2.0)**	(1.2)	(0.8)
Profit before income taxes		**60.3**	151.9	(91.6)
Income taxes		**(1.6)**	(0.1)	(1.5)
Profit for the year		**58.7**	151.8	(93.1)

EXOR S.p.A. – Condensed Statement of Financial Position

		12/31/2011		12/31/2010		
€ million	Note	Amount	%	Amount	%	Change
Investments	6	**3,817.2**	**83.6**	3,838.7	78.8	(21.5)
Other non-current financial assets		**115.8**	**2.5**	138.2	2.8	(22.4)
Current financial assets		**529.6**	**11.6**	815.8	16.8	(286.2)
Financial receivables from subsidiaries		**0.0**	**0.0**	30.6	0.6	(30.6)
Tax receivables		**25.1**	**0.5**	45.7	1.0	(20.6)
Other current and non-current assets		**1.8**	**0.0**	0.8	0.0	1.0
Non-current assets held for sale	7	**82.5**	**1.8**	0.0	0.0	82.5
Total Assets		**4,572.0**	**100.0**	4,869.8	100.0	(297.8)
Equity	8	**3,445.4**	**75.3**	3,552.5	72.9	(107.1)
Bonds		**845.8**	**18.5**	945.6	19.4	(99.8)
Current and non-current bank debt		**200.0**	**4.4**	281.1	5.8	(81.1)
Other current financial liabilities		**48.1**	**1.1**	31.8	0.7	16.3
Provisions and other current and non-current liabilities		**32.7**	**0.7**	58.8	1.2	(26.1)
Total Equity and Liabilities		**4,572.0**	**100.0**	4,869.8	100.0	(297.8)

1. **Dividends from investments**

In 2011, dividends from investments amount to €171.7 million and include dividends collected from Fiat for €40.3 million, Intesa Sanpaolo for €0.8 million, Rho Immobiliare Fund for €0.5 million, Emittenti Titoli for €0.1 million and, lastly, from EXOR S.A. for €130 million, of which €38.5 million in cash and €91.5 million corresponding to the fair value of financial instruments transferred to EXOR S.p.A.

In 2010, dividends of €197.8 million came from Fiat for €66.9 million, Intesa Sanpaolo for €0.8 million, Emittenti Titoli for €0.1 million and, lastly, from EXOR S.A. for €130 million, of which €33 million in cash and €97 million corresponding to the fair value of financial instruments transferred to EXOR S.p.A.

2. **Gains (losses) on disposals and impairments of investments**

In 2011, gains (losses) on disposals and impairments of investments include the loss of €8.0 million on the sale of the remaining 12,857,142 Intesa Sanpaolo shares (0.08% of ordinary share capital) with proceeds of €16.4 million and the impairment of €56.2 million taken up on the investment in Juventus Football Club.

3. **Net financial expenses**

Net financial expenses amount to €27.7 million in 2011. This is a net increase of €12.6 million compared to 2010 (€15.1 million).

4. **Net general expenses**

Net general expenses total €19.9 million and show a decrease of €2.6 million compared to 2010 (€22.5 million).

5. **Non-recurring other income (expenses) and general expenses**

The line item is an income balance of €2.4 million in 2011 (an expense balance of €17.3 million in 2010).

Details are as follows:

€ million	2011	2010
Gain on sale of building	**7.1**	0
Fair value adjustment of the Alpitour stock option plan	**0.9**	(9.7)
Expenses arising on employee reduction plan	**(4.7)**	(2.9)
Fees for defense in legal cases	**(0.7)**	(4.3)
Sundry other income (expenses)	**(0.2)**	(0.4)
	2.4	(17.3)

The gain on the sale of the building in Corso Matteotti 26 was realized by the merged EXOR Services.

In 2011, the fair value adjustment of the Alpitour stock option plan is positive and represents the difference between the amount paid to the recipients and the amount payable at December 31, 2010.

In 2011, the expenses arising on the employee reduction plan of EXOR S.p.A. and the merged EXOR Services amount to €4.7 million (€2.9 million in 2010).

Fees for defense in legal cases are equal to €0.7 million (€4.3 million in 2010) and refer to the fees incurred for legal assistance in the cases relating to the content of the press releases issued by IFIL and by Giovanni Agnelli e C. on August 24, 2005.

Sundry other income (expenses) shows a net expense balance of €0.2 million in 2011 relating to the expenses incurred for the transfer of the corporate headquarters from Corso Matteotti 26 to Via Nizza 250. In 2010, the net expense balance amounted to €0.4 million and referred primarily to the expense accruals in connection with the early liquidation of Fondo Integrativo Aziendale.

6. Investments

Details are as follows:

€ million	12/31/2011	12/31/2010	Change
Accounted for at cost			
Fiat Industrial S.p.A. (ordinary shares)	**1,482.7**	0.0	1,482.7
Fiat Industrial S.p.A. (preferred shares)	**130.6**	0.0	130.6
Fiat Industrial S.p.A. (savings shares)	**61.0**	0.0	61.0
	1,674.3	0.0	1,674.3
Fiat S.p.A. (ordinary shares)	**1,137.9**	2,619.4	(1,481.5)
Fiat S.p.A. (preferred shares)	**119.8**	250.4	(130.6)
Fiat S.p.A. (savings shares)	**36.1**	13.0	23.1
	1,293.8	2,882.8	(1,589.0)
EXOR S.A.	**746.5**	747.1	(0.6)
Alpitour S.p.A.	**0.0**	92.5	(92.5)
Juventus Football Club S.p.A.	**90.0**	74.2	15.8
Exor Services S.c.p.a.	**0.0**	10.0	(10.0)
Emittenti Titoli S.p.A.	**0.3**	0.3	0.0
	3,804.9	3,806.9	(2.0)
Available-for-sale investments			
Intesa Sanpaolo S.p.A. (ordinary shares)	**0.0**	20.4	(20.4)
RHO Immobiliare Fund	**12.3**	11.4	0.9
	12.3	31.8	(19.5)
Total investments	**3,817.2**	3,838.7	(21.5)

The comparison between carrying amounts and trading prices of shares held at the end of 2011 is as follows:

	Number		Carrying amount Per share (€)	Carrying amount Total (€ million)	Trading price December 30, 2011 Per share (€)		Trading price December 30, 2011 Total (€ million)
Fiat Industrial S.p.A.							
- ordinary shares	332,587,447		4.46	1,482.7	6.57		**2,186.1**
- preferred shares	31,082,500		4.20	130.6	4.55		**141.5**
- savings shares	14,503,070		4.20	61.0	4.73		**68.6**
				1,674.3			**2,396.2**
Fiat S.p.A.							
- ordinary shares	332,887,447		3.42	1,137.9	3.5		**1,166.1**
- preferred shares	31,082,500		3.85	119.8	3.04		**94.5**
- savings shares	11,255,299		3.21	36.1	3.21		**36.1**
				1,293.8			**1,296.7**
Juventus Football Club S.p.A.	604,670,830	(a)	0.1488	90.0	0.1534	(b)	**92.8**
Total				**3,058.1**			**3,785.7**

(a) Theoretical number of shares post-subscription of the quota of capital increase.
(b) Trading price on January 18, 2012, the first day of listing post-capital increase.

7. Non-current assets held for sale

In accordance with IFRS 5, following the process for the valuation of the company, the investment in Alpitour S.p.A. was reclassified and recognized at the carrying amount (€82.5 million) since it is below its realizable value (€225 million).

8. Equity

Equity at December 31, 2011 is €3,445.4 million (€3,552.5 million at December 31, 2010). The negative change of €107.1 million is detailed in the following table.
Further details are provided in the statement of changes in equity in the separate financial statements of EXOR S.p.A. at December 31, 2011.

€ million	
Equity at December 31, 2010	**3,552.5**
Dividends paid	(75.9)
EXOR treasury stock buybacks	(68.7)
Other net changes	(21.2)
Profit for the year	58.7
Net change during the year	**(107.1)**
Equity at December 31, 2011	**3,445.4**

9. Net financial position

At December 31, 2011, the net financial position is a negative €448.5 million compared to a negative €273.9 million at the end of 2010, with the negative balance increasing €174.6 million. The balance is composed as follows:

	12/31/2011					12/31/2010			
€ million	Current		Non/ current		Total	Current	Non/ current		Total
Financial assets	435.3	(a)	115.7	(a)	551.0	596.0	138.2	(a)	734.2
Financial receivables from subsidiary	0.0		0.0		0.0	30.6	0.0		30.6
Cash and cash equivalents	94.2		0.0		94.2	219.8	0.0		219.8
Total financial assets	**529.5**		**115.7**		**645.2**	846.4	138.2		984.6
EXOR bonds 2011-2031	(0.7)		(99.5)		(100.2)	0.0	0.0		0.0
EXOR bonds 2007-2017	(22.4)		(746.2)		(768.6)	(22.4)	(745.7)		(768.1)
EXOR bonds 2006-2011	0.0		0.0		0.0	(200.1)	0.0		(200.1)
Bank debt and other financial liabilities	(24.9)		(200.0)		(224.9)	(240.3)	(50.0)		(290.3)
Total financial liabilities	**(48.0)**		**(1,045.7)**		**(1,093.7)**	(462.8)	(795.7)		(1,258.5)
Net financial position of EXOR S.p.A.	**481.5**		**(930.0)**		**(448.5)**	383.6	(657.5)		(273.9)

(a) Of which €77 million is included in the current portion and €114.9 million in the non-current portion. They relate to bonds issued by leading counterparties, listed on active regulated markets which the Company intends, and is able, to hold until their natural repayment date as an investment for a part of its available cash, in order to ensure a constant attractive flow of financial income. This designation was decided in accordance with IAS 39, paragraph 9.
Such financial instruments are free of whatsoever restriction and, therefore, can be monetized whenever the Company should so decide. Their classification as non-current in the financial position has been adopted only in view of the fact that their natural maturity date is 12 months beyond the closing date of the financial statements. There are no trading restrictions and their degree of liquidity or the degree to which they can be converted into cash is considered high.

The negative change of €174.6 million in 2011 is due to the following cash flows:

€ million			
Net financial position at December 31, 2010			**(273.9)**
Dividends and reimbursement of reserves received from the investment holdings			181.7
- Exor S.A.	130.0		
- Fiat S.p.A.	40.3		
- Intesa Sanpaolo S.p.A.	0.8		
- Emittenti Titoli	0.1		
- Rho Immobiliare Fund	0.5		
- Alpitour S.p.A. (reimbursement of reserves)	10.0		
EXOR treasury stock purchases			(68.7)
- 2,619,500 ordinary shares (1.63% of the class)	(42.3)		
- 1,450,900 preferred shares (1.89% of the class)	(22.8)		
- 244,010 savings shares (2.66% of the class)	(3.6)		
Purchase of shares and subscription of capital increases			
Purchases:			(161.2)
- 12,164,441 Fiat Industrial S.p.A. savings shares (15.22% of the class)	(54.2)		
- 300,000 Fiat S.p.A. ordinary shares (0.03% of the class)	(1.2)		
- 8,916,670 Fiat S.p.A. savings shares (11.16% of the class)	(29.9)		
Capital increases:			
- Intesa Sanpaolo	(3.9)		
- Juventus Football Club	(72.0)		
Sale of 12,857,142 Intesa Sanpaolo ordinary shares (0.08% of ordinary capital)			16.4
Sale of building in Corso Matteotti 26			18.2
Dividends paid by EXOR S.p.A.			(75.9)
Other changes			(85.1)
- Net general expenses (excluding the figurative cost of the EXOR stock option plan)	(18.2)		
- Non-recurring other income (expenses) and general expenses (excluding fair value adjustment of Alpitour stock option plan)	(5.6)		
- Indirect taxes and duties	(2.0)		
- Net financial expenses	(27.7)		
- Alpitour stock option payment	(21.1)		
- Other net changes	(10.5)	(a)	
Net change during the year			**(174.6)**
Net financial position at December 31, 2011			**(448.5)**

(a) Other net changes include the valuation of interest rate swaps on loans for -€23.7 million and the variation of non-financial receivables and payables for +€13.2 million.

10. Reconciliation between the separate financial statements of EXOR S.p.A. and the consolidated financial statements of the Group

The following reconciliation of the profit for the year and equity in the separate financial statements of EXOR S.p.A. for the years ended December 31, 2011 and December 31, 2010 and the corresponding figures in the consolidated financial statements of the EXOR Group at the same dates are presented as required by Consob Communication 6064293 dated July 28, 2006.

	Profit (Loss)		Equity	
€ million	2011	2010	12/31/2011	12/31/2010
Separate financial statements of EXOR S.p.A.	**59**	**152**	**3,445**	**3,553**
Difference between the carrying amounts of investments and corresponding equity at the end of the prior year			**2,522**	1,765
Net balance between the changes during the year in the equity of consolidated companies and companies accounted for by the equity method (excluding the result)			**(28)**	771
Share of the profit (loss) of consolidated companies and companies accounted for by the equity method, net of consolidation adjustments	**514**	206	**514**	206
Elimination of dividends received from consolidated companies and companies accounted for by the equity method	**(176)**	(202)	**(176)**	(202)
Adjustments of gains/losses on disposals of investments and writedowns	**108**	(19)	**108**	(19)
Other consolidation adjustments	**(1)**		**18**	1
Consolidated financial statements of the EXOR Group (attributable to owners of the parent)	**504**	**137**	**6,403**	**6,075**

REVIEW OF THE CONSOLIDATED RESULTS OF THE EXOR GROUP – SHORTENED

Through the subsidiary EXOR S.A., EXOR S.p.A. holds some important investments and controls some companies which contribute to the Group's investment activities and financial resource management. These companies constitute the so-called Holdings System (the complete list of these companies is presented below).

It should be noted that the merger by incorporation of EXOR Services S.c.p.a. in EXOR S.p.A. was concluded with effect on December 1, 2011.

EXOR presents annual consolidated financial statements (statement of financial position and income statement) prepared by applying the "shortened" consolidation criteria. Such shortened statements, in order to facilitate the analysis of the financial position and the results of operations of the Group, are also presented along with the half-year condensed consolidated financial statements and in the interim reports at March 31 and September 30 of each year.

In the preparation of the shortened consolidated statement of financial position and income statement, the separate financial statements or accounting data drawn up in accordance with IFRS by EXOR S.p.A. and by the subsidiaries in the "Holdings System" are consolidated line-by-line; the investments in the operating subsidiaries and associates (Fiat Industrial, Fiat, C&W Group, Almacantar, Sequana, Juventus Football Club and Alpitour) are accounted for using the equity method on the basis of their consolidated financial statements or separate financial statements (in the case of Juventus Football Club) or accounting data prepared in accordance with IFRS.

Following the start of a process for the valuation of the subsidiary Alpitour, which began in the first quarter of 2011 and culminated on December 23, 2011 when a preliminary agreement was reached for its sale, the subsidiary was reclassified beginning June 30, 2011 to non-current assets held for sale, as established by IFRS 5, since it represents a separate major line of the EXOR Group's business. Accordingly, EXOR's share of the equity in the Alpitour Group, at the above reclassification date, was recorded in "Non-current assets held for sale" in the statement of financial position, while the share of the Alpitour Group's result was reclassified to a separate line of the income statement "Profit (loss) from Discontinued Operations". Moreover, the income statement for the year 2010 was restated for purposes of comparison.
Since the sales contract sealed on December 23, 2011 is subject to conditions precedent, the accounting treatment adopted beginning June 30, 2011 was also maintained for December 31, 2011, in accordance with IFRS 5.

The following table shows the consolidation and valuation methods of the investment holdings:

	% of consolidation	
	12/31/2011	12/31/2010
Companies in the Holdings System consolidated line-by-line (a)		
- Exor S.A. (Luxembourg)	**100**	100
- Exor Capital Limited (Ireland)	**100**	100
- Exor Inc. (USA)	**100**	100
- Ancom USA Inc. (USA)	**100**	100
- Exor LLC (USA)	**99.80**	99.80
Investments in operating subsidiaries and associates, accounted for by the equity method		
- Fiat Industrial Group	**30.56**	29.59 (b)
- Fiat Group	**30.33**	29.59 (b)
- C&W Group (c)	**78.31**	78.56
- Juventus Football Club S.p.A.	**60**	60
- Sequana Group	**28.43**	28.37
- Almacantar Group	**36.30**	54.98 (d)

(a) The list does not include companies in a wind-up and/or wound-up during 2010.
(b) Percentage restated for comparative purposes.
(c) The percentage is calculated on issued share capital, net of treasury stock held and net of the estimate of treasury stock purchases from non-controlling interests to be made by C&W Group.
(d) Measured at cost since it was non-operational.

The EXOR Group closes the year 2011 with a consolidated profit of €504.2 million; the year 2010 ended with a consolidated profit of €136.7 million. The increase of €367.5 million stems from better results by subsidiaries and associates (+€396.2 million), higher dividends from investment holdings (+€32.1 million) offset in part by lower net financial income (expenses) (-€54.1 million) and other net changes (-€6.7 million),

The consolidated equity attributable to owners of the parent stands at €6,403.4 million at December 31, 2011 with a net increase of €328.5 million compared to €6,074.9 million at the end of 2010. Further details are provided in note 12.

The consolidated net financial position of the Holdings System at December 31, 2011 is a negative €325.8 million. This is a negative change of €368.4 million compared to the end of 2010, equal to a positive balance of €42.6 million, deriving principally from investments made during the course of the year.
Further details are provided in note 13.

The shortened consolidated **income statement** and **statement of financial position** and notes on the most significant line items are presented below.

EXOR GROUP – Consolidated Income Statement - Shortened

€ million	Note	2011	2010 Restated	Change
Share of the profit (loss) of investments accounted for by the equity method	1	**518.5**	122.3	396.2
Dividends from investments	2	**82.2**	50.1	32.1
Gains (losses) on disposals of investments and impairments, net	3	**(8.0)**	(8.8)	0.8
Net financial income (expenses)	4	**(35.8)**	18.3	(54.1)
Net general expenses	5	**(26.4)**	(26.6)	0.2
Non-recurring other income (expenses) and general expenses	6	**(1.6)**	(19.9)	18.3
Indirect taxes and duties		**(2.3)**	(2.0)	(0.3)
Profit before income taxes		**526.6**	133.4	393.2
Income taxes	7	**(10.6)**	(7.6)	(3.0)
Profit (loss) from Discontinued Operations		**(11.8)** (a)	10.9	(22.7)
Profit attributable to owners of the parent		**504.2**	136.7	367.5

(a) Referring to the first six months of 2011.

EXOR GROUP – Consolidated Statement of Financial Position - Shortened

€ million	Note	12/31/2011	12/31/2010	Change
Non-current assets				
Investments accounted for by the equity method	8	**4,822.6**	4,227.1	595.5
Other financial assets:				
- Investments measured at fair value	9	**1,717.4**	1,686.7	30.7
- Other investments	10	**223.7**	346.8	(123.1)
- Other financial assets		**1.0**	0.2	0.8
Other property, plant and equipment and intangible assets		**0.7**	11.8	(11.1)
Total Non-current assets		**6,765.4**	6,272.6	492.8
Current assets				
Financial assets and cash and cash equivalents	13	**701.0**	1,116.9	(415.9)
Tax receivables and other receivables		**27.5**	48.4	(20.9)
Total Current assets		**728.5**	1,165.3	(436.8)
Non-current assets held for sale	11	**70.3**	0.0	70.3
Total Assets		**7,564.2**	7,437.9	126.3
Capital issued and reserves attributable to Owners of the Parent	12	**6,403.4**	6,074.9	328.5
Non-current liabilities				
Bonds and other debt	13	**1,045.8**	847.1	198.7
Provisions for employee benefits		**2.2**	3.2	(1.0)
Deferred tax liabilities, other liabilities and provisions		**6.5**	5.0	1.5
Total Non-current liabilities		**1,054.5**	855.3	199.2
Current liabilities				
Bonds, bank debt and other financial liabilities	13	**96.3**	470.3	(374.0)
Other payables		**10.0**	37.4	(27.4)
Total Current liabilities		**106.3**	507.7	(401.4)
Total Equity and Liabilities		**7,564.2**	7,437.9	126.3

1. Share of the profit (loss) of investments accounted for using the equity method

In 2011, the share of the profit (loss) of investments accounted for using the equity method is a profit of €518.5 million (a profit of €122.3 million in 2010). The positive change of €396.2 million principally reflects better results reported by the subsidiaries Fiat Industrial Group and Fiat Group (which benefited from unusual income deriving from the acquisition of control of the Chrysler Group).

		Profit (Loss) (in millions)			EXOR's share (€ million)				
		2011		2010	**2011**		2010		Change
Fiat Industrial Group	€	**624.0**	€	341.0	**189.8**	(a)	100.9	(b)	88.9
Fiat Group	€	**1,334.0**	€	179.0	**398.4**	(a)	43.3	(b)	355.1
C&W Group	$	**14.9**	$	13.1	**8.3**		7.8		0.5
Almacantar Group (c)	£	**(4.3)**		n.a.	**(1.8)**		n.a.		(1.8)
Juventus Football Club S.p.A.	€	**(90.5)**	€	(64.7)	**(54.3)**		(38.8)		(15.5)
Sequana Group	€	**(77.0)**	€	32.1	**(21.9)**		9.1		(31.0)
Total					**518.5**		122.3		396.2

a) Including consolidation adjustments.
b) Data restated for purposes of comparison, including consolidation adjustments.
c) Measured at cost in 2010 since it was non-operational.

For comments on the review of performance of the operating subsidiaries and associates, please refer to the next sections.

2. Dividends from investments

In 2011, dividends from investments amount to €82.2 million and included dividends received from SGS for €59.4 million (€49.1 million in 2010), Gruppo Banca Leonardo for €19.1 million, The Economist Newspaper for €2.1 million (€0.1 million in 2010) and other investment holdings for €1.6 million (€0.9 million in 2010).
The distribution of reserves received from Alpitour for €10 million was recorded as a deduction from the carrying amount of the investment.

3. Gains (losses) on disposals of investments and impairments, net

In 2011, gains (losses) on disposals of investments and impairments, net, refer to the loss of €8 million realized on the sale on the stock market of the remaining 12,857,142 Intesa Sanpaolo shares (0.08% of ordinary share capital).
In 2010, the line item included the net gain of €0.6 million realized on the sale of the 0.25% stake in Intesa Sanpaolo ordinary share capital, as well as the impairment charge of €9.4 million to align the carrying amount (€2.98 per share) of the remaining 10 million Intesa Sanpaolo shares to the trading price at December 30, 2010 (€2.042 per share).

4. Net financial income (expenses)

In 2011, the net financial expenses balance is €35.8 million (a net financial income balance of €18.3 million in 2010). Details of the composition of net financial income (expenses) are as follows:

€ million	2011	2010	Change
Interest and other financial income			
Income and dividends on securities held for trading (a)	84.2	81.7	2.5
Income on non-current securities and other investments	2.1	0.2	1.9
Interest income on:			
- bonds	27.9	30.3	(2.4)
- receivables from banks	3.4	1.7	1.7
- receivables from the tax authorities	0.7	0.7	0.0
- loans extended to subsidiaries (b)	1.6	2.9	(1.3)
Exchange gains	8.6	14.3	(5.7)
Income from interest rate hedges	0	0.4	(0.4)
Other financial income	0.1	0.3	(0.2)
Interest and other financial income	**128.6**	132.5	(3.9)
Interest and other financial expenses			
EXOR bond interest expenses	(47.8)	(48.6)	0.8
Financial expenses on securities held for trading (a)	(52.6)	(42.3)	(10.3)
Exchange losses	(12.8)	(6.6)	(6.2)
Expenses from interest rate hedges	(2.2)	(5.4)	3.2
Bank interest and other financial expenses	(10.3)	(4.8)	(5.5)
Interest and other financial expenses	**(125.7)**	(107.7)	(18.0)
Fair value adjustments to current and non-current financial assets			
Positive adjustments	5.3	26.5	(21.2)
Negative adjustments	(44.0)	(33.0)	(11.0)
Fair value adjustments to current and non-current financial assets	**(38.7)**	(6.5)	(32.2)
Financial income (expenses)	**(35.8)**	18.3	(54.1)

(a) Principally includes realized gains/losses.
(b) Relating to C&W Group for €1.3 million (€2.9 million in 2010) and Juventus Football Club for €0.3 million.

In 2011, the fair value adjustments of non-current financial assets include the writedown of Vision convertible bonds for €19.6 million to adjust the carrying amount to the price under the sales agreement signed between EXOR S.A. and Vision Investment Management Ltd. on December 23, 2011.

In 2010, the net fair value adjustments were negative for €6.5 million and principally comprised the impairment charge on the embedded derivative relative to Vision convertible bonds for €16.7 million and the reversal of the impairment charge for €1.6 million on the remaining receivables due from DLMD, subsequently sold in July 2010.

Considering only the assets and liabilities included in the balance of the net financial position of the Holdings System (see note 13), there is a net financial expenses balance of €23.3 million (a net financial income balance of €25.8 million in 2010).

Details are as follows:

€ million	2011	2010	Change
Interest and other financial income	119.8	122.4	(2.6)
Interest and other financial expenses	(124.0)	(105.2)	(18.8)
Fair value adjustments of current and non-current assets	(19.1)	8.6	(27.7)
Financial income (expenses) balance generated by the financial position	**(23.3)**	25.8	(49.1)

5. Net general expenses

In 2011, net general expenses amount to €26.4 million, basically in line with 2010.
During 2010, EXOR had benefited from the income on consulting services rendered to the subsidiary C&W Group for €3.8 million. Such amount decreased to €0.5 million in 2011.
The balance includes the figurative cost of the EXOR stock option plan for about €1.7 million (€2 million in 2010). Details of the main items are as follows:

€ million	2011		2010	Change
Personnel costs	**(11.2)**		(14.8)	3.6
Compensation to and other costs relating to directors	**(6.4)**		(5.6)	(0.8)
Purchases of goods and services	**(7.8)**		(8.9)	1.1
Other operating expenses	**(2.9)**	(a)	(3.0)	0.1
Revenues and cost recoveries	**1.9**		5.7	(3.8)
Total	**(26.4)**		(26.6)	0.2

(a) Principally includes expenses connected with the management of the investments of the subsidiary EXOR S.A. for €2.2 million.

6. Non-recurring other income (expenses) and general expenses

In 2011, this line item is a negative €1.6 million with a net decrease of €18.3 million compared to 2010 (€19.9 million). Details are as follows:

€ million	2011	2010	Change
Fair value adjustment of Alpitour stock option plan	**0.9**	(9.7)	10.6
Expenses connected w ith employee reduction plan	**(8.3)**	(2.9)	(5.4)
Expenses incurred for defense in legal cases	**(0.8)**	(4.8)	4.0
Expenses connected w ith the valuation/execution of investment projects	**(0.3)**	(2.0)	1.7
Gain on the sale of the building by merged company Exor Services	**7.1**	0.0	7.1
Sundry other income (expenses)	**(0.2)**	(0.5)	0.3
Total	**(1.6)**	(19.9)	18.3

In 2011, the fair value adjustment of the Alpitour stock option plan is positive for €0.9 million and represents the difference between the amount paid to the recipients and the amount payable at December 31, 2010.

In 2011, the expenses connected with employee reduction plan refer to EXOR and the merged company EXOR Services for €4.7 million (€2.9 million in 2010) and a foreign subsidiary for €3.6 million.

In 2011, the fees incurred for defense in legal cases are equal to €0.8 million and mainly refer to the fees incurred for legal assistance in the cases relating to the content of the press releases issued by IFIL and by Giovanni Agnelli e C. on August 24, 2005 (€4.3 million in 2010).

Sundry other income (expenses) shows the expenses incurred for the transfer of the corporate headquarters from Corso Matteotti 26 to Via Nizza 250.
In 2010, the balance was -€0.5 million and included expenses in connection with the early liquidation of Fondo Integrativo Aziendale (€0.3 million), and other expenses of €0.2 million.

7. Income taxes

Income taxes show an expense of €10.6 million (€7.6 million in 2010) and include mainly the 15% withholding tax at source recorded on the dividends received from SGS of €8.9 million (€7.4 million in 2010) and deferred income taxes of the parent EXOR of €1.6 million.

8. Investments accounted for using the equity method

Details are as follows:

€ million	Carrying amount at 12/31/2011	Carrying amount at 12/31/2010		Change
Fiat Group	**1,298.9**	1,083.4	(a)	215.5
Fiat Industrial Group	**2,724.5**	2,338.5	(a)	386.0
C&W Group	**471.5**	448.4		23.1
Sequana Group	**190.3**	230.9		(40.6)
Almacantar Group	**116.9**	10.0	(b)	106.9
Juventus Football Club S.p.A.	**19.1**	30.7		(11.6)
Other (c)	**1.4**	1.4		0.0
Alpitour Group (d)	**-**	83.8		(83.8)
Total	**4,822.6**	4,227.1		595.5

(a) Data reclassified for purposes of comparison.
(b) Measured at cost since it was not fully operational.
(c) Measured at cost.
(d) Reclassified to non-current assets held for sale beginning June 30, 2011.

9. Other non-current financial assets – Investments measured at fair value

Details are as follows:

€ million	12/31/2011 %		12/31/2011 Carrying amount	12/31/2010 %		12/31/2010 Carrying amount	Change
SGS S.A.	15.00		**1,501.0**	15.00		1,472.4	28.6
Gruppo Banca Leonardo S.p.A.	17.40		**105.2**	14.57		87.4	17.8
Banijay Holding S.A.S.	17.09		**40.1**	17.09		38.6	1.5
The Economist Newspaper Ltd	4.72		**31.9**	4.72		29.9	2.0
BTG Pactual (a)	0.26		**22.5**	0.26		19.0	3.5
NoCo A L.P.	2.00	(b)	**16.7**	2.00	(b)	19.0	(2.3)
Intesa Sanpaolo	-		**0.0**	0.08		20.4	(20.4)
Total			**1,717.4**			1,686.7	30.7

(a) Investment made at the end of 2010 through the acquisition of investments in Copacabana Prince Participações S.A. and BTG Investments LP. At December 31, 2011, the increase of €3.5 million derives from the fair value adjustment (with recognition in equity).
(b) Percentage stake in the limited partnership, measured at cost.

The increase in the investment in **SGS**, equal to €28.6 million, is attributable to the fair value adjustment at December 30, 2011. The trading price per SGS share at December 30, 2011 was CHF 1,555, equal to €1,279.2 at the year-end exchange rate of 1.2156. The original carrying amount of the investment in SGS was €469.7 million; at December 31, 2011 the net positive fair value adjustment recognized in equity amounted to €1,031.3 million.

The increase in the investment in **Gruppo Banca Leonardo** is due to purchases of another 7,576,662 ordinary shares (2.90% of share capital) for a total of €18 million net of the negative fair value adjustment for €0.2 million (with recognition in equity).

The increase in the investment in **Banijay Holding** is attributable to the positive fair value adjustment for €1.5 million (with recognition in equity).

The decrease in the **NoCo A** limited partnership derives from the reimbursement of the share of reserves for €2.6 million and the positive exchange differences on translating foreign operations for €0.3 million.

10. Other non-current financial assets – Other investments

Details are as follows:

€ million	12/31/2011		12/31/2010	Change	
Investments measured at fair value					
- Perella Weinberg funds	**70.0**		48.3	21.7	
- RHO Immobiliare Fund	**12.4**		11.4	1.0	
- Other	**25.6**		18.0	7.6	
	108.0		77.7	30.3	
Investments measured at amortized cost					
- Perfect Vision Limited convertible bonds	**0.0**	(a)	76.1	(76.1)	
- Other bonds held to maturity	**114.4**		191.6	(77.2)	(b)
	114.4		267.7	(153.3)	
Other investments	**1.3**		1.4	(0.1)	
Total	**223.7**		346.8	(123.1)	

(a) Reclassified to non-current assets held for sale.
(b) Reclassified to current financial assets.

The net increase in the **Perella Weinberg Funds,** equal to €21.7 million, is attributable to investments made in NoCo B LP and in the Perella Weinberg Real Estate I Fund, respectively, for €7.3 million and €14.1 million, offset in part by reimbursements for €4 million and by the positive fair value adjustment for €4.3 million (with recognition in equity).
At December 31, 2011, the remaining investment commitments in NoCo B LP and in the Perella Weinberg Real Estate I Fund amount, respectively, to $34 million (€26.3 million) and €2.9 million.

11. Non-current assets held for sale

Non-current assets held for sale include:
- the EXOR Group's share of the **Alpitour Group's** net equity at June 30, 2011 for €60.9 million, reclassified to "Non-current assets held for sale" following the start of a process for its valuation, not yet concluded at December 31, 2011 since the agreement for its sale sealed on December 23, 2011 is subject to conditions precedent which will occur during the first six months of 2012;
- the valuation of **Perfect Vision convertible bonds** and the **embedded derivative instrument** (€9.4 million) carried out on the basis on the criteria established in the agreement signed on December 23, 2011 by EXOR S.A. and Vision Investment Ltd.

12. Capital issued and reserves attributable to owners of the parent

Details are as follows:

€ million	12/31/2011	12/31/2010	Change
Share capital	**246.2**	246.2	0.0
Reserves	**6,396.2**	5,999.0	397.2
Treasury stock	**(239.0)**	(170.3)	(68.7)
Total	**6,403.4**	6,074.9	328.5

Details of the changes during the year are as follows:

€ million	
Balance at December 31, 2010	**6,074.9**
Fair value adjustments of investments and other financial assets:	
- SGS S.A. (note 9)	28.6
- Perella Weinberg Funds (not 10)	4.3
- BTG Pactual (note 9)	3.5
- Other financial assets	10.1
Purchases of treasury stock	(68.7)
Attributable exchange differences on translating foreign operations (+€ 26.5 million) and other net changes recorded in equity, shown by the investments consolidated and accounted for using the equity method (-€ 104.1 million)	(77.6)
Dividends paid by EXOR S.p.A.	(75.9)
Profit attributable to owners of the parent	504.2
Net change during the year	**328.5**
Balance at December 31, 2011	**6,403.4**

Details of the composition and changes in treasury stock are presented under "Significant events in 2011" in this Report on Operations.

13. Consolidated net financial position of the Holdings System

The consolidated net financial position of the Holdings System at December 31, 2011 shows a negative balance of €325.8 million and a negative change of €368.4 million compared to the balance at the end of 2010 (+€42.6 million). The balance is composed as follows:

	12/31/2011			12/31/2010		
€ million	Current	Non current	Total	Current	Non current	Total
Financial assets	**485.6**	**115.3**	**600.9**	724.8	191.7	916.5
Financial receivables from subsidiaries	**0.0**	**0.0**	**0.0**	30.6 (a)	0.0	30.6
Cash and cash equivalents	**215.4**	**0.0**	**215.4**	361.5	0.0	361.5
Total financial assets	**701.0**	**115.3**	**816.3**	1,116.9	191.7	1,308.6
EXOR bonds 2011-2031	**(0.7)**	**(99.5)**	**(100.2)**	0.0	0.0	0.0
EXOR bonds 2007-2017	**(22.4)**	**(746.3)**	**(768.7)**	(22.4)	(745.7)	(768.1)
EXOR bonds 2006-2011	**0.0**	**0.0**	**0.0**	(200.1)	0.0	(200.1)
Financial payables to associates	**(48.3)**	**0.0**	**(48.3)**	(7.5)	0.0	(7.5)
Bank debt and other financial liabilities	**(24.9)**	**(200.0)**	**(224.9)**	(240.3)	(50.0)	(290.3)
Total financial liabilities	**(96.3)**	**(1,045.8)**	**(1,142.1)**	(470.3)	(795.7) (b)	(1,266.0)
Consolidated net financial position of the Holdings System	**604.7**	**(930.5)**	**(325.8)**	646.6	(604.0)	42.6

(a) Included the receivable from C&W Group for the amount drawn down on the credit facility granted by EXOR S.p.A.
(b) Does not include the negative fair value of €51.4 million on the embedded derivative relating to Perfect Vision convertible bonds.

Current financial assets include equity securities and bonds issued by leading issuers, both of which are listed on active regulated markets, and collective investment instruments. Such financial securities, if held for trading, are measured at fair value on the basis of the trading price at year end, translated, if appropriate, at the year-end exchange rates, with recognition of the fair value in profit or loss; if held-to-maturity, they are measured at amortized cost. Derivative financial instruments are also used for the management of current financial assets.

Non-current financial assets include bonds issued by leading counterparties and listed on active regulated markets which the Group intends, and is able, to hold until their natural repayment date as an investment for a part of its available cash so that it can receive a constant attractive flow of financial income. Such designation was made in accordance with IAS 39, paragraph 9.
Such financial instruments are free of whatsoever restriction and, therefore, can be monetized whenever the Group should so decide. Their classification as non-current in the financial position has been adopted only in view of the fact that their natural maturity date is 12 months beyond the closing date of the financial statements. There are no trading restrictions and their degree of liquidity or the degree to which they can be converted into cash is considered high.

Cash and cash equivalents include demand deposits or short-term deposits, and readily negotiable money market instruments and bonds. Investments are spread over an appropriate number of counterparties since the primary objective is having investments which can readily be converted into cash. The counterparties are chosen according to their creditworthiness and reliability.

EXOR bonds 2011-2031 were issued at the beginning of May 2011 for Japanese yen 10 billion and at the same time hedged in Euro, for a total equivalent amount of approximately €83 million, in order to eliminate the exchange risk. The bonds pay a 2.80% coupon in Japanese yen. The exchange risk is hedged by a cross currency swap which pays EXOR in Japanese yen both interest and, at maturity, principal. The cost in Euro is thus equal to 6.012% per year.

Financial payables to associates of €48.3 million refer to the payable to Almacantar S.A. for the share of share capital subscribed but not yet paid.

The negative change of €368.4 million is due to the following flows:

€ million		
Net financial position of the Holdings System at December 31, 2010		**42.6**
Dividends from investment holdings		128.1
- SGS S.A.	59.4	
- Fiat S.p.A.	40.3	
- Sequana S.A.	5.6	
- Gruppo Banca Leonardo S.p.A.	19.1	
- The New Economist	2.1	
- Intesa Sanpaolo S.p.A.	0.8	
- BTG Pactual	0.7	
- Emittenti Titoli S.p.A.	0.1	
Reimbursements of reserves from investment holdings		12.6
- Alpitour S.p.A.	10.0	
- NoCo A L.P.	2.6	
EXOR S.p.A. buybacks of treasury stock		(68.7)
- 2,619,500 ordinary shares (1.63% of the class)	(42.3)	
- 1,450,900 preferred shares (1.89% of the class)	(22.8)	
- 244,010 savings shares (2.66% of the class)	(3.6)	
Investments		(298.9)
- Almacantar S.A. (purchase of 71,549 shares and subscription of 91,194,000 shares)	(103.9) (a)	
- Juventus Football Club S.p.A. (payment against future capital increase)	(72.0)	
- Fiat Industrial S.p.A. (15.22% of savings capital)	(54.2)	
- Fiat S.p.A. (11.16% of savings capital and 0.03% of ordinary capital)	(31.1)	
- Gruppo Banca Leonardo S.p.A. (2.90% of share capital)	(18.0)	
- NoCo B L.P. and Perella Weinberg Real Estate I	(17.1)	
- BDT Capital Partners Fund I L.P.	(2.6)	
Sales		30.7
- Building in Corso Matteotti 26	18.2	
- Intesa Sanpaolo S.p.A. (remaining stake), net of increase for subscription of capital increase	12.5	
Dividends paid by EXOR S.p.A.		(75.9)
Other changes		(96.3)
- Net general expenses (excluding the figurative cost of EXOR stock option plan)	(24.7)	
- Non-recurring other income (expenses) and general expenses	(9.6)	
- Indirect taxes and duties	(2.1)	
- Net financial expenses (b)	(23.3)	
- Income taxes paid	(9.2)	
- Payment of Alpitour stock options	(21.1)	
- Other net changes	(6.3) (c)	
Net change during the year		**(368.4)**
Consolidated net financial position of the Holdings System at December 31, 2011		**(325.8)**

(a) Of which €59.2 million is already paid in.
(b) Includes interest income and other financial income (+€128.6 million), interest expenses and other financial expenses (-€125.7 million), fair value adjustments of current and non-current financial assets (-€38.7 million) net of negative fair value adjustments of Vision convertible bonds (+€15.2 million) and other income on non-current financial assets (-€2.7 million) therefore, not included in the balance of the net financial position.
(c) Principally refers to the parent EXOR and includes the measurement of interest rate swaps on loans for -€23.7 million and the change in non-financial receivables and payables for +€13.2 million.

At December 31, 2011, EXOR S.p.A. has irrevocable credit lines for €690 million, of which €420 million is due after December 31, 2012, as well as revocable credit lines for approximately €615 million.
On November 23, 2011, Standard & Poor's affirmed EXOR's long-term and short-term debt ratings (respectively "BBB+" and "A-2") and raised the outlook from "negative" to "stable".

OTHER INFORMATION

Direction and coordination

EXOR S.p.A. is not subject to the direction and coordination of any other company or entity and is fully independent in the definition of its general strategic and operating guidelines.

Programming document on security

The Company has prepared the programming document on security on March 31, 2011 for the year 2011 according to the provisions of Legislative Decree 196 dated June 30, 2003, attachment B – technical specifications regarding minimum security measures. The document has been drawn up by the person in charge of the processing of the data.

Related party transactions

Information and balances related to transactions with related parties are disclosed in specific notes to the separate and consolidated financial statements.

Information pertaining to personnel

The information is reported in the notes to the separate and consolidated financial statements.

REVIEW OF PERFORMANCE OF THE OPERATING SUBSIDIARIES AND ASSOCIATES IN THE HOLDINGS SYSTEM

(30.45% of ordinary share capital, 30.09% of preferred share capital and 21.69% of saving share capital. Fiat also holds 3.1% of share capital)

The main consolidated results of the Fiat Industrial Group in 2011 are as follows:

	Year		
€ million	2011	2010	Change
Net revenues	**24,289**	21,342	2,947
Trading profit (loss)	**1,686**	1,092	594
Operating profit (loss)	**1,629**	1,017	612
Profit (loss)	**701**	378	323
Profit (loss) attributable to owners of the parent	**624**	341	283

	Balance at	
€ million	12/31/2011	12/31/2010
Total consolidated assets	**38,643**	34,291
Net (debt) / cash	**(14,549)**	(12,179)
-of which: Net (debt) / cash of the Industrial Activities	**(1,239)**	(1,900)
Equity attributable to owners of the parent	**4,555**	3,987

Net revenues of the Group are up 13.8% to €24.3 billion, with double digit growth for all sectors.

	Year		
€ million	2011	2010	Change %
Agricultural and Construction Equipment (CNH)	**13,896**	11,906	16.7
Trucks and Commercial Vehicles (Iveco)	**9,562**	8,307	15.1
FPT Industrial	**3,220**	2,415	33.3
Eliminations	**(2,389)**	(1,286)	
Net revenues	**24,289**	21,342	13.8

Agricultural and Construction Equipment (CNH) posted revenues of €13.9 billion, up 16.7% year-over-year (+22.5% in USD terms), with significant volume increases across the board and, for Agricultural Equipment, a more favorable product mix. Agricultural equipment sales were up 17% for the year, with continued positive share performance for tractors in Europe and in the high horsepower tractor segment in North America, benefiting from demand for Tier 4A/Stage IIIB compliant equipment, as well as combines in North America and in the Asia-Pacific region. Construction Equipment sales were 25% higher with growth recorded in all regions; worldwide share performance is in line with the market for both the light and heavy segments.

Trucks and Commercial Vehicles (Iveco) reported a 15.1% increase in revenues to €9.6 billion, reflecting a substantial improvement in demand in most major Western European markets, although with signs of a slowdown in the second half, and continued positive trading conditions in Latin America. Total deliveries (including buses and special vehicles) increased 18.3% for the year to 153,384 vehicles, with the light segment up 19.6%, medium up 24.0% and heavy up 21.0%. By region, deliveries increased 12.3% in Western Europe, 28.9% in Latin America and 25.8% in Eastern Europe.

Powertrain (FPT Industrial) business achieved revenues of €3.2 billion, up 33.3% on the back of strong growth in volumes to both Group companies and external customers.

Trading profit (loss)

Trading profit was €1,686 million for the year (trading margin 6.9%), up 54.4% over the €1,092 million profit for 2010 (trading margin 5.1%), primarily on the strength of higher volumes for all sectors.

	Year		Change
€ million	**2011**	2010	
Agricultural and Construction Equipment (CNH)	**1,154**	755	399.0
Trucks and Commercial Vehicles (Iveco)	**490**	270	220.0
FPT Industrial	**107**	65	42.0
Eliminations and Other	**(65)**	2	
Trading profit	**1,686**	1,092	594.0
Trading margin (%)	**6.9**	**5.1**	

CNH recorded strong performance with trading profit at €1,154 million (€755 million in 2010) and trading margin at 8.3% (6.3% in 2010), as a result of higher volumes, a more favorable mix and improved net pricing.

Iveco reported a €490 million trading profit (€270 million in 2010), with trading margin up 1.8 percentage points to 5.1%, primarily on the strength of higher volumes and production cost optimization.

FPT Industrial posted trading profit of €107 million, compared to €65 million in 2010, principally reflecting volume growth for the year. Trading margin is 0.6 percentage points higher at 3.3%.

Operating profit (loss)

The Group closed 2011 with an **operating profit** of €1,629 million (€1,017 million in 2010). The €612 million increase reflects higher trading profit (+€594 million) and lower net unusual expense (€57 million vs. €75 million in 2010), consisting of €95 million in restructuring provisions recognized by Iveco, net of €38 million in non-recurring income.

Profit (loss) for the year

Net financial expenses totaled €546 million for the year, compared to €505 million in 2010, which included a €45 million one-off charge. Excluding that charge, net financial expenses were up €86 million over the prior year due to a higher opening debt level deriving from the demerger debt allocation (€2.5 billion) and the substantial cost of carry associated with maintaining excess liquidity.

Profit before taxes was €1,169 million, compared to €576 million for 2010. The increase reflects the improved operating result (+€612 million) and higher income from investments (+€22 million), net of the €41 million increase in net financial expense.

Income taxes totaled €468 million (€198 million for 2010), mainly related to taxable income of companies operating outside Italy and employment-related taxes (IRAP) in Italy (€29 million). The effective tax rate of 40% was in line with expectations.

Net profit was €701 million, up significantly over the €378 million profit for 2010.

Profit attributable to owners of the parent in 2011 was €624 million (€341 million for 2010).

Equity

Equity attributable to owners of the parent of Fiat Industrial at December 31, 2011 amounted to €4,555 million compared to €3,987 million at December 31, 2010.

Net debt

At December 31, 2011, **consolidated net debt** totaled €14,549 million (€12,179 million at December 31, 2010) During 2011, net industrial debt totaling €1,239 million decreased 37% compared to €1,900 million at year-end 2010, due to strong operating performance by all sectors.

	Balance at		
€ million	12/31/2011	12/31/2010	Change
Debt	**(20,217)**	(18,695)	(1,522)
- Asset-backed financing	(9,479)	(8,321)	(1,158)
- Debt payable to Fiat Group post Demerger		(5,626)	5,626
- Other debt	(10,738)	(4,748)	(5,990)
Financial receivables from Fiat Group post Demerger		2,865	(2,865)
Debt, net of financial receivables from Fiat Group post demerger	**(20,217)**	(15,830)	(4,387)
Other financial assets (liabilities) [2]	**(39)**	(59)	20
Cash, cash equivalents and current securities	**5,707**	3,710	1,997
Net debt [1]	**(14,549)**	(12,179)	(2,370)
- Of which Industrial Activities	**(1,239)**	(1,900)	661
- Of which Financial Services [1]	**(13,310)**	(10,279)	(3,031)

(1) At December 31, 2011, includes impact of consolidation (on a line-by-line basis) of Iveco Finance Holdings Limited, a joint venture with Barclays in relation to which a termination agreement was signed at the end of December.
(2) Includes the positive and negative fair value of derivative financial instruments.

Significant events

On January 1, 2011 (the effective date of the demerger of activities from Fiat S.p.A. to Fiat Industrial S.p.A.), Fiat Industrial began operations as a separate and independent entity. On January 3, shares in Fiat Industrial S.p.A. began trading on the Mercato Telematico Azionario managed by Borsa Italiana S.p.A.

On January 5, 2011, Moody's Investors Service assigned Fiat Industrial S.p.A. a Ba1 Corporate Family Rating and a short-term "Not Prime" rating, with stable outlook. On February 24, Standard & Poor's Rating Services confirmed Fiat Industrial's long-term rating of BB+ with negative outlook, assigned on November 4, 2010, and a short-term B rating.

In September, in its first year as a listed company, Fiat Industrial S.p.A. entered both the Dow Jones Sustainability (DJSI) World and Europe indexes, ranking as Industry Leader in both. The company achieved a score of 81/100 compared to an average of 49/100 for all companies in its sector (Industrial Engineering) evaluated by SAM (the sustainability investment group). The prestigious DJSI World and DJSI Europe equity indexes only admit those companies judged best-in-class in managing their businesses sustainably, from an economic as well as social and environmental perspective. Sustainability is a key element in Fiat Industrial's strategic approach. In the Carbon Disclosure Project's Italy 100 Report, Fiat Industrial was included in the Carbon Disclosure Leadership Index (CDLI) at the top of the "Industrials" sector. It was assigned a score of 84/100 for the level of disclosure on issues linked to climate change and a "B" grade (on a scale from E-worst to A-best) for climate change mitigation.

On September 30, the company confirmed its decision to withdraw from Confindustria (the Italian employers' federation) with effect from January 1, 2012. On December 13, the company announced the signing of a new collective agreement with the majority of trade unions, which is applicable to all Fiat Industrial employees in Italy with effect from January 1, 2012.

On October 27, the Board of Directors of Fiat Industrial S.p.A. approved a proposal to Shareholders for the conversion of the company's preferred and savings shares into Fiat Industrial ordinary shares. If the proposal is approved, all savings and preferred shares will be converted into ordinary shares for the purpose of simplifying the company's capital structure and governance. Preferred and savings shares will retain any economic rights with respect to the 2011 financial year. Ordinary shares resulting from the conversion would be eligible for dividends (to the extent declared) with respect to the 2012 financial results.

CNH

During the year, the Group undertook a number of significant initiatives as part of its global development strategy. At the end of March, CNH Global N.V. acquired full ownership of L&T – Case Equipment Private Limited, a 50/50 joint venture established in 1999 with Larsen & Toubro Limited to manufacture and sell construction and building equipment in India. The company (renamed Case New Holland Construction Equipment India Private Limited), which employs around 600 people, operates a production facility in Pithampur in Madhya Pradesh and has a distribution network of 56 dealers and 144 outlets. This investment is an important step in CNH's long-term commitment to consolidating its construction equipment business in India and other export markets.

In April, CNH announced plans to produce combines and tractors in Argentina for the Latin American market. An initial amount of over $100 million will be invested in new production lines and expansion of the Fiat Industrial site in Cordoba, Argentina, and the new plant will generate some 600 direct and 1,500 indirect jobs. At the new facility, CNH, for both of its agricultural brands, will produce the most powerful class of advanced, high-productivity combines, as well as specialized tractors for vineyards and orchards, which CNH does not currently produce in Latin America. These machines will be equipped with locally-produced FPT Industrial engines.

In October, CNH announced a strategic alliance with Semeato, leader in agricultural equipment and attachments in the Brazilian market, specialized in no-till grain seeding technologies. Under the strategic partnership, the two companies will collaborate in a variety of areas, further strengthening CNH's leadership in Latin America. Semeato products will be sold under the Semeato, Case IH and New Holland Agriculture brands through their respective dealer networks. Also in October, CNH entered into an agreement with De Lage Landen, a subsidiary of Rabobank, for the provision of retail financing to customers in the Russian Federation under the CNH Capital brand. The program has become operational from the beginning of 2012 and will be run by a dedicated sales team working closely with four CNH brands – Case IH, New Holland Agriculture, New Holland Construction and Case Construction Equipment – and their dealers and customers.

On December 23, CNH has announced an initial investment of $90 million to build a new manufacturing plant in Harbin, in the Heilongjiang Province, northeast China. The new facility will produce high horsepower tractors, combine harvesters and other machinery featuring advanced technology and will expand the Group's manufacturing base in China, where it currently assembles high horsepower tractors and other agricultural equipment in Harbin, and operates a manufacturing plant dedicated to low and medium horsepower tractors in Shanghai.

IVECO

In May, Iveco and FPT Industrial announced their readiness to meet the new Euro VI regulation by means of a unique Selective Catalytic Reduction (SCR) technology, which will be introduced on the two new Cursor and Tector engine ranges for heavy-duty trucks and buses. The new engines, equipped with FPT Industrial "SCR only" technology, will feature optimized combustion and after-treatment systems to retain Iveco's class leading vehicle fuel economy with enhanced environmental performance attributable to breakthrough patented control technology which achieves very high NOx conversion efficiency (over 95% versus 80-85% of best competitors).

On September 19, Fiat Industrial Village was inaugurated in Turin. The Group's first ever multi-functional center, it has been designed to showcase the products of CNH, Iveco and FPT Industrial, as well as selling and providing after-sales and financial services for those products. The new facility has a surface area of more than 74,000 m^2, of which 23,000 m^2 is covered, with a large showroom for exhibiting vehicles and powertrain systems.

In December, Irisbus Italia S.p.A. (Iveco sector) signed a collective agreement with national and local trade unions, enabling closure of the Valle Ufita plant and recourse to the extraordinary temporary layoff benefit scheme for all 658 employees for a period of 2 years, commencing January 1, 2012. During the year, Iveco also closed a bus plant in Barcelona.

During the fourth quarter of 2011, the Group formalized procedures for orderly termination of Iveco Finance Holdings Limited ("IFHL"), the joint venture with Barclays, which manages the financial services activities (retail and dealer) for Iveco in Italy, Germany, France, the UK and Switzerland. The agreement with the joint venture partner contains an undertaking from Iveco to purchase the 51% interest held by Barclays, subject to receipt of the necessary regulatory approvals, on or before May 31, 2012 at a contractually agreed price (approximately €119 million), in addition to providing funding for IFHL's activities from January 1, 2012. For retail financing activities, the funding arrangements will be as follows: securitization with Barclays of the portfolio existing at December 31, 2011; vendor program agreements with BNP-Paribas in Germany and France for new financing generated from January 1, 2012; arrangement with Intesa Sanpaolo to fund the future portfolio in Italy; and, direct funding of the portfolio in Switzerland and the UK. For dealer financing activities, funding will be provided through a 3-year pan-European securitization program arranged with Barclays.

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(30.47% of ordinary share capital, 30.09% of preferred share capital and 23.59% of savings share capital)

The main consolidated results of Fiat-Chrysler in 2011 are as follows:

	Year		
€ million	2011 (*)	2010	Change
Net revenues	**59,559**	35,880	23,679
Trading profit (loss)	**2,392**	1,112	1,280
Operating profit (loss)	**3,336**	992	2,344
Profit (loss)	**1,651**	222	1,429
Profit (loss) attributable to owners of the parent	**1,334**	520 (**)	814

(*) Following the acquisition of an incremental 16% ownership interest in Chrysler (fully diluted), in addition to potential voting rights associated with options that became exercisable thereafter, Chrysler's financial results were consolidated by Fiat from June 1, 2011.
(**) Profit pre-Demerger.

	Balance at	
€ million	12/31/2011	12/31/2010
Total consolidated assets	**80,031**	73,442 (*)
Net (debt) / cash	**(8,998)**	(2,753) (**)
- of which: Net (debt) / cash of the Industrial Activities	**(5,529)**	(542) (**)
Equity attributable to owners of the parent	**8,727**	11,544 (*)

(*) Amounts referred to the Fiat Group pre-Demerger.
(**) The amounts take into account the effect of the Demerger of Fiat Industrial on January 1, 2011.

Net revenues for the Group for 2011 totaled €59.6 billion. Excluding Chrysler, revenues were €37.4 billion, gaining 4.2% compared to 2010.

	Year		
€ million	2011	2010	Change %
Automobiles (Fiat Group Automobiles, Chrysler, Maserati, Ferrari)	**52,967**	30,130	75.8
Components and Production Systems (Magneti Marelli, Fiat Powertrain (*), Teksid, Comau)	**11,965**	10,865	10.1
Other Businesses	**1,083**	1,159	(6.6)
Eliminations	**(6,456)**	(6,274)	
Net revenues	**59,559**	35,880	66.0

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

Fiat Group Automobiles (FGA) posted revenues of approximately €28 billion in 2011, in line with 2010, with 2,032,900 passenger cars and light commercial vehicles shipped (-2.4% over the prior year). The 7.6% increase in light commercial vehicle volumes for the year did not fully offset the 4.6% decline in passenger car shipments, which were impacted by continuing weak demand in Italy. In Brazil, FGA shipped a record total of 772,700 vehicles (+1.5% over 2010).

Chrysler reported revenues of €23.6 billion for the 7 months from June-December on worldwide vehicle shipments of 1,190,000 (2,011,000 for the full year, up 26% year-over-year).

For **Luxury and Performance brands**, Ferrari posted revenues of €2.3 billion, up 17.3% over 2010, while revenues for Maserati were €588 million, in line with the prior year.

Components & Production Systems had revenues of approximately €12 billion, a 10.1% increase over 2010, with all sectors posting solid growth for the year. For Magneti Marelli, revenues were up 8.5% to €5.9 billion.

Trading profit (loss)

Trading profit for 2011 totaled €2,392 million, with trading margin at 4.0%. Excluding Chrysler, trading profit was €1,047 million (€1,112 million for 2010), with trading margin at 2.8% (3.1% for 2010).

	Year		
€ million	**2011**	2010	Change
Automobiles (Fiat Group Automobiles, Chrysler, Maserati, Ferrari)	**2,127**	934	1,193
Components and Production Systems (Magneti Marelli, Fiat Powertrain (*), Teksid, Comau)	**348**	249	99
Other businesses and Eliminations	**(83)**	(71)	(12)
Trading profit	**2,392**	1,112	1,280
Trading margin (%)	**4.0**	**3.1**	

(*) Fiat Powertrain includes activities of the Passenger & Commercial Vehicles business line of the former FPT Powertrain Technologies.

Fiat Group Automobiles posted a full-year trading profit of €430 million (€607 million for 2010). Efficiencies in purchasing and World Class Manufacturing only partially offset volume declines for passenger cars in Europe and higher advertising costs related to new model launches, in addition to higher R&D expenditure for future products.

Chrysler reported €1,345 million in trading profit for the period June-December, with the continued positive trend in volume, mix and price from new vehicle launches driving market share gains in both the U.S. and Canada. Trading margin benefited from a low amortization charge for R&D, with current spending relating to products still in development.

Luxury and Performance brands benefited from higher volumes: Ferrari posted a trading profit of €312 million (€303 million for 2010), while Maserati was up 67% to €40 million.

Components & Production Systems reported full-year trading profit of €348 million (+40% over 2010), with Magneti Marelli nearly double at €181 million (€98 million for 2010).

Operating profit (loss)

Operating profit for 2011 was €3,336 million, including positive net unusuals of €944 million. Unusual income totaled €2,121 million, of which €2,017 million related to the 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 achievement by Chrysler of the third Performance Event (which occurred in early January 2012). Unusual expense totaled €1,177 million, of which €963 million relating to Fiat excluding Chrysler (including €673 million in non-cash charges) largely attributable 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 minor activities of the Group.
Chrysler's June-December 2011 operating profit of €1,200 million includes €220 million in unusual expenses recognized in relation to an upward revaluation or "step up" of its inventories associated with the recognition of assets acquired and liabilities assumed at fair value at the date of acquisition of control. Due to rapid inventory turnover, this amount was fully written off (recognized as a one-off non-cash charge) in June.

Profit (loss)

Net financial expenses for 2011 totaled €1,282 million. Excluding Chrysler, net financial expenses were €796 million (€400 million in 2010). Net of the result from the marking-to-market of the two Fiat stock option-related equity swaps (€108 million loss for 2011, compared to €111 million gain for 2010), net financial expense for Fiat excluding Chrysler increased by €177 million over the prior year (from €511 to €688 million), reflecting higher cost of carry in 2011 and a non-recurring gain in 2010.

Profit before taxes was €2,185 million. Excluding Chrysler, profit before taxes totaled €1,470 million (€706 million for 2010). The €764 million increase mainly reflected a €1,209 million positive difference in net unusual items, partially offset by higher net financial expense.

Income taxes totaled €534 million. Excluding Chrysler, income taxes were €464 million (€484 million for 2010) and related primarily to taxable income of companies operating outside Italy and employment-related taxes in Italy.

Net profit for the full year was €1,651 million (€222 million for 2010). Excluding Chrysler, unusuals and the mark-to-market of the two Fiat stock option-related equity swaps, the net result was break-even, compared with €231 million for 2010.

Profit attributable to owners of the parent in 2011 amounted to €1,334 million, compared to €520 million in 2010.

Equity

Equity attributable to owners of the parent Fiat S.p.A. at December 31, 2011 totaled €8,727 million compared to €11,544 million at December 31, 2010 (Fiat Group pre demerger).

Net debt

At December 31, 2011, consolidated **net debt** totaled €8,898 million, up €6,145 million from €2,753 million at December 31, 2010. Excluding Chrysler (consolidated from June), net debt of the Fiat Group increased €3,065 million to €5,818 million.
Net industrial debt at year end was €5.5 billion. For Fiat excluding Chrysler, net debt was €2.4 billion, up from €0.5 billion at year-end 2010. Excluding consideration paid for the acquisition of additional interests in Chrysler and negative non-cash items related to financial market conditions, net industrial debt for Fiat excluding Chrysler was around €0.7 billion, well below original guidance.

	Balance at		
€ million	**12/31/2011**	12/31/2010 (*)	Change
Debt	**(26,772)**	(20,804)	(5,968)
- Asset-backed financing	(710)	(533)	(177)
- Debt payable to Fiat Industrial		(2,865)	2,865
- Other debt	(26,062)	(17,406)	(8,656)
Financial receivables from Fiat Industrial		5,626	(5,626)
Current financial receivables from jointly-controlled financial services companies	**21**	12	9
Debt, net of current financial receivables from jointly-controlled financial services companies	**(26,751)**	(15,166)	(11,585)
Other financial assets (liabilities)	**128**	261	(133)
Cash and cash equivalents	**17,725**	12,152	5,573
Net (debt)/cash	**(8,898)**	(2,753)	(6,145)
- Industrial Activities	**(5,529)**	(542)	(4,987)
- Financial Services	**(3,369)**	(2,211)	(1,158)

(*) Includes impacts of the Demerger of Fiat Industrial which took effect January 1, 2011. .

Significant events

During 2011, Fiat took several major steps forward in the integration with Chrysler and increased its stake from the initial 20% established in the alliance agreement to the current 58.5%.

The three “Performance Events” established in the Amended and Restated LLC Operating Agreement were achieved in January, April and at the beginning of 2012, each resulting in Fiat receiving an additional 5% interest (15% in total) in Chrysler.

In May, concurrent with Chrysler's debt refinancing and repayment in full of all loans from the U.S. and Canadian governments, Fiat (through Fiat North America LLC, a wholly-owned subsidiary) paid $1,268 million to Chrysler for the exercise of its Incremental Equity Call Option and received 261,225 newly-issued Class A Membership Interests in Chrysler, representing 16% of the Chrysler membership interests on a fully-diluted basis.

In July, following receipt of the required regulatory approvals, Fiat purchased the 6% interest (fully diluted) held in Chrysler by the U.S. Treasury for a cash consideration of $500 million. In addition, the U.S. Treasury assigned Fiat its rights under the Equity Recapture Agreement for a cash consideration of $75 million, $15 million of which was paid to Canada in accordance with the agreement between the U.S. Treasury and Canada. Also in July, Fiat acquired the Canadian government’s 1.5% interest (fully diluted) in Chrysler for a cash consideration of $125 million.

Consistent with the objective of operational integration between Fiat and Chrysler, Fiat announced a new organizational structure for the Group Executive Council, effective from September 2011.

During the year, the Group continued its development of targeted alliances, including the extension to 2019 of the SevelSud JV in Italy (between Fiat Group Automobiles and PSA Peugeot Citroën) for the manufacture of light commercial vehicles and finalization of an agreement for Fiat Powertrain to supply its 120 hp 1.6 MultiJet II diesel engine to Suzuki for the new SX4, further extending the long-standing partnership between the two groups.

In June, Fiat Powertrain completed the acquisition of a 50% interest in VM Motori S.p.A., a company specialized in design and production of diesel engines, now jointly controlled with General Motors. The transaction gave Fiat Powertrain access to several advanced products and applications, including a newly developed V6 turbodiesel.

In October, Fiat confirmed plans to install the latest version of one of its three main architectures at the Mirafiori plant for production of a Jeep® SUV, as well as continuing production of the Alfa Romeo MiTo. In addition, a new gasoline direct injection turbo engine will be developed for Alfa Romeo and production launch is planned for early 2013 at the FMA plant in Pratola Serra, Italy.

On September 30, the company confirmed its decision to withdraw from Confindustria (the Italian employers’ federation) with effect from January 1, 2012. On December 13, the company announced the signing of a new collective agreement with the majority of trade unions, which is applicable to all Fiat employees in Italy with effect from January 1, 2012.

On October 26, the United Automobile, Aerospace and Agricultural Implement Workers of America (UAW) ratified a new national four-year labor agreement with Chrysler Group.

During 2011, Fiat Finance and Trade Ltd. (a wholly-owned subsidiary of Fiat S.p.A.) issued three bonds – under the Global Medium Term Note program guaranteed by Fiat S.p.A. – for a total of €2.5 billion. In addition, Fiat obtained €250 million in financing from the European Investment Bank (EIB) for R&D activities in Italy and a 3-year €1.95 billion syndicated credit facility.

During 2011, Standard&Poor’s, Fitch Ratings and Moody’s Investors Service, reviewed and lowered Fiat S.p.A.’s long term rating by 1 notch, currently BB for S&P and Fitch and Ba2 for Moody’s. The outlook is negative in all three cases.

On October 27, the Board of Directors of Fiat S.p.A. resolved to propose to the shareholders the conversion of the company's preferred and savings shares into Fiat ordinary shares. If approved by the required shareholders' meetings, the proposal will cause the conversion into ordinary shares of all the savings and preferred shares and will streamline the capital structure and simplify the governance structure of the company through the elimination of classes of securities that traded at significant discounts to the ordinary shares and with sustained low trading volumes. The Board of Directors will propose an exchange ratio for the conversion equal to 0.850 ordinary shares for each Preferred Share and to 0.875 ordinary shares for each Savings Share. Preferred shares and savings shares will retain any economic rights with respect to the 2011 financial year. The ordinary shares issued after the conversions would be eligible for dividends (to the extent declared) with respect to the 2012 financial results. The ordinary shares issued after the conversions would be eligible for dividends (to the extent declared) with respect to the 2012 financial results.

In September, for the third consecutive year, Fiat S.p.A. has been recognized as a sustainability leader with its inclusion in the Dow Jones Sustainability World and Dow Jones Sustainability Europe indexes. Fiat received the maximum score (94/100), together with BMW. Later that month, it also entered the Global 500 Carbon Disclosure Leadership Index (CDLI) and Carbon Performance Leadership Index (CPLI) established by the Carbon Disclosure Project. In December, the company was made a member of the ASPI Eurozone® index, recognized as one of the leading sustainability indexes.

(69.48% of share capital through EXOR S.A.)

The data presented and commented on below is taken from C&W Group's consolidated accounting data as of and for the year ended December 31, 2011, prepared in accordance with International Financial Reporting Standards ("IFRS"), unless otherwise noted.

			Change	
US$ million	2011	2010	Amount	%
Commission and service fee revenues (Net Revenues) **(A)**	**1,572.3**	1,399.6	172.7	12.3
Reimbursed costs - managed properties and other costs **(B)**	**423.4**	359.8	63.6	17.7
Gross revenues (A+B)	**1,995.7**	1,759.4	236.3	13.4
EBITDA	**111.1**	92.8	18.3	19.7
Operating income	**64.5**	51.6	12.9	25.0
Income attributable to owners of the parent	**14.9**	13.1	1.8	13.7
U.S. GAAP results (*)				
EBITDA	**109.4**	107.3	2.1	2.0
Income attributable to owners of the parent	**19.0**	25.7	(6.7)	(26.1)

(*) The difference between income attributable to owners of the parent, as determined under IFRS, and income attributable to owners of the parent, as determined under U.S. GAAP, is primarily due to the accounting for compensation-related taxes and charges, the non-controlling interests' put option rights and income taxes. The difference between the EBITDA under IFRS, as discussed below, and the EBITDA under U.S. GAAP is attributable to those same items, excluding the income tax impacts.

$ million	12/31/2011	12/31/2010	Change
Equity attributable to owners of the parent	**779.1**	762.7	16.4
Consolidated net financial position	**9.0**	(52.2)	61.2

In 2011, C&W Group made strides on major initiatives global alignment of management, providing a consistent service mix, restructruring its credit facilities, continued reduction of debt and making strategic hires. These moves have set the stage in balancing the platform to provide consistent and quality services to its global clients.

C&W Group experienced significant revenue growth in all geographic regions and all service lines and improved year-over-year operating performance. C&W Group generated $2.0 billion in revenue, representing year-over-year revenue growth of 13.4%, which drove a 25.0% year-over-year improvement in operating income, while EBITDA increased 19.7% for 2011, as compared with 2010.

For the year ended December 31, 2011, gross revenues, which include reimbursed costs - managed properties and other costs, increased $236.3 million, or 13.4%, to $1,995.7 million, as compared with $1,759.4 million for 2010. The impact from foreign exchange accounted for $23.8 million.

Commission and service fee revenues, which exclude reimbursed costs - managed properties and other costs, increased $172.7 million, or 12.3%, to $1,572.3 million for the year ended December 31, 2011, as compared with $1,399.6 million for 2010. The impact from foreign exchange accounted for $21.8 million.

The following presents the breakdown of gross and commission and service fee revenues by geographical area:

$ million	2011	2010	Change Amount	%
Americas	**1,425.8**	1,282.4	143.4	11.2
EMEA	**434.7**	360.8	73.9	20.5
Asia	**135.2**	116.2	19.0	16.4
Gross revenues	**1,995.7**	1,759.4	236.3	13.4
Americas	**1,100.2**	969.6	130.6	13.5
EMEA	**361.9**	335.2	26.7	8.0
Asia	**110.2**	94.8	15.4	16.2
Commission and service fee revenues	**1,572.3**	1,399.6	172.7	12.3

The Americas region, including the United States, Canada and Latin America, comprised 71.4% and 70.0% of gross and commission and service fee revenues, respectively, for the year ended December 31, 2011, as compared with 72.9% and 69.3% of gross and commission and service fee revenues, respectively, for 2010.

EMEA, which includes Europe, the Middle East and Africa, comprised 21.8% and 23.0% of gross and commission and service fee revenues, respectively, for the year ended December 31, 2011, as compared with 20.5% and 23.9% of gross and commission and service fee revenues, respectively, for 2010.

For same period, Asia comprised 6.8% and 7.0% of gross and commission and service fee revenues, respectively, as compared with 6.6% and 6.8% of gross and commission and service fee revenues, respectively, for the same period in the prior year.

For the full year 2011, C&W Group's global service lines, including Leasing, Corporate Occupier & Investor Services, Capital Markets, Valuation & Advisory and Global Business Consulting comprised 53.3%, 20.5%, 14.0%, 10.8% and 1.4% of commission and service fee revenues, respectively, as compared with 55.5%, 19.2%, 13.3%, 11.1% and 0.9%, respectively, for the full year 2010.

From a service line perspective, the improved commission and service fee revenue performance for the year ended December 31, 2011 was primarily driven by increases in Leasing, Corporate Occupier & Investor Services ("CIS") and Capital Markets revenues of $62.1 million, or 8.0%, $54.7 million, or 20.4% and $33.6 million, or 18.0%, respectively. The increase in Leasing revenues was driven by increased activity, particularly in major business districts in the U.S., Latin America and Canada. The CIS increase in revenue was primarily driven by increases in the Facilities Management and Property Management segments of the business, primarily in the Americas and EMEA. CIS revenues also included revenue from Corporate Occupier Solutions Limited ("COS"), relating to which the remaining 50% ownership interest was acquired on April 30, 2011. Capital Markets (except for EMEA where revenues were negatively impacted due to the sovereign debt issues in Europe) benefited from the increased availability of credit and capital allotted to real estate investments, primarily in the U.S.

Commission expense increased $55.9 million, or 11.9%, to $525.9 million for the year ended December 31, 2011, as compared with $470.0 million for 2010. Foreign exchange increased commission expense by $2.0 million, or 0.4 percentage points.
Commission expense as a percentage of commission and service fee revenues in the U.S. decreased to 50.1% for the full year 2011, as compared with 50.5% a year ago.

Cost of services sold increased $27.6 million, or 43.0%, to $91.8 million for the year ended December 31, 2011, as compared with $64.2 million for the full year 2010. Foreign exchange increased cost of services sold by $2.7 million, or 4.2 percentage points. The increase of $27.6 million is driven by increases in EMEA, Latin America and Asia of $12.5 million, $10.9 million and $5.0 million, respectively, primarily due to higher CIS revenues, an increase in employment related costs and the acquisition of the remaining 50% ownership interest in COS in April 2011.

Total operating expenses increased $76.3 million, or 9.4%, to $890.1 million for the year ended December 31, 2011, as compared with $813.8 million for the full year 2010. Foreign exchange increased operating expenses by $15.7 million, or 1.9 percentage points. Excluding foreign exchange, operating expenses increased $60.6 million, or 7.4%.
This increase, which is less as a percentage than the percentage growth in revenue, was primarily driven by increases in employment expenses and other operations-related costs in support of C&W Group's strategic growth initiatives.

C&W Group's other expenses, net decreased $11.8 million, or 81.4%, to $2.7 million for 2011, as compared with $14.5 million for 2010, which was largely attributable to a decrease in management fees and a favorable variance related to the non-controlling shareholder put liability.

As a result of the above factors, C&W Group's performance in the full-year 2011 led to improved year-over-year EBITDA and operating results (operating results exclude other expenses, net). For the year ended December 31, 2011, C&W Group's EBITDA increased $18.3 million, or 19.7%, to $111.1 million, as compared with $92.8 million for full-year 2010. At the operating income level, C&W Group's operating results improved $12.9 million, or 25.0%, to operating income of $64.5 million for the year ended December 31, 2011, as compared with operating income of $51.6 million for the full-year 2010.

Interest expense decreased $7.3 million, or 39.2%, to $11.3 million for the current year, as compared with $18.6 million for 2010, which was due primarily to lower interest rates resulting from C&W Group's debt refinancing and lower average debt levels.

With the year-over-year improvements in EBITDA, operating income, other expenses, net and interest expense, C&W Group's pre-tax income increased $32.0 million, to $50.5 million for 2011, as compared with $18.5 million for 2010. Despite this improvement, income attributable to owners of the parent improved by only $1.8 million, or 13.7%, to $14.9 million for the year ended December 31, 2011, as compared with $13.1 million for 2010, as reported under IFRS.
The 2011 results were negatively impacted by an increase in income tax expense of $30.3 million to $35.6 million for the year ended December 31, 2011, as compared with $5.3 million for 2010, representing an increase in C&W Group's reported tax rate to 70.5% for the current year, as compared with 28.6% for the prior year. On a comparative basis, the 2011 reported rate was negatively impacted by a year-over-year increase in discrete period and other net charges and the generation of a higher mix of C&W Group's earnings in the U.S., which are taxed at higher rates.

As reported under accounting principles generally accepted in the United States of America ("U.S. GAAP"), C&W Group's income attributable to owners of the parent decreased $6.7 million, or 26.1%, to $19.0 million for the year ended December 31, 2011, as compared with income attributable to owners of the parent of $25.7 million for the prior year.
Similar to IFRS, the 2011 results were negatively impacted by an increase in income tax expense of $22.9 million to $30.4 million for the year ended December 31, 2011, as compared with $7.5 million for 2010, representing an increase in C&W Group's reported tax rate to 61.5% for the current year, as compared with 22.6% for the prior year. The year-over-year increase in the reported rate is primarily attributable to the same reasons driving the IFRS reported rate, as outlined above, excluding the tax impacts relating to the non-controlling shareholder put liability and stock-based compensation, as these only impact C&W Group's IFRS results.

C&W Group's strong operating performance for full-year 2011 drove strong cash flow and debt reduction, as reflected in the Group's net financial position (defined principally as cash less debt), which improved by $61.2 million to a positive $9.0 million (principally cash in excess of debt) as of December 31, 2011, as compared with a negative $52.2 million (principally debt in excess of cash) a year ago. During the second quarter of 2011, C&W Group refinanced its existing $350 million senior secured revolving credit and $50 million EXOR subordinated facilities with a new five-year $350 million senior secured revolving credit facility and a five-year $150 million senior secured term loan. In addition to expanding its borrowing capacity, the new arrangement reflects more favorable borrowing terms, including interest rates, collateral packages and expanded geographic borrowings.

As C&W remains focused on achieving its goals as it looks forward to 2012 expecting continued revenue and EBITDA growth. While there is caution regarding the global economy, including the European debt crisis, that has slowed C&W's performance during the last quarter of 2011, the firm believes that the 2012 economic landscape should strengthen during the second half as underlying economic fundamentals come to the fore, and the real estate markets improve as a result.

Significant events

Significant events during 2011 include the following:
- C&W advised Google on its acquisition of two buildings in Dublin. The transaction was in excess of €100 million and was the largest investment transaction in Dublin since 2007.
- C&W arranged the $715 million sale of Capital Square, a 386,000-square-foot, class-A office building in Singapore.
- C&W arranged a 1 million-square-foot lease at One World Trade Center in lower Manhattan, New York on behalf of The Port Authority of New York and New Jersey to Conde Nast, arranged a 900,000-square-foot lease for Nomura Holdings at Worldwide Plaza in Manhattan, New York and completed the year's largest office lease through its representation of Shell Oil Company in its 1.2 million square foot renewal in Houston.

C&W 's Corporate Occupier & Investor Services service line had major wins in landing the global accounts of Harley Davidson, Ernst & Young and New York Life and in its expansion of services with United Technologies.

C&W was named winner of CoreNet Global's 2011 Sustainable Leadership Award for its corporate initiative known as the Cushman & Wakefield Environmental Challenge, named No. 1 brokerage firm in Manhattan, New York according to a ranking by Real Estate Forum magazine and the Top Property Manager in New York by Crain's New York Business.

almacantar

(36.29% of share capital through EXOR S.A.)

Almacantar made real estate investments of significant size in the central London area in the first half of 2011.

The consolidated results of the Almacantar Group in 2011 are the following:

£ million	Year 2011
Net rental revenues	**6.9**
Loss for the year	**(4.3)**

£ million	12/31/2011
Net assets	**268.9**
Net financial position	**(20.6)**

The data relating to the previous period are not reported since the company became fully operational in the first half of 2011.

In 2011, the **net assets** of the Almacantar Group went from £0.99 million to £268.9 million. This figure reflects the first property investments made by the company funded by capital increases and bank loans.

The Almacantar Group made two real estate investments during the period, Centre Point and Marble Arch Tower, both located in the West End of London. These are mixed-use buildings (office and commercial use). The purchases were completed in April and June 2011, with investments, respectively, of £122 million and £80 million. In October 2011, Almacantar sold an interest equal to 25% of the capital of Centre Point to another investor.

The **net rental revenues** from the buildings amounting to £6.9 million were more than offset by financial expenses and administrative costs generating, in 2011, a loss of £4.3 million.
This result includes the negative fair value adjustments of the property investments for £1 million and derivative financial instruments for £2 million; net of such adjustments, the loss for the year 2011 would have been £1.2 million.

At December 31, 2011, the company's share capital amounted to £275.7 million, of which £110.8 million was still to be paid by the shareholders.

The **net financial position** was a negative £20.6 million and consisted of bank debt of £88.1 million net of cash and financial receivables of £67.5 million.

In 2012 the company will focus its attention on the above initiatives while continuing to evaluate possible new investment opportunities.

(63.77% of share capital)

The following are Juventus Football Club S.p.A.'s results for the first half of the financial year 2011/2012:

€ million	Half I 2011/2012	Half I 2010/2011	Change
Revenues	**85.4**	88.8	(3.4)
Operating loss	**(31.8)**	(37.7)	5.9
Loss before taxes	**(33.9)**	(38.4)	4.5
Loss for the period	**(34.6)**	(39.5)	4.9

€ million	12/31/2011	6/30/2011	Change
Shareholders' equity	**31.8**	(5.0)	36.8
Net financial position	**(125.1)**	(121.2)	3.9

Interim data cannot be construed as representing the basis for a full-year projection.

For a correct interpretation of the six-month data it should be noted that Juventus' financial year does not coincide with the calendar year but covers the period July 1 – June 30, which corresponds to the football season.
Economic performance is characterized by the highly seasonal nature typical of the sector, determined mainly by the calendar of sports events and the two phases of the football players' Transfer Campaign.

The **loss in the first half of the 2011/2012 financial year** is €34.6 million, against a loss of €39.5 million in the same period of the prior year. The positive change of €4.9 million is mainly due to higher ticket sales (+€8.6 million), higher revenues from sponsorships (+€3.7 million), lower costs related to players and technical staff (+€4.4 million), lower expenses related to players' management (+€6.5 million) and the absence of non-recurring expenses (+€7.4 million). These changes are partially offset by lower income from television rights and media income (-€8.2 million), lower revenues from players' registration rights (-€7.2 million), higher amortization of players' registration rights (-€5.9 million) and higher amortization on other assets (-€3.6 million).

Revenues in the first half of 2011/2012 total €85.4 million. This is a decrease of 3.8% compared to €88.8 million in the first half of 2010/2011.

The amount of revenues from television rights recognized in the first half of the 2010/2011 financial year came from an estimate carried out prior to the ruling on the so-called "catchment area" dispute, only resolved in July 2011 with an additional penalization of the revenues estimated by Juventus, totaling around €9.8 million, entirely recognized in the fourth quarter of the 2010/2011 financial year. As a result of this penalization, the television rights of the first half of the 2010/2011 financial year would have been €4.1 million less.

Shareholders' equity at December 31, 2011 is €31.8 million, an increase compared to the negative balance of €5 million at June 30, 2011 owing to the payment made by the parent EXOR S.p.A. against the future increase in capital (+€72 million), the loss for the period (-€34.6 million) and adjustments to the cash flow hedge reserve (-€0.6 million).

The **Net financial position** at December 31, 2011 is a negative €125.1 million compared to the negative balance of €121.2 million at June 30, 2011. The negative change of €3.9 million is primarily due to investments for the new stadium of €36 million and net disbursements relating to the Transfer Campaign of €38.6 million, partly offset by the payment of €72 million by EXOR S.p.A. against a future capital increase.

Significant events

2011/2012 Transfer Campaign – first phase

The in-depth upgrading of the First Team that had already begun last year, continued in the first phase of the 2011/2012 Transfer Campaign. This led to various disposals and significant investments to complete the changeover of the team and raise the quality level.
The operations completed in the first phase of the Transfer Campaign 2011/2012, held in Italy from July 1, to August 31, 2011 (and up to September 5, 2011 only for some foreign markets) entailed a total increase in the capital invested of €85.3 million deriving from acquisitions for €91 million and disposals for €5.7 million (net book value of the registration rights sold).
The net gains generated by the disposals came to €5.6 million. Moreover, the temporary acquisitions and disposals produced net revenues for €1.5 million year-over-year.
The overall net financial commitment (including additional expenses capitalized and implicit financial expenses and revenues on deferred receipts and payments) amounts to €79.2 million, divided as follows: €35.8 million in the financial year 2011/2012, €22.6 million in the financial year 2012/13 and €20.8 million in the financial year 2013/14.

2011/2012 season ticket campaign

A total of 24,526 season tickets were sold for 2011/2012 season, including Premium Seats, for revenues of €15.1 million, including additional services.
Compared to the 2010/2011 football season, a 63.5% increase was recorded in the number of season tickets and a 190.4% increase in terms of revenues.

Inauguration of the new stadium

With the inauguration of the new stadium on September 8, 2011, the most important property investment in Juventus Football Club’s history was completed and a new phase opened up in which Juventus, for now, is the only Club in Italy to have its own stadium built to the highest modern architectural standards.

Final distribution of loans contracted with Istituto per il Credito Sportivo

On October 25, 2011, Istituto per il Credito Sportivo disbursed the last tranches, for a total of €15 million, of the loans granted for the construction of the new stadium. Therefore, the two loans (for a total of €60 million) are being amortized from November 1, 2011 over 12 years at a fixed rate equal to the IRS 6-year rate (recorded on October 21, 2011) plus 220 bps, and therefore, equal to 4.383%. The loan will also benefit from an interest rate subsidy, determined according to prevailing law.

Line of credit granted by the parent company EXOR S.p.A. and payment against the share capital increase

Starting on July 1, 2011, the parent EXOR S.p.A. granted the company a €70 million line of credit for to be used for cash needs until December 30, 2011, the date originally scheduled for the completion of the capital increase transaction. Specifically, the contract included the following economic conditions:

- *Amount and due date*: maximum of €70 million to be repaid by the due date of December 30, 2011.
- *Drawdowns*: drawdowns of one or more tranches for a minimum amount of €5 million.
- *Settlement and payment of interest*: interest settled and paid monthly at the end of each calendar month.
- *Interest rate*: interest rate revisable monthly and equal to the 1-month Euribor rate plus a 2% spread.
- *Early repayment*: without any penalty, with Juventus having the option to repay all or part of the amount drawn down giving notice of two business days; minimum repayment amount equal to €5 million.
- *Revocation*: without any penalty, with EXOR having the option to request repayment of all or part of the amount drawn down, giving notice of two bank business days.

The transaction fell under Juventus' ordinary operations and was finalized at arm's length; among other things the interest rate on the EXOR line of credit matched that of one of the major lines of credit granted by a bank.
After approving the financial statements at June 30, 2011, which closed with a loss of €95.4 million that completely eroded shareholders' equity, EXOR S.p.A. paid in €72 million on September 23, 2011 against a future issue of share capital to ensure that Juventus operated as a going concern.
Thus on the same date Juventus extinguished the line of credit granted by EXOR S.p.A., repaying the total amount drawn down up to that date, amounting to €47.5 million; the interest expenses generated by the transaction totaled €0.3 million.

Resolutions by the ordinary and extraordinary shareholders' meetings

The shareholders' meeting held on October 18, 2011 approved the financial statements at June 30, 2011 and motioned to cover the relative loss of €95.4 million by:

- full use of reserves for €70.3 million, recorded in the financial statements as at June 30, 2011;
- reduction of share capital for €20 million, upon elimination of the par value of the shares, to the minimum required amount for limited liability companies, equal to €120,000;
- use of the share premium reserve which will be replenished following the share capital increase for a maximum of €120 million approved by the same shareholders' meeting held on October 18, 2011, for the remaining €5.1 million.

On December 15, 2011, following issue of Consob's approval to publish the Prospectus relating to the subscription rights and admission to listing of the shares from the issue for the capital increase for a maximum of €120 million (the "Offering"), the board of directors decided to implement the share capital increase through the dematerialization of a maximum 806,213,328 new no par value ordinary shares with the same characteristics as those in circulation and regular rights (July 1, 2011). The shares were offered as an option to shareholders, at the issue price of €0.1488 per ordinary share, of which €0.1388 is share premium, in a ratio of 4 new ordinary shares for every 1 ordinary share held for a total maximum equivalent amount of €119,964,543.21 including share premium.

Capital increase results

On January 30, 2012 the option offering was completed with the entire subscription of the new ordinary shares of Juventus Football Club S.p.A. related to the share capital increase of €119,964,543.21 approved by the extraordinary shareholders' meeting held on October 18, 2011.
In the period between December 19, 2011 and January 18, 2012, a total of 176,124,107 subscription rights was exercised and thus 704,496,428 new shares were subscribed, equal to 87.4% of the total shares offered (806,213,328), for an overall equivalent amount of €104,829,068.49.
The 25,429,225 unexercised option rights were completely sold on the stock market between January 23 and January 27, 2012, in accordance with article 2441, paragraph 3 of the Italian Civil Code. On January 30, 2012, 24,520,798 rights were exercised to subscribe 98,083,192 new shares, at a unit price of €0.1488, of which €0.1388 for share premium, for a total value of €14,594,778.97 (of which 34,306,760 new shares were subscribed by EXOR S.p.A. for an equivalent amount of €5,104,845.89).
The remaining 3,633,708 new shares, corresponding to 908,427 unexercised rights, were subscribed by the shareholder EXOR S.p.A. based on commitments already undertaken, for an equivalent amount of €540,695.75.
Thus the new share capital of Juventus Football Club S.p.A. totals €8,182,133.28 and is represented by 1,007,766,600 no par ordinary shares.

SEQUANA

(28.24% of share capital through EXOR S.A.)

The highlights of the consolidated results of the Sequana Group in 2011 are as follows:

€ million	12/31/2011	Pro-forma 12/31/2010 (a)	Change
Net sales	**3,944**	4,016	(72)
Gross operating profit	**135**	206	(71)
Recurring operating income	**89**	135	(46)
Recurring net income	**30**	51	(21)
Profit attributable to owners of the parent	**(77)**	32	(109)
Equity attributable to owners of the parent	**669**	814	(145)
Consolidated net debt	**609**	674	(65)

(a) The pro-forma results take into account the disposals of the Décor and Abrasifs activities of Arjowiggins and the office supply activities of Antalis sold in 2011.

2011 operating performance is characterized by lower volumes in a declining market and higher raw material costs. Sales of the Sequana Group in 2011 amounted to €3,944 million, down by 1.8% pro forma (-1.4% at constant exchange rates), despite the sharp reduction in volumes of printing and writing papers, in distribution (-8%) and manufacturing (-7%). This slight decrease in value reflects the positive impact of price increases applied in the first half of 2010, healthy demand for banknote paper and good growth in Antalis' non-paper businesses.

EBITDA came in at €135 million, decreasing -34.5% pro forma compared to the prior year, mainly on account of much higher raw material and energy costs over 2010 (negative impact of €62 million for Arjowiggins in 2011). The EBITDA margin was 3.4% (-1.7 points).

Recurring operating income is €89 million, including gains €25 million from changes to pension plans (mainly in the UK), down by €46 million pro forma (-33.9%); the operating margin is 2.3% (-1.0 points).

Recurring net income was €30 million, decreasing 41.2%, compared to €51 million in the prior year. The change is due to net non-recurring expenses of -€108 million (mainly due to the impairment taken on Arjowiggins for €61 million and restructuring costs for €38 million). The loss attributable to owners of the parent was -€77 million, equal to diluted earnings per share of -€1.57.

Consolidated **net debt** at December 31, 2011 decreased by €65 million to €609 million, compared to €674 million at December 31, 2010. The reduction was due to the favorable impact of €96 million from the sale of Arjowiggins Décor and Abrasifs activities and Antalis Office Supplies.

The Sequana board of directors will put forward a motion at the next shareholders' meeting recommending not to pay dividends for 2011. The Group signed an agreement of February 24, 2012 with the creditor banks to set up the terms and conditions for the renewal of credit lines until June 30, 2014.

Antalis

In 2011, Antalis had to contend with sharply reduced demand for printing and writing papers in Europe. Strict management of the commercial policy and customer risk exacerbated the decline in volumes and resulted in a slight loss of market share in Europe. On the other hand, demand was healthy in non-paper businesses (Packaging and Visual Communications) and in all markets outside Europe.

Despite the sharp drop in volumes (-8%), sales were down only slightly (-1.4%) from 2010 pro forma, to €2,759 million (a reduction of -1.6% at constant exchange rates), which reflected the favorable impact of the selling price increases implemented by Antalis in 2010 and 2011.

EBITDA came in at €101 million, down 8.1% from 2010 pro forma. Antalis managed to limit the EBITDA decline thanks to the combined impacts of selling price increases implemented in 2010 and 2011, a proactive gross margin protection policy, an improved product mix due to the growing contribution of the Packaging and Visual Communications businesses, and a tight rein on overheads. Recurring operating income (including gains of €8 million arising on pension plans) amounted to €83 million (-3.4% pro forma from 2010), while the operating margin remained stable at 3.0%.

Antalis refocused on its core business with the sale of its retail and wholesale Office Supplies activities in Spain and Portugal for an enterprise value of €26 million and increasing its sales by approximately €50 million thanks to its acquisition of Ambassador in the UK and Pack 2000 in Germany, making it the UK's second-largest distributor of packaging products and solutions

Arjowiggins

2011 saw a sharp drop in demand for graphic papers used in the printing and writing segments in Europe and the US, particularly in the second half of the year. Consequently, the selling price increases announced before the summer by all industry players and scheduled for the second half of 2011 could not be implemented. Specialty businesses performed well overall, particularly the Security business (banknotes and security solutions), spurred by robust demand.

Volumes declined by 7% over the prior year and sales were 1.6% lower than 2010 pro forma to €1,465 million (down 0.3% at constant exchange rates). EBITDA decreased €50 million, down from €112 million in 2010 pro forma. Besides the adverse impact of declining volumes, Arjowiggins also had to contend with much higher raw material prices than in 2010, particularly pulp, cotton (used to produce banknote paper), waste paper, latex and starch. Over the year as a whole, higher raw material and energy costs had a negative €62 million impact on earnings.
Recurring operating income came in at €22 million (including a gain of €17 million arising on a pension plan in the UK), down €44 million from 2010 pro forma.

Faced with a very tough market environment, Arjowiggins continued to reduce overheads and to adjust its production capacity to the changing demand. Three paper machines were shut, in France, Denmark and Argentina. In addition, Arjowiggins sold its Decor and Abrasives business to the Swedish group Munksjö in March 2011 and its Moulin du Roy mill to French group Hamelin in June 2011, for a total enterprise value of €99 million.

(100% of share capital)

The Alpitour Group was consolidated on the basis of the first half 2011 data, pursuant to IFRS 5, as described in the “Review of the consolidated results of the EXOR Group – Shortened” in this report.

The consolidated results of the Alpitour Group reported for the first half of the financial year 2010/2011 (November 1, 2010 – April 30, 2011) can be summarized as follows:

€ million	Half I		
	2011	2010 Restated (a)	Change
Net revenues	**368.5**	362.4	6.1
EBITDA	**(10.8)**	(15.5)	4.7
Loss from ordinary operations	**(21.7)**	(25.5)	3.8
Loss attributable to owners of the parent	**(11.8)**	(25.7)	13.9

€ million	**4/30/2011**	10/31/2010 Restated	Change
Equity attributable to owners of the parent	**60.9**	83.8	(22.9)
Net financial position	**9.4** (b)	87.0	(77.6)

(a) The revenues and costs relating to the distribution division have been reclassified pursuant to IFRS 5.
(b) Before payment of reserves to EXOR for €10 million.

Below is a summary of the operating performance of the Alpitour Group to October 31, 2011.

The sole company in Italy covering the entire tourism chain, Alpitour World is the market leader for organized travel, with a strong position also in the independent traveler segment through the Alpitourworld.com platform. The Alpitour World business unit comprises Tour Operating, Hotel, Incoming and Aviation.

The Alpitour Group’s offering spans five continents, with more than 200 destinations, operating directly with its own offices in numerous countries besides Italy: Cape Verde, Egypt, France, Ireland, Maldives, Morocco, Mexico, Portugal, Dominican Republic, Spain, Tanzania and Tunisia.
Corporate offices are in Turin but more than 3,000 employees work in the offices in Cuneo (registered office), Milan, Malpensa, Verona, Padua, Bologna, Genoa, Rome, Naples, Palma de Maiorca and in the branches and assistance centers found the world over.

With over 3.1 million clients in 2011 and its carefully chosen international partnerships, Alpitour World has for years consistently held the post of the 1° tourist group in Italy and is among the top ten European tourist operators.

The financial highlights for the fiscal years 2010/2011 and 2009/2010 are as follows (note that the fiscal year closes on October 31 of each year):

€ million	**2010/2011**	2009/2010 Restated (a)	Change Amount	%
Net revenues	**1,142.3**	1,183.2	(40.9)	-3.5
Contribution margin	**183.2**	190.0	(6.8)	-3.6
EBITDA	**47.3**	46.5	0.8	1.7
Profit from ordinary operations	**19.7**	25.8	(6.1)	-23.7
Profit attributable to owners of the parent	**17.3**	10.9	6.3	57.9
Equity attributable to owners of the parent	**92.8**	83.8	9.0	
Consolidated net financial position	**111.7**	86.8	24.9	

(a) The Distribution and M.I.C.E. divisions have been reclassified as set out in IFRS 5.

Compared to past years, the consolidated accounting data at October 31, 2011 reflects the effects of the following extraordinary transactions:
- the company Welcome Travel Group S.p.A. and its subsidiaries (the Distribution business unit) have been accounted for using the equity method instead of being consolidated line-by-line following the sale of a 50% stake to Costa Crociere S.p.A.;
- the company AW Events (M.I.C.E. business unit) was deconsolidated after the sale of the entire investment during the year.

The data relating to the financial year 2009/2010 have been restated for a better comparison with the financial year 2010/2011.

The economic crisis which marked both 2009 and 2010 has continued to distress the major western economies in 2011 so that, starting in summer, future growth prospects waned even further. As a consequence, in this scenario, the tourism market has continued to display a very weak demand, a particular sensitivity by clients to prices, a sign of reduced spending capacity and a strong propensity of the final client to book at the last minute.

Net revenues of Alpitour World, compared to the prior year, recorded a reduction of 3.5% to €1,142.3 million. This result should nevertheless be considered positive when taken from the standpoint of the difficult general economic panorama and the crisis in demand which can be found in all the countries of Mediterranean Africa, first among them Egypt and Tunisia. In such scenario, sales recorded a decline compared to the prior year in the tour operating division and the hotel division, compensated in part by the gains made in the aviation and incoming divisions.

Consolidated EBITDA in 2011/2012 remained in line at €47.3 million (€46.5 million in 2009/2010); the EBITDA margin for the period thus recorded an improvement to 4.1% from 3.9%. This performance principally reflects the effects of the sales policies designed to protect margins, as well as the positive outcomes of the actions aimed at reducing and containing variable and structure costs.

The profit attributable to owners of the parent was €17.3 million, against a corresponding profit of €10.9 million in 2009/2010; such results were affected by accruals for the year and higher amortization and depreciation charges besides the economic performance described for EBITDA.

The net financial position of the Group also significantly improved during the period from €89.6 million at the end of the previous year to €111.7 million at October 31, 2011. This change came from the combined effect of cash flows during the year, the improvement in net working capital and also the financial effect of the receipt of €12.2 million following the sale of the 50% stake in Welcome Travel Group to Costa Crociere S.p.A., the receipt of €4.6 million on the sale of AW Events to third parties and the partial distribution of €10 million of the share premium reserve to the parent EXOR in July.

Sales of the divisions of the Alpitour Group are analyzed below:

€ million	**2010/2011**	2009/2010 Restated	Change Amount	%
Tour operating	**825.8**	917.1	(91.3)	-10.0
Hotel	**75.9**	81.2	(5.3)	-6.5
Aviation	**222.7**	183.0	39.8	21.7
Incoming	**251.1**	226.2	24.9	11.0
Total	**1,375.5**	1,407.4	(31.9)	-2.3
Elimination of intragroup transactions	**(233.2)**	(224.2)	(9.0)	4.0
Total	**1,142.3**	1,183.2	(40.9)	-3.5

The **Tour Operating** division, in 2010/2011, reported a decrease in volumes compared to the prior year: the number of passengers, in fact, arrived at 786 thousand, compared to 908 thousand in 2009/2010 (-13.4%). Sales, which also include the reinsurance sales of Alpitour Reinsurance, consequently followed the same trend and settled at €825.8 million (€917.1 million in 2009/2010), down 10.0%. The lower reduction in sales compared

to volumes was due to a different sales mix, which highlighted a decline to destinations in the countries of North Africa to the benefit of destinations exhibiting higher average sales prices.
Specific company policies aimed at cutting back and adding flexibility to direct overheads (particularly empty/full hotel commitments) and structure costs, as well as sales polices geared to maintaining catalog sales prices and protecting margins, made it possible to limit and effectively counter the consequences generated by the continuing market crisis and by the reduction in sales owing to political tensions in Mediterranean Africa. The contribution margin for the year to October 31, 2011 was €54.3 million (vs. €58.6 million in the prior year), or 6.6% of sales (6.4% in 2009/2010). EBITDA stood at €13.9 million with an EBITDA margin of 1.7%, reflecting the margin in the prior year.

In 2010/2011 the **Hotel** sector posted sales of €75.9 million against €81.2 million in the prior year. Of that amount €31.0 million was generated with the tour operators of the Group (€34.6 million to October 31, 2010).
Sales performance can mainly be ascribed to the closing of some lease contracts due to the early withdrawal from some leisure-type hotels (Villaggio “Floriana”, Villaggio “Nova Siri” and Hotel “Marina Club”) and city hotels (Hotel Ritz & Regent in Rome), decided under the plan for the restructuring of the product portfolio of the hotel division. This reduction was only partly offset by the favorable effects of the opening of the Hotel Oriente in Bari in September 2010.
Despite the combined effect of actions and policies aimed at reducing costs and revisiting the product portfolio in order to limit and compensate both the effects of the difficult market situation and the increase in certain productive factors, the hotel division posted a lower contribution margin compared to the prior year (€41.8 million to October 31, 2011 vs. €45.8 million to October 31, 2010), or 55.0% of sales (56.4% in 2009/2010). Instead EBITDA for the year is basically in line with the prior year in terms of margin (approximately 5.6%), displaying a slight contraction in terms of amount (€4.2 million to October 31, 2011, compared to €4.6 million to October 31, 2010).

The **Aviation** division headed by the Neos airline company, in 2010/2011, reported sales of €222.7 million (€183.0 million in 2009/2010), of which €115.8 million was with the Group (€103.4 million to October 31, 2010). The sales trend and the number of passengers carried was especially impacted by a different sales mix featuring, in 2010/2011, an expanded charter business with the Group and third-party operators and a reduction in wet lease out business which posted considerably lower revenues than the charter business. In fact, it should be noted that the sales prices of the wet lease business are based on certain limited cost components (lease, crew, maintenance and insurance) while other important costs (first of all fuel) are directly borne by the client airline. With a growth in sales of approximately €40 million, the number of passengers carried in the year 2010/2011 was about 957 thousand as opposed to 958 thousand in the previous year.
Neos managed to achieve important operating results thanks to its ability to attain the maximum level of aircraft utilization and to vigilant commercial policies and cost containment. The contribution margin during the period reached €66.4 million compared to €66.1 million in 2009/2010. EBITDA for the period, benefiting from the positive effects of cutbacks in operating costs (mainly aircraft lease and employee costs), showed an improvement of €2 million over the prior year (€25.4 million to October 31, 2011 against €23.4 million to October 31, 2010). The EBITDA margin fell to 11.4% from 12.8% in the previous year: 2009/2010 in fact posted a high level of wet lease outs with average sales prices below those of the charter business but with a better margin.

The **Incoming** sector (Jumbo Tours Group) in 2010/2011 reported sales of €251.1 million (of which €83.2 million came from the Alpitour Group), highlighting an increase (+11.0%) over the prior year (€226.2 million, of which €83.3 million from the Alpitour Group). Even with the impact of outside factors such as the effects of the continuing negative economic environment, the Jumbo Tours Group managed to consolidate its volumes through decisive sales policies and a considerable jump in demand to the Canary Islands, the Balearic Islands and Cape Verde destinations as a result of the unrest in North Africa, recording an increase in the number of passengers managed by about 29.0% compared to October 31, 2010.
The traffic by third-party operators in the period contributed a volume of 1,901 thousand passengers (1,406 thousand to October 31, 2010) and accounted for about 88.7% of the total volumes managed by the incoming division. A decisive contribution came from the 2010/2011 start-up of incoming operations on behalf of the “El Corte Inglés” Spanish operator, as well as the consolidation of the already-operating activities with “Hotel 4 U” (Thomas Cook Group), which gave the Jumbo Tours Group the exclusive for incoming for the management of their client traffic. As for volumes coming from the Alpitour Group’s tour operator, 243 thousand passengers were recorded this year, compared to 256 thousand in 2009/2010: this trend was impacted by the

decrease in clients to Tunisia and Morocco destinations compensated in part only by the increases to the Balearic Islands and the Canary Islands.
Incoming's contribution margin in fact reached €17.5 million, improving over the €16.2 million reported in the prior year. EBITDA in the period displayed a similar improvement reaching €3.7 million (€2.9 million to October 31, 2010), with an EBITDA margin of 1.5% (1.3% in the year 2009/2010).

Significant events

Sale of the 50% stake in Welcome Travel Group: in February 2011, an agreement was sealed between Alpitour S.p.A. and the company Costa Crociere S.p.A. directed to the entry of the leading cruise line company in Italy as a shareholder of Welcome Travel Group S.p.A. with a 50% interest. The aim of the partnership is to develop and grow the distribution network with a view towards continually improving services to the final clientele. The operation obtained the approval of the antitrust authority and was concluded in April 2011. The acquisition by Costa Crociere S.p.A. of the investment in Welcome Travel Group S.p.A. came at a total price of €16.3 million and was completed through the purchase of shares (for a price of €14.7 million) and through the subscription of a reserved capital increase (for €1.6 million); a part of the price of the shares (equal to €2.5 million) was in the form of an earn out payable within 24 months of the conclusion of the operation, once pre-fixed targets are reached.

Sale of the investment in AW Events S.r.l.: in July 2011, Alpitour S.p.A. and the company Alessandro Rosso Incentive S.p.A. signed an agreement for the sale of the entire investment in AW Events S.r.l. (in which Alpitour S.p.A. holds an 83.9% stake). The investment was sold at a total price of €5.5 million (of which €4.6 million is the Alpitour Group's share) and operation was finalized on September 15, 2011.

New office in Turin: the project for the new head office of the Alpitour Group was announced in September 2011 and all the employees of the current offices of Turin and Cuneo will be in Turin starting from the second half of 2012. The new office will make it possible to obtain cost savings, a considerable improvement in terms of effectiveness and efficiency and will also ensure stability and business continuity, as well as new opportunities for professional growth and development.
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EXOR S.A.

(100% of share capital)

The highlights of the financial statements of EXOR S.A. at December 31, 2011, prepared under the laws of Luxembourg, are as follows:

€ million	12/31/2011	12/31/2010	Change
Profit for the year	**59.2**	79.2	(20.0)
Equity	**2,137.2**	2,208.0	(70.8)
Investments and other non-current financial assets	**2,258.1**	2,306.0	(47.9)
Net financial position	**(118.8)**	(43.2)	(75.6)

The profit for the year 2011 comes from dividends from investments for +€86.9 million (+€53.9 million in 2010), net financial income for +€12.7 million (+€54 million in 2010), net of impairments of financial assets for -€20.9 million (-€14.7 million in 2010) and net other expenses for -€19.5 million (-€14 million in 2010).

At December 31, 2011, non-current financial assets include the following:

	Number	12/31/2011			
	of shares	% of capital	Carrying amount	12/31/2010	Change
SGS S.A.	1,173,400	15	1,016.3	1,016.3	0.0
Exor Capital Ltd	4,000,000	100	234.0	354.0	(120.0)
C&W Group Inc.	511,015	69.48	405.0	405.0	0.0
Sequana S.A.	13,993,329	28.244	190.3	191.7	(1.4)
Almacantar S.A.	100,080,355	36.303	113.9	10.0	103.9
Gruppo Banca Leonardo S.p.A.	45,459,968	17.404	103.2	85.1	18.1
Banijay Holding S.A.S.	351,590	17.088	35.3	35.3	0.0
The Economist Newspaper Ltd	1,190,000	4.722	30.3	30.3	0.0
Copacabana Prince Partecipações S.A.	33,465,401	1.615	15.2	15.2	0.0
Exor LLC	-	99.8	11.7	11.7	0.0
Ancom USA	10	100	9.9	9.9	0.0
BTG Investments L.P.	6,217,617	0.259	3.8	3.8	0.0
Exor Inc.	100	100	1.2	1.2	0.0
Other			1.4	1.4	0.0
Total investments			**2,171.5**	**2,170.9**	**0.6**
Other non-current financial assets			86.6	135.1	(48.5)
Total investments and non-current financial assets			**2,258.1**	**2,306.0**	**(47.9)**

MOTION FOR THE APPROVAL OF THE SEPARATE FINANCIAL STATEMENTS AND THE PAYMENT OF DIVIDENDS

Dear Stockholders,

We invite you to approve the separate financial statements for the year ended December 31, 2011 and, considering that the legal reserve is equal to one-fifth of capital stock, we motion to appropriate the profit of €58,690,739.29 as follows:

- to the 153,530,496 ordinary shares currently outstanding, dividends equal to €0.335 per share, equal to a maximum	€	51,432,716.16
- to the 65,110,776 preferred shares currently outstanding, dividends equal to €0.3867 per share, equal to a maximum	€	25,178,337.08
- to the 8,503,189 savings shares currently outstanding, dividends equal to €0.4131 per share, equal to a maximum	€	3,512,667.38
for a maximum payment of	€	80,123,720.62

to be drawn from the profit for the year up to an amount of €58,690,739.29 and from the Extraordinary Reserve for the remaining amount of a maximum €21,432,981.33

The dividends proposed are payable to the shares outstanding, thus excluding those directly held by EXOR S.p.A. on June 18, 2012, the ex-dividend date. The payment of dividends will begin on June 21, 2012.

Turin, April 6, 2012

On behalf of the Board of Directors
The Chairman and CEO
John Elkann

EXOR

Separate Financial Statements

at December 31, 2011

EXOR S.p.A. - INCOME STATEMENT

€	Note	2011	2010	Change
Investment income (expenses)				
Dividends from investments	1	**171,733,163**	197,783,916	(26,050,753)
Gains (losses) on disposals of investments	2	**(7,963,474)**	14,810,751	(22,774,225)
Impairment losses on investments	3	**(56,235,535)**	(4,643,487)	(51,592,048)
Net investment income		**107,534,154**	207,951,180	(100,417,026)
Financial income (expenses)				
Financial expenses from third parties	4	**(135,021,073)**	(112,618,583)	(22,402,490)
Financial income from third parties	5	**108,667,018**	90,896,038	17,770,980
Financial income from related parties	37	**1,591,712**	2,872,693	(1,280,981)
Gains (losses) on exchange	6	**(2,989,282)**	3,799,599	(6,788,881)
Net financial expenses		**(27,751,625)**	(15,050,253)	(12,701,372)
Net general expenses				
Personnel costs	7	**(7,734,021)**	(8,812,938)	1,078,917
Purchases of goods and services from third parties	8	**(6,040,066)**	(4,440,141)	(1,599,925)
Purchases of goods and services from related parties	37	**(6,202,680)**	(9,278,993)	3,076,313
Other operating expenses	9	**(674,982)**	(462,309)	(212,673)
Depreciation and amortization		**(58,585)**	(9,055)	(49,530)
		(20,710,334)	(23,003,436)	2,293,102
Revenues from third parties		**210,647**	63,962	146,685
Revenues from related parties	37	**647,034**	482,351	164,683
		857,681	546,313	311,368
Net general expenses		**(19,852,653)**	(22,457,123)	2,604,470
Non-recurring other income (expenses) and general expenses				
Personnel costs	10	**(4,748,593)**	(2,944,599)	(1,803,994)
Purchases of goods and services from third parties	11	**(8,325)**	(3,067,524)	3,059,199
Purchases of goods and services from related parties	37	**(703,086)**	(1,182,094)	479,008
Non-recurring income from third parties	12	**7,086,033**	0	7,086,033
Non-recurring income from related parties	37	**900,090**	0	900,090
Non-recurring other operating expenses from third parties	13	**(163,569)**	(400,000)	236,431
Non-recurring other expenses from related parties	37	**0**	(9,747,938)	9,747,938
Non-recurring other income (expenses) and general expenses		**2,362,550**	(17,342,155)	19,704,705
Indirect taxes and duties				
Non-deductible VAT	14	**(1,936,966)**	(1,204,291)	(732,675)
Other indirect taxes		**(63,449)**	(5,759)	(57,690)
Indirect taxes and duties		**(2,000,415)**	(1,210,050)	(790,365)
Profit before income taxes		**60,292,011**	151,891,599	(91,599,588)
Income taxes	15	**(1,601,272)**	(30,591)	(1,570,681)
Profit for the year		**58,690,739**	151,861,008	(93,170,269)

EXOR S.p.A. - STATEMENT OF COMPREHENSIVE INCOME

€	**2011**	2010
Gains/(losses) recognized directly in cash flow hedge reserve	**(23,723,367)**	9,135,120
Gains/(losses) recognized in fair value reserve	**976,276**	(24,953,882)
Income taxes relating to components of other comprehensive income	**(13,424)**	342,126
Actuarial gains/(losses)	**(123,135)**	20,861
Total other comprehensive income, net of tax	**(22,883,650)**	(15,455,775)
Profit for the year	**58,690,739**	151,861,008
Total comprehensive income	**35,807,089**	136,405,233

EXOR S.p.A. - STATEMENT OF FINANCIAL POSITION

€	Note	12/31/2011	12/31/2010	Change
Non-current assets				
Investments accounted for at cost	16	**3,804,831,389**	3,806,958,518	(2,127,129)
Available-for-sale investments	16	**12,368,447**	31,812,171	(19,443,724)
Total Investments		**3,817,199,836**	3,838,770,689	(21,570,853)
Held-to-maturity financial instruments	17	**114,855,368**	138,093,789	(23,238,421)
Other financial assets		**877,625**	104,641	772,984
Intangible assets		**101,664**	106,735	(5,071)
Property, plant and equipment		**172,249**	4,427	167,822
Other receivables		**2,081**	1,291	790
Total Non-current assets		**3,933,208,823**	3,977,081,572	(43,872,749)
Current assets				
Held-to-maturity financial instruments	17	**77,035,125**	0	77,035,125
Financial assets held for trading	18	**349,749,017**	589,217,779	(239,468,762)
Cash and cash equivalents	19	**94,243,148**	219,795,393	(125,552,245)
Other financial assets	20	**8,134,038**	6,780,879	1,353,159
Tax receivables	21	**25,144,323**	45,677,637	(20,533,314)
Financial receivables from related parties	37	**21,274**	30,592,975	(30,571,701)
Financial receivables from third parties		**403,637**	0	403,637
Trade receivables from related parties	37	**415,497**	215,425	200,072
Other receivables	22	**1,135,384**	454,958	680,426
Total Current assets		**556,281,443**	892,735,046	(336,453,603)
Non-current assets held for sale	23	**82,526,558**	0	82,526,558
Total Assets		**4,572,016,824**	4,869,816,618	(297,799,794)
Equity				
Share capital	24	**246,229,850**	246,229,850	0
Capital reserves	25	**1,746,955,814**	1,746,289,493	666,321
Retained earnings and other reserves	26	**1,632,563,244**	1,578,461,200	54,102,044
Treasury stock	28	**(239,005,324)**	(170,327,086)	(68,678,238)
Profit for the year		**58,690,739**	151,861,008	(93,170,269)
Total Equity		**3,445,434,323**	3,552,514,465	(107,080,142)
Non-current liabilities				
Non-convertible bonds	30	**845,774,013**	745,699,834	100,074,179
Bank debt	31	**200,000,000**	50,000,000	150,000,000
Deferred tax liabilities	32	**23,875,349**	21,703,995	2,171,354
Provisions for employee benefits	33	**2,232,248**	2,634,915	(402,667)
Other payables	35	**921,683**	809,738	111,945
Total Non-current liabilities		**1,072,803,293**	820,848,482	251,954,811
Current liabilities				
Non-convertible bonds		**0**	199,918,170	(199,918,170)
Bank debt	31	**0**	231,094,658	(231,094,658)
Other financial liabilities	34	**48,054,792**	31,824,520	16,230,272
Trade payables and other payables to related parties	37	**966,771**	23,860,517	(22,893,746)
Trade payables to third parties		**1,231,495**	4,424,549	(3,193,054)
Tax payables		**647,291**	905,733	(258,442)
Other payables	35	**2,878,859**	4,425,524	(1,546,665)
Total Current liabilities		**53,779,208**	496,453,671	(442,674,463)
Total Equity and Liabilities		**4,572,016,824**	4,869,816,618	(297,799,794)

EXOR S.p.A. – STATEMENT OF CHANGES IN EQUITY

€	Share capital	Capital reserves	Treasury stock	Earnings reserves	Profit for the year	Fair value reserve	Cash flow hedge reserve	Total Equity
Equity at December 31, 2009	**246,229,850**	**1,746,289,493**	**(112,491,299)**	**1,556,229,009**	**88,822,747**	**25,984,784**	**(11,218,670)**	**3,539,845,914**
Reclassification 2009 profit				88,822,747	(88,822,747)			0
Dividends paid to shareholders (€ 0.27 per ordinary share, € 0.3217 per preferred share, € 0.3481 per savings share)				(67,866,477)				(67,866,477)
Purchase of treasury stock			(57,835,787)					(57,835,787)
Dividends statute-barred				1,592				1,592
Increase corresponding to figurative cost of EXOR stock option plan				1,963,989				1,963,989
Total comprehensive income				20,862	151,861,008	(24,611,756)	9,135,120	136,405,234
Net changes during the year	0	0	(57,835,787)	22,942,713	63,038,261	**(24,611,756)**	**9,135,120**	**12,668,551**
Equity at December 31, 2010	**246,229,850**	**1,746,289,493**	**(170,327,086)**	**1,579,171,722**	**151,861,008**	**1,373,028**	**(2,083,550)**	**3,552,514,465**
Reclassification 2010 profit				151,861,008	(151,861,008)			0
Dividends paid to shareholders (€ 0.31 per ordinary share, € 0.3616 per preferred share, € 0.3881 per savings share)				(75,876,645)				(75,876,645)
Purchase of treasury stock			(68,678,238)					(68,678,238)
Dividends statute-barred				2,265				2,265
Increase corresponding to figurative cost of EXOR stock option plan				999,066				999,066
Changes deriving from the merger of Exor Services		666,321						666,321
Total comprehensive income				(123,135)	58,690,739	962,852	(23,723,367)	35,807,089
Net changes during the year	**0**	**666,321**	**(68,678,238)**	**76,862,559**	**(93,170,269)**	**962,852**	**(23,723,367)**	**(107,080,142)**
Equity at December 31, 2011	**246,229,850**	**1,746,955,814**	**(239,005,324)**	**1,656,034,281**	**58,690,739**	**2,335,880**	**(25,806,917)**	**3,445,434,323**
Note	24	25	28	26		26	26	

EXOR S.p.A. – STATEMENT OF CASH FLOWS

€	Note	2011	2010
Cash and cash equivalents at start of year		**219,795,393**	337,355,303
Cash flows from (used in) operating activities			
Profit for the year		**58,690,739**	151,861,008
Adjustments for:			
Gains on disposals of investments	2	**7,963,474**	(14,810,751)
Gains on the sale of the building by EXOR Services		**(7,086,033)**	0
Quota in kind of dividends collected by Exor S.A.	1	**(89,864,870)**	(96,952,623)
Effective portion of losses on cash flows hedges reclassified to income statement	4	**4,250,768**	9,653,616
Depreciation and amortization		**58,585**	9,055
Figurative cost of EXOR stock option plan	29	**1,666,936**	1,526,941
Expenses relating to merger of EXOR Services		**(24,802)**	0
Deferred income taxes released by the merged EXOR Services		**(840,497)**	0
Impairment losses on investments	3	**56,235,535**	4,643,487
Losses (Gains) on sale of property, plant and equipment		**(29,230)**	0
Non-recurring other (income) expenses, accrued and not yet collected/paid		**(900,090)**	10,147,938
Total adjustments		**(28,570,224)**	(85,782,337)
Cash deriving from the merger of EXOR Services		**291,913**	0
Change in working capital:			
Change in other financial assets, current and non-current	20	**(2,126,143)**	(799,218)
Change in tax receivables, excluding items adjusting profit for the year	21	**20,533,314**	(778,129)
Change in trade receivables from related parties		**(200,072)**	(85,798)
Change in other receivables, current and non-current		**(681,216)**	(12,883)
Change in other financial receivables		**(403,637)**	21,580
Change in other payables, current and non-current	35	**(1,434,720)**	1,817,224
Change in other financial liabilities, current and non-current	34	**(9,525,073)**	575,432
Change in trade payables and other payables to related parties, excluding items adjusting profit for the year		**(21,993,657)**	1,386,957
Change in trade payables to third parties		**(3,193,056)**	1,813,576
Change in taxes payable		**(258,442)**	239,948
Change in deferred tax liabilities, excluding taxes accrued in equity		**2,157,930**	0
Net change in provisions for employee benefits, excluding actuarial differences recognized in equity		**(525,800)**	(584,185)
Net change in working capital		**(17,358,659)**	3,594,504
Net cash flows from (used in) operating activities		**12,761,856**	69,673,175
Cash flows from (used in) investing activities			
Change in investments in:			
Property, plant and equipment		**(28,748)**	(450)
Held-to-maturity financial instruments, current and non-current	17	**36,068,166**	(61,698,028)
Current financial assets	18	**239,468,762**	(221,626,206)
Partial distribution of Alpitour paid-in capital	16	**10,000,000**	7,500,000
Sale of building by EXOR Services		**18,200,000**	0
Disposal of investments	16	**16,367,954**	90,013,740
Investment acquisitions	16	**(3,911,427)**	0
Net cash flows from (used in) investing activities		**316,164,707**	(185,810,944)
Cash flows from (used in) financing activities			
Change in financial receivables from related parties		**30,571,701**	(2,429,652)
Issue of bonds 2011/2031 in Yen		**99,498,358**	0
Repayment of bonds 2006/2011		**(199,918,170)**	0
Other changes in bonds		**575,822**	733,738
Net change in bank debt	31	**(81,094,658)**	130,968,748
Changes in fair value of cash flow hedge derivatives		**(2,218,790)**	(4,994,303)
Dividends paid		**(75,876,645)**	(67,866,477)
Purchases of treasury stock	28	**(68,678,238)**	(57,835,787)
(Purchase) sale of ownership interests in subsidiaries)		**(157,340,452)**	0
Dividends statute-barred and other net changes		**2,264**	1,592
Cash flows from (used in) financing activities		**(454,478,808)**	(1,422,141)
Net increase (decrease) in cash		**(125,552,245)**	(117,559,910)
Cash and cash equivalents at end of year		**94,243,148**	219,795,393

EXOR S.p.A. – NOTES TO THE SEPARATE FINANCIAL STATEMENTS

GENERAL INFORMATION ON THE ACTIVITIES OF THE COMPANY

EXOR S.p.A. is a corporation organized under the laws of the Republic of Italy; its head office is located in Turin, Italy, Via Nizza 250. EXOR is one of the leading investment companies in Europe. It is controlled by Giovanni Agnelli e C. S.a.p.az. which holds 51.164% of share capital: specifically 59.10% of ordinary share capital, 39.24% of preferred share capital and 12.36% of savings share capital.
EXOR's three classes of stock (ordinary, preferred and savings) are traded on the Electronic Share Market of the Italian Stock Exchange.

Further information is provided in the Report on Operations under "EXOR Group Profile".

Accounting and tax treatment of the Merger of EXOR Services in EXOR

On November 24, 2011, the Merger deed was signed for the incorporation of EXOR Services in EXOR S.p.A. EXOR Services, a wholly-owned subsidiary, carried out – mainly in the interests of companies of the Group – services that included the organization and management of IT systems, telephone and data activities and management of the building at Corso Matteotti 26. The deed established that the Merger would be effective for legal purposes, pursuant to art. 2504 bis, paragraph 2, of the Italian Civil Code, as from December 1, 2011 and that the transactions entered into by EXOR Services in the first eleven months of 2011 would be recorded in the EXOR financial statements, also for tax purposes, pursuant to art. 172, paragraph 9, of D.P.R. 917/96, as from January 1, 2011.

The Merger was recorded in the Turin Company Register on November 28, 2011.

The accounting and tax aspects of the Merger are described below.

Accounting treatment

The Merger was accounted for and recognized in both the separate and consolidated financial statements EXOR by referring not only to Italian principles but also to IFRS.
The economic nature of the Merger consisted of a reorganization of existing entities which did not result in the transfer of control.

Therefore, this operation is excluded from the application of IFRS 3 - "Business Combinations".

In the absence of reference to a specific IFRS standard or interpretation, account was taken that IAS 1, paragraph 13, requires in general terms that the financial statements provide a reliable and faithful representation of the effects of transactions, other events and conditions in accordance with the definitions and recognition criteria for assets, liabilities, costs and revenues set out in the IFRS Framework and that IAS 1, paragraph 15 requires an entity to select, in agreement with the hierarchy established by IAS 8, and apply accounting principles suitable for reaching the general objective of reliable and fair presentation.

Given the elements defining the Merger transaction (absence of economic exchange with third party economies and continuation of control) the Merger was accounted for according to the guidelines of IAS 8, paragraph 10. Since the transaction, because of its nature, does not have a significant effect on cash flows, the accounting treatment chosen gave preference to principles suitable for ensuring the continuity of the values.

Applying the principle of the continuation of the values in the Merger transaction meant to give relevance to the pre-existing relationship of control between the companies involved in the transaction (EXOR, the merging company, and EXOR Services, the merged subsidiary) as well as the cost incurred by the merging company for the acquisition of the investment in the merged company.

The inclusion of the net assets from EXOR Services in the separate financial statements of EXOR did not involve the emergence of a higher fair value of such assets compared to those expressed in the consolidated

financial statements or a higher goodwill, as already explained, since there was no economic exchange with third parties or an acquisition in the economic sense.
As for the accounting treatment of the Merger in the separate financial statements of EXOR, the carrying amount of the investment held in EXOR Services (€10,037.6 thousand) was eliminated against the accounting net equity of EXOR Services (€10,728.7 thousand); the difference between these carrying amounts formed the merger surplus (€691.1 thousand) which was recorded as an increase in the equity reserves of EXOR.

In accordance with IAS 32, paragraph 35, the expenses incurred by EXOR for the Merger (€25 thousand) were recorded as a deduction from additional paid-in capital.

Tax treatment

The accounting impact of the Merger is effective from January 1, 2011; consequently, the tax impact is also effective from that date applying the retroactive clause provided by art. 172, paragraph 9 of D.P.R. 917 of 12/22/1986 (T.U.I.R.).

With regard to income taxes (art. 172 del T.U.I.R.), the Merger is "neutral" so there are no positive or negative components of income for the parties in the Merger since:

- the transfer of the net assets to EXOR did not result for EXOR Services in the realization of hidden gains or losses in the assets and liabilities transferred or goodwill;
- the assets and rights received by EXOR were assumed at the same tax value and at the same other tax conditions which EXOR Services had;
- the Merger did not result in the realization of any taxable gains or deductible losses.
  The merger surplus does not have tax implications for EXOR.

In accordance with art. 172, paragraph 7, of T.U.I.R. the previous years' tax losses of EXOR and EXOR Services have been carried forward and can be used by EXOR.

SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

Beginning from the financial year 2006, the separate financial statements of EXOR S.p.A. have been prepared in conformity with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and recognized by the European Community in accordance with Regulation 1606/2002 of the European Parliament and Council dated July 19, 2002. The designation IFRS also includes all valid International Accounting Standards (IAS), as well as all interpretations of the International Financial Reporting Interpretations Committee (IFRIC), formerly the Standing Interpretations Committee (SIC).

The separate financial statements have also been prepared in accordance with the provisions contained in Consob Resolutions 15519 and 15520 of July 27, 2006 and in Consob Communication 6064293 of July 28, 2006, pursuant to art. 9, paragraph 3, of Legislative Decree 38 dated February 28, 2005.

Formats of the separate financial statements and other information

The separate income statement is presented using a classification based on the nature of the revenues and expenses, with the presentation of investment income (expenses) and financial income (expenses) taking preference since these items are characteristic of EXOR S.p.A.'s activities.

Since the year 2009, in view of the significance of the amounts, "Non-recurring other income (expenses) and general expenses" are presented separately from "Net general expenses that are recurring". The line item includes any exceptional or non-recurring costs such as termination incentives, consulting fees for extraordinary investment acquisition and disposal transactions, special bonuses to directors and employees, defendant legal fees and adjustments to liabilities for the Alpitour stock option Plan. Moreover, indirect taxes and duties are also presented separately.

In the separate statement of financial position, the "current/non-current" distinction has been adopted for the presentation of assets and liabilities.

The statement of comprehensive income presents the total income and expenses recognized in the income statement and increases or decreases in reserves.
The separate statement of cash flows is presented using the indirect method, which reconciles cash and cash equivalents at the beginning and the end of the year.

The year-end closing date is December 31 of each year and covers a period of 12 months.

The Euro is the Company's functional currency and presentation currency.

In the separate financial statements, the amounts are expressed in Euro.
In the notes, unless otherwise indicated, the data are expressed in thousands of Euro.
Significant events in 2011 and in the first quarter of 2012, the main risks and uncertainties and the business outlook are presented in specific paragraphs of the Report on Operations.

Related party transactions, unusual and/or atypical transactions and significant non-recurring events and transactions

Related party transactions
The statement of financial position and income statement balances generated by transactions with related parties are shown separately in the financial statement formats and commented in Note 37.

Stock option plan linked to Alpitour shares
At December 31, 2011, the liabilities of the stock option plan linked to Alpitour shares, amounting to €21.9 million at December 31, 2010, show a nil balance.
Further information is provided in Note 29.

Beside what has been indicated, there are no significant non-recurring events or transactions or significant unusual and/or atypical transactions to be reported as required by Consob Communication 6064293 dated July 28, 2006.

General principle
The financial statements of EXOR S.p.A. are expressed in Euro and are prepared under the historical cost convention, except where the use of fair value is required for the measurement of available-for-sale financial instruments and those held for trading, as well as on the going concern assumption.
Despite operating in a difficult economic and financial environment, the directors have in fact assessed that no material uncertainties (as defined in paragraph 25 of IAS 1) exist about its ability to continue as a going concern.

Investments accounted for at cost
Investments in subsidiaries and associates are stated at cost and tested for impairment if, and only if, there is objective evidence of an impairment due to one or more events which occurred after initial recognition which have an impact on the future cash flows of the subsidiaries and associates and on the dividends which they could distribute. This objective evidence is a significant and prolonged decline in the market prices to below cost of a directly and indirectly owned subsidiary or associate, together with its continuing negative operating performance. In these cases, the impairment is determined as the difference between the carrying amount of the investment and its recoverable amount, usually determined on the basis of the higher of the value in use and fair value less costs to sell.
At the end of each reporting period, EXOR S.p.A. assesses whether there is any objective evidence that an impairment loss of an investment recognized in prior years may no longer exist or may have decreased. A significant or prolonged rise in the market price of the subsidiary or associate, together with its continuing positive operating performance is considered as objective evidence. In these cases, the recoverable amount of the investment is re-measured and, if appropriate, the carrying amount is increased up to the cost of the investment.

Available-for-sale investments and non-current other financial assets

These are measured at fair value which coincides, for listed investments, with the market price on the last day of the period. Unrealized gains and losses are recognized directly in equity, net of the relevant deferred tax effect. If there is objective evidence that the asset is impaired, the cumulative loss that was recognized directly in equity is reversed and recognized in the income statement. Impairment losses recognized in the income statement may not later be reversed through the income statement.
Upon disposal of the asset, the accumulated gains or losses recorded in equity are credited or debited to the income statement.

Non-current assets held for sale

In accordance with IFRS 5, non-current assets held for sale are recorded in the financial statements at the lower of the carrying amount and fair value net of selling costs. A writedown, if any, is recognized in the income statement.

Financial assets held for trading

Financial assets held for trading include equity shares, credit instruments and other forms of investment of liquidity, as well as derivative instruments for trading.

Financial assets purchased originally for resale in the short-term are measured at year end at fair value using, for listed securities, the market price translated, if appropriate, at the year-end exchange rate; the fair value adjustment is recorded with a corresponding entry in the income statement.

Held-to-maturity securities

Held-to-maturity securities are non-derivative assets with fixed or determinable payments and fixed maturities that EXOR has the positive intention and ability to hold to maturity.
Financial assets cannot be classified as held-to-maturity if, during the course of the current year or during the two preceding years, other than an insignificant amount of held-to-maturity investments has been sold or reclassified before their maturity, except sales or reclassifications that:

a) are so close to maturity or to the call option date of the financial asset that changes in the market rate of interest would not have a significant effect on the fair value of the financial asset;
b) occur after the Company has received substantially all of the financial asset's original principal through ordinary scheduled payments or prepayments;
c) are attributable to an isolated event that is beyond the Company's control, is non-recurring and could not have been reasonably anticipated by the Company.

Securities held with the intent to keep them in portfolio until maturity are recorded and measured at amortized cost.
The amortized cost of a financial asset is the amount at which the financial asset was initially measured net of repayments of principal, decreased by the total amortization of any difference between the initial amount and the maturity amount using the effective interest method, less any writedown (made directly or through the use of an accrual) for impairment or uncollectibility.
The effective interest rate is a method used for calculating the amortized cost of a financial asset and allocating the interest over the period of reference. The effective interest rate is the rate that exactly discounts future cash flows for estimated collections (including transaction costs paid) over the expected life of the financial instrument or, if appropriate, over a shorter period.

Receivables and payables

Receivables are initially recognized at their nominal amount which substantially coincides with fair value.
If there is objective evidence of an impairment loss or a risk that the Company will not be able to collect the contractual amount (principal and interest) at the contractually agreed dates, a provision is set aside which corresponds to the difference between the asset's carrying amount and the present value of estimated recoverable future cash flows, discounted at the effective interest rate.
Payables are initially recognized at their nominal amount, reduced by expenses incurred to assume them and increased by interest expense due, if any. Payables are subsequently measured at amortized cost using the effective interest method.

Treasury stock

The cost of any treasury stock purchased and/or held, also through subsidiaries, as a result of specific shareholder resolutions, is recognized as a deduction from equity and, therefore, the reserve offsetting treasury stock in portfolio is not shown separately. The proceeds from any subsequent sale are recognized as movements in equity.

Employee benefits – Pension plans

Pension plans are currently either defined contribution or defined benefit plans.

Under defined contribution plans the Company pays contributions to outside, legally separate entities with administrative autonomy, which frees the employer from any subsequent obligation as the outside entity assumes the commitment to pay what is due to the employee. Following the changes in regulations for employee leaving entitlement pursuant to Law 296 dated December 27, 2006 (the 2007 Finance Law) and later decrees and regulations, the defined contribution plans include the portions of employee leaving entitlement accruing from January 1, 2007. Since EXOR S.p.A. has less than 50 employees, employee leaving entitlements are calculated using the customary actuarial method established in IAS 19 and adopted in prior years, except for the exclusion of the pro rata application of the service rendered for employees who transfer the entire amount accrued to a supplementary pension fund.

Consequently, for those who transfer the entire amount accrued to a supplementary pension fund, the Company records the contribution paid as an expense and no additional obligation is recognized.

Defined benefit plans include post-employment benefits, other than those under defined contribution plans. Under defined benefit plans, the Company has the obligation to set aside the costs relating to the benefits guaranteed to its employees in service. The actuarial risk and the investment risk are thus substantially borne by the Company.

Defined benefit plans, which include employee leaving entitlements, taking into account what was described above, are measured by actuarial techniques using the Projected Unit Credit Method.

All cumulative actuarial gains and losses that existed at January 1, 2005 have been recognized in equity.

For defined benefit plans, the expenses relating to the increase in the present value of the obligation, due to the fact that the payment date of the benefits is nearing, are recognized in financial expenses.

Payments relative to defined contribution plans are recognized as an expense in the income statement as incurred.

Defined benefit plans may be unfunded or they may be wholly or partly funded by contributions paid by the employer and the employee plan participants to an entity, or fund, that is legally separate from the employer and from which the employee benefits are paid.

The liability for defined benefit plans is calculated on an individual basis and takes into account life expectancy, personnel turnover, salary changes, revaluation of the yields, inflation and the present value of the amounts to be paid.

Employee benefits – Stock option plans

Stock option plans linked to EXOR shares

Share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

In accordance with IFRS 2 – Share-based Payment, the full amount of the fair value of stock options at the grant date is recognized in the income statement in personnel costs on a straight-line basis over the period from the grant date to the vesting date with a corresponding entry directly in equity, based upon an estimate of the number of options that is expected to vest. Changes in fair value after the grant date have no effect on the initial measurement.

The compensation component deriving from stock option plans linked to EXOR shares but relating to employees in other companies of the Holdings System, is recorded as a capital contribution in favor of the subsidiaries in which the beneficiaries of the stock option plans are employees and consequently recorded as an increase in the relative value of the investments, with a corresponding entry recorded directly in equity.

Stock option plans linked to shares of the subsidiary Alpitour

This is a stock option plan that requires a monetary payment equal to the increase in the value of the company. The fair value of the liability of the plan is re-measured at each reporting date until its extinction.
The cost is recognized in the income statement in “Non-recurring other expenses” with a corresponding entry to “Other payables to related parties”. If the payable to related parties decreases, the resulting income is recognized in the income statement in “Non-recurring other income from related parties”.

Debt

Interest-bearing debt is recognized at cost which corresponds initially to the fair value of the amount received net of directly attributable costs. Debt is subsequently measured at amortized cost. The difference between amortized cost and the amount to be repaid is recognized in the income statement on the basis of the effective interest rate over the period of the loan.
Debt is classified in current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Derivative financial instruments and hedge relationships

Derivative financial instruments are recognized initially at fair value at the date the contracts are entered into and are subsequently measured at fair value at year-end. The resulting gains or losses are recognized in the income statement immediately, unless the derivative is designated and is effective as a hedging instrument, in which case the times for recognition in the income statement depend upon the nature of the hedge relationship. EXOR designates certain derivatives as fair value hedges of certain assets or liabilities recognized in the financial statements or as cash flow hedges of certain highly probable forecast transactions.
A derivative is classified as a non-current asset or liability if the maturity date of the instrument is beyond 12 months and it is not expected to be realized or settled within 12 months. Other derivatives are classified as current assets or liabilities.

Financial instruments qualify for hedge accounting only when there is formal designation and documentation, including the Company's risk management objective and strategy, and the hedge, verified periodically, is highly effective.

- Fair value hedge: where a derivative financial instrument is designated as a hedge of the exposure to changes in fair value of a recognized asset or liability that is attributable to a particular risk and could affect the income statement, the gain or loss from re-measuring the hedging instrument at fair value is recognized in the income statement, together with the change in fair value of the hedged item. The gain or loss from the change in fair value of the hedging instrument is recognized on the same line of the income statement as the hedged item.
- Cash flow hedge: where a derivative financial instrument is designated as a hedge of the exposure to variability in cash flows of a recognized asset or liability or a highly probable forecast transaction and could affect profit or loss, the effective portion of any gain or loss of the derivative financial instrument is recognized directly in equity. The cumulative gain or loss is removed from equity and recognized in the income statement at the same time in which the hedged transaction affects the income statement. The gain or loss associated with a hedge or part of a hedge that has become ineffective is recognized in the income statement immediately. When a hedging instrument or hedge relationship is terminated but the hedged transaction is still expected to occur, the cumulative gain or loss realized to the point of termination remains in equity and is recognized in the income statement at the same time the related transaction occurs. If the hedged transaction is no longer probable, the cumulative unrealized gain or loss held in equity is recognized in the income statement immediately.

If the conditions of IAS 39 are not met, the transactions, even if they have been set up for the purpose of managing risk exposure, are classified and measured as trading transactions. In that case, the difference from fair value is recognized in the income statement.

Financial income and expenses, other revenues and costs

Dividends are recognized in the income statement when the paying company approves distribution, that is, when the right to receive the dividends is established.
Financial income and expenses are recorded on a prorated basis according to the rate of the effective return.
Revenues from services are recognized by reference to the stage of completion of the service at the end of the reporting period.
Dividends in kind are measured at the fair value of the underlying securities at the payment date.
The expenses incurred for the Merger were charged directly to “Additional paid-in capital” in the year in which the Merger became effective. The expenses sustained in the years before the Merger became effective were recorded in “Current assets – Other receivables” when incurred and subsequently recorded as a deduction from “Additional paid-in capital” when the Merger became effective.

Transactions in foreign currencies

Transactions in foreign currencies are recorded at the foreign exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the end of the reporting period are translated at the foreign exchange rate prevailing at that date. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were initially recorded during the period or in previous financial statements are recognized in the income statement.

Income taxes

Current income taxes are calculated according to the tax laws in force.
Taxes on income are recognized in the income statement except to the extent that they relate to items directly charged or credited to equity, in which case the related income tax effect is recognized directly in equity.
Temporary differences between the amounts of assets and liabilities in the financial statements and the corresponding amounts for tax purposes give rise to temporarily deferred tax liabilities on the taxable temporary differences recorded in a specific provision in liabilities. Deferred tax assets relating to the carryforward of unused tax losses, as well as those arising from deductible temporary differences, are recognized to the extent that it is probable that future profits will be available against which they can be utilized.
Deferred tax assets and liabilities are measured at the tax rates expected to apply to taxable income in the periods in which the temporary differences will reverse. Deferred income tax assets and liabilities are offset where there is a legally enforceable right of offset.
Deferred tax assets and liabilities are shown separately from other tax receivables and payables in a specific line under non-current assets or liabilities.

Principal sources of uncertainty in making financial statement estimates

The preparation of financial statements and related disclosures that conform to IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results could differ from those estimates. Estimates and assumptions are reviewed periodically and the effects of any changes are recognized immediately in the income statement or in equity in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.
The situation caused by the present economic and financial crisis has required assumptions to be made regarding future performance which are characterized by significant uncertainty; as a consequence, therefore, it cannot be excluded that results may arise during the next year which differ from estimates, and which therefore might require adjustments, even significant, to be made to the carrying amount of the items in question, which at the present moment can clearly neither be estimated nor predicted. The main items affected by these situations of uncertainty are investments accounted for at cost and available-for-sale investments.

In particular:

- the carrying amounts of listed investments accounted for at cost or fair value, were lower than or corresponding to the trading prices at the end of 2011;
- for the other unlisted investments accounted for at cost, their measurement indicated no evidence of impairment.

No critical or significant issues have arisen, however, in relation to the estimates used for employee benefits, taxes or provisions, also taking into consideration their level of materiality.

Adoption of new accounting standards, amendments and interpretations issued by the IASB

Accounting standards, amendments and interpretations adopted from January 1, 2011

On November 4, 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 effect on the measurement of items in the financial statements and had only limited effects on the disclosures for related party transactions.

Accounting standards, amendments and interpretations effective from January 1, 2011 but not applicable to the Company

The following amendments, improvements and interpretations, effective from January 1, 2011, relate to issues that were not applicable to the Company at the date of these financial statements, but which may have an impact on the accounting treatment of future transactions or arrangements:

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

Accounting standards, amendments and interpretations not yet applicable and not early adopted by the Company

Except for the amendments to IFRS 7 – Financial Instruments: Disclosures issued on October 7, 2011 described below, the European Union had not yet completed its endorsement process for these standards and amendments at the date of these consolidated financial statements.

On November 12, 2009, the IASB **issued a new standard IFRS 9** – Financial Instruments that was subsequently amended. This standard, having an effective date for mandatory adoption of January 1, 2015 retrospectively, 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. The new standard uses a single approach to determine whether a financial asset is measured at amortized 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 recognized in Other comprehensive income and are not subsequently reclassified to profit or loss.

On December 20, 2010, the IASB issued **a minor amendment to IAS 12** – Income taxes requiring an entity to measure the deferred tax relating to investment properties measured at fair value under the presumption that the carrying amount of deferred assets will be recovered through continuing use or through sale.
As a result of this amendment, SIC 21 – Income Taxes – Recovery of Revalued Non-Depreciable Assets no longer applies. The amendment is effective retrospectively from January 1, 2012.

On May 12, 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, without however substantial changes to the preceding version). 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 January 1, 2013.

On May 12, 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 defines rules for treatment of joint operations in the separate financial statements. The standard is effective retrospectively from January 1, 2013.

On May 12, 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 IFRSs permitting or requiring a fair value measurement or the presentation of disclosures based on fair value. The standard is effective prospectively from January 1, 2013.

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

On June 16, 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 whole of 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 recognized in profit or loss and actuarial gains and losses arising from the remeasurement of assets and liabilities at each balance sheet date to be recognized in other comprehensive income. 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 January 1, 2013.

On December 16, 2011, the IASB issued certain **amendments to IAS 32** – Financial Instruments: Presentation to clarify the application of certain offsetting criteria for financial assets and financial liabilities in IAS 32. The amendments are effective for annual periods beginning on or after January 1, 2014 and are required to be applied retrospectively.

On December 16, 2011, the IASB issued certain **amendments to IFRS 7** – Financial Instruments: Disclosures. The amendments require information about the effect or potential effect of netting arrangements for financial assets and liabilities on an entity’s financial position. Entities are required to apply the amendments for annual reporting periods beginning on or after January 1, 2013. The required disclosures should be provided retrospectively.

Finally, on October 7, 2010, the IASB issued **amendments to IFRS 7** – Financial Instruments: Disclosures, applicable for annual periods beginning on or after July 1, 2011. The amendments will enable 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 (“continuing involvement”). The amendments also require additional disclosures if a disproportionate amount of a transfer transaction is undertaken at the end of a reporting period. Application of this amendment is not expected to have any effects on the measurement of items in the financial statements.

RISK MANAGEMENT

The maximum theoretical exposure to credit risk for EXOR S.p.A. at December 31, 2011 is represented by the carrying amount of financial assets presented in the financial statements. The Company seeks to mitigate such risks by investing a large part of its liquidity in securities issued by leading bank and corporate counterparties selected according to their creditworthiness.

With regard to the issue of non-convertible bonds for Japanese yen 10 billion during 2011, to protect itself against fluctuations in the €/Yen exchange rate, a cross currency swap was put in place with a leading credit institution as a result of which the EXOR will pay a fixed rate of 6.012% on the face value in euro (about €83 million) for the entire term of the loan

Some of the assets held for trading, cash and financial liabilities are denominated in currencies other than Euro. Since these are securities held for trading, cash and derivative financial instruments they have been adjusted to the year-end exchange rate.
Derivative instruments have been put in place to reduce the risk of currency fluctuation on a portion of the assets held for trading.

With regard to liquidity risk, financing needs and cash flows are managed with the aim of optimizing financial resources. In particular, outgoing cash flows from current operations are basically financed by incoming flows from ordinary business activities.
Liquidity risk could therefore arise only in the event of investment decisions in excess of cash availability that are not preceded by sufficient liquidation of assets or difficulties in raising sufficient funds that can be readily used. In this sense, EXOR operates so that it has financial resources available by issuing bonds and securing irrevocable credit lines with expiration dates and amounts consistent with its investment plans.

EXOR assesses and manages its exposure to fluctuations in interest rates in accordance with its financial management policies and uses derivative financial instruments to fix some of the financing obtained at a pre-set interest rate; in particular, the risks associated with fluctuations in interest rate are only managed using derivative financial instrument denominated interest rate swaps on some of the loans received.

NOTES RELATING TO THE MOST SIGNIFICANT ITEMS OF THE INCOME STATEMENT AND STATEMENT OF FINANCIAL POSITION

1. Dividends from investments

Dividends amounted to €171,733 thousand (€197,784 thousand in 2010) and were received from the following companies:

€ thousand	2011	2010
EXOR S.A.	**130,000**	130,000
Fiat S.p.A. - Ordinary shares	**29,933**	56,540
Fiat S.p.A. - Preferred shares	**9,636**	9,636
Fiat S.p.A. - Savings shares	**725**	760
Intesa Sanpaolo S.p.A. - Ordinary shares	**800**	800
Rho Immobiliare Fund	**582**	0
Emittenti Titoli S.p.A.	**57**	48
Total dividends	**171,733**	197,784

The EXOR S.A. shareholders' meeting held on December 20, 2011 approved the payment of dividends which includes a payment in kind (€91,545 thousand) represented by:
- listed bonds measured at market value as of December 20, 2011;
- interest accrued on the bonds up to the date of the transfer of the bonds.

The remaining amount of dividends was paid in cash (€38,455 thousand).

2. **Gains (losses) on disposals of investments**

Losses on disposals of investments amount to €7,963 thousand in 2011 and derive from the sale of remaining 12,857,142 Intesa Sanpaolo shares (0.08% of ordinary share capital), with net proceeds of €16,368 thousand.

In 2010, the gains amounted to €14,811 thousand and derived from the sale of 30 million Intesa Sanpaolo shares (0.25% of ordinary share capital), with net proceeds of €90,000 thousand.

3. **Impairment losses on investments**

Impairment losses on investments amount to €56,236 thousand and represent the alignment of the carrying amount of the investment in Juventus Football Club to the per share value of the subscription to its share capital increase (€0.1488).

4. **Financial expenses from third parties**

These include:

€ thousand	2011	2010	Change
Interest on bonds 2007/2017	**40,889**	40,859	30
Interest on bonds 2006/2011	**1,667**	3,115	(1,448)
Interest on bonds 2011/2031	**3,235**	-	3,235
Interest rate hedge expenses	**2,219**	5,442	(3,223)
Expenses on early closing of interest rate hedge transactions on 2006/2011 bonds	**2,032**	4,659	(2,627)
Interest expenses on bank debt	**7,147**	2,201	4,946
Bank commissions	**1,659**	1,465	194
Charges from discounting to present value	**49**	10	39
Financial expenses on securities held for trading:			
- Losses on shares and securities trading	**27,834**	18,827	9,007
- Fair value adjustments	**22,947**	15,430	7,517
- Losses on put/call sales	**10,262**	6,466	3,796
- Other expenses (a)	**15,081**	14,145	936
Total financial expenses from third parties	**135,021**	112,619	22,402

(a) Other expenses include, among other things, €9,807 thousand of losses on forward contracts and €3,828 thousand of losses on other derivative financial instruments. In 2010, other expenses had consisted mainly of expenses on futures contracts.

5. **Financial income from third parties**

This includes:

€ thousand	2011	2010	Change
Interest income on receivables from:			
- Banks	**3,379**	1,531	1,848
- Tax authorities	**727**	740	(13)
Interest income and other income on held-to-maturity securities	**10,686**	9,335	1,351
Interest rate hedge income	**-**	448	(448)
Income on securities held for trading:			
- Gains on share and bond trading	**54,181**	27,153	27,028
- Gains on put/call sales	**13,177**	20,160	(6,983)
- Fair value adjustments	**5,289**	13,365	(8,076)
- Dividends	**5,476**	8,114	(2,638)
- Interest on fixed-rate securities	**4,941**	7,339	(2,398)
- Other income (a)	**10,786**	2,674	8,112
Income on discounting to present value	**25**	37	(12)
Total financial income from third parties	**108,667**	90,896	17,771

(a) Other income includes income from futures contracts for €2,372 thousand and income on other derivative instruments for €8,401 thousand. In 2010, the amount of €2,674 thousand referred to income from futures contracts.

6. Gains (losses) on exchange

Details are as follows:

€ thousand	2011	2010	Change
Losses on exchange			
- realized	**(7,856)**	(2,887)	(4,969)
- unrealized	**-**	(89)	89
	(7,856)	(2,976)	(4,880)
Gains on exchange			
- realized	**4,867**	6,149	(1,282)
- unrealized	**-**	627	(627)
	4,867	6,776	(1,909)
Total Gains (losses) on exchange	**(2,989)**	3,800	(6,789)

7. Personnel costs

These amount to €7,734 thousand (€8,813 thousand in 2010) and show a total net decrease of €1,079 thousand. Details are as follows:

€ thousand	2011	2010	Change
Salaries	**4,427**	5,192	(765)
Social security contributions	**1,400**	1,329	71
Employee leaving entitlement, other long-term benefit plans and defined benefit plans and payments of plan contributions	**448**	577	(129)
Figurative costs of EXOR stock option plan (a)	**725**	926	(201)
Other personnel costs (b)	**734**	789	(55)
Total personnel costs	**7,734**	8,813	(1,079)

(a) Information on the EXOR stock option plan is provided in Note 29.
(b) These costs include €322 thousand (€342 thousand in 2010) of costs from related parties.

At the end of 2011, employees number 40 (42 at the end of 2010).
The average number of employees in 2011 was 47, summarized by category as follows:

	2011	2010
Managers	**7**	10
Middle management	**19**	18
Clerical staff	**16**	11
Messengers	**5**	3
Average number of employees	**47**	42

The average headcount in 2011 comprises employees of the merged company EXOR Services (10 employees). The employee reduction plan also continued into 2011; this resulted in 16 employees leaving the Company. Further details are provided in Note 10.
Considering the personnel costs incurred by EXOR Services in 2010 (€1,226 thousand), the cost reduction in 2011 over 2010 is equal to about 23%.

Compensation policies

The overall compensation is composed of a fixed and a variable portion, as well as additional benefits.
The fixed compensation is connected with the responsibilities of the person's role, the level of individual expertise and the experience acquired; since 2009, variable compensation is discretionary.
The additional benefits, mainly in reference to personnel with management responsibilities, include supplementary pension plans, health care plans, death and disability insurance coverage, loyalty bonuses and, where provided, the use of a company car.
Further information on employee benefits is presented in Note 33.

8. Purchases of goods and services from third parties

These amount to €6,040 thousand and increased by €1,600 thousand compared to 2010 (€4,440 thousand). The increase of €1,600 thousand is basically due to the reclassification of the costs of the merged EXOR Services (€1,870 thousand) which last year had been recorded in the line item "Purchases of goods and services from related parties which consequently decreased by about €3,647 thousand.

The principal costs are indicated below:

€ thousand	2011	2010	Change
Sundry consulting and services	**2,014**	2,131	(117)
Computer system	**743**	50	693
Office management	**683**	158	525
Directors' liability insurance	**333**	333	0
Telephone and postal expenses	**326**	13	313
Compensation to corporate boards	**234**	119	115
Notary fees	**232**	171	61
Bank and financial commissions	**193**	186	7
Rentals	**188**	39	149
Securities' listing fees	**187**	110	77
Travel, entertainment and transport expenses	**180**	469	(289)
Sundry expenses	**158**	144	14
Publication and translation of financial reports	**145**	129	16
Shareholders' meetings' fees	**126**	99	27
Rent	**112**	107	5
Audit fees (a)	**111**	102	9
Stationery and consumable office supplies	**41**	35	6
Books, newspapers, magazines and other publications	**34**	45	(11)
Total purchases of goods and services from third parties	**6,040**	4,440	1,600

(a) Includes out-of pocket expenses.

9. Other operating expenses

These total €675 thousand (€462 thousand in 2010).

Details are as follows:

€ thousand	2011	2010	Change
Donations	**436**	329	107
Consob supervisory contribution	**72**	48	24
Association dues	**68**	69	(1)
Indirect taxes and duties	**10**	5	5
Dividends statute-barred	**2**	2	0
Sundry expenses	**87**	9	78
Total other operating expenses	**675**	462	213

10. Non-recurring other income (expenses) and general expenses – Personnel costs

These amount to €4,749 thousand (€2,945 thousand in 2010).

Details are as follows:

€ thousand	2011	2010	Change
Employee termination incentives	**4,393**	1,098	3,295
Redundancy Solidarity fund (DM 158/2000)	**356**	1,847	(1,491)
	4,749	2,945	1,804

Further details on the Redundancy Solidarity Fund are provided in Note 35.

11. Non-recurring other income (expenses) and general expenses – Purchases of goods and services from third parties and from related parties

These amount to €711 thousand, of which €8 thousand refers to third parties and €703 thousand to related parties (Note 37). In 2010, these expenses amounted to €4,250 thousand, of which €3,068 thousand referred to third parties and €1,182 thousand to related parties. In both years, these expenses mainly consisted of fees incurred for legal assistance in the cases relating to the content of the press releases issued by IFIL and Giovanni Agnelli e C. on August 24, 2005.

12. Non-recurring other income from third parties

This amounts to €7,086 thousand and represents the gain realized on the sale of the building in Corso Matteotti 26 by the merged company EXOR Services.

13. Non-recurring other expenses from third parties

In 2011, these expenses amount to €164 thousand and refer to the transfer of the corporate headquarters from Corso Matteotti 26 to Via Nizza 250.
In 2010, these expenses came €400 thousand and mainly related to the provision for expenses (€300 thousand) in connection with the early liquidation of the Supplementary Company Fund proposed by EXOR since it is anticipated that there will no longer be a plurality of recipients and with the aim of reducing administrative costs.

14. Indirect taxes and duties – Non-deductible VAT

Both in 2011 and in 2010, the prorated non-deductible VAT was 100%. Non-deductible VAT was €1,937 thousand in 2011 (of which €359 thousand related to the merged company EXOR Services) and €1,204 thousand in 2010.
The particular significance of these amounts is determined by fees invoiced for legal assistance in the cases in progress and services rendered in relation to the project for the sale of the subsidiary Alpitour S.p.A.

15. Income taxes

The taxable income calculated by applying tax rules generates a negative taxable income of approximately €30.9 million. The income taxes recorded in the income statement (€284 thousand) refer to the separate income taxes of the CFC (Controlled Foreign Companies) paid in 2011.
In 2011, deferred taxes were also recorded for €2,158 thousand on the tax deferred four-fifths of the gain realized on the sale of the building in Corso Matteotti 26, net of the release of deferred taxes of €840 thousand by the merged EXOR Services. On this gain, the Company reserves the possibility of re-setting the deferral period as allowed by tax laws when the tax return is filed in September 2012.
Given that, currently, the probability of recovery against future taxable income is not assured, no deferred tax assets have been booked on the tax losses for the years 2007 to 2011 (€278 million, in total) and on the deductible temporary differences represented mainly by the cash flow hedge reserve.
It should be noted that, following the introduction of changes in the law allowing IRES tax losses to be carried forward (Law 111 dated July 15, 2011), tax losses may now be carried forward without a five-year time limitation but there is a limit on the amount that may offset equal to 20% of the income for period.
Details are as follows:

	2011				2010	
€ million	EXOR	EXOR Services	Total	Theoretical tax effect (27.5% rate)	EXOR	Theoretical tax effect (27.5% rate)
Tax losses carried forward:						
- year 2006	**164**		164		164	
- year 2007	**66**		66		66	
- year 2008	**10**		10		10	
- year 2009	**6**	**1**	7		6	
- year 2010	**-**				-	
- year 2011	**31**	**-**	31		-	
Total tax losses carried forward	**277**	**1**	**278**	**76**	246	68

Considering that the IRAP taxable base is negative, the following table shows the reconciliation between pre-tax profit and taxable income for IRES purposes.

€ million	2011	2010
Pre-tax profit	**60**	152
Increases:		
- impairment loss on Juventus	**56**	
- losses on the sale of Intesa Sanpaolo shares	**8**	
- temporary differences (a)	**41**	41
- permanent differences	**4**	19
Total increases	**109**	60
Decreases:		
- 95% of dividends received	**(163)**	(188)
- 95% of the gain on the sale of the stake in Intesa Sanpaolo	**0**	(14)
- 80% of the gain on the sale of the building	**(8)**	
- deductions on temporary differences	**(28)**	
- deductions of permanent differences	**(1)**	(5)
Total decreases	**(200)**	(207)
Taxable income (loss)	**(31)**	5
Use of tax loss carryforwards	**-**	(5)

(a) Mainly includes non-deductible net interest expenses for the year.

For the years up to December 31, 2006, the ordinary period of limitation for tax purposes has expired.

16. Non-current assets – Investments

Details are as follows:

	12/31/2011		12/31/2010		
€ thousand	% of class of shares	Amount	% of class of shares	Amount	Change
Investments accounted for at cost					
Fiat Industrial S.p.A. (ordinary shares)	30.45	**1,482,667**		-	1,482,667
Fiat Industrial S.p.A. (preferred shares)	30.09	**130,606**		-	130,606
Fiat Industrial S.p.A. (savings shares)	18.15	**60,974**		-	60,974
		1,674,247			1,674,247
Fiat S.p.A. (ordinary shares)	30.47	**1,137,933**	30.45	2,619,379	(1,481,446)
Fiat S.p.A. (preferred shares)	30.09	**119,795**	30.09	250,401	(130,606)
Fiat S.p.A. (savings shares)	14.08	**36,138**	2.93	13,042	23,096
		1,293,866		2,882,822	(1,588,956)
EXOR S.A.	100.00	**746,471**	100.00	747,138	(667)
Alpitour S.p.A.	-	**-**	100.00	92,527	(92,527)
Juventus Football Club S.p.A.	60.00	**89,975**	60.00	74,231	15,744
Exor Services S.c.p.a.	-	**-**	99.62	9,968	(9,968)
Emittenti Titoli S.p.A.	6.43	**272**	6.43	272	0
Investments accounted for at cost		**3,804,831**		3,806,958	(2,127)
Available-for-sale investments					
Intesa Sanpaolo S.p.A. (ordinary shares)	-	**-**	0.08	20,420	(20,420)
Immobiliare Fund		**12,368**		11,392	976
Total available-for-sale investments		**12,368**		31,812	(19,444)
Total investments		**3,817,199**		3,838,770	(21,571)

The changes during the year are as follows:

	Balances at	Change in 2011			Balances at
€ thousand	12/31/2010	Increases	Decreases	Other changes	**12/31/2011**
Investments accounted for at cost					
Fiat Industrial S.p.A. (ordinary shares)	-	-	-	1,482,667	**1,482,667**
Fiat Industrial S.p.A. (preferred shares)	-	-	-	130,606	**130,606**
Fiat Industrial S.p.A. (savings shares)	-	54,193	-	6,781	**60,974**
	-	54,193	-	1,620,054	**1,674,247**
Fiat S.p.A. (ordinary shares)	2,619,379	1,221	-	(1,482,667)	**1,137,933**
Fiat S.p.A. (preferred shares)	250,401	-	-	(130,606)	**119,795**
Fiat S.p.A. (savings shares)	13,042	29,877	-	(6,781)	**36,138**
	2,882,822	31,098	-	(1,620,054)	**1,293,866**
EXOR S.A.	747,138	132	(799)	-	**746,471**
Alpitour S.p.A.	92,527	-	(10,000)	(82,527)	**-**
Juventus Football Club S.p.A.	74,231	71,980	-	(56,236)	**89,975**
Exor Services S.c.p.a.	9,968	69	(10,037)	-	**-**
Emittenti Titoli S.p.A.	272	-	-	-	**272**
Investments accounted for at cost	3,806,958	157,472	(20,836)	(138,763)	**3,804,831**
Available-for-sale investments					
Intesa Sanpaolo S.p.A. (ordinary shares)	20,420	3,911	(24,331)	-	**-**
Immobiliare Fund	11,392	976	-	-	**12,368**
Total available-for-sale investments	31,812	4,887	(24,331)	-	**12,368**
Total investments	3,838,770	162,359	(45,167)	(138,763)	**3,817,199**

The changes during the year are described in the following paragraphs.

<u>Fiat Industrial S.p.A. and Fiat S.p.A.</u>
During 2010, the Fiat Group initiated and completed a strategic project to separate the Agricultural and Construction Equipment (CNH sector) and Trucks and Commercial Vehicles (Iveco sector) activities, as well as the "Industrial & Marine" business line of FPT Powertrain Technologies (FPT Industrial) 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.

The separation of those businesses, in the form of their partial proportional demerger from Fiat S.p.A. and transfer to Fiat Industrial S.p.A. resulted in the creation of the Fiat Industrial Group (consisting of CNH, Iveco and FPT Industrial) on January 1, 2011. From the same date the Fiat Group post-demerger is comprised of Fiat Group Automobiles, Maserati, Ferrari, Fiat Powertrain, Magneti Marelli, Teksid and Comau. On January 3, 2011, Fiat Industrial S.p.A. shares began trading on the Electronic Share Market managed by Borsa Italiana S.p.A.

For every Fiat S.p.A. ordinary, preferred and savings share held, EXOR S.p.A. received one Fiat Industrial S.p.A. share of the corresponding class of shares.

The "Other changes" column in the previous table shows the effects of the partial proportional demerger of Fiat S.p.A., for each class of shares. The separation of the carrying amount of the Fiat S.p.A. shares pre demerger between the amounts attributable to Fiat S.p.A. post-Demerger and Fiat Industrial was calculated on the basis of the proportion of the opening prices on January 3, 2011, the first day of trading of Fiat S.p.A. and Fiat Industrial S.p.A. shares.

In 2011, EXOR S.p.A. also carried out the following transactions in Fiat Industrial S.p.A. and Fiat S.p.A. shares:
- purchase of 12,164,441 Fiat Industrial S.p.A. savings shares for an outlay of €54,193 thousand;
- purchase of 300,000 Fiat S.p.A. ordinary shares for an outlay of €1,221 thousand;
- purchase of 8,916,670 Fiat S.p.A. savings shares for an outlay of €29,877 thousand.

EXOR S.A. The investment increased by €132 thousand following recognition of the 2011 share of the EXOR S.p.A. stock option plan for employees of EXOR S.A. and subsidiaries. In addition, stock options originally granted to employees of EXOR S.A. subsidiaries were forfeit when they left the Group. The cost of such stock options in (€800 thousand), which had increased the value of the investment in previous years, was consequently reversed.

Alpitour S.p.A. The reduction in the investment (€10,000 thousand) is due to the distribution of additional paid-in capital approved by Alpitour.
Subsequently, the remaining carrying amount of the investment was reclassified to "Non-current assets held for sale" after an agreement was reached for the sale of Alpitour S.p.A. for an equivalent amount of €225 million.

Juventus Football Club S.p.A. The Juventus Football Club S.p.A. extraordinary shareholders' meeting held on October 18, 2011 approved the capital increase for a total of €120 million proposed by the board of directors' meeting held on June 23, 2011. The capital increase aims to provide Juventus with the financial resources necessary to absorb the loss for the financial year 2010/2011 and implement the strategies set out in the Development Plan for the financial years 2011/2012 – 2015/2016.
On September 23, 2011, EXOR S.p.A. paid in its share (60% of Juventus' capital equal to €71,980 thousand) against a future increase in share capital to ensure that Juventus will continue functioning as a going concern. Furthermore, it also confirmed its commitment to subscribe to a quota in excess of its option rights, for a maximum amount of €9 million, corresponding to the interest held by LAFICO (7.5% of capital).
The per share carrying amount of the investment in Juventus, prior to the payment against a future increase in capital (€0.614), in view of what was described before, was adjusted to the per share subscription price (€0.1488). This resulted in an impairment charge for a total of €56,236 thousand.
Considering the above commitments, in January 2012, besides its share, EXOR purchased 9,485,117 option rights for an outlay of €67 thousand, subscribing to the corresponding 37,940,468 shares for an investment of €5.646 thousand (3.765% of share capital). EXOR currently holds 642,611,298 shares, equal to 63.77% of Juventus Football Club's share capital.

EXOR Services S.c.p.a. The value of the investment was written off following the merger by incorporation of the company. The merger generated for EXOR a surplus of €691 thousand, representing the difference between the equity of the merged company and its carrying amount.

Intesa Sanpaolo S.p.A. In 2011, EXOR S.p.A. subscribed to its share of the capital increase of Intesa Sanpaolo S.p.A. (€3,911 thousand). Afterwards, the entire investment was sold for proceeds of €16,368 thousand and a loss of €7,963 thousand.
At December 31, 2010, there were put options sold on 25,000,000 Intesa Sanpaolo shares.
In February 2011, EXOR sold additional call options on 10,000,000 Intesa Sanpaolo shares.
In 2011, EXOR early closed all the above options realizing a net gain of €724 thousand.

The increase in the RHO Immobiliare Fund of €976 thousand reflects the increase in fair value in the quota as certified by the Fund's own manager.

Comparison between the carrying amounts and trading prices of listed investments:

		Carrying amount		Trading price December 30, 2011	
	Number	Per share (€)	Total (€ thsd)	Per share (€)	Total (€ thsd)
Fiat Industrial S.p.A.					
- ordinary shares	332,587,447	4.46	1,482,667	6.57	2,186,097
- preferred shares	31,082,500	4.20	130,606	4.55	141,519
- savings shares	14,503,070	4.20	60,974	4.73	68,585
			1,674,247		2,396,201
Fiat S.p.A.					
- ordinary shares	332,887,447	3.42	1,137,933	3.50	1,166,105
- preferred shares	31,082,500	3.85	119,795	3.04	94,522
- savings shares	11,255,299	3.21	36,138	3.21	36,118
			1,293,866		1,296,745
Juventus Football Club S.p.A.	604,670,830 (a)	0.1488	89,975	0.1534 (b)	92,756
Total			**3,058,088**		**3,785,702**

(a) Theoretical number of shares post-subscription of EXOR's share of the capital increase.
(b) Trading price on January 18, 2012, first day of listing post-capital increase.

Furthermore:

– there are no investments requiring the assumption of unlimited responsibility for their obligations (art. 2361, paragraph 2 of the Italian Civil Code);
– there are no investments held as collateral for financial liabilities and contingent liabilities.

The following list of investments held by EXOR S.p.A. presents the additional disclosures required by the Italian Civil Code (art. 2427, paragraph 5) and Consob (Communication 6064293 dated July 28, 2006).

	Share capital			EXOR investment					Equity	Profit (loss)
	Number of shares	Par value	Amount	Number of shares	% ownership of Sh. cap.	% ownership of Cl. Of sh.	Carrying amount Per share €	Carrying amount €/000	€/000	€/000
Fiat Industrial S.p.A. - (Turin)										
- ordinary shares	1,092,327,485	€ 1.50	1,638,491,228	332,587,447	26.07	30.45	4.46	1,482,667		
- preferred shares	103,292,310	€ 1.50	154,938,465	31,082,500	2.44	30.09	4.20	130,606		
- savings shares	79,912,800	€ 1.50	119,869,200	14,503,070	1.14	18.15	4.20	60,974		
	1,275,532,595		1,913,298,893					1,674,247	4,555,000 (a)	624,000 (a)
Fiat S.p.A. - (Turin)										
- ordinary shares	1,092,680,610	€ 3.50	3,824,382,135	332,887,447	26.09	30.47	3.42	1,137,933		
- preferred shares	103,292,310	€ 3.50	361,523,085	31,082,500	2.44	30.09	3.85	119,795		
- savings shares	79,912,800	€ 3.50	279,694,800	11,255,299	0.88	14.08	3.21	36,138		
	1,275,885,720		4,465,600,020					1,293,866	8,727,000 (a)	1,334,000 (a)
EXOR S.A. (Luxembourg)	1,110,742	€ 150	166,611,300	1,110,742	100.00	100.00	672.05	746,470	2,137,220 (b)	59,185 (b)
Juventus Football Club S.p.A. (Turin)	1,007,766,660 (d)		8,182,133	604,670,830 (d)	60.00	60.00	0.15	89,975	31,826 (c)	(90,547) (c)

(a) Data taken from the consolidated financial statements at December 31, 2011.
(b) Data taken from the separate financial statements at December 31, 2011.
(c) Data taken from the half-yearly financial report at December 31, 2011.
(d) Number of shares post-capital increase.

The higher carrying amount of the investment held in Fiat Industrial is not indicative of an impairment, also in light of its stock market value and expected cash flows, taken from the Plan approved by the company.

The higher carrying amount of the investment held in Juventus Football Club compared to its equity is not considered an indicator of an impairment, also in the light of its stock market value. Moreover, its equity at December 31, 2011 takes into account the payment by EXOR against a future increase in capital, but not the share of the capital increase paid in January 2012 by the minority shareholders (€42.3 million) or the further investment of €5.6 million subscribed by EXOR.

17. Current and non-current assets – Held-to-maturity financial instruments

Details are as follows:

€ thousand	12/31/2011	12/31/2010
Non-current assets	**114,855**	138,094
Current assets	**77,035**	0
Total	**191,890**	138,094

These are represented by bonds issued by leading counterparties. The bonds classified in non-current assets will be repaid between September 15, 2014 and January 31, 2017; the bonds classified in current assets are repayable by the end of 2012.
The bonds are recorded and measured at amortized cost.

18. Current assets – Financial assets held for trading

Details are as follows:

€ thousand	12/31/2011	12/31/2010	Change
Equity shares	**104,177**	341,516	(237,339)
Bonds	**109,691**	136,114	(26,423)
Mutual funds	**135,881**	106,066	29,815
Futures contracts	**-**	5,023	(5,023)
Put options	**-**	417	(417)
Call options	**-**	82	(82)
Total	**349,749**	589,218	(239,469)

Equity shares and bonds are listed in the main European and United States markets. Such shares are measured at fair value at year-end using the market price translated, if appropriate, at the year-end rate. Changes in fair value are recognized in the income statement under financial income (expenses) from third parties.
Mutual funds are measured at year-end at fair value using the last price available obtained on the basis of the NAV of the funds themselves.
The fair value adjustment is recorded as an offsetting entry in the income statement under financial income (expenses) from third parties.
The futures contracts are measured at year-end on the basis of their fair value using the relative market price. The fair value adjustment is recorded as an offsetting entry in the income statement under financial income (expenses) from third parties.
Options purchased are measured at fair value at year-end using the market price of the listed underlying assets and the relative level of implicit volatility calculated according to the financial models generally recognized by the market; the options denominated in currencies other than Euro are translated at the year-end exchange rate. The offsetting entry to the fair value adjustment is recognized in the income statement under financial income (expenses) from third parties.

19. Current assets – Cash and cash equivalents

Details are as follows:

€ thousand	12/31/2011	12/31/2010	Change
Bank deposits	**94,243**	59,795	34,448
Time deposits	**-**	160,000	(160,000)
Total cash and cash equivalents	**94,243**	219,795	(125,552)

These represent current account bank balances in Euro and other currencies besides the Euro, repayable on demand.
Cash and cash equivalents are adjusted to fair value at year-end.
The associated credit risks should be considered limited since the counterparties are leading bank institutions.

20. Current assets – Other financial assets

These amount to €8,134 thousand (€6,781 thousand at December 31, 2010) and are essentially composed of the portion of interest earned at December 31, 2011 on bonds in portfolio at that date and the measurement of the swap contract linked to the issue of bonds in Japanese yen.

21. Current assets – Tax receivables

Tax receivables from the tax authorities refer to:

€ thousand	12/31/2011	12/31/2010	Change
Receivables for prior years' taxes, refunds requested	**21,199**	43,876	(22,677)
Receivables for current and prior years' taxes, carried forward	**3,945**	1,802	2,143
Total tax receivables	**25,144**	45,678	(20,534)

The change in receivables from the tax authorities during 2011 is summarized as follows:

€ thousand	Refunds requested	Carried forward	Total
Balances at December 31, 2010	43,876	1,802	45,678
Receivables reimbursed during the year	(23,022)		(23,022)
Used for compensation of withholdings and VAT payable		(505)	(505)
Tax balance		(42)	(42)
From merger by incorporation of EXOR Services (IRAP)		42	42
CFC separate tax advance		289	289
Receivables arising during the year (withholdings paid)		2,359	2,359
Interest earned during the year	345	0	345
Balances at December 31, 2011	**21,199**	**3,945**	**25,144**

22. Current assets – Other receivables

Current assets – Other receivables amount to €1,135 thousand at December 31, 2011 (€455 thousand at December 31, 2010), of which €658 thousand refers to deferred expenses incurred in 2011 on the sale of Alpitour.

Such expenses will be recorded together with the costs incurred in 2012 as a reduction of the gain on the sale of Alpitour.

23. Non-current assets held for sale

As set forth in IFRS 5, following the process for the valuation of the company, the investment held in Alpitour S.p.A. was reclassified to non-current assets held for sale.

The buyers are two closed-end private equity funds owned by Wise SGR S.p.A. and J. Hirsch & Co., along with other financial partners including Network Capital Partners. The buyers will carry out the transaction through SEAGULL S.r.l., a special purpose vehicle incorporated and capitalized for the purpose. EXOR will receive cash consideration of €210 million, in addition to a deferred payment of €15 million plus interest. The final total consideration will also take into account a performance-related earn-out payment to be calculated on the eventual sale by the investors of their majority interest in Alpitour. The transaction will result in a gain for EXOR in the separate financial statements of approximately €140 million. EXOR will acquire a 10% interest in the vehicle company for €10 million and will also benefit pro rata from any increase in value creation by the company.

On March 13, 2012, EXOR and SEAGULL S.r.l. added an addendum to the December 23, 2011 agreement which, besides establishing a higher remuneration, calls for a commitment from EXOR to purchase from the Alpitour Group a building used as a hotel for €26 million.

The property will be leased to the Alpitour Group and will guarantee EXOR a return linked to the results of the building's management, with a minimum guaranteed payment. EXOR is assured of the possibility of selling the building to third parties without any contractual restriction.

The closing of the transaction is expected to take place in April 2012.

The investment in Alpitour S.p.A. at December 31, 2011 is recorded, in accordance with IFRS 5, at the carrying amount (€82,527 thousand) since it is below its realizable value (€225,000 thousand).

24. Equity - Share capital

At December 31, 2011, the share capital of EXOR, fully subscribed to and paid-in, amounts to €246,229,850 and consists of 160,259,496 ordinary shares (65.09% of share capital), 76,801,460 preferred shares (31.19% of share capital) and 9,168,894 savings shares (3.72% of share capital), all with a par value of €1.

At December 31, 2011, share capital included €2,667 thousand deriving from transfers of revaluation reserves carried out in the past which, in the event of distribution, would form part of the taxable income of the Company.

The directors have the right, for a period of five years from the date of the resolution passed on May 14, 2008, to increase, one or more times, also in divisible form, the share capital up to an amount of €561,750,000.
The ordinary and preferred shares are registered shares while the savings shares can either be registered or bearer shares, as elected by the shareholders, or as set out by law. The preferred shares have voting rights only for the resolutions set forth in art. 2365 of the Italian Civil Code and the second paragraph of art. 13 of the bylaws (regulations for conducting shareholders' meetings). The savings shares do not have voting rights in the shareholders' meetings. Pursuant to art. 146 of Legislative Decree 58/98, the savings shares have voting rights in the special shareholders' meetings of the holders of savings shares.

Pursuant to art. 27 of the bylaws, the profit of each year is appropriated as follows:

- 5% to the legal reserve until it reaches one-fifth of share capital;
- the remaining profit to the shares, as dividends, unless otherwise resolved by the shareholders' meeting, in accordance with the applicable provisions, taking into account that, in the order of priority (i) the savings shares shall be entitled to a preference dividend, cumulative according to the following second paragraph, equal to 31.21% of their par value and a dividend higher than that of the ordinary shares equal to 7.81% of the same par value, and (ii) the preferred shares shall be entitled to a preference dividend and higher than that of the ordinary shares by 5.17% of their par value, which is not cumulative from one year to the next.

When in any one year, the dividends attributed to the savings shares are lower than that indicated above, the difference shall be added to the preference dividend of the next two years.
In the event the ordinary and/or savings shares are delisted, the preference dividend and the dividend higher than that of the ordinary shares to which the savings shares are entitled shall automatically be increased to the extent that they are equal to, respectively, 32.15% and 8.75%.
In the event of the distribution of reserves, the savings shares shall have the same rights as the other shares.
The board of directors, during the course of the year, to the extent that it considers it appropriate and possible in relation to the results of operations, may resolve to pay interim dividends for the same year.

In accordance with art. 28 of the bylaws, dividends that are not claimed within five years of the date they become payable will be statute-barred and become the property of the Company and appropriated to the extraordinary reserve.

In accordance with art. 30 of the bylaws, in the event of a wind-up, the assets of the Company shall be distributed in the following order of priority:

- savings shares shall have a pre-emptive right up to the amount of €3.78 per each savings share;
- the holders of preferred shares shall have a pre-emptive right up to the par value of the same shares;
- ordinary shares shall have up to the par value of the same shares;
- all three classes of stock shall have any balance remaining in a proportional amount according to law.

EXOR thus aims to maintain an adequate level of capitalization which allows it to generate a satisfactory economic return for shareholders and guarantee economic access to external sources of financing.

EXOR constantly monitors changes in the consolidated debt level of the Holdings System in relation to the current asset value of its investments and dividend flows from the operating holdings. A very prudent approach is adopted with regard to the use of financial leveraging.

25. Equity – Capital reserves

Details are as follows:

€ thousand	12/31/2011	12/31/2010
Additional paid-in capital	**759,275**	759,300
Merger surplus	**397,521**	396,829
Share exchange difference	**590,160**	590,160
Total capital reserves	**1,746,956**	1,746,289

26. Equity – Retained earnings and other reserves

Details are as follows:

€ thousand	12/31/2011	12/31/2010
Revaluation reserve Law 408/90	**243,894**	243,894
Revaluation reserve Law 413/91	**2,586**	2,586
Revaluation reserve Law 74/52	**157**	157
Revaluation reserve Law 576/75	**32,107**	32,107
Revaluation reserve Law 72/83	**64,265**	64,265
Legal reserve	**49,246**	49,246
Fair value reserve	**2,336**	1,373
Stock option reserve	**3,854**	5,034
Cash flow hedge reserve	**(25,807)**	(2,083)
Reserve for purchase of treasury stock	**381,322**	400,041
Extraordinary reserve	**876,224**	781,518
Retained earnings	**2,379**	323
Total retained earnings and other reserves	**1,632,563**	1,578,461

The composition of "Other comprehensive income" recognized directly in equity included in the statement of comprehensive income is as follows:

€ thousand	2011	2010
Effective portion of gains/(losses) on cash flow hedges arising during the year	**(27,974)**	(519)
Effective portion of gains/(losses) on cash flow hedges reclassified to profit or loss	**4,251**	9,654
Effective portion gains/(losses) on cash flow hedges	**(23,723)**	9,135
Gains/(losses) on fair value of available-for-sale financial assets arising during the year	**976**	1,392
Gains/(losses) on fair value of available-for-sale financial assets reclassified to profit or loss	**0**	(26,346)
Gains/(losses) on fair value of available-for-sale financial assets	**976**	(24,954)
Actuarial gains/(losses) arising during the year	**(123)**	21
Actuarial gains/(losses)	**(123)**	21
Income tax effect relating to components of Other comprehensive income	**(13)**	342
Total Other comprehensive income, net of tax	**(22,883)**	(15,456)

The tax effect in 2011 is as follows:

€ thousand	Gross amount	Tax benefit (expense)	Net amount
Effective portion of gains (losses) on cash flow hedges	(23,723)		(23,723)
Gains (losses) on fair value of available-for-sale financial assets	976	(13)	963
Actuarial gains (losses)	(123)		(123)
Total Other comprehensive income	**(22,870)**	**(13)**	**(22,883)**

27. Equity reserves available and distributable

Disclosures required by art. 2427, 7-bis of the Italian Civil Code on the equity reserves available and distributable are as follows:

€ thousand	Balance at 12/31/2011	Possibility of use	Amount available
Capital reserves:			
Additional paid-in capital (a)	**605,943**	A,B,C	**605,943**
Extraordinary reserve	**458**	A,B,C	**458**
Merger surplus	**88,303**	A,B,C	**88,303**
Share exchange difference	**401,398**	A,B,C	**401,398**
Earnings reserves:			
Revaluation reserve Law 74/52 (b)	**157**	A,B,C	**157**
Revaluation reserve Law 576/75 (b)	**32,107**	A,B,C	**32,107**
Revaluation reserve Law 72/83 (b)	**64,265**	A,B,C	**64,265**
Revaluation reserve Law 408/90 (b)	**243,894**	A,B,C	**243,894**
Revaluation reserve Law 413/91 (b)	**2,586**	A,B,C	**2,586**
Legal reserve	**49,246**	B	**-**
Extraordinary reserve (c)	**875,766**	A,B,C	**636,761**
Paid-in-capital	**153,332**	A,B,C	**153,332**
Share exchange difference	**188,762**	A,B,C	**188,762**
Merger surplus	**309,218**	A,B,C	**309,218**
Retained earnings	**2,379**	A,B,C	**2,379**
Reserve for purchase of treasury stock	**381,322**	A,B,C	**381,322**
Stock option reserve	**3,854**	-	**-**
Cash flow hedge reserve	**(25,807)**	-	**-**
Fair value reserve	**2,336**	-	**-**
Total	**3,379,519**		**3,110,885**

A: For capital increases; B: For coverage of losses; C: For distribution to shareholders.

(a) Since the legal reserve is equal to one-fifth of share capital at December 31, 2011, the reserve is distributable (art. 2431 of the Italian Civil Code).
(b) The revaluation reserves may be used for bonus increases of share capital. If used to cover losses, they must be later replenished, if not, then no dividends can be paid. They may not be used to set up the reserve for the purchase of treasury stock. The monetary revaluation reserves can be reduced only by resolution of the shareholders' meeting and in observance of the prescriptions indicated in art. 2445, paragraphs 2 and 3 of the Italian Civil Code.
(c) The reserve is freely distributable except for the portion corresponding to the amount of treasury stock in portfolio.

In the years 2008, 2009 and 2010, reserves were not used to absorb losses.

At December 31, 2011, tax-deferred reserves are recorded for a total of €345,041 thousand, of which €343,009 thousand relates to monetary revaluation reserves and €2,032 thousand to the legal reserve; if distributed they form part of the taxable income of the Company. The tax-deferred revaluation reserves Law 408/90, Law 413/91 and Law 576/75, recorded for a total of €261,647 thousand in equity of the merged company IFIL S.p.A., were replenished at December 31, 2009 in the equity of EXOR S.p.A. by using part of the merger surplus reserve and the share exchange difference.

28. Equity – Treasury stock

Under the treasury stock buyback program approved by the board of directors on May 12, 2011 and August 29, 2011 (which provide for a total maximum disbursement of €100 million) during 2011 purchases were made by EXOR for 2,619,500 ordinary shares (1.63% of the class) at the average cost per share of €16.15 for a total of €42.3 million, 1,450,900 preferred shares (1.89% of the class) at the average cost per share of €15.72 for a total of €22.8 million, and also 244,010 savings shares (2.66% of the class) at the average cost per share of €14.60 for a total of €3.6 million. The overall investment amounted to €68,678 thousand.

At December 31, 2011, EXOR S.p.A. held the following treasury stock:

	Number of shares	Carrying amount Per share (€)	Total (€ thsd)	% of class
Ordinary shares	6,729,000	14.03	94,430	4.20
Preferred shares	11,690,684	11.70	136,794	15.22
Savings shares	665,705	11.69	7,781	7.26
Balance at December 31, 2011			**239,005**	

Changes during the year were as follows:

	Number	Amount Per share (€)	Total (€ thsd)
Ordinary shares			
Balance at December 31, 2010	4,109,500	12.68	52,124
Purchases	2,619,500	16.15	42,306
Balance at December 31, 2011	**6,729,000**	**14.03**	**94,430**
Preferred shares			
Balance at December 31, 2010	10,239,784	11.13	113,985
Purchases	1,450,900	15.72	22,809
Balance at December 31, 2011	**11,690,684**	**11.70**	**136,794**
Savings shares			
Balance at December 31, 2010	421,695	10.00	4,218
Purchases	244,010	14.60	3,563
Balance at December 31, 2011	**665,705**	**11.69**	**7,781**

29. Stock option plans

Stock option plans linked to EXOR shares

Stock option plans linked to EXOR shares (S.O.E.)

The IFIL ordinary shareholders' meeting held on May 13, 2008 had approved the stock option plan (Stock Option Plan IFIL 2008 - 2019) for the chief executive officer pro-tempore for 3,000,000 stock options corresponding to the same number of IFIL ordinary shares and for the employees of the IFIL Group (IFIL S.p.A. and the companies in the Holdings System) who are or will be regarded as key people in the organization on the basis of the positions held or activities performed, for a maximum of 12,000,000 stock options.

Following the merger of IFIL in EXOR, the stock option plan was taken over by EXOR S.p.A. The EXOR S.p.A. board of directors' meeting held on March 2, 2009 however had made changes to the stock option Plan resulting from Merger, particularly adjusting the ratio between the number of options and the number of underlying shares and the exercise price on the basis of the Merger's exchange ratio. Such adjusted exercise price is €19.97 for each EXOR share.

The Stock Option Plan EXOR 2008-2019 thus covers a maximum number of 15,000,000 options corresponding to a maximum of 3,975,000 EXOR ordinary shares. The Plan grants the recipients free options on treasury stock purchased by the Company or by Companies in the Holdings System in accordance with existing laws. The Plan does not provide for the issue of new shares so there are no dilutive effects on share capital.

After relinquishing the powers conferred to him by the board of directors, Mr Carlo Barel di Sant'Albano voluntarily relinquished the 3,000,000 option rights granted to him under the above Plan. The board of directors' meeting held on March 28, 2011 then allocated to the chairman and chief executive officer, Mr John Elkann, in virtue of his new operational role, 3,000,000 options corresponding to 795,000 EXOR ordinary shares.

An analysis of the changes in the stock options granted is as follows:

	Number of options granted		Number of ordinary shares exercisable	Number of recipients
Balance at December 31, 2010	**9,550,000**		**2,530,750**	**15**
Granted in 2011	3,000,000		795,000	1
Options forfeited	(5,625,000)	(a)	(1,490,625)	(2)
Balance at December 31, 2011	**6,925,000**		**1,835,125**	**14**

(a) Of which 3,000,000 options relating to Mr Sant'Albano.

The total cost of the 6,925,000 options outstanding at December 31, 2011 is equal to €12,915 thousand, divided as follows:

€ thousand	Number of options granted	Number of ordinary shares exercisable	Total cost of Plan	Cost referring to the year
Chairman and chief executive officer, EXOR S.p.A.	3,000,000	795,000	6,329	942
Key employees (at the grant date) of EXOR S.p.A. (10)	3,325,000	881,125	5,625	725
Total EXOR S.p.A.	6,325,000	1,676,125	11,954	1,667
Key employees (at the grant date) of EXOR S.A. and other subsidiaries in the Holdings System (3)	600,000	159,000	961	132
Total	**6,925,000**	**1,835,125**	**12,915**	**1,799**

The cost referring to the year amounts to €1,667 thousand, of which €942 thousand is classified as compensation to the chairman and chief executive officer and €725 thousand as personnel costs. The cost relating to key employees of EXOR S.A. and other companies in the Holdings System (€132 thousand) was recognized as an increase in the carrying amount of the investment in EXOR S.A. The offsetting entry for the total of €1,799 thousand was recorded in the stock option reserve.

Stock option plan linked to Alpitour shares

On July 14, 2011, the recipients of the stock option plan linked to Alpitour shares exercised the option rights for all the shares granted in the past.

The plan called for purchase options on Alpitour shares to be granted to the chairman and chief executive officer, Mr D.J. Winteler, and the general manager, Mr F. Prete, respectively, equal to 6% (2,127,000 shares) and 5% (1,772,500 shares) of Alpitour's share capital.
After reconfirmation of the positions of the two managers for another three years, the EXOR S.p.A. board of directors' meeting held on May 13, 2009 extended the period in which the options could be exercised to January 2013 (date of the approval of the Alpitour financial statements for the financial year 2011/2012 by the shareholders' meeting).
EXOR S.p.A. and the managers of Alpitour S.p.A., finally, had exchanged reciprocal purchase and sale options, exercisable during the same above period, on Alpitour shares that would have been purchased by the same managers.

From an accounting standpoint, the plan was a cash-settled stock-based payment transaction subject to paragraph 30 and subsequent paragraphs of IFRS 2, which requires measurement at fair value of the liability of the plan and, therefore, the options of the plan, at every reporting date, until plan expiration.
In accordance with the supplementary agreement sealed between the parties on June 10, 2011, the fair value of the options, paid to the two beneficiaries, was set at about €21 million, with a positive change of €900 thousand.

30. Non-current liabilities – Non-convertible bonds

Details are as follows:

Issue date	Maturity date	Issue price	Coupon	Rate	Currency	Face value (000)	Equivalent amount (€/000)	Effect of cost measurement (€/000)	**Balance (€/000)**
9/5/2011	9/5/2031	100.000	Semiannually	Fixed 2.80% (a)	Yen	10,000,000 (b)	99,800	(302)	**99,498**
6/12/2007	6/12/2017	99.554	Annually	Fixed 5.375%	€	750,000	750,000	(3,724)	**746,276**
Total									**845,774**

(a) Equivalent fixed rate in Euro 6.012%.
(b) Face value of Japanese yen 10 billion at the December 31, 2011 exchange rate equal to yen/€100.20.

The bonds contain covenants that are common in international practice for bond issues of this type. In particular, they contain negative pledge clauses (which require that the bonds benefit from any existing or future pledges of assets of the issuer granted in connection with other bonds or debt securities having the same ranking) and providing for periodic disclosure. The 2011/2031 bonds also establish other covenants such as respecting a maximum debt limit in relation to the amount of the portfolio and maintaining a rating by one of the major agencies.
Non-compliance with these covenants allows the bondholders to ask for the immediate redemption of the bonds. Finally, standard events of default are envisaged in the case of serious non-fulfillment such as, for example, failure to pay interest. These covenants were complied with at December 31, 2011.
Finally, a change in control, if any, of EXOR would give the bondholders the right to ask for early repayment of both bonds.
Standard & Poor's rated the two bond issues “BBB+”, in line with the current rating of EXOR S.p.A. long-term debt.

31. Current and non-current liabilities – Bank debt

Non-current bank debt amounts to €200 million (€50 million at December 31, 2010).
Bank debt is classified as non-current according to the remaining term of the secured credit lines.

The current portion of bank debt shows a zero balance at December 31, 2011 (€231.1 million at December 31, 2010).

At December 31, 2011, the Company has credit lines for €1,305.3 million, of which €615.3 million is revocable and €690 million is irrevocable. The expiration dates of the credit lines are as follows:

€ million	
Within 1 year	270
From 2 to 5 years	420
Total	**690**

The loan contracts relating to irrevocable credit lines provide for commitments to be observed that are typical of the practices in the sector for this type of debt. In particular, some of the main commitments on certain contracts refer to periodical disclosure obligations, prohibition of new real guarantees on the assets of the Company without the consent of the creditor and non-subordination of the credit line. Finally, clauses provide for early repayment in the event of serious default such as, for example, failure to pay interest or events that are especially detrimental such as insolvency proceedings.
In the event of a change in control of EXOR, some lender banks would have the right to ask for the early repayment of the irrevocable credit lines for a total of €375 million.

32. Non-current liabilities – Deferred tax liabilities

Deferred income taxes originated from temporary differences between the carrying amount and the fiscally recognized amount of the investments held in Immobiliare Fund and Fiat and from the tax deferral of four-fifths of the gain realized on the sale of the building in Corso Matteotti 26 by the merged EXOR Services. On this gain, the Company reserves the possibility of re-setting the deferral period as allowed by tax laws when the tax return is filed in September 2012.

The changes during the year are as follows:

€ thousand	To equity	To income statement	Total
Balance at December 31, 2010			**21,704**
Tax deferral on four-fifths of the gain on the sale of the building in Corso Matteotti 26		2,158	**2,158**
Accrual on the fair value increase in the RHO Immobiliare Fund	13		**13**
Changes during the year	**13**	**2,158**	**2,171**
Balance at December 31, 2011			**23,875**

33. Non-current liabilities – Provisions for employee benefits

The composition is as follows:

€ thousand	12/31/2011	12/31/2010
Employee leaving entitlements	**2,135**	2,572
Other provisions for employees	**97**	63
Total provisions for employee benefits	**2,232**	2,635

Details of the changes during 2011 and 2010 are as follows.

	2011			2010		
€ thousand	Employee leaving entitlements	Other provisions for employees	Total	Employee leaving entitlements	Other provisions for employees	Total
Balance at beginning of year	**2,572**	**63**	**2,635**	3,071	169	3,240
Increase due to merger by incorporation of EXOR Services	**515**	**27**	**542**	-	-	-
Current service cost	**284**	**10**	**294**	247	10	257
Financial expenses	**144**	**9**	**153**	123	7	130
Transfers to other companies	**-**	**-**	**-**	-	-	-
Actuarial (gains) losses	**-**	**(28)**	**(28)**		(102)	(102)
Benefits paid	**(1,360)**	**(4)**	**(1,364)**	(869)	(21)	(890)
Balance at end of year	**2,155**	**77**	**2,232**	2,572	63	2,635

The analysis of employee benefits is as follows.

Employee leaving entitlements

Employee leaving entitlements represent the obligation due to employees by Italian law (amended by Law 296/06) that has accrued and which will be paid upon termination of employment. In certain circumstances, a portion of the indemnity may be paid as an advance during the employee's service life. This is an unfunded defined benefit plan, considering the benefits almost entirely accrued, with the sole exception of the revaluation.

After the change made to the regulations for employee leaving entitlements by Law 296 dated December 27, 2006 (Budget Law 2007), and subsequent decrees and regulations, for those employees who have asked, the portion of employee leaving entitlements accruing from January 1, 2007 has been transferred to a complementary pension plan chosen by the employees and these therefore fall under defined contribution plans.

For those employees who did not elect the transfer of the accrued portion of employee leaving entitlements beginning January 1, 2007, the calculation of employee leaving entitlements, including the portion accruing, will be made according to the usual actuarial method.

Besides employee leaving entitlements, established by art. 2120 of the Italian Civil Code, EXOR S.p.A. guarantees other forms of benefits (termination benefits, loyalty bonuses, health care plans, defined benefit and defined contribution pension plans) under Company or individual supplementary agreements, described below.

Termination benefits
This is a fixed amount in addition to employee leaving entitlements which will be paid at the time and in relation to the termination of the employment relationship, at the currently expected retirement age, on the basis of existing legislation when the agreement was signed in December 1999: at the age of 65 for men and at the age of 60 for women. Any raising of the retirement age for whatsoever reasons will have no effect on the payment of these benefits. In the eventuality of the termination of employment for whatsoever reason prior to the legal retirement age indicated above, the benefits shall be paid for the amount accrued up to the date of termination of employment, compared with and in proportion to the years of service since January 1, 2000 up to the date of the termination of employment. No interest or revaluations of any sort accrues on the amount.

Health care plans
Health care plans, historically offered to management staff, have been extended to all employees since the end of 2007 and require the payment of defined contributions to external funds and entities which pay the health care benefits.

Pension plans
The pension plans are for employees categorized as managers and are covered by Company agreements and regulations.
They can be "defined benefit" or "defined contribution" plans and provide for the payment of contributions to external, legally independent funds with assets management autonomy.
The plans provide for a contribution by the employer and a contribution by the employee plan participant, also by conferring a part of his/her employee leaving entitlement.
The liabilities for contributions payable are included in "Other payables". The contribution cost for the period accrues on the basis of the service rendered by the employee and is recognized in personnel costs.

Other benefits
Other benefits include loyalty bonuses payable to all employees.
Loyalty bonuses accrue and are paid after a certain number of years of service (25, 30, 35 and 40 years).

Other information
The actuarial calculations required to determine the liability of defined benefit plans are performed by an independent actuary at the end of each year. At December 31, 2011 and December 31, 2010, the liability has been calculated on the basis of the following actuarial assumptions:

	12/31/2011	12/31/2010
Discount rate	**4.60%**	**4.30%**
Expected remuneration rate	**2.0-3.50%**	**1.9-3.4%**
Cost-of-living increase	**2.00%**	**1.90%**

In addition to the above financial indexes, account has also been taken of all the demographic assumptions relating to the probability of events such as death, disability, dismissal and retirement of the employees.

34. Current liabilities – Other financial liabilities

These refer to:

€ thousand	12/31/2011	12/31/2010	Change
Bonds and loans – current portion (interest and hedges)	**25,348**	22,863	2,485
Fair value of cash flow hedge derivatives	**10,511**	52	10,459
Derivative financial instruments held for trading	**11,457**	8,417	3,040
Commissions on unused credit lines	**301**	222	79
Payables to shareholders and other financial payables	**438**	270	168
Total current other financial liabilities	**48,055**	31,824	16,231

35. Current and non-current liabilities – Other payables

They include:

	12/31/2011		12/31/2010	
€ thousand	Non-current	Current	Non-current	Current
Payable to INPS for Solidarity Fund under M.D. 158 of 4/28/2000	**921**	820	810	532
Payable to employees	**-**	1,306	-	2,631
Contributions payable	**-**	510	-	623
Sundry	**-**	243	-	640
Total other payables	**921**	**2,879**	810	4,426

Under Ministerial Decree 158 dated April 28, 2000, a “Solidarity Fund to support earnings, employment, reconversion and professional requalification of employees in the credit sector” has been set up at INPS which enjoys separate financial and asset management. The Fund, in exceptional situations, pays benefits to support earnings at the request of the employer until the right is accrued for a retirement or old age pension within a period of 60 months from the date of cessation of the employment relationship.

The above liabilities (in total €1,741 thousand, of which €820 thousand is current and €921 thousand non-current) represent the special contribution that EXOR will pay to cover the extraordinary benefits payable to former employees, including the related contribution.

36. Additional information on financial instruments and financial risk management policies

The carrying amounts and the relative income (expenses) originating from each category of asset and liability classified in accordance with IAS 39 are presented as follows.

	12/31/2011		
€ thousand	Carrying amount	Income	Expenses
Financial assets			
At fair value through profit or loss			
- held for trading	349,749	81,456	65,894
- designated initially	-	-	-
Derivative instruments designated as hedges	1,680	-	-
Held-to-maturity investments	191,890	10,686	304
Loans and receivables	103,137	9,055	7,520
Available-for-sale assets	12,368	1,383	7,963
Total	**658,824**	**102,580**	**81,681**
Financial liabilities			
At fair value through profit or loss			
- held for trading	11,457	13,177	10,262
- designated initially	-	-	-
Derivative instruments designated as hedges	10,511	-	2,219
Amortized cost	845,774	-	47,823
Debt	226,189	-	8,806
Financial guarantees	-	-	-
Total	**1,093,931**	**13,177**	**69,110**

€ thousand	12/31/2010 Carrying amount	Income	Expenses
Financial assets			
At fair value through profit or loss	589,218	58,645	48,166
- held for trading	-	-	-
- designated initially	-	-	-
Derivative instruments designated as hedges	-	-	-
Held-to-maturity investments	138,094	9,335	236
Loans and receivables	257,274	4,403	-
Available-for-sale assets	31,812	15,610	4,643
Total	**1,016,398**	**87,993**	**53,045**
Financial liabilities			
At fair value through profit or loss			
- held for trading	8,417	20,160	6,466
- designated initially			
Derivative instruments designated as hedges	52	448	5,442
Amortized cost	945,618	-	48,632
Debt	304,451	-	3,667
Financial guarantees			
Total	**1,258,538**	**20,608**	**64,207**

Fair value of financial assets and liabilities and fair value estimation criteria

IFRS 7 requires financial instruments recognized 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 – listed prices in active markets for the assets or liabilities being measured;
- Level 2 – inputs other than listed 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 financial assets and liabilities measured at fair value at December 31, 2011.

€ thousand	Level 1	Level 2	Level 3 (a)	Total
Assets at fair value				
Non-current assets	-	-	-	-
Available-for-sale investments	-	-	12,368	12,368
Current assets	-	-	-	-
Financial assets held for trading	213,868	-	135,881	349,749
Other financial assets	-	1,136	-	1,136
Total assets	**213,868**	**1,136**	**148,249**	**363,253**
Liabilities at fair value				
Current liabilities	-	-	-	-
Other financial liabilities	-	21,968	-	21,968
Total liabilities	**-**	**21,968**	**-**	**21,968**

(a) This refers to the Rho Immobiliare Fund (€12,368 thousand) and to mutual funds (€135,881 thousand) whose value is determined by an independent third party.

In 2011, there were no transfers from Level 1 to Level 2 or vice versa.

Details regarding the changes in Level 3 are the following:

€ thousand	Balance at 12/31/2010	Gains (losses) recognized in profit or loss	Gains (losses) recognized in equity	Increase	Decrease	Balance at 12/31/2011
Available-for-sale investments	11,392		976			12,368
Financial assets held for trading	106,066	(4,453)		143,175	(108,907)	135,881
Total assets	117,458	(4,453)	976	143,175	(108,907)	**148,249**

The fair value of listed securities in an active market is equal to the market price at the balance sheet date.

For trade receivables and payables and other current assets and liabilities due within one year, the fair value is not significant in that their carrying amount approximates fair value.

Credit risk

The maximum theoretical exposure to credit risk for EXOR S.p.A. at December 31, 2011 is represented by the carrying amount of financial assets shown in the financial statements. Nevertheless, the Company seeks to mitigate such risk by investing a good part of its liquidity in securities issued by leading bank and corporate counterparties selected according to their creditworthiness.
At December 31, 2011 and December 31, 2010, there are no financial assets past due and not written down and provisions for receivables impairment.

Liquidity risk

The details of residual contract maturities for all financial liabilities which fall under the application of IAS 39 are indicated in the table below.
The table is prepared on the basis of the allocation of the remaining cash flows from existing contracts, including principal and interest; with regard to variable-rate loans, the most recent fixed coupon rate with the bank counterpart was used for the projection of future maturities, taking into account the effect of hedge transactions.

	2011					
€ thousand	Within 6 months or until canceled	From 6 months to 1 year	From 1 to 3 years	From 3 to 5 years	Beyond 5 years	**Total**
Non-convertible bonds						
EXOR bonds 2031	2,506	2,506	12,530	10,024	151,030	**178,596**
EXOR bonds 2017	40,313	-	120,939	830,626	-	**991,878**
Non-current bank debt	3,828	3,828	22,969	203,353	-	**233,978**
Current bank debt	-	-	-	-	-	**-**
Trade payables and other payables to related parties	102	-	-	-	-	**102**
Trade payables and other payables to third parties	1,231	-	-	-	-	**1,231**
Trading and derivative financial instruments designated as	21,968	-	-	-	-	**21,968**
Total	**69,948**	**6,334**	**156,438**	**1,044,003**	**151,030**	**1,427,753**

	2010					
€ thousand	Within 6 months or until canceled	From 6 months to 1 year	From 1 to 3 years	From 3 to 5 years	Beyond 5 years	Total
Non-convertible bonds						
EXOR bonds 2011	201,709	-	-	-	-	**201,709**
EXOR bonds 2017	40,313	-	120,938	80,625	790,312	**1,032,188**
Non-current bank debt	278	278	50,186	-	-	**50,742**
Current bank debt	142,968	75,699	-			**218,667**
Trade payables and other payables to related parties	1,786	-	-	-	-	**1,786**
Trade payables and other payables to	4,425	-	-	-	-	**4,425**
Trading and derivative financial instruments designated as hedges	8,469	-	-	-	-	**8,469**
Total	**399,948**	**75,977**	**171,124**	**80,625**	**790,312**	**1,517,986**

Outgoing flows from current operations are financed for the most part by incoming flows from ordinary activities and cash availability.

Liquidity risk could thus arise only in the event of investment decisions in excess of cash availability which are not preceded by sufficient liquidation of assets or the receipt of suitable sources of financing that can be readily used. In this sense, EXOR S.p.A. operates so as to have irrevocable credit lines available with expiration dates and amounts consistent with its investment plans.

At December 31, 2011, the Company has credit lines for €1,305.3 million, of which €690 million are irrevocable.

The expiration dates of the credit lines are as follows:

€ million	Lines extended	Of which, irrevocable
Within 1 year	885.3	270.0
From 2 to 5 years	420.0	420.0
Total	**1,305.3**	**690.0**

Market risk

EXOR S.p.A. is principally exposed to currency, interest rate and price risks.

Currency risk

A part of the assets held for trading and cash at December 31, 2011 (€186,460 thousand and €41,217 thousand respectively) respectively, are denominated in currencies other than Euro. Since these are securities held for trading and cash, both are adjusted to year-end exchange rates.

Out of a total amount of €1 billion authorized by the board of directors' meeting held on March 28, 2011, EXOR S.p.A. issued non-convertible bonds for Japanese yen 10 billion. The 20-year bonds pay a 2.80% coupon in Japanese yen.
To protect itself against fluctuations in the €/Yen exchange rate, a cross currency swap on the bonds was put in place with a leading credit institution as a result of which the Company will pay a fixed rate of 6.012% on the face value in euro (about €83 million) for the entire term of the loan.

Interest rate risk

The analysis of debt by interest rate shows that the rates are between 1.091% and 6.012% in 2011 (between 1.1% and 5.75% in 2010).
EXOR S.p.A. has one interest rate swap contract in place at December 31, 2011, for a total notional amount of €200 million, for the purpose of managing exposure to fluctuations in interest rates on bank debt, with a fair value for a negative €10,511 thousand.

A sensitivity analysis was performed on the financial instruments exposed to interest rate risk at the preparation date of the financial statements. The analysis assumes that the exposure for variable-rate liabilities at the end of the year has remained unchanged for the entire year. The assumptions used for the model are as follows:

- for debt: a symmetrical change of 50 bsp is applied;
- for interest rate swaps: the fair value is recalculated applying a parallel and symmetrical shift of 50 bsp to the current interest rate curve at the end of the reporting period.

The effects of a change with an increase or decrease of 50 bsp in interest rates would be the following:

	12/31/2011		12/31/2010	
€ thousand	Income statement	Equity	Income statement	Equity
+50 bsp				
cash and cash equivalents/financing	**93**		**(1,031)**	
hedging instruments		**2,382**		**9**
-50 bsp				
cash and cash equivalents/financing	**(93)**		**1,031**	
hedging instruments		**(1,640)**		**(10)**

Price risk

EXOR S.p.A. is exposed to price risk originating from investments in the capital of other companies held for trading or for strategic purposes; such investments are classified in the following categories:

- investments accounted for at cost;
- available-for-sale investments;
- assets held for trading.

Sensitivity analysis for price risk

Considering price risk exposure at the reporting date, if the prices of securities, classified as available-for-sale investments and assets held for trading are 5% higher or lower, the available-for-sale securities reserve would be €618 thousand higher or lower and the amount recognized in the income statement relating to securities held for trading would be €17,487 thousand higher or lower.

37. Transactions with related parties

The board of directors' meeting held on November 12, 2010, pursuant to Consob Regulation 17221 dated March 12, 2010, adopted the "Procedures for Transactions with Related Parties", which went into effect on January 1, 2011 and is posted on the Company's website at www.exor.com. Such procedures are described in the Annual report on Corporate Governance, also available on the corporate website.

With regard to the year 2011, the transactions between EXOR S.p.A. and the related parties identified in accordance with IAS 24 have been carried out as set forth in existing laws, on the basis of reciprocal economic gain.

With the exception of the comments made subsequently in respect of the loan extended to C&W Group and repaid during 2011, receivables and payables are not guaranteed and are settled in cash.

Losses have not been recognized during the year on uncollectible or doubtful receivables in relation to amounts due from related parties.

A summary of the statement of financial position and income statement balances generated by transactions with related parties carried out during 2011 is presented below. All amounts are expressed in thousands of Euro.

Counterpart	Investments	Financial receivables	Trade receivables	Trade payables and other payables
Giovanni Agnelli e C. S.a.p.az.	46 (a)		11	
Fondazione Agnelli	23 (b)		2	
Holdings System			123	
Alpitour Group				1
Juventus Football Club S.p.A.	71,980 (l)	21	59	
Fiat Group			110	101
Directors for consulting services rendered				703 (e)
Directors for emoluments not yet collected				70
Directors for expense reimbursements				6
Directors and statutory auditors for other receivables			110	
Statutory auditors for emoluments to be received				86
Total transactions with related parties	**72,049**	**21**	**415**	**967**
Total investments	3,817,200			
Total current assets		556,281	556,281	
Total current liabilities				53,779
% incidence of total transactions with related parties to total of statement of financial position line items	**1.89%**	**0.00%**	**0.07%**	**1.80%**

Information regarding dividends received (€171,733 thousand) is provided in Note 1.

Counterparty	Financial income	Purchases of goods and services	Revenues (d)	Other non-recurring expenses: Purchases of goods and services	Non-recurring income
C&W Group	1,307 (i)				
Holdings Systems			123		
Alpitour Group		2			
Juventus Football Club S.p.A.	285 (h)	32	61		
Fiat Group		370	138		
Giovanni Agnelli e C. S.a.p.az.			37		
Sequana S.A.			43		
Fondazione Agnelli			13		
Emoluments to corporate boards and committees					
- Chairman (g)		2,830			
- Chief Executive Officer (c)		1,224			
- Board of directors		170	135		
- Special fees to directors		1,100			
- Internal control committee		35			
- Compensation and nominating committee		35			
- Strategy committee		160			
- Directors' expense reimbursements		71			
- Board of statutory auditors		174			
- Cost recoveries from statutory auditors			3		
- Directors for other revenues			94		
Consulting (e)				703	
Recipients of Alpitour stock option plan (f)					900
Total transactions with related parties	**1,592**	**6,203**	**647**	**703**	**900**
Total transactions with third parties	108,667	6,040	211	8	7,086
Total of income statement line items	**110,259**	**12,243**	**858**	**711**	**7,986**
% incidence of total transactions with related parties to total of income statement line items	**1.44%**	**50.67%**	**75.41%**	**98.87%**	**11.27%**

The most important transactions are commented below, in reference to the notes in the preceding tables.

a) Carrying amount of 22,900 EXOR Services shares (0.25% of capital) purchased, for purposes of the incorporation, at €46 thousand.
b) Carrying amount of 11,450 EXOR Services shares (0.125% of capital) purchased, for purposes of the incorporation, at €23 thousand.
c) €83 thousand for the rent of the residence of the chief executive officer Mr Carlo Barel di Sant'Albano in office until February 10, 2011; €141 thousand represents the special compensation due to him and €1 million his variable compensation.
d) Compensation waived by the corporate boards (€135 thousand), performance of services (€372 thousand), compensation for posts on corporate boards (€140 thousand).
e) Consulting services rendered to the Company by the director Franzo Grande Stevens.
f) Lower payments made on the settlement of the debt to the recipients of the Alpitour stock option plan.
g) €1,888 thousand represents the special compensation paid to the chairman and the chief executive officer and €942 thousand the figurative cost of the EXOR stock option granted to him.
h) From July to September 2011, EXOR extended a loan to the subsidiary Juventus Football Club bearing interest calculated at the 1-month Euribor plus a 2% spread. Since this is a related party transaction, as established by EXOR S.p.A.'s corporate governance regulations, the transaction was approved beforehand by the board of directors on June 23, 2011. This loan yielded financial income of €285 thousand.
i) The 3-year subordinated facility (loan and the relative subordinated credit line) of $50 million extended to C&W Group was closed in June 2011. When the loan was repaid, the second level guarantees given to EXOR were also closed.
l) Payment against a future increase in share capital to Juventus Football Club to guarantee its functioning as a going concern.

The information regarding compensation to the directors and statutory auditors of the company, also through subsidiaries, is contained in the Compensation Report according to art. 123-ter of the TUF.

38. Guarantees, commitments and pending litigation

Subsequent to filing the reasons for the acquittal verdict in the criminal proceedings relative to the contents of the press releases issued by IFIL and Giovanni Agnelli e C. on August 24, 2005, the Public Prosecutor's Office of Turin, by act of notification to the Company on June 3, 2011, lodged an immediate appeal under ex art. 569 of the Code of Criminal Procedure to the Supreme Court of Cassation. The hearing in the Court of Cassation is set for May 11, 2012.

39. Fees charged by the independent auditors (art. 149 – *duodecies* of Consob Regulation 11971 dated May 14, 1999, as amended)

The professional services provided to the EXOR Group by the independent auditors in 2011 are the following:

€ thousand	Service Provider	Parent EXOR S.p.A.		Consolidated subsidiaries	Total
Type of services					
Audit	Deloitte & Touche S.p.A.	94		4,810	**4,904**
	Deloitte network			15,765	**15,765**
Total audit		94		20,575	**20,669**
Other services					
. attestation	Deloitte & Touche S.p.A.	3	(a)	541	**544**
	Rete Deloitte			145	**145**
. other services	Deloitte & Touche S.p.A.	58	(b)	512	**570**
	Deloitte network	239	(c)	1,277	**1,516**
Total other services		300		2,475	**2,775**
Total		**394**		**23,050**	**23,444**

(a) Confirmation of financial ratios.
(b) Agreed upon procedures carried out in relation to the line-by-line consolidation of the Fiat Group.
(c) Support in the analysis of statements and data relating to the realization of investments and support in designing the Compliance Integrated Governance Model.

40. Net financial position

In accordance with the provisions of Consob Communication 6064293 dated July 28, 2006, the composition of the net financial position of EXOR S.p.A. is provided below.

€ thousand	12/31/2011	12/31/2010	Change
Non-current held-to-maturity financial instruments (a)	**114,855**	138,094	(23,239)
Cash and cash equivalents	**94,243**	219,795	(125,552)
Non-current other financial assets, with third parties	**878**	105	773
Other financial assets held for trading	**349,749**	589,218	(239,469)
Current held-to-maturity financial instruments	**77,035**	-	77,035
Financial receivables from third parties	**404**	-	404
Financial receivables from related parties	**21**	30,593	(30,572)
Current other financial assets, with third parties	**8,134**	6,781	1,353
Non-current financial payables, with third parties	**(1,045,774)**	(795,700)	(250,074)
Current financial payables with third parties	**(48,055)**	(462,838)	414,783
Net financial position	**(448,510)**	(273,952)	(174,558)
- with related parties	**21**	30,593	(30,572)
- with third parties	**(448,531)**	(304,545)	(143,986)

(a) These are bonds issued by leading counterparties listed on active and open markets which the Company, intends, and is able, to hold until their natural repayment date as an investment of a part of its available cash so that it can receive a constant attractive flow of financial income. Such designation was made in accordance with IAS 39, paragraph 9.
Such financial instruments are free of whatsoever restriction and, therefore, can be monetized whenever the Company should so decide. Their classification as non-current in the financial position has been adopted only in view of the fact that their natural maturity date is 12 months beyond the closing date of the financial statements. There are no trading restrictions and their degree of liquidity or the degree to which they can be converted into cash is considered high.

41. Approval of the separate financial statements and authorization for publication

The separate financial statements at December 31, 2011 were approved by the board of directors on April 6, 2012 which authorized their publication, together with the independent auditors' report and the board of statutory auditors' report, within the timeframe set by law.

Turin, April 6, 2012

On behalf of the Board of Directors
The Chairman and CEO
John Elkann

Attestation of the Separate Financial Statements according to art. 154-bis, Paragraph 5, of Legislative Decree 58/98

We, the undersigned Mr John Elkann, chairman and chief executive officer, and Mr Enrico Vellano, manager responsible for the preparation of the financial reports of EXOR S.p.A. attest, also pursuant to the provisions of art. 154-bis, paragraphs 3 and 4, of Legislative Decree 58 of February 24, 1998:

- the adequacy with respect to the Company's structure and
- the effective application

of the administrative and accounting procedures applied in the preparation of the separate financial statements at December 31, 2011.

We also attest that:

- the separate financial statements:
    - have been prepared in accordance with applicable International Financial Reporting Standards recognized by the European Community pursuant to EC Regulation 1606/2002 of the European Parliament and Council, dated July 19, 2002;
    - correspond to the amounts shown in the accounts, books and records;
    - provide a true and fair view of the financial conditions, results of operations and cash flows of the issuer;
- the Report on Operations includes a reliable operating and financial review of the issuer, as well as a description of the principal risks and uncertainties to which it is exposed.

Turin, April 6, 2012

The Chairman and CEO
John Elkann

Manager responsible for the preparation
of the Company's financial reports
Enrico Vellano

Deloitte.

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REPORT OF THE INDEPENDENT AUDITORS ON THE FINANCIAL STATEMENTS PURSUANT TO ART. 14 AND 16 OF LEGISLATIVE DECREE No. 39 OF JANUARY 27, 2010

**To the Shareholders of
EXOR S.p.A.**

1. We have audited the financial statements of EXOR S.p.A. as of and for the year ended December 31, 2011, which comprise the statement of financial position, the income statement, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows and the related notes to the financial statements. These financial statements prepared in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n. 38/2005 are the responsibility of the Directors of EXOR S.p.A. Our responsibility is to express an opinion on these financial statements based on our audit.

2. We conducted our audit in accordance with the Auditing Standards recommended by CONSOB, the Italian Commission for listed Companies and the Stock Exchange. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

   For the opinion on the prior year's financial statements, whose data are presented for comparative purposes, reference should be made to our auditors' report issued on April 5, 2011.

3. In our opinion, the financial statements of EXOR S.p.A. as of December 31, 2011 comply with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n. 38/2005; accordingly, they give a true and fair view of the financial position, the results of operations and the cash flows of EXOR S.p.A. as of and for the year then ended.

4. The Directors of EXOR S.p.A. are responsible for the preparation of the report on operations and the annual report on Corporate Governance in accordance with the applicable laws and regulations. Our responsibility is to express an opinion on the consistency of the report on operations and of the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998, paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) in the annual report on Corporate Governance, with the financial statements, as required by law. For this purpose, we have performed the procedures required under Auditing Standard n. 001 issued by the Italian Accounting Profession (CNDCEC) and recommended by CONSOB. In our opinion, the report on operations and the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998 paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) included in the annual report on Corporate Governance are consistent with the financial statements of EXOR S.p.A. as of and for the year ended December 31, 2011.

DELOITTE & TOUCHE S.p.A.

Signed by
Franco Riccomagno
Partner

Turin, Italy
April 16, 2012

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

EXOR

Consolidated Financial Statements

at December 31, 2011

CONSOLIDATED INCOME STATEMENT (*)

Published 2010	€ million	Note	2011	Restated (a) 2010	Change
58,985	Net revenues	1	**84,359**	57,762	26,597
(50,216)	Cost of sales	2	**(71,096)**	(49,097)	(21,999)
(5,009)	Selling, general and administrative costs	3	**(7,259)**	(4,930)	(2,329)
(1,431)	Research and development costs	4	**(1,872)**	(1,431)	(441)
(156)	Other income (expenses)	5	**(125)**	(152)	27
2,173	**Trading profit/(loss)**		**4,007**	2,152	1,855
15	Gains (losses) on the disposal of investments	6	**35**	15	20
(178)	Restructuring costs	7	**(199)**	(178)	(21)
(57)	Other unusual income (expenses)	8	**1,039**	(54)	1,093
1,953	**Operating profit/(loss)**		**4,882**	1,935	2,947
(912)	Financial income (expenses)	9	**(1,877)**	(910)	(967)
	Result from investments:				
200	- Share of profit/(loss) of investments accounted for using the equity method	10	**219**	200	19
36	- Other income (expenses) from investments	10	**56**	36	20
236	Result from investments		**275**	236	39
1,277	**Profit/(loss) before taxes**		**3,280**	1,261	2,019
(706)	Income taxes	11	**(1,038)**	(698)	(340)
571	**Profit/(loss) from continuing operations**		**2,242**	563	1,679
0	**Profit/(loss) from Discontinued Operations**	23	**(13)**	8	(21)
571	**Profit/(loss)**		**2,229**	571	1,658
	Profit/(loss) attributable to:				
137	- Owners of the parent		**504**	137	367
434	- Non-controlling interests		**1,725**	434	1,291

Published 2010	**Earnings/(Loss) per share**	Note 13	2011	Restated (a) 2010	Change
	Basic earnings/(loss) attributable to owners of the parent (€):				
0.57	- per ordinary share		2.17	0.57	1.60
0.64	- per savings share		2.25	0.64	1.61
0.62	- per preferred share		2.23	0.62	1.61
	Basic earnings/(loss) from continuing operations (€):				
0.57	- per ordinary share		2.23	0.54	1.69
0.64	- per savings share		2.31	0.61	1.70
0.62	- per preferred share		2.29	0.59	1.70
	Basic earnings/(loss) from Discontinued Operations (€):				
n.a.	- per ordinary share		(0.06)	0.03	(0.09)
n.a.	- per savings share		(0.06)	0.03	(0.09)
n.a.	- per preferred share		(0.06)	0.03	(0.09)
	Diluted earnings/(loss) attributable to owners of the parent (€):				
0.56	- per ordinary share		2.16	0.56	1.60
0.64	- per savings share		2.24	0.64	1.60
0.61	- per preferred share		2.21	0.61	1.60
	Diluted earnings/(loss) from continuing operations (€):				
0.56	- per ordinary share		2.22	0.53	1.69
0.64	- per savings share		2.30	0.61	1.69
0.61	- per preferred share		2.27	0.58	1.69
	Diluted earnings/(loss) from Discontinued Operations (€):				
n.a.	- per ordinary share		(0.06)	0.03	(0.09)
n.a.	- per savings share		(0.06)	0.03	(0.09)
n.a.	- per preferred share		(0.06)	0.03	(0.09)

(*) Pursuant to Consob Resolution 15519 of July 27, 2006, the effects of transactions with related parties on the consolidated income statement are presented in a specific income statement format provided on the following pages and are further described in Note 35.
(a) Prepared by reclassifying the revenues and costs of the Alpitour Group to Profit /(loss) from Discontinued Operations, for purposes of comparison.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

€ million	2011	2010
PROFIT/(LOSS) (A)	**2,229**	**571**
Gains/(losses) on cash flow hedges	**(227)**	179
Gains/(losses) on fair value of available-for-sale financial assets	**40**	402
Gains/(losses) on exchange differences on translating foreign operations	**391**	816
Share of other comprehensive income of entities accounted for using the equity method	**(32)**	114
Income tax relating to components of Other comprehensive income	**21**	3
TOTAL OTHER COMPREHENSIVE INCOME, NET OF TAX (B)	**193**	**1,514**
TOTAL COMPREHENSIVE INCOME (A)+(B)	**2,422**	**2,085**
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:		
Owners of the parent	**487**	891
Non-controlling interests	**1,935**	1,194

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (*)

€ million	Note	12/31/2011	12/31/2010	Change
Non-current assets				
Intangible assets	14	**22,970**	8,795	14,175
Property, plant and equipment	15	**25,157**	13,721	11,436
Investments and other financial assets:				
- Investments accounted for using the equity method	16	**2,500**	2,375	125
- Other investments and financial assets	16	**2,759**	2,303	456
Total Investments and other financial assets		**5,259**	4,678	581
Leased assets	17	**603**	492	111
Defined benefit plan assets	25	**312**	185	127
Deferred tax assets	11	**2,862**	2,902	(40)
Other non-current assets		**63**	69	(6)
Total Non-current assets		**57,226**	30,842	26,384
Current assets				
Inventories	18	**13,988**	8,345	5,643
Trade receivables	19	**4,321**	4,370	(49)
Receivables from financing activities	19	**17,861**	13,774	4,087
Other financial receivables	19	**8**	7	1
Current tax receivables	19	**1,093**	958	135
Other current assets	19	**3,196**	2,576	620
Current financial assets:				
- Current investments	20	**137**	376	(239)
- Current securities	20	**640**	582	58
- Other financial assets	21	**677**	610	67
Total Current financial assets		**1,454**	1,568	(114)
Cash and cash equivalents	22	**23,494**	16,188	7,306
Total Current assets		**65,415**	47,786	17,629
Assets held for sale	23	**389**	79	310
Total Assets		**123,030**	78,707	44,323
Equity	24			
Issued capital and reserves attributable to owners of the parent		**6,403**	6,075	328
Non-controlling interests		**13,568**	9,121	4,447
Total Equity		**19,971**	15,196	4,775
Provisions				
Employee benefits	25	**9,084**	3,839	5,245
Other provisions	26	**11,092**	5,506	5,586
Total Provisions		**20,176**	9,345	10,831
Debt	27			
Asset backed financing		**10,177**	8,854	1,323
Other debt		**38,113**	23,572	14,541
Total Debt		**48,290**	32,426	15,864
Other liabilities				
Other financial liabilities	21	**611**	469	142
Trade payables	28	**21,514**	13,666	7,848
Current tax payables		**899**	700	199
Deferred tax liabilities	11	**955**	255	700
Other liabilities	29	**10,380**	6,650	3,730
Total Other liabilities		**34,359**	21,740	12,619
Liabilities held for sale	23	**234**	0	234
Total Equity and Liabilities		**123,030**	78,707	44,323

(*) Pursuant to Consob Resolution 15519 of July 27, 2006, the effects of transactions with related parties on the consolidated statement of financial position are presented in a specific statement of financial position format provided on the following pages and are further described in Note 35.

CONSOLIDATED STATEMENT OF CASH FLOWS (*)

2010 Published	€ million	Note	2011	2010 Restated (a)
12,856	A) CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	22	**16,188**	12,856
	B) CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES DURING THE YEAR:			
571	Profit/(loss) from continuing operations		**2,242**	563
2,954	Amortization and depreciation (net of vehicles sold under buy-back commitments and leased assets)		**4,118**	2,937
	(Gains) losses on disposal of:			
(13)	Property plant and equipment and intangible assets (net of vehicles sold under buy-back commitments)		**5**	(13)
(16)	Investments		**(27)**	(16)
240	Other non-cash items	36	**(781)**	236
177	Dividends received		**253**	177
399	Change in provisions		**70**	399
(169)	Change in deferred taxes		**95**	(169)
44	Change in items due to buy-back commitments	36	**(22)**	44
26	Change in operating lease items		**(40)**	26
2,046	Change in working capital		**1,619**	2,020
	Cash flows from (used in) the operating activities of Discontinued Operations	(b)	**(82)**	55
6,259	TOTAL		**7,450**	6,259
	C) CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES:			
	Investments in:			
(3,865)	Property, plant and equipment and intangible assets (net of vehicles sold under buy-back commitments and leased assets)		**(6,666)**	(3,843)
(176)	Investments in consolidated subsidiaries		**(29)**	(52)
(126)	Other investments		**(124)**	(126)
0	Cash and cash equivalents from the consolidation of Chrysler, net of the consideration paid to acquire a further 16% stake		**5,624**	0
(230)	Investments in financial assets made by EXOR and by subsidiaries in the Holdings System		**(126)**	(230)
	Proceeds from the sale of:			
98	Property plant and equipment and intangible assets (net of vehicles sold under buy-back commitments)		**354**	98
(2)	Investments in consolidated subsidiaries		**15**	(2)
33	Other investments		**18**	33
102	Proceeds from the disposal of financial assets by EXOR and by subsidiaries in the Holdings System		**36**	102
(263)	Net change in receivables from financing activities		**(2,270)**	(263)
19	Change in current securities		**219**	19
182	Other changes		**(10)**	182
	Cash flows from (used in) the investing activities of Discontinued Operations	(b)	**7**	(22)
(4,228)	TOTAL		**(2,952)**	(4,104)
	D) CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES:			
1,132	New issuance of bonds		**5,156**	1,132
(1,572)	Repayment of bonds		**(2,648)**	(1,572)
2,254	Issuance of other medium-term borrowings		**4,838**	2,249
(2,115)	Repayment of other medium-term borrowings		**(5,635)**	(2,089)
1,541	Net change in other debt and other financial assets/liabilities		**1,266**	1,541
1	Increases in share capital by subsidiaries		**41**	1
(58)	(Purchase) sale of treasury stock		**(69)**	(58)
(68)	Dividends paid by EXOR S.p.A.		**(76)**	(68)
(174)	Dividends paid by subsidiaries		**(149)**	(172)
	(Purchase)/sale of ownership interests in subsidiaries		**(524)**	(124)
(5)	Other changes		**(12)**	3
	Cash flows from (used in) the financing activities of Discontinued Operations	(b)	**13**	(31)
936	TOTAL		**2,201**	812
365	Translation exchange differences		**626**	365
3,332	E) TOTAL CHANGE IN CASH AND CASH EQUIVALENTS		**7,325**	3,332
16,188	F) CASH AND CASH EQUIVALENTS AT END OF THE YEAR		**23,513**	16,188
	of which: Cash and cash equivalents included as Assets held for sale		19	92
16,188	G) CASH AND CASH EQUIVALENTS AT END OF THE YEAR	22	**23,494**	

(*) Pursuant to Consob Resolution 15519 of July 27, 2006, the effects of transactions with related parties on the consolidated statement of cash flows are presented in a specific statement of cash flows format provided on the following pages.
(a) Prepared by reclassifying the cash flows of the Alpitour Group to Discontinued Operations, for purposes of comparison.
(b) Details of cash flows from (used in) operating activities, investing activities and financing activities of Discontinued Operations are presented in the section "Assets and liabilities held for sale and Discontinued Operations" (Note 23).

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

€ million	Share capital	Treasury stock	Capital reserves	Earnings reserves	Cash flow hedge reserve	Cumulative translation adjustment reserve	Fair value reserve	Cumulative share of OCI of entities consolidated under the equity method	Total owners of the parent	Non-controlling interests	Total
Equity at January 1, 2010	**246**	**(112)**	**776**	**3,871**	**(79)**	**80**	**615**	**(92)**	**5,305**	**8,158**	**13,463**
Changes in equity for 2010											
Share-based payments				15					15	14	29
Purchase of treasury shares		(58)							(58)		(58)
Capital increases									0	1	1
Dividends paid				(68)					(68)	(169)	(237)
Total comprehensive income for the year				137	60	248	405	41	891	1,194	2,085
Effect of the change in the percentage ownership of consolidated companies(a)				(26)					(26)	(63)	(89)
Effect of the change in the percentage ownership of companies accounted for using the equity method				3					3		3
Other changes				13					13	(14)	(1)
Total changes	0	(58)	0	74	60	248	405	41	770	963	1,733
Equity at December 31, 2010	**246**	**(170)**	**776**	**3,945**	**(19)**	**328**	**1,020**	**(51)**	**6,075**	**9,121**	**15,196**
Changes in equity for 2011											
Share-based payments				12					12	9	21
Purchase of treasury shares		(69)							(69)		(69)
Capital increases									0	41	41
Dividends paid				(76)					(76)	(149)	(225)
Total comprehensive income for the year				504	(79)	23	44	(5)	487	1,935	2,422
Effect of the change in the percentage ownership of consolidated companies(b)				(28)		8			(20)	(558)	(578)
Non-controlling interests deriving from the consolidation of Chrysler									0	3,112	3,112
Other changes				(6)					(6)	57	51
Total changes	0	(69)	0	406	(79)	31	44	(5)	328	4,447	4,775
Equity at December 31, 2011	**246**	**(239)**	**776**	**4,351**	**(98)**	**359**	**1,064**	**(56)**	**6,403**	**13,568**	**19,971**
Note	**24**	**24**								**24**	

(a) Of which €24 million relates to the Fiat Group and €2 million to C&W Group.
(b) Of which -€7 million relates to the Fiat Group, -€20 million to the Fiat Industrial Group and -€1 million to C&W Group.

CONSOLIDATED INCOME STATEMENT
pursuant to Consob Resolution 15519 of July 27, 2006

		2011		2010 Restated (a)	
€ million	Nota 35	**Total**	**of which Related parties**	Total	of which Related parties
Net revenues		**84,359**	**3,439**	57,762	2,826
Cost of sales		**(71,096)**	**(4,161)**	(49,097)	(3,644)
Selling, general and administrative costs		**(7,259)**	**(99)**	(4,930)	(116)
Research and development costs		**(1,872)**	**(3)**	(1,431)	(8)
Other income (expenses)		**(125)**	**28**	(152)	37
Trading profit/(loss)		**4,007**		2,152	
Gains (losses) on the disposal of investments		**35**	**1**	15	
Restructuring costs		**(199)**		(178)	
Other unusual income (expenses)		**1,039**		(54)	
Operating profit/(loss)		**4,882**		1,935	
Financial income (expense)		**(1,877)**	**(47)**	(910)	(37)
Result from investments:					
- Share of the profit/(loss) of companies accounted for using the equity method		**219**	**219**	200	200
- Other income (expenses) from investments		**56**	**38**	36	41
Result from investments		**275**		236	
Profit/(loss) before taxes		**3,280**		1,261	
Income taxes		**(1,038)**		(698)	
Profit/(loss) from continuing operations		**2,242**		563	
Profit/(loss) from Discontinued Operations		**(13)**	**(13)**	8	8
Profit/(loss)		**2,229**		571	
Profit/(loss) attributable to:					
- Owners of the parent		**504**		137	
- Non-controlling interests		**1,725**		434	

(a) Prepared by reclassifying the revenues and costs of the Alpitour Group to Profit/(loss) from Discontinued Operations, for purposes of comparison.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
pursuant to Consob Resolution 15519 of July 27, 2006

€ million	Nota 35	12/31/2011 Total	12/31/2011 of which Related parties	12/31/2010 Total	12/31/2010 of which Related parties
Non-current assets					
Intangible assets		**22,970**		8,795	
Property, plant and equipment		**25,157**		13,721	
Investments and other financial assets:					
- Investments accounted for using the equity method		**2,500**	**2,500**	2,375	2,375
- Other investments and financial assets		**2,759**	**60**	2,303	116
Total Investments and other financial assets		**5,259**		4,678	
Leased assets		**603**		492	
Defined benefit plan assets		**312**		185	
Deferred tax assets		**2,862**		2,902	
Other non-current assets		**63**		69	
Total Non-current assets		**57,226**		30,842	
Current assets					
Inventories		**13,988**	**1**	8,345	28
Trade receivables		**4,321**	**439**	4,370	623
Receivables from financing activities		**17,861**	**154**	13,774	129
Other financial receivables		**8**		7	
Current tax receivables		**1,093**		958	
Other current assets		**3,196**	**43**	2,576	77
Current financial assets:					
- Current investments		**137**		376	
- Current securities		**640**		582	
- Other financial assets		**677**		610	
Total Current financial assets		**1,454**		1,568	
Cash and cash equivalents		**23,494**		16,188	
Total Current assets		**65,415**		47,786	
Assets held for sale		**389**	**359**	79	65
Total Assets		**123,030**		78,707	
Equity					
Issued capital and reserves attributable to owners of the parent		**6,403**		6,075	
Non-controlling interests		**13,568**		9,121	
Total Equity		**19,971**		15,196	
Provisions					
Employee benefits		**9,084**	**6**	3,839	5
Other provisions		**11,092**	**27**	5,506	49
Total Provisions		**20,176**		9,345	
Debt					
Asset backed financing		**10,177**	**92**	8,854	320
Other debt		**38,113**	**215**	23,572	241
Total Debt		**48,290**		32,426	
Other liabilities					
Other financial liabilities		**611**		469	
Trade payables		**21,514**	**1,210**	13,666	1,103
Current tax payables		**899**		700	1
Deferred tax liabilities		**955**		255	
Other liabilities		**10,380**	**139**	6,650	156
Total Other liabilities		**34,359**		21,740	
Liabilities held for sale		**234**	**234**	0	
Total Equity and Liabilities		**123,030**		78,707	

CONSOLIDATED STATEMENT OF CASH FLOWS
pursuant to Consob Resolution 15519 of July 27, 2006

€ million	2011 Total	2011 of which Related parties	2010 (Restated) (a) Total	2010 (Restated) (a) of which Related parties
A) CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	16,188		12,856	
B) CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES DURING THE YEAR:				
Profit/(loss) for the year from continuing operations	2,242		563	
Amortization and depreciation (net of vehicles sold under buy-back commitments and leased assets)	4,118		2,937	
(Gains) losses on disposal of:				
Property plant and equipment and intangible assets (net of vehicles sold under buy-back commitments and leased assets)	5		(13)	
Investments	(27)		(16)	
Other non-cash items:	(781)		236	17
Dividends received	253	227	177	175
Change in provisions	70		399	(9)
Change in deferred taxes	95		(169)	
Change in items due to buy-back commitments	(22)		44	(9)
Change in operating lease items	(40)		26	
Change in working capital	1,619	327	2,020	124
Cash flows from (used in) the operating activities of Discontinued Operations	(82)		55	
TOTAL	7,450	554	6,259	298
C) CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES:				
Investments in:				
Property plant and equipment and intangible assets (net of vehicles sold under buy-back commitments and leased assets)	(6,666)		(3,843)	
Amortization and depreciation (net of vehicles sold under buy-back commitments and leased assets)	(29)		(52)	
Investments in consolidated subsidiaries	(124)	(75)	(126)	(115)
Cash and cash equivalents from consolidation of Chrysler, net of consideration paid for the additional 16% ownership interest	5,624		0	
Investments in financial assets made by EXOR and by subsidiaries in the Holdings System	(126)	(104)	(230)	
Proceeds from the sale of:				
Property plant and equipment and intangible assets (net of vehicles sold under buy-back commitmen	354		98	
Investments in consolidated subsidiaries	15		(2)	
Other investments	18		33	
Proceeds from the disposal of financial assets by EXOR and by subsidiaries in the Holdings System	36		102	
Net change in receivables from financing activities	(2,270)	(56)	(263)	(17)
Change in current securities	219		19	
Other changes	(10)		182	
Cash flows from (used in) the investing activities of Discontinued Operations	7		(22)	
TOTAL	(2,952)	(235)	(4,104)	(132)
D) CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES:				
New issuance of bonds	5,156		1,132	
Repayment of bonds	(2,648)		(1,572)	
Issuance of other medium-term borrowings	4,838		2,249	
Repayment of other medium-term borrowings	(5,635)		(2,089)	
Net change in other debt and other financial assets/liabilities	1,266	(68)	1,541	(39)
Increases in share capital by subsidiaries	41		1	
(Purchase) sale of treasury shares	(69)		(58)	
Dividends paid by EXOR S.p.A.	(76)	(41)	(68)	(36)
Dividends paid by subsidiaries	(149)		(172)	
(Purchase)/sale of ownership interests in subsidiaries	(524)		(124)	
Other changes	(12)		3	
Cash flows from (used in) the financing activities of Discontinued Operations	13		(31)	
TOTAL	2,201	(109)	812	(75)
Translation exchange differences	626		365	
E) TOTAL CHANGE IN CASH AND CASH EQUIVALENTS	7,325		3,332	
F) CASH AND CASH EQUIVALENTS AT END OF THE YEAR	23,513		16,188	
of which: Cash and cash equivalents included as Assets held for sale and Discontinued Operations	19		92	
G) CASH AND CASH EQUIVALENTS AT END OF THE YEAR	23,494			

(a) Prepared by reclassifying the cash flows of the Alpitour Group to Discontinued Operations, for purposes of comparison.

EXOR GROUP – NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

GENERAL INFORMATION ON THE ACTIVITIES OF THE GROUP

EXOR S.p.A. is one of the leading investment companies in Europe. It is controlled by Giovanni Agnelli e C. S.a.p.az., which holds 51.16% of share capital, in particular, 59.10% of ordinary share capital, 39.24% of preferred share capital and 12.36% of savings share capital.
EXOR S.p.A. is a corporation organized under the laws of the Republic of Italy; its head office is located in Turin, Italy, Via Nizza 250.

The consolidated financial statements of the EXOR Group are presented in millions of Euro, which is the functional and presentation currency of the Group.

Further information is provided in the Report on Operations under "EXOR Group Profile".

SIGNIFICANT ACCOUNTING POLICIES

Accounting policies applied in the preparation of the consolidated financial statements

The consolidated financial statements of the EXOR Group at December 31, 2011 have been prepared in accordance with the International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and adopted by the European Union, as well as the provisions implementing article 9 of Legislative Decree 38/2005. The designation "IFRS" also includes all valid International Accounting Standards ("IAS"), as well as all interpretations of the IFRS Interpretations Committee, formerly the International Financial Reporting Interpretations Committee ("IFRIC") and before that the Standing Interpretations Committee ("SIC").

The 2011 consolidated financial statements are prepared under the historical cost convention, modified as required for the valuation of certain financial instruments, as well as on the going concern assumption. In this respect, despite operating in an economic and financial environment that continues to be difficult, the Group's assessment is that no material uncertainties (as defined in paragraph 25 of IAS 1) exist about its ability to continue as a going concern, in view also of the integration process being undertaken by the Fiat Group with Chrysler and its industrial and financial flexibility.

Consolidation of the Fiat and Fiat Industrial Groups

Upon first-time adoption of IFRS and the preparation of the financial statements for the years 2005 to 2009, EXOR excluded the Fiat Group from line-by-line consolidation and accounted for its investment (approximately 30% of ordinary share capital) using the equity method.
This method was adopted and maintained consistently in the consolidated financial statements for the years indicated while waiting for the definitive clarification of the criteria to permit verification of de facto control and the related accounting treatment in accordance with IAS 27 – Consolidated and Separate Financial Statements then in effect.

Starting from the consolidation of the consolidated financial statements for the year ended December 31, 2010, based also on the version of the Staff Draft posted to the IASB website on September 29, 2010 of IFRS 10 - "Consolidated Financial Statements", which requires line-by-line consolidation, pursuant to IAS 27, to be extended to companies in which the investor holds the majority of voting rights and the size of such majority, combined with the dispersion of the votes of the other vote holders, gives the investor the power to direct the investees' operating and financial policies in such a manner for them to be considered subsidiaries to be consolidated line-by-line and believing that the suppositions existed, also in light of EXOR's incidence in the capital present and voting in recent shareholders' meetings of Fiat S.p.A., EXOR consolidated the Fiat Group line-by-line in its consolidated financial statements and restated the consolidated financial statements for the year 2009 presented for comparative purposes.
This accounting treatment was confirmed by the new accounting standard IFRS 10 – Consolidated Financial Statements issued by the IASB on May 12, 2011 that will replace SIC-12 Consolidation – Special Purpose Entities and part of IAS 27 – Consolidated and Separate Financial Statements, which will be renamed Separate Financial Statements and will set the standards to be applied in accounting for investments in subsidiaries, jointly controlled entities, and associates 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. The standard provides additional guidance to assist in the determination of control where this is difficult to assess. The standard is applicable from January 1, 2013.

It should be recalled that the partial and proportional demerger of Fiat S.p.A. to Fiat Industrial S.p.A., effective on January 1, 2011, was considered a business combination involving entities or businesses under common control and was outside the scope of the application of IFRS 3 and IFRIC 17. Accordingly, the consolidated financial statements for Fiat S.p.A. post-demerger and Fiat Industrial S.p.A. for the year 2011 have been prepared under the going concern assumption without generating any effect on the scope of consolidation at the level of the EXOR Group.

As a result of the demerger, in accordance with IFRS 8, the businesses which were transferred to Fiat Industrial S.p.A. are no longer reflected in the Fiat Group operating segment but are shown separately in a new operating segment denominated Fiat Industrial Group. The comparative figures at December 31, 2010 and for the year 2010 presented in the consolidated financial statements have been restated accordingly.

With regard to the Fiat Group, the data at December 31, 2010, presented for comparative purposes, are post-demerger values, unless otherwise indicated.

Reclassification of the Alpitour Group to Assets and liabilities held for sale

Following the start of a process for the valuation of the subsidiary Alpitour begun in the first quarter of 2011 and concluded on December 23, 2011 when a preliminary agreement was reached for its sale, all the assets and liabilities of the Alpitour Group were reclassified, in accordance with IFRS 5, to Assets and liabilities held for sale, beginning June 30, 2011; the items of the income statement, instead, were reclassified to Discontinued Operations since the Alpitour Group represents an important separate business segment for the EXOR Group. The income statement for the year ended December 31, 2010 was restated for purposes of comparison.
Since the contract for sale signed on December 23, 2011 is subject to conditions precedent, the accounting treatment in accordance with IFRS 5, adopted beginning June 30, 2011, was retained in the financial statements at December 31, 2011.

The following is a reconciliation between the 2010 published and restated income statements:

€ million	Consolidated Exor Group (published)	Reclassification of Alpitour Group	Alpitour elimination	Consolidated Exor Group (restated) (b)
Net revenues	58,985	(1,227)	4	57,762
Cost of sales	(50,216)	1,119	0	(49,097)
Selling, general and administrative costs	(5,009)	79	0	(4,930)
Research and development costs	(1,431)	0	0	(1,431)
Other income (expenses)	(156)	4	0	(152)
Trading profit/(loss)	**2,173**	**(25)**	**4**	**2,152**
Gains (losses) on the disposal of investments	15	0	0	15
Restructuring costs	(178)	0	0	(178)
Other unusual income (expenses)	(57)	3	0	(54)
Operating profit/(loss)	**1,953**	**(22)**	**4**	**1,935**
Financial income (expenses)	(912)	2	0	(910)
Result from investments:				
- Share of profit/(loss) of companies accounted for using the equity method	200	0	0	200
- Other income (expense) from investments	36	0	0	36
Result from investments	236	0	0	236
Profit/(loss) before taxes	**1,277**	**(20)**	**4**	**1,261**
Income taxes	(706)	8	0	(698)
Profit/(loss) from continuing operations	**571**	**(12)**	**4**	**563**
Profit/(loss) from Discontinued Operations	0	12	(4)	8
Profit/(loss)	**571**	**0**	**0**	**571**
Profit/(loss) attributable to:				
- Owners of the parent	**137**	**0**	**0**	**137**
- Non-controlling interests	434	0	0	434

(a) Reclassification of the revenues and costs of the Alpitour Group to Profit (loss) from Discontinued Operations, for purposes of comparison.

Format of the consolidated financial statements

The EXOR 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 by the Fiat and Fiat Industrial Groups and is consistent with international practice in the automotive and capital goods sectors. 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 non-recurring transactions in the ordinary course of operations, 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 transactions adopted by the EXOR Group differs from that provided in the Consob Communication of July 28, 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 or 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 in the Fiat and Fiat Industrial Groups are consolidated in the EXOR Group's financial statements. The investment portfolios of financial services companies of the Fiat and Fiat Industrial Groups are included in current assets, as the investments will be realized in their normal operating cycle. The financial services companies of the Fiat and Fiat Industrial Groups, though, obtain funds only partially from the market: the remaining are obtained from Fiat S.p.A. and Fiat Industrial S.p.A. through their treasury companies (included in industrial companies), which lend funds both to industrial companies and to financial services companies as the need arises. As for the Fiat Group, Chrysler, on the other hand continues to remain separate from a financial management standpoint and manages its treasury services (including cash management and financing activities) on its own, obtaining funds on the market and managing cash directly. This financial service structure within the Fiat and Fiat Industrial Groups means that any attempt to separate current and non-current debt in the consolidated statement of financial position cannot be meaningful, also at the EXOR level. Suitable disclosure as to the due date of liabilities is however provided in the notes.

The statement of cash flows is presented using the indirect method.

The other subsidiaries operating mainly in the services sector (Alpitour Group and C&W Group) as well as Juventus Football Club and the other companies in the Holdings System have provided their data according to such formats for the consolidation reporting purposes of the EXOR Group. For the definition of "Holdings System, see "Review of the consolidated results of the EXOR Group – Shortened" in the Report on Operations.

In connection with the requirements of Consob Resolution 15519 of July 27, 2006 as to the formats 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.

Basis of consolidation

Subsidiaries
Subsidiaries are enterprises controlled by the Group, as defined in IAS 27 – Consolidated and Separate Financial Statements. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities. The financial statements of subsidiaries are combined in the consolidated financial statements from the date that control commences until the date that control ceases. Non-controlling interests in the net assets of consolidated subsidiaries and non-controlling interests in the profit or loss of consolidated subsidiaries are presented separately from the interests of the owners of the parent in the consolidated statement of financial position and income statement respectively. Losses applicable to non-controlling interests which exceed the minority's interests in the subsidiary's equity are allocated against the non-controlling interests.
Changes in the Group's ownership interests in subsidiaries that do not result in the loss of control are accounted for as equity transactions. The carrying amounts of the Equity attributable to owners of the parent and Non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the book value of the non-controlling interests and the fair value of the consideration paid or received is recognized directly in the equity attributable to the owners of the parent.
If the Group loses control of a subsidiary, a gain or loss is recognized in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the carrying amount of the assets (including goodwill) and liabilities of the subsidiary and any non-controlling interests. Any profits or losses recognized in other comprehensive income in respect of the measurement of the assets of the subsidiary are accounted for as if the subsidiary had been sold (i.e. reclassified to profit or loss or transferred directly to retained earnings depending on the applicable IFRS). The fair value of any investment retained in the former subsidiary is measured in accordance with IAS 39, IAS 28 or IAS 31, depending on the type of investment.

Jointly controlled entities
Jointly controlled entities are enterprises in which the Group has contractually agreed sharing of control or for which a contractual arrangement exists whereby two or more parties undertake an economic activity that is subject to joint control. Investments in jointly controlled entities are accounted for using the equity method from the date that joint control commences until the date that joint control ceases.

Associates
Associates are enterprises over which the Group has significant influence, as defined in IAS 28 – Investments in Associates, but not control or joint control over the financial and operating policies. Investments in associates are accounted for using the equity method from the date that significant influence commences until the date it ceases. When the Group's share of losses of an associate, if any, exceeds the carrying amount of the associate in the Group's balance sheet, the carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred obligations in respect of the associate.

Investments in other companies
Investments in other companies that are available-for-sale financial assets are measured at fair value, when this can be reliably determined. Gains or losses arising from changes in fair value are recognized directly in Other comprehensive income until the assets are sold or are impaired, when the cumulative gains and losses previously recognized in equity are recognized in the income statement of the period.
Investments in other companies for which fair value is not available are stated at cost less any impairment losses.
Dividends received from Investments in other companies are included in Other income (expenses) from investments.

Transactions eliminated on consolidation

All significant intragroup balances and transactions and any unrealized gains and losses arising from intragroup transactions are eliminated in preparing the consolidated financial statements. Unrealized gains and losses arising from transactions with associates and jointly controlled entities are eliminated to the extent of the Group's interest in those entities.

Foreign currency transactions

Transactions in foreign currencies are recorded at the foreign exchange rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the exchange rate prevailing at that date. Exchange differences arising on the settlement of monetary items or on reporting monetary items at rates different from those at which they were initially recorded during the period or in previous financial statements, are recognized in the income statement.

Consolidation of foreign entities

All assets and liabilities of foreign consolidated companies with a functional currency other than the Euro are translated using the exchange rates in effect at the balance sheet date. Income and expenses are translated at the average exchange rate for the period. Translation differences resulting from the application of this method are classified as equity until the disposal of the investment. Average rates of exchange are used to translate the cash flows of foreign subsidiaries in preparing the consolidated statement of cash flows.
The goodwill, assets acquired and liabilities assumed arising from the acquisition of entities with a functional currency other than the Euro are recognized in the functional currency and translated at the exchange rate at the acquisition date. These balances are translated at subsequent balance sheet dates at relevant exchange rate.

The principal exchange rates used to translate the 2011 and 2010 financial statements of foreign companies prepared in currencies other than the Euro were as follows:

	At December 31, 2011		At December 31, 2010	
	Average	At 12/31/2011	Average	At 12/31/2010
U.S. dollar	**1.392**	**1.294**	1.326	1.336
British pound	**0.868**	**0.835**	0.858	0.861
Swiss franc	**1.233**	**1.216**	1.380	1.250
Polish zloty	**4.121**	**4.458**	3.995	3.975
Brazilian real	**2.327**	**2.416**	2.331	2.218
Argentine peso	**5.742**	**5.561**	5.183	5.303

In the context of IFRS First-time adoption, the cumulative translation difference arising from the consolidation of foreign operations outside the eurozone was set at nil, as permitted by IFRS 1; any gains or losses on the subsequent disposal of any foreign operations therefore only include the accumulated translation differences arising since January 1, 2004.

Business Combinations

Business combinations are accounted for by applying the acquisition method. Under this method:

- the consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred and liabilities assumed by the Group and the equity interests issued in exchange for control of the acquiree. Acquisition-related costs are generally recognized in profit or loss as incurred;
- at the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their fair value at that date, except for deferred tax assets and liabilities, assets and liabilities relating to employee benefit arrangements, liabilities or equity instruments relating to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree and assets (or disposal groups) that are classified as held for sale, which are measured in accordance with the relevant standard;
- goodwill is measured as the excess of the aggregate of the consideration transferred in the business

combination, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognized immediately in profit or loss as a bargain purchase gain;

– non-controlling interest is initially measured either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. The selection of the measurement method is made on a transaction-by-transaction basis;
– any contingent consideration arrangement in the business combination is measured at its acquisition-date fair value and included as part of the consideration transferred in the business combination in order to determine goodwill. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are recognized retrospectively, with corresponding adjustments to goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which may not exceed one year from the acquisition date) about facts and circumstances that existed as of the acquisition date;
– when a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured at its acquisition-date fair value and the resulting gain or loss, if any, is recognized in income statements. Changes in the equity interest in the acquiree that have been recognized in Other comprehensive income in prior reporting periods are reclassified to profit or loss as if the interest had been disposed;
– if the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete in the consolidated financial statements. Those provisional amounts are adjusted during the measurement period to reflect new information obtained about facts and circumstances that existed at the acquisition date which, if known, would have affected the amounts recognized at that date.

  Business combinations that took place prior to January 1, 2010 were accounted for in accordance with the previous version of IFRS 3.

Date of reference

The investments are consolidated using the financial statements at December 31, EXOR's year-end closing date, which covers a 12-month period, or accounting data prepared as of the same date (whenever the closing date is different from EXOR's), adjusted, where necessary, to conform with the accounting principles of the Group. This treatment is allowed by IAS 27 – Consolidated and Separate Financial Statements.

Intangible assets

Goodwill

Goodwill arising on business combinations is initially measured at cost as established at the acquisition date, as defined in the above paragraph. Goodwill is not amortized, but is tested for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired. After initial recognition, goodwill is measured at cost less any accumulated impairment losses.
On the loss of control of a previously acquired entity, any outstanding goodwill balance is included in the determination of the gain or loss on disposal.
In the context of IFRS First-time adoption, the Group elected not to apply IFRS 3 – Business Combinations retrospectively to the business combinations that occurred before January 1, 2004; as a consequence, goodwill arising on acquisitions before the date of transition to IFRS has been retained at the previous Italian GAAP amounts, subject to impairment testing at that date.

Development costs

Development costs for vehicle project production and related components, engines, and production systems (trucks, buses, agricultural and construction equipment and engines) are recognized as an asset if and only if both of the following conditions are met: that development costs can be measured reliably and that technical

feasibility of the product, volumes and pricing support the view that the development expenditure will generate future economic benefits. Capitalized development costs include all direct and indirect costs that may be directly attributed to the development process.
Capitalized development costs are amortized on a systematic basis from the start of production of the related product over the product's estimated average life, as follows:

	Number of years	
	Fiat	**Fiat Industrial**
Vehicles	3-5	
Trucks and Buses		4-8
Agricultural and Construction Equipment		5
Engines	8-10	8-10
Components and Production Systems	3-5	

All other development costs are expensed as incurred.

Intangible assets with indefinite useful lives
Intangible assets with indefinite useful lives consist principally of acquired brands which have no legal, contractual, competitive, economic, or other factors that limit their useful lives. Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually or more frequently whenever there is an indication that the asset may be impaired.

Players' registration rights
Players' registration rights are intangible assets with a finite useful life equal to the duration of the players' contracts that were signed with the individual players. The players' registration rights are recorded at cost discounted to present value, including any incidental expenses.
Players' registration rights are amortized on a straight-line basis over the term of the contracts between the company and each individual player. The original amortization plan can be extended following the early renewal of the contract, starting from the same season in which the contract is renewed. For "registered young players", amortization is taken over five years on a straight-line basis.
Players' registration rights are recognized on the enforceability date affixed by the National Professional League giving execution to the contracts for national transfers and the transfer date as indicated by the Italian Soccer Federation for international transfers.
When there are indications of an impairment in the players' registration rights (for example, serious injury or significant losses from disposals made subsequent to the reporting date, as well as market and contractual conditions which actually prevent the sale of players no longer compatible with the technical program), an impairment loss is recorded for the remaining carrying amount.

Other intangible assets
Other purchased and internally-generated intangible assets are recognized as assets in accordance with IAS 38 – Intangible Assets, where it is probable that the use of the asset will generate future economic benefits and where the costs of the asset can be determined reliably.
Such assets are measured at purchase or manufacturing cost and amortized on a straight-line basis over their estimated useful lives. Other intangible assets acquired as part of the acquisition of a business are capitalized separately from goodwill if their fair value can be measured reliably.

Property, plant and equipment

Cost
Property, plant and equipment are stated at acquisition or production cost.
Subsequent expenditures and the cost of replacing parts of an asset are capitalized only if they increase the future economic benefits embodied in that asset. All other expenditures are expensed as incurred. When such replacement costs are capitalized, the carrying amount of the parts that are replaced is recognized in the income statement.

Assets held under finance leases, which provide the Group with substantially all the risks and rewards of ownership, are recognized as assets of the Group at their fair value or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the financial statements as a debt. The assets are depreciated by the method and at the rates indicated below.
Leases where the lessor retains substantially all the risks and rewards of ownership of the assets are classified as operating leases. Operating lease expenditures are expensed on a straight-line basis over the lease terms.

Depreciation
Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

%	Buildings	Plant and machinery	Equipment	Other assets
Minimum depreciation rate:				
Fiat	2.0%	3.0%	3.0%	5.0%
Fiat Industrial	2.5%	6.3%	6.3%	10.0%
C&W Group				14.0%
Alpitour	2.0%	10.0%	7.5%	5.0%
Juventus F.C.	3.0%	10.0%		12.0%
Holdings System		3.0%		12.0%
Maximum depreciation rate:				
Fiat	10.0%	33.0%	33.0%	33.0%
Fiat Industrial	10.0%	20.0%	20.0%	25.0%
C&W Group				33.0%
Alpitour	10.0%	30.0%	25.0%	30.0%
Juventus F.C.	10.0%	19.0%		25.0%
Holdings System		20.0%		20.0%

Land is not depreciated.

Leased assets
Leased assets include vehicles leased to retail customers under operating lease arrangements. They are stated at cost and depreciated at annual rates of between 7% and 20% by the Fiat Group and between 20% and 33% by the Fiat Industrial Group. When such assets cease to be rented and become held for sale, the Group reclassifies their carrying amount to Inventories.

Borrowing costs
Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets (as defined under IAS 23 – Borrowing Costs), which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalized and amortized over the useful life of the class of assets to which they refer.
All other borrowing costs are expensed when incurred.

Impairment of assets

The Group reviews, at least annually, the recoverability of the carrying amount of intangible assets (including capitalized development costs) and property, plant and equipment, in order to determine whether there is any indication that those assets have suffered an impairment loss. Intangible assets with indefinite useful lives are tested for impairment annually or more frequently, if there is an indication that the asset may be impaired.

If indications of impairment are present, the carrying amount of the asset is reduced to its recoverable amount that is the higher of fair value less costs to sell and its value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. In assessing the value in use of an asset, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is recognized if the recoverable amount is lower than the carrying amount.

Where an impairment loss for assets, other than goodwill and other intangible assets with indefinite useful lives subsequently no longer exists or has decreased, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but not in excess of the carrying amount that would have been recorded had no impairment loss been recognized. The reversal of an impairment loss is recognized in profit or loss immediately.

Financial instruments

Presentation

Financial instruments held by the Group are presented in the financial statements as described in the following paragraphs.

Investments and other non-current financial assets comprise investments in unconsolidated companies and other non-current financial assets (held-to-maturity securities, non-current loans and receivables and other non-current available-for-sale financial assets).

Current financial assets, as defined in IAS 39, include trade receivables, receivables from financing activities (retail financing, dealer financing, lease financing and other current loans to third parties), current securities and other current financial assets (which include derivative financial instruments stated at fair value as assets), as well as cash and cash equivalents. In particular, 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. Current securities include short-term or marketable securities which represent temporary investments of available funds and do not satisfy the requirements for being classified as cash equivalents; current securities include both available-for-sale and held for trading securities.

Financial liabilities refer to debt, which includes asset-backed financing, and other financial liabilities (which include derivative financial instruments stated at fair value as liabilities), trade payables and other payables.

Measurement

Investments in unconsolidated companies classified as non-current financial assets are accounted for as described in the paragraph – Investments in other companies.

Non-current financial assets other than investments, as well as current financial assets and financial liabilities, are accounted for in accordance with IAS 39 – *Financial Instruments: Recognition and Measurement*.

Current financial assets and held-to-maturity securities are recognized on the basis of the settlement date and, on initial recognition, are measured at acquisition cost, including transaction costs.

Subsequent to initial recognition, available-for-sale and held for trading financial assets are measured at fair value. When market prices are not available, the fair value of available-for-sale financial assets is measured using appropriate valuation techniques e.g. discounted cash flow analysis based on market information available at the balance sheet date.

Gains and losses on available-for-sale financial assets are recognized directly in Other comprehensive income until the financial asset is disposed or is determined to be impaired; when the asset is disposed of, the cumulative gains or losses, including those previously recognized in Other comprehensive income, are reclassified to the income statement for the period; when the asset is impaired, accumulated losses are recognized in the income statement. Gains and losses arising from changes in the fair value of held for trading financial instruments are included in the income statement for the period.

Loans and receivables which are not held by the Group for trading (loans and receivables originating in the course of business), held-to-maturity securities and all financial assets for which published price quotations in

an active market are not available and whose fair value cannot be determined reliably, are measured, to the extent that they have a fixed term, at amortized cost, using the effective interest method. When the financial assets do not have a fixed term, they are measured at acquisition cost. Receivables with maturities of over one year which bear no interest or an interest rate significantly lower than market rates are discounted using market rates.
Assessments are made regularly as to whether there is any objective evidence that a financial asset or group of assets may be impaired. If any such evidence exists, an impairment loss is included in the income statement for the period.
Except for derivative instruments, financial liabilities are measured at amortized cost using the effective interest method.
Financial assets and liabilities hedged against changes in fair value (fair value hedge) are measured in accordance with hedge accounting principles: gains and losses arising from remeasurement at fair value, due to changes in the respective hedged risk, are recognized in the income statement and are offset by the effective portion of the loss or gain arising from remeasurement at fair value of the hedging instrument.

Derivative financial instruments

Derivative financial instruments are used for hedging purposes, in order to reduce currency, interest rate and market price risks (primarily concerning commodities and securities). In accordance with IAS 39, derivative financial instruments qualify for hedge accounting only when at the inception of the hedge there is formal designation and documentation of the hedging relationship, the hedge is expected to be highly effective, its effectiveness can be reliably measured and it is highly effective throughout the financial reporting periods for which it is designated.
All derivative financial instruments are measured in accordance with IAS 39 at fair value.
When derivative financial instruments qualify for hedge accounting, the following accounting treatment applies:

- Fair value hedges – Where a derivative financial instrument is designated as a hedge of the exposure to changes in fair value of a recognized asset or liability that is attributable to a particular risk and could affect the income statement, the gain or loss from remeasuring the hedging instrument at fair value is recognized in the income statement. The gain or loss on the hedged item attributable to the hedged risk adjusts the carrying amount of the hedged item and is recognized in the income statement.
- Cash flow hedges – Where a derivative financial instrument is designated as a hedge of the exposure to variability in future cash flows of a recognized asset or liability or a highly probable forecasted transaction and could affect the income statement, the effective portion of any gain or loss on the derivative financial instrument is recognized directly in Other comprehensive income. The cumulative gain or loss is removed from Other comprehensive income and recognized in the income statement at the same time as the economic effect arising from the hedged item affects income. The gain or loss associated with a hedge or part of a hedge that has become ineffective is recognized in the income statement immediately. When a hedging instrument or hedge relationship is terminated but the hedged transaction is still expected to occur, the cumulative gain or loss realized to the point of termination remains in Other comprehensive income and is recognized in the income statement at the same time as the underlying transaction occurs. If the hedged transaction is no longer probable, the cumulative unrealized gain or loss held in Other comprehensive income is recognized in the income statement immediately.
- Hedges of a net investment – If a derivative financial instrument is designated as a hedging instrument for a net investment in a foreign operation, the effective portion of the gain or loss on the derivative financial instrument is recognized in Other comprehensive income. The cumulative gain or loss is reclassified from Other comprehensive income to profit or loss on the disposal of the foreign operation.

If hedge accounting cannot be applied, the gains or losses from the fair value measurement of derivative financial instruments are recognized immediately in the income statement.

Sales of receivables

The Group sells certain of its financial, trade and tax receivables, mainly through factoring transactions. Factoring transactions may be with or without recourse to the seller; certain factoring agreements without recourse include deferred purchase price clauses (i.e. the payment of a minority portion of the purchase price is conditional upon the full collection of the receivables), require a first loss guarantee of the seller up to a limited amount or imply a continuing significant exposure to the cash flows of the sold receivables. These kinds of transactions do not meet IAS 39 requirements for assets derecognition, since the risks and rewards have not been substantially transferred.

Consequently, all receivables sold through factoring transactions which do not meet IAS 39 derecognition requirements are recognized as such in the Group financial statements even though they have been legally sold; a corresponding financial liability is recorded in the consolidated statement of financial position as Asset-backed financing. Gains and losses relating to the sale of such assets are not recognized until the assets are removed from the Group statement of financial position.

Inventories

Inventories of raw materials, semi-finished products and finished goods, (including assets sold with a buy-back commitment) are stated at the lower of cost and net realizable value, cost being determined on a first in-first-out (FIFO) basis. The measurement of inventories includes the direct costs of materials, labor and indirect costs (variable and fixed). Provision is made for obsolete and slow-moving raw materials, finished goods, spare parts and other supplies based on their expected future use and realizable value. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs for sale and distribution.

The measurement of construction contracts is based on the stage of completion determined as the proportion that cost incurred to the balance sheet date bears to the estimated total contract cost. These items are presented net of progress billings received from customers. Any losses on such contracts are fully recorded in the income statement when they become known.

Assets and liabilities held for sale and Discontinued Operations

Non-current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the non-current asset (or disposal group) is available for immediate sale in its present condition.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amounts and fair value less costs to sell.

Employee benefits

The present value of a defined benefit obligation and the related current service cost for defined benefit pension plans and other long-term benefits are determined on an actuarial basis using the projected unit credit method. Under this method, the Group attributes benefits to periods in which the obligation to provide post-employment benefits arise. That obligation arises when employees render services.

The present value of the defined benefit obligation is measured by using actuarial techniques and actuarial assumptions that are unbiased and mutually compatible. Financial assumptions are based on market estimates that are known at the balance sheet date regarding the period in which the obligations will be settled.

The fair value of plan assets is deducted from the present value of the obligation in determining the amount recognized in the statement of financial position. This fair value is estimated, where possible, by referring to available market price of the assets; where no market price is available, the fair value of plan assets is estimated using a valuation technique.

Actuarial gains and losses comprise the effects of differences between the previous actuarial assumptions and the actual result, together with the effects of changes in actuarial assumptions. In measuring the defined benefit liability the Group recognizes the portion of net cumulative actuarial gains and losses that exceeds the greater of 10% of the present value of the defined benefit obligation and 10% of the fair value of plan assets at the end of the previous year. That portion is amortized over the average remaining service lives of the employees who are covered by the plan (the “corridor method”).

The liability for employee benefits recognized in the statement of financial position represents the present value of the defined benefit obligation as adjusted for deferred actuarial gains and losses arising from the application of the corridor method and unrecognized past service cost, reduced by the fair value of plan assets. Any net asset resulting from this calculation is recognized at the lower of the amount arising from this calculation and the total of any unrecognized net actuarial losses, unrecognized past service costs and the present value of any refunds available and reductions in future contributions to the plan.
If changes are made to a plan that alter the benefits due for past service or if a new plan is introduced regarding past service then past service costs are recognized in profit or loss on a straight-line basis over the average period remaining until the benefits vest. If a change is made to a plan that significantly reduces the number of employees who are members of the plan or that alters the conditions of the plan such that employees will no longer be entitled to the same benefits for a significant part of their future service, or if such benefits will be reduced, the profit or loss arising from such changes is immediately recognized in the income statement.
All other costs and income arising from the measurement of pension plan provisions are allocated by function in the income statement, except for interest cost on unfunded defined benefit plans which is reported as part of Financial expenses.
Costs arising from defined contribution plans are recognized as an expense as incurred.

Post-employment plans other than pensions

The Group provides certain post-employment defined benefits, mainly health care plans. The method of accounting and the frequency of valuations are similar to those used for pension plans.

Until December 31, 2006 the scheme underlying the Employee leaving entitlements of the Italian Group companies was classified as a defined benefit plan. The legislation regarding this scheme was amended by Law 296 of December 27, 2006 (the “2007 Finance Law”) and subsequent decrees and regulations issued in the first part of 2007. In view of these changes, and with specific reference to those regarding companies with at least 50 employees, this scheme only continues to be classified as a defined benefit plan for those benefits accruing prior to January 1, 2007 (and not yet settled by the balance sheet date), while after that date the scheme is classified as a defined contribution plan.

Share-based compensation plans

Share-based compensation plans that may be settled by the delivery of shares are measured at fair value at the grant date. This fair value is expensed over the vesting period of the benefit with a corresponding increase in equity. Periodically, the Group reviews its estimate of the benefits expected to vest through the plan and recognizes any difference in estimate in profit or loss, with a corresponding increase or decrease in equity.
Share-based compensation plans that may be settled in cash or by the delivery of other financial assets are recognized as a liability and measured at fair value at the end of each reporting period and when settled. Any subsequent changes in fair value are recognized in profit or loss.

Provisions

The Group records provisions when it has an obligation, legal or constructive, to a third party, when it is probable that an outflow of Group resources will be required to satisfy the obligation and when a reliable estimate of the amount can be made.
Changes in estimates are reflected in the income statement in the period in which the change occurs.

Treasury stock

The cost of any treasury stock purchased and/or held, also through subsidiaries, as a result of specific shareholder resolutions are recognized as a deduction from equity. Therefore, the reserve offsetting treasury stock in portfolio is not shown separately. The proceeds from any subsequent sale are recognized in equity.

Revenue recognition

Fiat Group

Revenue is recognized if it is probable that the economic benefits associated with a transaction will flow to the Group and the revenue can be measured reliably. Revenues are stated net of discounts, allowances, settlement discounts and rebates, as well as costs for sales incentive programs, determined on the basis of historical costs, country by country, and charged against profit for the period in which the corresponding sales are recognized. The Group's sales incentive programs include the granting of retail financing at significant discount to market interest rates. The corresponding cost is recognized at the time of the initial sale.

Revenues from the sale of products are recognized when the risks and rewards of ownership of the goods are transferred to the customer, the sales price is agreed or determinable and receipt of payment can be assumed: this corresponds generally to the date when the vehicles are made available to non-group dealers, or the delivery date in the case of direct sales. New vehicle sales with a buy-back commitment are not recognized at the time of delivery but are accounted for as operating leases when it is probable that the vehicle will be bought back. More specifically, vehicles sold with a buy-back commitment are accounted for as Inventories. The difference between the carrying amount (corresponding to the manufacturing cost) and the estimated resale value (net of reconditioning costs) at the end of the buy-back period is recognized in the income statement on a straight-line basis over the contract term. The initial sale price received is recognized in liabilities as a down payment. The difference between the initial sale price and the buy-back price is recognized as rental revenue on a straight-line basis over the term of the operating lease. The proceeds from the sale of such assets are recognized as Revenues.

Revenues from services and from construction contracts are recognized by reference to the stage of completion.

Revenues also include lease rentals and interest income from financial services companies.

Fiat Industrial Group

Revenue is recognized if it is probable that the economic benefits associated with a transaction will flow to the Group and the revenue can be measured reliably. Revenues are stated net of discounts, allowances, settlement discounts and rebates, as well as costs for sales incentive programs, determined on the basis of historical costs, country by country, and charged against profit for the period in which the corresponding sales are recognized. The Group's sales incentive programs include the granting of retail financing at significant discount to market interest rates. The corresponding cost is recognized at the time of the initial sale.

Revenues from the sale of products are recognized when the risks and rewards of ownership of the goods are transferred to the customer, the sales price is agreed or determinable and receipt of payment can be assumed: this corresponds generally to the date when the vehicles are made available to non-group dealers, or the delivery date in the case of direct sales. New vehicle sales with a buy-back commitment are not recognized at the time of delivery but are accounted for as operating leases when it is probable that the vehicle will be bought back. More specifically, vehicles sold with a buy-back commitment from the Trucks and Commercial Vehicles sector are accounted for as Property, plant and equipment because agreements have usually a long-term buy-back commitment. The difference between the carrying value (corresponding to the manufacturing cost) and the estimated resale value (net of refurbishing costs) at the end of the buy-back period is depreciated on a straight-line basis over the same period. The initial sale price received is recognized as an advance payment (liability). The difference between the initial sale price and the buy-back price is recognized as rental revenue on a straight-line basis over the term of the operating lease. Assets sold under a buy-back commitment that are initially recognized in Property, plant and equipment are reclassified to Inventories at the end of the agreement term if they are held for sale. The proceeds from the sale of such assets are recognized as Revenues.

Revenues from construction contracts are recognized by reference to the stage of completion.

Revenues from the sale of extended warranties and maintenance contracts are recognized over the period during which the service is provided.

Revenues also include lease rentals and interest income from financial services companies.

C&W Group
C&W Group recognizes revenues rendered for the services lines including: Leasing, Capital Markets, Corporate Occupier and Investor Services, Valuation & Advisory and Corporate Real Estate Business Consulting Services.
Revenues under Leasing (real estate sales and leases) are recognized when executed and the amount can be measured reliably, unless significant material future contingencies exist, in which case they are recognized when the contingency is resolved.
Revenues of Capital Markets are recognized when the contract is closed.
Revenues of Corporate Occupier & Investor Solutions are recognized as the services are being rendered.
Revenues for Valuation & Advisory and Global Business Consulting activities are recognized when the service has been completed or as the services are being rendered.
The C&W Group recognizes certain reimbursements (primarily salaries and related charges) mainly related to the facilities and property management operations as revenue when the underlying reimbursable costs are incurred.

Alpitour Group
Sales of tourist packages, airplane transportation services and brokering revenues are recognized based on the clients' departure date.
Revenues for hotel services and services rendered in connection with the incoming sector are recognized in the income statement at the service performance date.
Premiums connected with reinsurance activities are recognized in the income statement on the client's departure date since the insurance coverage is strictly related to the travel package.

Juventus Football Club
Revenues from games, from radio and television rights and media revenues are recognized at the actual moment of the event (when the game is played). Revenues from season tickets are recognized when the tickets are paid even if payment is received at the end of the season preceding the season to which the tickets refer and are deferred on the accrual basis using the same principle (when the game is played).
Revenues from the performance of services (including sponsorships) are recognized on the basis of the stage of completion of the service or upon completion of the service.
Revenues are recorded net of returns, discounts and allowances.
Gains and losses from the sale of players' registration rights are recognized according to the enforceability date affixed by the National Professional League giving execution to the contracts for national transfers and the transfer date indicated by the Italian Soccer Federation for international transfers.

Cost of sales

Fiat Group
Cost of sales comprises the manufacturing cost of products and the acquisition cost of purchased merchandise which have been sold. It includes all directly attributable material and production costs and all production overheads. These include the depreciation of property, plant and equipment and the amortization of intangible assets relating to production and writedowns of inventories. Cost of sales also includes freight and insurance costs relating to deliveries to dealers and agency fees in the case of direct sales.

Cost of sales also includes provisions made to cover the estimated cost of product warranties at the time of sale to dealer networks or to the end customer. Revenues from the sale of extended warranties and maintenance contracts are recognized over the period during which the service is provided.
Expenses which are directly attributable to the financial services businesses, including the interest expense related to the financing of financial services businesses as a whole and charges for risk provisions and writedowns, are reported in cost of sales.

Fiat Industrial Group
Cost of sales comprises the cost of manufacturing products and the acquisition cost of purchased merchandise which has been sold. It includes all directly attributable material and production costs and all production overheads. These include the depreciation of property, plant and equipment and the amortization of intangible assets relating to production and writedowns of inventories. Cost of sales also includes freight and insurance costs relating to deliveries to dealer and agency fees in the case of direct sales.
Cost of sales also includes provisions made to cover the estimated cost of product warranties at the time of sale to dealer networks or to the end customer.
Expenses which are directly attributable to the financial services businesses, including the interest expense related to the financing of financial services businesses as a whole and charges for risk provisions and writedowns, are reported in cost of sales.

C&W Group
Cost of sales includes expenses that are directly attributable to the generation of revenues. An example is employment costs for employees who perform the underlying services that ultimately generate revenues and reimbursed costs relating to managed properties.

Alpitour Group
The types of costs included in cost of sales by the Alpitour Group are divided by business sector:
- Tour Operating: ground service costs, flights and transportation and other costs connected with performing tourist services, commissions paid to travel agencies, personnel costs relating to the product, advertising and promotion strictly connected to promotional activities involving the product, printing and shipment of catalogs, provision relating to the technical reserve connected with reinsurance activities and travel vouchers and commercial exchange differences;
- Hotel: all the operating costs connected with hotel activities, personnel relating to management of the hotels and resorts, amortization of marketing rights, amortization and lease installments relating to hotel resorts, commercial exchange differences, local taxes and local taxes on structures;
- Aviation: airport services, landing and fly-over fees net of recoveries, fuel costs and catering services, maintenance costs and aircraft management, dry leases and wet leases, cost of personnel assigned to manage the aircraft, depreciation of aircraft, exchange differences and hedge effects on fuel and leases;
- Distribution: organized trip purchases, costs for the computer network, over-commissions, operating costs linked to the management of agencies, cost of agency personnel, travel agency lease payments and depreciation of owned travel agencies;
- Incoming: costs for hotel services, costs relating to excursions and tours, rent of means of transport and personnel costs.

Juventus Football Club
Cost of sales mainly includes the costs of technical staff, amortization and writedowns of players' registration rights, operating and maintenance costs of sports facilities, as well as all the costs incurred for sports events.

Research and development costs

This item includes research costs, development costs not eligible for capitalization and the amortization and any impairment losses of development costs recognized as assets in accordance with IAS 38.

Government grants

Government grants are recognized in the financial statements when there is reasonable assurance that the company concerned will comply with the conditions for receiving such grants and that the grants themselves will be received. Government grants are recognized as income over the periods necessary to match them with the related costs which they are intended to offset.

The benefit of a government loan at a below-market rate of interest is treated as a government grant. The benefit of the below-market rate of interest is measured as the difference between the initial carrying amount of the loan (fair value plus transaction costs) and the proceeds received, and is accounted for in accordance with the policies already used for the recognition of government grants.

Taxes

Income taxes include all taxes based upon the taxable profits of the Group. Taxes on income are recognized in the income statement except to the extent that they relate to items directly charged or credited to Other comprehensive income, in which case the related income tax effect is recognized in other comprehensive income. Provisions for income taxes that could arise on the distribution of a subsidiary’s undistributed profits are only made where there is a current intention to distribute such profits. Other taxes not based on income, such as property taxes and capital taxes, are included in operating expenses.

Deferred taxes are provided using the full liability method. They are calculated on all temporary differences between the tax base of an asset or liability and the carrying amounts in the consolidated financial statements, except for those arising from non-tax-deductible goodwill and for those related to investments in subsidiaries where reversal will not take place in the foreseeable future. Deferred tax assets relating to the carryforward of unused tax losses and tax credits, as well as those arising from temporary differences, are recognized to the extent that it is probable that future profits will be available against which they can be utilized. Current and deferred income tax assets and liabilities are offset when the income taxes are levied by the same taxation authority and where there is a legally enforceable right of offset. Deferred tax assets and liabilities are measured at the substantively enacted tax rates in the respective jurisdictions in which the Group operates that are expected to apply to taxable income in the periods in which temporary differences reverse or expire.

Dividends

Dividends payable by the Group are reported as a movement in equity in the period in which they are approved by shareholders in their annual general meeting.

Earnings per share

Basic earnings per share are calculated by dividing the profit/(loss) attributable to owners of the parent entity assignable to the various classes of shares by the weighted average number of shares outstanding during the year. For diluted earnings per share, the weighted average number of shares outstanding is adjusted assuming conversion of all dilutive potential shares.

Use of estimates

The consolidated financial statements are prepared in accordance with IFRS which require the use of estimates, judgments and assumptions that affect the carrying amount of assets and liabilities, the disclosures relating to contingent assets and liabilities and the amounts of income and expense reported for the period. The estimates and associated assumptions are based on elements that are known when the financial statements are prepared, on historical experience and on any other factors that are considered to be relevant.

In this respect, the situation caused by the continuing difficulties of the economic and financial environment, in particular in the eurozone, led to the need to make assumptions regarding future performance which are characterized by significant uncertainty; as a consequence, therefore, it cannot be excluded that results may arise in the future which differ from estimates, and which therefore might require adjustments, even significant,

to be made to the carrying amount of the items in question, which at the present moment can clearly neither be estimated nor predicted. The main items affected by these situations of uncertainty are non-current assets (tangible and intangible assets), the residual values of vehicles leased out under operating lease arrangements or sold with buy-back clauses, incentives, sales allowances, product warranties, deferred tax assets, provision for employee benefits, allowances for inventories and contingent liabilities.
The estimates and underlying assumptions are reviewed periodically and continuously by the Group. If the items considered in this process perform differently, then the actual results could differ from the estimates, which would accordingly require adjustment. The effects of any changes in estimate are recognized in profit or loss in the period in which the adjustment is made if it only affects that period, or in the period of the adjustment and future periods if it affects both current and future periods.
The following are the critical measurement processes and key assumptions used by the Group in applying IFRSs which may have significant effects on the amounts recognized in the consolidated financial statements or for which there is a risk that a significant difference may arise in respect to the carrying amounts of assets and liabilities in the future.

Fiat Group - Business combinations

As discussed below in the Section – “Fiat Group – Acquisition of control of Chrysler and subsequent acquisition of non-controlling interests”, in accordance with the requirements of IFRS 3 in these financial statements the Group has recognized the identifiable assets acquired, the identifiable liabilities assumed (with certain exceptions as specified in the standard), 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 amounts. These values were calculated through a complex process of estimating the identifiable assets and liabilities and the fair value of Chrysler, which was completed on December 31, 2011; this process was based on assumptions which are believed to be reasonable and realistic with respect to the information available at the date of the acquisition of control and which have affected the value at which the assets, liabilities, non-controlling interests and goodwill are recognized as well as the amount of income and expense for the period.

Fiat Group - Recoverability of non-current assets

Non-current assets include property, plant and equipment, goodwill and other intangible assets with indefinite useful lives, other intangible assets, equity investments and other financial assets. The Group periodically reviews the carrying amount of non-current assets held and used and that of assets held for sale when events and circumstances warrant such a review. For goodwill and intangible assets with indefinite useful lives such analysis is carried out at least annually and when events and circumstances warrant such a review. The analysis of the recoverable amount of non-current assets is usually performed using estimates of future expected cash flows from the use or disposal of the asset and a suitable discount rate in order to calculate present value. When the carrying amount of a non-current asset is impaired, the Group records an impairment loss for the amount by which the carrying amount of the asset exceeds its estimated recoverable amount from use or disposal determined by reference to the cash flows included in its most recent business plans.
In respect of the future expected cash flows used in this analysis, in view of the current difficult economic and financial situation, the various sectors of the Group have taken into consideration their expected performance for 2012, for which the assumptions and results are consistent with the statements made in the section – Significant events subsequent to the year end and outlook. In addition, for the plans of subsequent years they have made prudent revisions to their respective original plans to take account of a still difficult economic and financial situation, characterized by a level of uncertainty regarding economic activity, especially in the eurozone. Future expected cash flows also consider the effects of the process for the strategic realignment of the manufacturing and commercial activities of Fiat with those of Chrysler, which accelerated further in 2011 following the acquisition of the control of Chrysler, as well as the realignment of certain minor activities. On the basis of these considerations, the Group recognized impairment losses in 2011 on goodwill, development costs and other tangible assets mainly in the sectors Fiat Group Automobiles, Comau, and Magneti Marelli (see Notes 14 and 15).
The estimates and assumptions used as part of that analysis reflect the current state of the Group’s available knowledge as to the expected future development of the business of the various sectors and are based on a realistic assessment of the future development of the markets and the car industry, which remain subject to a high degree of uncertainty due to the continuation of the economic and financial crisis and its effects on that industry. Although current Group estimates do not indicate any other situations concerning possible impairment losses on non-current assets, any different developments in the economic environment or Group performance

could result in amounts that differ from the original estimates, needing the carrying amount of certain non-current assets being adjusted.

Fiat Group - Recoverability of deferred tax assets
At December 31, 2011, the Fiat Group had deferred tax assets on deductible temporary differences and theoretical tax benefits arising from tax loss carryforwards of €9,202 million, of which €4,363 million is not recognized in the financial statements. The corresponding totals at December 31, 2010 were €5,212 million and €2,170 million, respectively. The Group has recorded these valuation allowances to reduce deferred tax assets to the amount that it believes it is probable will be recovered. In making these adjustments, management has taken into consideration figures from budgets and forecasts consistent with those used for impairment testing and discussed in the preceding paragraph relating to the recoverable amount of non-current assets. Moreover, the adjustments that have been recognized are considered to be sufficient to protect against the risk of a further deterioration of the assumptions in these forecasts, taking account of the fact that the net deferred assets accordingly recognized relate to temporary differences and tax losses which, to a significant extent, may be recovered over a very long period, and are therefore consistent with a situation in which the time needed to exit from the crisis and for an economic recovery to occur extends beyond the term implicit in the above-mentioned estimates.

Fiat Group - Pension plans and other post-retirement benefits
Employee benefit liabilities with the related assets, costs and net interest expense are measured on an actuarial basis which requires the use of estimates and assumptions to determine the net liability or net asset. The actuarial method takes into consideration parameters of a financial nature such as the discount rate and the expected long term rate of return on plan assets, the growth rate of salaries and the growth rates of health care costs and the likelihood of potential future events by using demographic assumptions such as mortality rates, dismissal or retirement rates.
In particular, the discount rates selected are based on yields and yield curves of high quality corporate bonds in the relevant market. The expected returns on plan assets are determined considering various inputs from a range of advisors concerning long-term capital market returns, inflation, current bond yields and other variables, adjusted for any specific aspects of the asset investment strategy. Salary growth rates reflect the Group's long-term actual expectation in the reference market and inflation trends. Trends in health care costs are developed on the basis of historical experience, the near-term outlook for costs and likely long-term trends. Changes in any of these assumptions may have an effect on future contributions to the plans.
As a result of adopting the corridor method for the recognition of the actuarial gains and losses arising from the valuation of employee benefit liabilities and assets (see the above paragraph - Employee benefits), the effects resulting from revising the estimates of the above parameters are not recognized in the statement of financial position and income statement when they arise. The disclosure of the effects of changes in estimates is discussed in Note 25.

Fiat Group - Allowance for obsolete and slow-moving inventory
The allowance for obsolete and slow-moving inventory reflects management's estimate of the loss in value expected by the Group, and has been determined on the basis of past experience and historical and expected future trends in the used vehicle market. A worsening of the economic and financial situation could cause a further deterioration in conditions in the used vehicle market compared to that already taken into consideration in calculating the allowances recognized in the financial statements.

Fiat Group - Incentives
At the later of time of sale or the time an incentive is announced to dealers, the Group records the estimated cost of sales allowances in the form of dealer and customer incentives as a reduction of revenue. There are numerous types of incentives used in the Group, which may also depend on the time they are granted; for this reason several factors are used to estimate the amount of incentives and a change in any one of these factors could have a significant effect on the amount of revenue recognized.

Fiat Group - Product warranties
The Group makes provisions for estimated expenses related to product warranties at the time products are sold. The estimate of the provision is based on historical information concerning the nature, frequency and average cost of warranty claims. The Group seeks to improve vehicle quality and minimize warranty expenses arising from claims.

Fiat Group - Contingent liabilities

The Group makes a provision for pending disputes and legal proceedings when it is considered probable that there will be an outflow of funds and when the amount of the losses arising from such can be reasonably estimated. If an outflow of funds becomes possible but the amount cannot be estimated, the matter is disclosed in the notes. The Group is the subject of legal and tax proceedings covering a range of matters which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it is difficult to predict the outflow of funds which will result from such disputes with any certainty. Moreover, the cases and claims against the Group often derive from complex and difficult legal issues which are subject to a different degree of uncertainty, including the facts and circumstances of each particular case, the jurisdiction and the different laws involved. In the normal course of business the Group monitors the stage of pending legal procedures and consults with legal counsel and experts on legal and tax matters. It is therefore possible that the provisions for the Group's legal proceedings and litigation may vary as the result of future developments of the proceedings in progress.

Fiat Industrial Group - Allowance for doubtful accounts

The allowance for doubtful accounts reflects management's estimate of losses inherent in the wholesale and retail credit portfolio. This allowance is based on the Group's estimate of the losses to be incurred, which derives from past experience with similar receivables, current and historical past due amounts, dealer termination rates, write-offs and collections, the careful monitoring of portfolio credit quality and current and projected economic and market conditions. Should the present economic and financial situation persist or even worsen, this could lead to a further deterioration in the financial situation of the Group's debtors compared to that already taken into consideration in calculating the allowances recognized in the financial statements.

Fiat Industrial Group - Allowance for obsolete and slow-moving inventory

The allowance for obsolete and slow-moving inventory reflects management's estimate of the loss in value expected by the Group, and has been determined on the basis of past experience and historical and expected future trends in the used vehicle market. A worsening of the economic and financial situation could cause a further deterioration in conditions in the used vehicle market compared to that already taken into consideration in calculating the allowances recognized in the financial statements.

Fiat Industrial Group - Recoverability of non-current assets (including goodwill)

Non-current assets include property, plant and equipment, intangible assets (including goodwill), investments and other financial assets. Management reviews the carrying value of non-current assets held and used and that of assets to be disposed of when events and circumstances warrant such a review. Management performs this review using estimates of future cash flows from the use or disposal of the asset and a suitable discount rate in order to calculate present value. If the carrying amount of a non-current asset is considered impaired, the Group records an impairment loss for the amount by which the carrying amount of the asset exceeds its estimated recoverable amount from use or disposal determined by reference to its most recent business forecasts.

In view of the present economic and financial situation, the Group has the following considerations in respect of its future prospects:

- In this context, when preparing figures for the consolidated financial statements for the year ended December 31, 2011 and more specifically when carrying out impairment testing of tangible and intangible assets, the various sectors of the Group took into account their performance for 2012 as forecast in the budgets of the Fiat Industrial Group, with assumptions and results consistent with the statements made in the section Significant events subsequent to the year end and outlook. In addition, for subsequent years they took into account the forecasts and targets included in the Fiat Group's 2010-2014 Strategic Plan presented to the financial community on April 21, 2010, as prudently revised down, if necessary, for expected changes in market conditions. These forecasts did not indicate the need to recognize any significant impairment losses.

In addition, should the assumptions underlying the forecast deteriorate further the following is noted:

- the Group's tangible assets and intangible assets with a finite useful life (which essentially regard development costs) relate to models or products having a high technological content in line with the latest environmental laws and regulations, which consequently renders them competitive in the present economic situation, especially in the more mature economies in which particular attention is placed on the eco-sustainability of those types of products. As a result, therefore, despite the fact that the capital goods sector (in particular, commercial vehicles and construction equipment in certain specific geographical areas) is one of the markets most affected by the crisis in the immediate term, it is considered highly probable that the life cycle of these products can be lengthened to extend over the period of time involved in a slower economic recovery, in this way allowing the Group to achieve sufficient earnings flows to cover the investments, albeit over a longer timescale;

– around 97% of capitalized goodwill relates to the CNH business amounting to €1,872 million at December 31, 2011. Detailed analyzes using various methodologies were carried out to test its recoverability; the underlying considerations are described in Note 14.

Fiat Industrial Group - Residual values of assets leased out under operating lease arrangements or sold with a buy-back commitment

The Group reports assets rented to customers or leased to them under operating leases as tangible assets. Furthermore, new vehicle sales with a buy-back commitment are not recognized as sales at the time of delivery but are accounted for as operating leases if it is probable that the vehicle will be bought back. The Group recognizes income from such operating leases on a straight-line basis over the term of the lease. Depreciation expense for assets subject to operating leases is recognized on a straight-line basis over the lease term in amounts necessary to reduce the cost of an asset to its estimated residual value at the end of the lease term. The estimated residual value of leased assets is calculated at the lease inception date on the basis of published industry information and historical experience.

Realization of the residual values is dependent on the Group's future ability to market the assets under the then-prevailing market conditions. The Group continually evaluates whether events and circumstances have occurred which impact the estimated residual values of the assets on operating leases. The used vehicle market was carefully monitored throughout 2011 to ensure that writedowns were properly determined. It cannot however be excluded that additional writedowns may be needed if market conditions should deteriorate even further.

Fiat Industrial Group - Sales allowances

At the later time of sale or the time an incentive is announced to dealers, the Group records the estimated impact of sales allowances in the form of dealer and customer incentives as a reduction of revenue. There may be numerous types of incentives available at any particular time. The determination of sales allowances requires management estimates based on different factors.

Fiat Industrial Group - Product warranties

The Group makes provisions for estimated expenses related to product warranties at the time products are sold. Management establishes these estimates based on historical information on the nature, frequency and average cost of warranty claims. The Group seeks to improve vehicle quality and minimize warranty expenses arising from claims.

Fiat Industrial Group - Pension and other post-retirement benefits

Group companies sponsor pension and other post-retirement benefits in various countries, mainly in the United States, in the United Kingdom and in Germany.

Employee benefit liabilities and the related assets and the costs and net interest expense connected with them are measured on an actuarial basis which requires the use of estimates and assumptions to determine the net liability or net asset for the Group. The actuarial method takes into consideration parameters of a financial nature such as the discount rate, the expected rate of return on plan assets, the growth rate of salaries and the growth rate of health care costs and takes into consideration the likelihood of potential future events by using parameters of a demographic nature such as mortality rates and dismissal or retirement rates. In particular, the discount rates selected are based on yields or yield curves of high quality corporate bonds in the relevant market. The expected returns on plan assets are determined on the basis of expectations for long-term capital market returns, inflation, current bond yields and other variables, adjusted for any specific aspects of the asset investment strategy. Trends in health care costs are developed on the basis of historical experience, the near-term outlook for costs and likely long-term trends. Salary growth rates reflect the Group's long-term actual expectation in the reference market and inflation trends. Changes in any of these assumptions may have an effect on future contributions to the plans.

The effects resulting from revising the estimates for the above parameters are not recognized in the statement of financial position and income statement when they arise but are recognized using the "corridor method" adopted by the Group: a detailed explanation of the way in which the method for recognizing the actuarial gains and losses arising from the measurement of the liabilities and assets relating to employee benefits works may be found in the Employee benefits section above.

In this situation it cannot be excluded that significant future changes in the yields of corporate bonds or in the other actuarial assumptions referred to above may lead to effects on the liability and the unrecognized actuarial gains and losses, also taking into account however any simultaneous changes in the returns on any plan assets.

Fiat Industrial Group - Realization of deferred tax assets

At December 31, 2011, the Fiat Industrial Group had deferred tax assets and theoretical tax benefits arising from tax loss carry forwards of €1,588 million, of which €502 million is not recognized in the financial statements. The corresponding totals at December 31, 2010 were €2,555 million and €685 million, respectively. Management has recorded these valuation allowances to reduce deferred tax assets to the amount that it believes it is probable will be recovered. In making these adjustments, management has taken into consideration figures from budgets and forecasts consistent with those used for impairment testing and discussed in the preceding paragraph relating to the recoverable amount of non-current assets. Moreover, the adjustments that have been recognized are considered to be sufficient to protect against the risk of a further deterioration of the assumptions in these forecasts, taking account of the fact that the net deferred assets accordingly recognized relate to temporary differences and tax losses which, to a significant extent, may be recovered over a very long period, and are therefore consistent with a situation in which the time needed to exit from the crisis and for an economic recovery to occur extends beyond the term implicit in the above-mentioned estimates.

Fiat Industrial Group - Contingent liabilities

The Group is the subject of legal proceedings and tax issues covering a range of matters, which are pending in various jurisdictions. Due to the uncertainty inherent in such matters, it is difficult to predict the final outcome of such matters. The cases and claims against the Group often raise difficult and complex factual and legal issues, which are subject to many uncertainties, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law. In the normal course of business management consults with legal counsel and certain other experts on matters related to litigation and taxes. The Group accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

Holdings System and other subsidiaries

The critical measurement processes of the Holdings System refer mainly to the measurement of investments and certain financial assets whose fair value is determined by independent third-party appraisals.
For the C&W Group, the critical measurement processes relate to the impairment testing of goodwill, trademarks and other assets with indefinite useful lives. At December 31, 2011, based on the impairment test on goodwill performed by C&W Group no impairment charges were required.

Accounting principles, amendments and interpretations adopted from January 1, 2011

On November 4, 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 these consolidated financial statements.

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

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

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

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

Except for the amendments to IFRS 7 – Financial Instruments: Disclosures issued on October 7, 2011 described below, the European Union had not yet completed its endorsement process for these standards and amendments at the date of these consolidated financial statements:

- on November 12, 2009, the IASB issued a new standard IFRS 9 – Financial Instruments that was subsequently amended. This standard, having an effective date for mandatory adoption of January 1, 2015 retrospectively, 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. The new standard uses a single approach to determine whether a financial asset is measured at amortized 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 recognized in Other comprehensive income and are not subsequently reclassified to profit or loss;
- on December 20, 2010, the IASB issued an amendment to IAS 12 – Income Taxes which clarifies the accounting for deferred tax relating to investment properties measured at fair value. The amendment introduces the presumption that the carrying amount of deferred taxes relating to investment properties measured at fair value under IAS 40 will be recovered through 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 January 1, 2012;
- on May 12, 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 January 1, 2013. The EXOR Group, as previously indicated, has used this standard to interpret the notion of de facto control for purposes of the application of IAS 27, currently in effect;
- on May 12, 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 January 1, 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 May 12, 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 January 1, 2013;
- on May 12, 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 IFRSs permitting or requiring a fair value

measurement or the presentation of disclosures based on fair value. The standard is effective prospectively from January 1, 2013;

- on June 16, 2011, the IASB issued an amendment to IAS 1 – Presentation of Financial Statements requiring companies to group together items within other comprehensive income that may be reclassified to the profit or loss section of the income statement. The amendment is applicable for periods beginning on or after July 1, 2012;
- on June 16, 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 whole of 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 recognized in profit or loss and actuarial gains and losses arising from the remeasurement of assets and liabilities at each balance sheet date to be recognized in other comprehensive income. 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 January 1, 2013;
- on December 16, 2011, the IASB issued certain amendments to IAS 32 – Financial Instruments: Presentation to clarify the application of certain offsetting criteria for financial assets and financial liabilities in IAS 32. The amendments are effective for annual periods beginning on or after January 1, 2014 and are required to be applied retrospectively;
- on December 16, 2011, the IASB issued certain amendments to IFRS 7 – Financial Instruments: Disclosures. The amendments require information about the effect or potential effect of netting arrangements for financial assets and liabilities on an entity's financial position. Entities are required to apply the amendments for annual reporting periods beginning on or after January 1, 2013, and interim periods within those annual periods. The required disclosures should be provided retrospectively.

Finally, on October 7, 2010, the IASB issued amendments to IFRS 7 – Financial Instruments: Disclosures. The amendments will enable 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. Entities are required to apply the amendments for annual periods beginning on or after July 1, 2011. Application of this amendment is not expected to have any effects on the measurement of items in the financial statements.

SCOPE OF CONSOLIDATION

During 2011, the following changes took place in the scope of consolidation of the Group compared to December 31, 2010.

Fiat Group

The following changes took place in the scope of consolidation, in addition to those relating to the demerger:

- on May 24, 2011, Fiat subscribed to an additional 16% (on a fully diluted basis) (1) 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 next Section – "Fiat Group - Acquisition of control of Chrysler and subsequent acquisition of non-controlling interests";
- on June 29, 2011, the acquisition of a 50% interest in VM Motori Group was finalized; this is a joint venture with General Motors and Fiat Powertrain specializing in the production of auto engines, industrial engines and spare parts. The interest was consolidated using the equity method from that date.

Fiat Industrial Group

On March 31, 2011, CNH Global N.V. increased its interest to 100% in L&T – Case Equipment Private Limited (subsequently renamed Case New Holland Construction Equipment India Private Limited), an equally held joint

([1]) 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 (or "Class B Event") contemplated by the organizational 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.

venture established in 1999 with Larsen & Toubro Limited to manufacture and sell construction and building equipment in India.
As a consequence of the amendments made to the contractual agreements between Iveco and Barclays concerning the joint venture Iveco Finance Holdings Limited (IFHL), formalized in the fourth quarter of 2011, the Fiat Industrial Group consolidated the assets and liabilities of the investment on a line-by-line basis at December 31, 2011; the resulting accounting effects are discussed in the section below - Line-by-line consolidation of the investment in Iveco Finance Holding Limited.

C&W Group
On April 28, 2011, C&W Group acquired full ownership of Corporate Occupier Solutions, Ltd, a joint venture formed with EC Harris in 2006. Due to the fact that C&W Group already had 50% ownership interest in COS, C&W was required to write-up its investment to fair value as of the purchase date, which resulted in the recognition of a gain of approximately $0.5 million (€0.4 million). Additionally, in purchase accounting, C&W Group recorded both net current liabilities and goodwill of $4.4 million (€3.2 million); those provisional amounts could be subject to further analysis and possible adjustment within 12 months of the transaction, as established by IFRS 3.
On September 30, 2011, Cushman & Wakefield entered into a transaction with NorthMarq Real Estate Services LLC (“NMRES”) whereby C&W contributed substantially all of the assets and liabilities of Cushman & Wakefield Minnesota, Inc. to NMRES in exchange for a profit interest in NMRES equal to 15%.
This transaction represents a strategic alliance by C&W to partner with a leading real estate services firm in the upper Mid-West, thereby leveraging Cushman & Wakefield’s reputation in the State of Minnesota and the City of Minneapolis, which are home to many Fortune 500 corporations.

BUSINESS COMBINATIONS

Fiat Group - Acquisition of control of Chrysler and subsequent acquisition of non-controlling interests
As discussed above, on 24 May 2011 (the “Acquisition date”), Fiat acquired an additional 16% (on a fully-diluted basis) of the ownership interest of Chrysler, increasing its interest to 46% (on a fully-diluted basis). As a result of the potential voting rights associated with options that became exercisable on that date, Fiat was deemed to have acquired control of Chrysler under IAS 27 – *Consolidated and Separate Financial Statements*. Accordingly, Chrysler has been consolidated on a line-by-line basis by Fiat with effect from that date (for practical purposes, June 1, 2011).

At December 31, 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 Group Amended and Restated LLC Operating Agreement, 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 Group Amended and Restated LLC Operating Agreement, 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”). The Performance Events are as follows:
- Technology Event: regulatory approval to produce an engine in the U.S. based on Fiat’s Fully Integrated Robotised Engine, or FIRE, family (or another engine agreed to by Fiat and the U.S. Treasury) and Chrysler Group’s irrevocable commitment to begin commercial production of the engine;
- Distribution Event: Chrysler Group’s (a) achievement of cumulative revenues, subsequent to June 10, 2009, of $1.5 billion or more attributable to sales outside the NAFTA Region, (b) execution of distribution agreement term sheets covering (i) at least 90% of Fiat Group Automobiles dealers in the European Union and providing for pooling of Chrysler Group vehicle fleets for EU CO_2 emissions compliance and (ii) at least 90% of Fiat Group Automobiles dealers in Brazil, in each case pursuant to which such dealers will have the right to carry one or more Chrysler Group products, and (iii) execution of a technology license agreement that compensates Chrysler Group for use of its technology by Fiat outside of the NAFTA Region; and
- Ecological Event: requires the development of a vehicle by Chrysler Group based on a Fiat platform or vehicle technology that has a verified unadjusted combined fuel economy of at least 40 miles per gallon and Chrysler Group’s irrevocable commitment to begin assembly of such a vehicle in commercial quantities in a production facility in the U.S.

Following the occurrence of the Technology Event and the Distribution Event, the rights associated with Fiat's Class B membership interests increased from 20% to 25% in January 2011 and from 25% to 30% in April 2011, respectively. Assignment of these additional ownership interests did not require payment of any cash consideration by Fiat or commitment to fund Chrysler in the future.
Under the organizational documents, Fiat was also granted the following additional call options on Class A membership interests in Chrysler that at the date of this document have been exercised or have lapsed:

- Alternative Call Option: At any time prior to June 30, 2016, Fiat was granted the option to acquire additional Class A membership interests in Chrysler Group in lieu of the interests to be acquired for the third Class B Event if such event had not yet occurred. This alternative call option ceased to have effect after the achievement of the Ecological Event in early January 2012.
- 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% (fully-diluted) 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 January 1, 2013 to June 30, 2016. However, Fiat could exercise the option prior to January 1, 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%.
- 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 a Chrysler Group 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 common stock.

The price of the membership interests acquired in connection with the exercise of the Alternative Call Option or the Incremental Equity Call Option is dependent on whether or not a Chrysler Group IPO has been completed at the time the option is exercised. If a Chrysler Group IPO has not occurred, the exercise price for both of these options would be determined using a defined market-based multiple, not to exceed Fiat's multiple, applied to Chrysler Group's reported EBITDA for the most recent four quarters, less net industrial debt. If exercised contemporaneously with a Chrysler Group IPO, the exercise price for both options would be equal to the Chrysler Group IPO price. Subsequent to a Chrysler Group IPO, the exercise price would be determined by reference to a volume-weighted average price per share of Chrysler Group's common stock.

As described above on May 24, 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, the utilization 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, and increased its interest to 46% (on a fully-diluted basis). As a result of the potential voting rights associated with options that became exercisable on that date, Fiat was deemed to have acquired control of Chrysler under IAS 27 – Consolidated and Separate Financial Statements. Accordingly Chrysler has been consolidated on a line-by-line basis by Fiat with effect from that date.

On July 21, 2011, Fiat acquired all of the Class A membership interests in Chrysler Group held by the U.S. Treasury, which represented approximately 6.031% of the fully-diluted ownership interest in Chrysler Group, for cash consideration of $500 million. On that same date, Fiat also acquired the U.S. Treasury's rights under the Equity Recapture Agreement between the U.S. Treasury and the VEBA Trust in exchange for cash consideration of $75 million, $15 million of which was paid to the Canadian government pursuant to a separate arrangement between the U.S. Treasury and Canadian government.
On July 21, 2011, Fiat acquired all of the Class A membership interests in Chrysler Group held by the Canadian government, which represented approximately 1.508% of the fully-diluted ownership interest in Chrysler Group, for cash consideration of $125 million

As a result of these transactions Fiat's ownership interest in Chrysler Group at December 31, 2011 was 53.5% (on a fully-diluted basis). The acquisition of these additional non-controlling interests has been accounted for within equity.
Finally, in January 2012 Fiat announced that Chrysler had achieved the third and final Performance Event (the "Ecological Event") contemplated by the Chrysler Group Amended and Restated LLC Operating Agreement, increasing Fiat's ownership interest in Chrysler Group to 58.5%. The assignment of these additional ownership interests did not require Fiat to pay any cash consideration. The increase in the membership interest will be recognized in the consolidated financial statements of Fiat in 2012.
At the date of this Annual report Fiat holds the following options and rights:

- VEBA Trust Call Option: The VEBA Trust has granted Fiat a call option on a portion of the Class A membership interests held by the VEBA Trust. This call option is exercisable from July 1, 2012 to June 30, 2016, provided that it covers 40% of the current interests issued to the VEBA Trust and may be exercised for no more than 8% of such membership interests in any six month period. The determination of the exercise price of this option is the same described for the Alternative Call Option and for the Incremental Equity Call Option;
- The Equity Recapture Agreement: which provides Fiat the rights to the economic benefit associated with the membership interests held by the VEBA Trust once the VEBA trust receives proceeds, including certain distributions, in excess of $4.25 billion plus 9% per annum from January 1, 2010 ("Threshold Amount"). Once the VEBA Trust receives the Threshold Amount, any additional proceeds payable to the VEBA Trust for the Chrysler membership interest and any membership interest retained by the VEBA Trust are to be transferred to Fiat for no further consideration. In addition, Fiat 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 the VEBA Trust on that interest (see the Note 30).

In accordance with paragraph AG81 of IAS 39 – *Financial Instruments: recognition and measurement*, both of these have been recognized in the Consolidated financial statements at cost, since (i) the variability in the range of reasonable fair value estimates is significant for these instruments and (ii) the probabilities that are used to weight the various estimates in the range of fair values cannot be reasonably established and used in estimating fair value.

Accounting effect of the acquisition of control
The acquisition of the control of Chrysler 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 recognized 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 recognized 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 in early June 2011 for exercising the call option on the U.S. Treasury's 6.031% ownership interest (on a fully-diluted basis) in Chrysler. This value does not differ significantly from that obtained from the exercise price of the Incremental Equity Call Option;
- the identifiable assets acquired and identifiable liabilities assumed, as detailed below, have been 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 recognized in accordance with the applicable standard, as required by IFRS 3; this measurement process has been completed in December 2011 as follows:

	At the acquisition date	
	($ million)	€ million
Assets		
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	14,159	9,843
Debt	13,659	9,495
Other financial liabilities	112	78
Trade payables	8,298	5,769
Current tax payables	21	15
Deferred tax liabilities	772	536
Other current liabilities	5,029	3,496
Liabilities held for sale	-	-
Total liabilities assumed (b)	**42,050**	**29,232**
Net assets acquired (liabilities assumed) (a)-(b)	**(4,169)**	**(2,899)**

During completion of the accounting for this acquisition in December 2011, the provisional amounts of deferred tax liabilities and net liabilities assumed reported in the Group's half-year report at June 30, 2011 were reduced by $814 million (€567 million) to reflect the final determination of the deferred tax liabilities arising from the business combination, which took into account that Chrysler Group LLC is a limited liability company taxed as a partnership. In addition, certain amounts previously presented as Provisions and Other liabilities were retrospectively reclassified for a more consistent representation of the items in the consolidated financial statements;

- Non-controlling interests of 54% on a fully-diluted basis, were recognized 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 at the end of the measurement period as follows:

		At the acquisition date	
		$ 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)	-	(4,169)	(2,899)
Goodwill	**=**	**12,401**	**8,621**

The goodwill is primarily attributable to the favorable earnings expectations for Chrysler, 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. The final amount for goodwill reflects the above-mentioned measurement period adjustment of $814 million (€567 million) to the provisional amounts for deferred tax liabilities;

- Fiat's contractual right to receive an additional 5% ownership interest in Chrysler on the occurrence of the Ecological Event, previously recognized in the Consolidated financial statements at zero, was recognized under Other investments and financial assets at fair value at the date of acquisition of control. The resulting gain of €288 million ($415 million) has been recognized 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 relating to the acquisition of control totaling approximately €5 million, which have been recognized in profit or loss as Unusual income/(expense);
- the consideration paid for this acquisition and the related net cash flows were as follows:

	At the acquisition date	
	($ million)	€ 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)**

At the acquisition date, with respect of the amount of the identifiable assets acquired, the receivables, which principally consisted of trade receivables had a fair value of $1,765 million (€1,227 million) and had gross contractual amounts of $1,850 million (€1,286 million), of which $85 million (€59 million) were 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; and product warranties and environmental matters where the risk of loss is not probable. These contingent liabilities were not recognized as their acquisition date fair value could not be reliably measured due to the uncertainty in the timing and the amount, or ranges of amounts, at 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 recognized at their acquisition date fair value as a component of Provision.

- Finally, in 2011 the acquired business contributed net revenues to Fiat Group of €22,465 million and a profit of €645 million (of which €291 attributable to non-controlling interests) respectively.
- Had the acquisition of control of Chrysler under IAS 27 taken place on January 1, 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 net revenues of approximately €75 billion and a Profit of approximately €2 billion in 2011.

Fiat Industrial Group - Line-by-line consolidation of the investment in Iveco Finance Holding Limited

During the fourth quarter of 2011, the Group determined the means by which the joint venture with Barclays in Iveco Finance Holdings Limited (IFHL), which manages financial services activities (retail and dealer) for Iveco in Italy, Germany, France, the UK and Switzerland, would be mutually terminated. This agreement contains an undertaking from Iveco to purchase the 51% interest held by Barclays, subject to receipt of the necessary regulatory approvals, by May 31, 2012 at a contractually agreed price (approximately €119 million), in addition to providing funding for IFHL's activities from January 1, 2012. For retail financing activities, the funding arrangements will be as follows: securitization with Barclays of the portfolio existing at December 31, 2011; vendor program agreements with BNP-Paribas in Germany and France for new financing generated from January 1, 2012; arrangement in Italy with Intesa Sanpaolo to fund the future portfolio; and direct funding of the portfolio in Switzerland and the UK. For dealer financing activities, funding will be provided through a three-year pan-European securitization program arranged with Barclays.

As discussed in the section Scope of consolidation, as a result of the agreements with Barclays reached at the end of December 2011, the Group has consolidated the assets and liabilities of the investment in IFHL on a line-by-line basis at December 31, 2011.

From an accounting standpoint this transaction has been treated as a business combination achieved in stages in accordance with IFRS 3 - *Business Combinations*. The accounting effects of this transaction were as follows:

- The 49% interest previously held in IFHL as an associate has been recognized at fair value at the Acquisition date (identified as December 31, 2011) and the income of €1 million resulting from measuring it in this way has been included in Other unusual income/(expenses).
- The identifiable assets acquired and liabilities assumed have been provisionally recognized at their carrying amounts in the consolidated financial statements of IFHL at December 31, 2011, prior to finalizing their fair value at the Acquisition date. These amounts are set out below:

€ million	At the acquisition date
Intangible assets	3
Property, plant and equipment	-
Investments and other financial assets	-
Leased assets	5
Defined benefit plan assets	-
Deferred tax assets	48
Total Non-current assets	**56**
Inventories	17
Trade receivables	76
Receivables from financing activities	2,613
Current tax receivables	1
Other current assets	22
Current financial assets	-
Cash and cash equivalents	30
Total Current assets	**2,759**
Assets held for sale	-
Total assets acquired (a)	**2,815**
Provisions	8
Debt	2,432
Other financial liabilities	-
Trade payables	106
Current tax payables	-
Deferred tax liabilities	23
Other current liabilities	21
Liabilities held for sale	-
Total liabilities assumed (b)	**2,590**
Net assets acquired (liabilities assumed) (a)-(b)	**225**

As required by IFRS 3, the above provisional amounts are subject to review and possible adjustment within the 12 months following the acquisition.

- The transaction led to the recognition of goodwill of €9 million, calculated in the following way:

€ million		At the date of acquisition
Consideration due for the purchase of the remaining interest of 51%	+	119
Fair value of the previously-held interest (49%)	+	115
Amount assigned to non-controlling interests	+	-
Less: Net assets acquired	-	225
Goodwill	**=**	**9**

- The recognition of goodwill is based on the favorable earnings prospects of the business forming part of the transaction, also given the fact that in this way Iveco has recovered the possibility of fully benefiting from the profitability of the financial services activity in Western Europe, of which it previously enjoyed only 49% since the joint venture held the exclusive management rights to this activity.
- The costs connected with the acquisition, amounting to approximately €1 million, have been excluded from the consideration paid and have been recognized as a period expense in Other unusual income/(expenses).
- The consideration to be paid for this business combination is set out below, together with the resulting cash flows:

€ million	At the date of acquisition
Consideration due	119
Consideration deferred	(119)
Total consideration paid	**0**
Cash outflows:	
Cash and cash equivalents paid	-
Cash and cash equivalents received	(30)
Total cash flows paid/(received)	**(30)**

- At the acquisition date, the identifiable assets acquired and liabilities assumed of IFHL include trade receivables of €76 million and receivables from financing activities of €2,613 million. The gross amounts due in respect of receivables from financing activities are €2,703 million, of which €90 million, are considered of doubtful recovery.

- IFHL is exposed to various legal risks and is party to certain litigation for which the likelihood of losses in not considered probable. These contingent liabilities were not recognized at the Acquisition date since, as stated above, the determination of their fair value was not yet complete. Contingent liabilities arising from other issues for which the likelihood of losses is probable and for which it is possible to estimate the timing and amount of a possible outflow of funds have been recognized at their carrying amount in the consolidated financial statements of IFHL at December 31, 2011 and classified as Provisions.

- Only the balance sheet of the acquired business has been consolidated on a line-by-line basis at December 31, 2011; if the acquisition had taken place with effect from January 1, 2011, the Group's net revenues the year would have increased by €154 million, while the net profit for the year would have decreased by €6 million.

1. Net revenues

Net revenues by sector of business may be analyzed as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Sales of goods	55,751	22,732				(782)	**77,701**
Rendering of services:							
- Capital Market			158				**158**
- Corporate Occupier & Investor Services			232			(1)	**231**
- Valuation & Advisory			122				**122**
- Corporate Real Estate Business Consulting Services			15				**15**
- Commissions on leasing			602				**602**
- Other services	2,140	530			1	(288)	**2,383**
Interest income from customers and other financial income of financial services companies of the Fiat Group and Fiat Industrial Group	235	680				(13)	**902**
Contract revenues	977						**977**
Lease installments for assets sold with a buy-back commitment and for operating leases	255	334				1	**590**
Reimbursements of costs for property management services rendered by C&W Group on behalf of the clientele			304				**304**
Television and radio rights and media revenues				81			**81**
Sponsorships and advertising				47		(1)	**46**
Season tickets and ticket office sales				20		(1)	**19**
Other	201	13		21		(7)	**228**
Total Net revenues 2011	**59,559**	**24,289**	**1,433**	**169**	**1**	**(1,092)**	**84,359**
Sales of goods	32,752	19,728				(725)	**51,755**
Rendering of services:							
- Capital Market			141				**141**
- Corporate Occupier & Investor Services			202				**202**
- Valuation & Advisory			117				**117**
- Corporate Real Estate Business Consulting Services			14				**14**
- Commissions on leasing			582				**582**
- Other services	2,163	486			2	(246)	**2,405**
Interest income from customers and other financial income of financial services companies of the Fiat Group and Fiat Industrial Group	186	781				(17)	**950**
Contract revenues	708					22	**730**
Lease installments for assets sold with a buy-back commitment and for operating leases	46	330					**376**
Reimbursements of costs for property management services rendered by C&W Group on behalf of the clientele			271				**271**
Television and radio rights and media revenues				104			**104**
Sponsorships and advertising				44		(7)	**37**
Season tickets and ticket office sales				11			**11**
Other	25	17		24	3	(2)	**67**
Total Net revenues 2010	**35,880**	**21,342**	**1,327**	**183**	**5**	**(975)**	**57,762**
Change in amount	23,679	2,947	106	(14)	(4)	(117)	26,597
Change in percentage	66.0%	13.8%	8.0%	-7.7%	n.s.	n.a.	46.1%

2. Cost of sales

Cost of sales comprises the following:

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Eliminations and Adjustments	Consolidated Exor
Cost of sales	50,556	19,309	1,227	212	(1,071)	**70,233**
Interest cost and other financial expenses from financial services companies	148	729			(14)	**863**
Cost of sales 2011	**50,704**	**20,038**	**1,227**	**212**	**(1,085)**	**71,096**
Cost of sales	30,611	17,218	1,157	203	(955)	**48,234**
Interest cost and other financial expenses from financial services companies	107	761			(5)	**863**
Cost of sales 2010	**30,718**	**17,979**	**1,157**	**203**	**(960)**	**49,097**
Change in amount	19,986	2,059	70	9	(125)	21,999
Change in percentage	65.1%	11.5%	6.1%	4.4%	n.a.	44.8%

3. Selling, general and administrative costs

A breakdown by sector is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
2011							
Selling, general and administrative costs	**5,047**	**2,002**	**153**	**34**	**37**	**(14)**	**7,259**
2010							
Selling, general and administrative costs	2,956	1,793	126	31	45	(21)	**4,930**
Change in amount	2,091	209	27	3	(8)	7	2,329
Change in percentage	70.7%	11.7%	21.4%	9.7%	-17.8%	n.a.	47.2%

Selling costs mainly consist of marketing, advertising, and sales personnel costs; general and administrative costs mainly consist of administration expenses which are not attributable to sales, manufacturing or research and development functions.

4. Research and development costs

A breakdown by sector is as follows:

€ million	Fiat	Fiat Industrial	Consolidated Exor
Research and development costs not recognized as assets	737	342	**1,079**
Amortization of capitalized development costs	4		**4**
Write-down of costs previously capitalized	626	163	**789**
Research and development costs 2011	**1,367**	**505**	**1,872**
Research and development costs not recognized as assets	398	256	**654**
Amortization of capitalized development costs	39	3	**42**
Writedown of costs previously capitalized	576	159	**735**
Research and development costs 2010	**1,013**	**418**	**1,431**
Change in amount	354	87	441
Change in percentage	35.0%	20.8%	30.8%

In 2011, new development costs were capitalized for €1,438 million (€886 million in 2010) by the Fiat Group and €400 million (€396 million in 2010) by the Fiat Industrial Group.

5. Other income (expenses)

This item consists of income arising from trading operations which is not attributable to the sale of goods and services (such as royalties and other income from licenses and know-how), net of miscellaneous operating costs which cannot be allocated to specific functional areas, such as indirect taxes and duties, and accruals for various provisions not attributable to other items of Cost of sales or Selling, general and administrative costs.

6. Gains (losses) on the disposal of investments

Gains (losses) on the disposal of investments amount to a €35 million in 2011 and include an amount of €25 million for the accounting effects arising from the acquisition of the remaining 50% interest in the joint venture L&T – Case Equipment Private Limited joint venture. In 2010, gains (losses) on the disposal of investments amounted to €15 million and consisted mainly of the accounting effects arising from the acquisition of the remaining 50% in the joint venture Fiat GM Powertrain Polska (€10 million) and the gain realized on the sale of the investment in the joint venture LBX Company LLC.

7. Restructuring costs

Restructuring costs in 2011 amount to €199 million (€178 million in 2010) and relate to the Fiat Group for €102 million (€118 million in 2010), to the Fiat Industrial Group for €95 million (€58 million in 2010) and to the C&W Group for €2 million (unchanged compared to 2010).

8. Other unusual income (expenses)

Other unusual income (expenses) by sector of business may be analyzed as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Juventus	Holdings System	Consolidated Exor
Other unusual income (expenses) 2011	**1,025**	**12**	**2**			**1,039**
Other unusual income (expenses) 2010	**(14)**	**(20)**	**(7)**	**(6)**	**(7)**	**(54)**
Change	1,039	32	9	6	7	1,093

Fiat Group

Other unusual income amounts to €2,100 million in 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 additional ownership interest of 5% following the occurrence of the Ecological Event, as discussed in the Section – "Fiat Group – Acquisition of control of Chrysler" and subsequent acquisition of non-controlling interests. In 2011, Other unusual income also includes a gain of €69 million on Other post-employment benefits arising from a plan amendment associated with a Chrysler legal services plan which will terminate in 2013.

Other unusual expenses, amounting to €1,075 million in 2011, includes €220 million relating to the 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; this item was recognized as an expense in the income statement in June as a result of the rapid turnover of inventories. The amount of €855 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, which accelerated further following the acquisition of control, as well as the realignment of certain minor activities. Writedowns in the above-mentioned amount, which arise from the updating of the economic valuations and estimates made during the year, consist of the writedown of goodwill by €224 million and of development costs by €161 million as discussed in further detail in Note 14, and the writedown of certain other assets of €302 million.

Fiat Industrial Group

In 2011 Other unusual income mainly includes the release to income of a provision for risks no longer existing in connection with a minor investee sold in 2011.

C&W Group

Unusual income (expenses) in 2011 represent the favorable variance in the minority shareholders' put liability recorded in income; in 2010, the variance was unfavorable.

Holdings System

Unusual income (expenses) in 2011 mainly includes unusual income for the difference between the amount paid to the recipients of the Alpitour stock option plan and the amount of the liability at December 31, 2010, equal to €1 million, and also expenses incurred for legal assistance in the cases relating to the press releases issued by IFIL and Giovanni Agnelli e C. on August 24, 2005 for €1 million (€5 million in 2010).

In 2010, this line item included expenses connected with investment acquisition costs for €2 million.

9. Financial income (expenses)

In addition to the items included in the specific lines of the income statement, Net financial income (expenses) also includes the interest income from customers and other financial income of financial services companies included in Net revenues for €902 million in 2011 (€950 million in 2010) and Interest cost and other financial charges from financial services companies included in Cost of sales for €863 million in 2011 (unchanged compared to 2010).

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Interest income from banks	211	19			3		**233**
Interest income from securities	8		2		28		**38**
Sundry interest income and other financial income	133	57	1	1	2	(88)	**106**
Total Interest income and other financial income	352	76	3	1	33	(88)	**377**
Interest income from customers and other financial income of financial services companies	235	680				(13)	**902**
Gains on disposal of securities	2				57		**59**
Gains on disposal of current investments					6		**6**
Total Financial income	589	756	3	1	96	(101)	**1,344**
(Less) Interest income from customers and other financial income of financial services companies	(235)	(680)				13	**(902)**
Financial income, 2011 excluding financial services companies	**354**	**76**	**3**	**1**	**96**	**(88)**	**442**
Interest expenses on bonds	818	309			48		**1,175**
Interest expenses from banks	249	171	9	1	7		**437**
Interest expenses on trade payables	5	5					**10**
Commission expenses	10	6				(1)	**15**
Interest cost and other financial expenses	506	501	2	3	5	(102)	**915**
Total Interest and other financial expenses	1,588	992	11	4	60	(103)	**2,552**
Writedowns of financial assets	43	302			20		**365**
Losses on disposal of securities	11				29		**40**
Losses on disposal of investments					8		**8**
Interest costs on employee benefits	96	68					**164**
Total Interest and other financial expenses	**1,738**	**1,362**	**11**	**4**	**117**	**(103)**	**3,129**
Net income (expenses) from derivative financial instruments and exchange rate	46	(11)	0	0	24	(6)	53
Total Financial expenses	**1,784**	**1,351**	**11**	**4**	**141**	**(109)**	**3,182**
(Less) Interest expenses and other financial expenses of financial services companies	(148)	(729)	**0**	0	0	14	(863)
Financial expenses 2011, excluding financial services companies	**1,636**	**622**	**11**	**4**	**141**	**(95)**	**2,319**
Net financial income (expenses) 2011, excluding financial services companies	**(1,282)**	**(546)**	**(8)**	**(3)**	**(45)**	**7**	**(1,877)**

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Interest income from banks	125	9			2		**136**
Interest income from securities	7		1		30		**38**
Commission income	1						**1**
Sundry interest income and other financial income	365	68	2	1	4	(303)	**137**
Total Interest income and other financial income	498	77	3	1	36	(303)	**312**
Interest income from customers and other financial income of financial services companies	186	781				(17)	**950**
Gains on disposal of securities	10				53		**63**
Gains on disposal of investments					1		**1**
Total Financial income	694	858	3	1	90	(320)	**1,326**
(Less) Interest income from customers and other financial income of financial services	(186)	(781)				17	**(950)**
Financial income 2010, excluding financial services companies	**508**	**77**	**3**	**1**	**90**	**(303)**	**376**
Interest expenses on bonds	668	146			49		**863**
Interest expenses from banks	126	179	13		2		**320**
Interest expenses on trade payables	3	4					**7**
Commission expenses	7	8					**15**
Interest cost and other financial expenses	290	581	3	2	8	(308)	**576**
Total Interest and other financial expenses	1,094	918	16	2	59	(308)	**1,781**
Writedowns of financial assets	57	253			17		**327**
Losses on disposal of securities	12				23		**35**
Interest costs on employee benefits	50	75					**125**
Total Interest and other financial expenses	1,213	1,246	16	2	99	(308)	**2,268**
Net income (expenses) from derivative financial instruments and exchange rate differences	(198)	97		2	(20)		**(119)**
Total Financial expense	1,015	1,343	16	4	79	(308)	**2,149**
(Less) Interest expenses and other financial expenses of financial services companies	(107)	(761)				5	**(863)**
Financial expenses 2010, excluding financial services companies	**908**	**582**	**16**	**4**	**79**	**(303)**	**1,286**
Net financial income (expenses) 2010, excluding financial services companies	**(400)**	**(505)**	**(13)**	**(3)**	**11**	**0**	**(910)**

Fiat Group

Net financial expenses in 2011 include the net financial expenses of Chrysler of €486 million (of which interest costs on employee benefit provisions of €54 million), and net financial expenses of €108 million arising from the equity swaps on Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares relating to certain stock option plans (for further details see Note 21). Net financial expense of €400 million in 2010 included net income of €117 million arising from equity swaps on Fiat shares relating to the above stock option plans.

Holdings System

In 2011, the Writedowns of financial assets for €20 million refer to the measurement of Perfect Vision convertible bonds and the embedded derivative instrument on the basis of the criteria established in the agreement signed on December 23, 2011 by EXOR S.A. and Vision Investment Ltd.

10. Result from investments

Details are as follows:

€ million	2011	2010	Change
Share of the profit/(loss) of investments accounted for using the equity method			
- Sequana Group	**(22)**	9	(31)
- Almacantar Group (a)	**(2)**	0	(2)
- Sundry Fiat Group companies	**146**	120	26
- Sundry Fiat Industrial Group companies	**97**	70	27
- Sundry C&W Group companies	**0**	1	(1)
Share of the profit/(loss) of investments accounted for using the equity method	**219**	200	19
Dividends from companies in the Holdings System			
- SGS S.A.	**59**	49	10
- Gruppo Banca Leonardo	**19**	0	19
- The New Economist	**2**	0	2
- Other companies	**2**	1	1
Dividends from companies in the Holdings System	**82**	50	32
Dividends from investments	**8**	8	0
Other income from investments	**0**	8	(8)
Impairment reversals (losses)	**(34)**	(24)	(10)
Charges to provisions on investments	**0**	(6)	6
Result from investments	**275**	236	39

(a) Measured at cost at December 31, 2010, since it was non-operational.

11. Income taxes

Income taxes recognized in the consolidated income statement are the following:

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Holdings System	Consolidated Exor
Current taxes:						
- IRAP	72	34	0	2	0	**108**
- Other taxes	519	322	14	0	9	**864**
Total Current taxes	**591**	**356**	**14**	**2**	**9**	**972**
Deferred taxes for the period:						
- IRAP	(8)	(5)	0	0	0	**(13)**
- Other taxes	(17)	118	11	(1)	1	**112**
Total Deferred taxes	**(25)**	**113**	**11**	**(1)**	**1**	**99**
Taxes relating to prior periods	(32)	(1)	0	0	0	(33)
Total Income taxes 2011	**534**	**468**	**25**	**1**	**10**	**1,038**
Current taxes:						
- IRAP	71	19	0	4	0	**94**
- Other taxes	558	181	13	0	7	**759**
Total Current taxes	**629**	**200**	**13**	**4**	**7**	**853**
Deferred taxes for the period:						
- IRAP	(21)		0	0	0	**(21)**
- Other taxes	(127)	(7)	(9)	1	0	**(142)**
Total Deferred taxes	**(148)**	**(7)**	**(9)**	**1**	**0**	**(163)**
Taxes relating to prior periods	3	5	0	0	0	8
Total Income taxes 2010	**484**	**198**	**4**	**5**	**7**	**698**

Fiat Group
The decrease in the charge for current taxes in 2011 compared to 2010 is due mainly to a decrease in the taxable profits of non-Italian companies, partially offset by increased taxes arising from the consolidation of Chrysler (€73 million).
The income for taxes relating to prior periods mainly relates to benefits arising from the favorable outcome of certain tax proceedings.
The effective tax rate of the Fiat Group for 2011 (excluding current and deferred IRAP) was 21.5% (effective tax rate of 61.5% in 2010).

Fiat Industrial Group
Overall, the increase in the charge for current taxes in 2011 with respect to 2010 is due mainly to an increase in the taxable profits of non-Italian companies.
Taxes relating to prior periods include the costs arising from certain disputes with tax authorities net of the income resulting from the various provisions.
The effective tax rate for 2011 (excluding current and deferred IRAP) was 37.5% (effective tax rate of 31% in 2010).

C&W Group
C&W Group recorded income tax expense of €25 million for the year ended December 31, 2011, representing a reported income tax rate of approximately 70.5%, which is 35.5 percentage points higher than the U.S. statutory rate of 35% and 41.9 percentage points higher than the prior year reported tax rate of 28.6%.
Driving up the full-year reported rate are the impacts from the non-controlling shareholders' put liability and stock-based compensation, State taxes net of Federal benefit, loss-making companies for which no tax benefit is recorded, the recording of certain discrete tax adjustments and other items.

The reconciliation between the tax charge recorded in the consolidated financial statements and the theoretical tax charge, calculated on the basis of the theoretical tax rate in effect in Italy, is the following:

€ million	2011	2010
Theoretical income taxes	**899**	349
Tax effect of permanent differences	**(33)**	1
Chrysler	**(555)**	0
Taxes relating to prior years	**(33)**	8
Effect of difference between foreign tax rates and the theoretical Italian tax rate	**156**	121
Effect of deferred tax assets not recognized in prior years	**(82)**	(64)
Effect of deferred tax assets not recognized and write-off of deferred tax assets	**490**	178
Use of tax losses for which no deferred tax assets were recognized	**(61)**	(18)
Other differences	**162**	49
Current and deferred income tax recognized in the financial statements, excluding IRAP	**943**	624
IRAP (current and deferred)	**95**	74
Current and deferred income tax recognized in the financial statements	**1,038**	698

Since the IRAP tax has a taxable basis that is different from income before taxes, it generates distortions between one year and another. Accordingly, in order to render the reconciliation between income taxes recognized and theoretical income taxes more meaningful, IRAP tax is not taken into consideration; theoretical income taxes are determined by applying only the tax rate in effect in Italy (IRES equal to 27.5% in 2011 and in 2010) to profit/(loss) before taxes.

Permanent differences in the above reconciliation include the tax effect of non-taxable income of €362 million in 2011 (€917 million in 2010) and of non-deductible costs of €302 million in 2011 (€164 million in 2010).

In 2011, the tax effect of non-taxable income recognized on the acquisition of control of Chrysler arises from the fair value measurement of the 30% interest in Chrysler prior to the acquisition of control and the right to receive an additional 5%, as discussed in Note 8, which has not been recognized as it relates to temporary differences on the investment and other financial assets that are controlled by the Group whose reversal is not deemed to be probable in the foreseeable future.

Other differences in the above reconciliation include unrecoverable withholding tax of the Fiat Group for €73 million (€74 million in 2010) and the Fiat Industrial Group for €27 million (€20 million in 2010).

Moreover, theoretical income taxes include €490 million (€178 million in 2010) arising from unrecognized deferred tax assets on temporary differences and tax losses arising during the year and the writedown of deferred tax assets recognized in previous periods, partially offset by the recognition of deferred tax income on previously unrecognized deductible temporary differences and tax losses for €82 million (€64 million in 2010).

The deferred tax asset balance at December 31, 2011 consists of the deferred tax assets less the deferred tax liabilities, where these may be offset, of the individual consolidated companies. The net balance of Deferred tax assets and Deferred tax liabilities may be analyzed as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Consolidated Exor
Deferred tax assets	1,690	1,167	5		0	0	**2,862**
Deferred tax liabilities	(760)	(111)	(79)		(2)	(3)	**(955)**
Total 2011	**930**	**1,056**	**(74)**	**0**	**(2)**	**(3)**	**1,907**
Deferred tax assets	1,678	1,211	4	9			**2,902**
Deferred tax liabilities	(135)	(52)	(67)			(1)	**(255)**
Total 2010	**1,543**	**1,159**	**(63)**	**9**	**0**	**(1)**	**2,647**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

The decrease of €613 million in net deferred tax assets of the Fiat Group is mainly due to the following:
- the change in the scope of consolidation arising from the acquisition of control of Chrysler and the subsequent acquisition of further membership interests in Chrysler, which led to the recognition of net deferred tax liabilities of €562 million;
- the recognition of deferred tax assets on the temporary differences and tax losses arising during the year less the effects arising from the recognition/write-off of deferred tax assets relating to prior years, amounting to €25 million;
- the direct recognition in equity of net deferred tax assets of €15 million.

The decrease of €103 in net deferred tax assets million of the Fiat Industrial Group is due to the following:
- €113 million recorded in the income statement for the utilization, net of valuation allowances, of deferred tax assets/liabilities recognized on temporary differences and tax losses arising during the year;
- €6 million relating to the negative tax effect of items recognized directly in equity;
- €4 million relating to foreign exchange differences (-€27 million) and other changes (€31million).

Deferred tax assets, net of Deferred tax liabilities may be analyzed by source as follows:

€ million	12/31/2010	Recognized in income statement	Charged to equity	Changes in the scope of consolidation	Translation differences and other changes	12/31/2011
Deferred tax assets arising from:						
- Taxed provisions	2,014	245		1,369	131	**3,759**
- Inventories	347	(8)				**339**
- Taxed allowances for doubtful accounts	247	(39)		29	(7)	**230**
- Provision for employee benefits	445	(78)	(1)	1,234	138	**1,738**
- Intangible assets	646	(4)		1	(3)	**640**
- Writedowns of financial assets	170	57		(1)		**226**
- Measurement of derivative financial instruments	46	1	23		1	**71**
- Other	491	2		302	23	**818**
Total Deferred tax assets	4,406	176	22	2,934	283	7,821
Deferred tax liabilities arising from:						
- Accelerated depreciation	(539)	(313)		(1,068)	(121)	**(2,041)**
- Deferred tax on gains on disposal	(153)	135				**(18)**
- Capital investment grants	(4)	1				**(3)**
- Provision for employee benefits	(24)	(6)		1	(12)	**(41)**
- Capitalization of development costs	(905)	(140)			8	**(1,037)**
- Other	(721)	37	(2)	(973)	(98)	**(1,757)**
Total Deferred tax liabilities	(2,346)	(286)	(2)	(2,040)	(223)	(4,897)
Theoretical tax benefit arising from tax loss carryforwards	3,716	307	0	91	26	4,140
Adjustments for assets whose recoverability is not probable	(3,129)	(294)	0	(1,542)	(192)	(5,157)
Total Deferred tax assets, net of Deferred tax liabilities	2,647	(97)	20	(557)	(106)	1,907

The decision to recognize Deferred tax assets is taken for each company in the Group by assessing critically whether the conditions exist for the future recoverability of such assets on the basis of updated strategic plans, accompanied by the related tax plans. For this reason, the total theoretical future tax benefits arising from deductible temporary differences (€7,821 million at December 31, 2011 and €4,406 million at December 31, 2010), and tax loss carryforwards (€4,140 million at December 31, 2011 and €3,716 million at December 31, 2010), have been reduced for a total of €5,157 million at December 31, 2011 (reduced for €3,129 million at December 31, 2010).

As concerns the Fiat Group, deferred tax assets net of deferred tax liabilities include tax benefits arising from unused tax losses of €783 million at December 31, 2011 (€1,012 million at December 31, 2010). At December 31, 2011, further tax benefits arising from unused tax losses amounting to €2,432 million have not been recognized (€1,569 million at December 31, 2010).

As concerns the Fiat Industrial Group, Deferred tax assets, net of Deferred tax liabilities, include €268 million at December 31, 2011 (€303 million at December 31, 2010) of tax benefits arising from tax loss carryforwards. At December 31, 2011, a further tax benefit of €368 million (€555 million at December 31, 2010) arising from tax loss carryforwards has not been recognized.

Deferred taxes have not been provided on the undistributed earnings of subsidiaries of the EXOR Group, since the EXOR Group is able to control the timing of the distribution of these reserves and it is probable that they will not be distributed in the foreseeable future.

In particular, regarding the Italian entities of the Fiat Group, despite a tax loss for 2011 in the tax consolidation, the Group continued to recognize deferred tax assets on the basis of the future taxable income expected to arise in the Italian tax consolidation in the period considered and as a consequence of changes in Italian tax law in 2011 by which there is now no limit to the period for which the Group's prior year tax losses can be carried forward. Deferred tax assets arising from Italian companies amount to

€1,033 million at December 31, 2011, decreased with respect to the balance at December 31, 2010 (€1,083 million).

The totals of deductible and taxable temporary differences and accumulated tax losses at December 31, 2011, together with the amounts for which deferred tax assets have not been recognized, analyzed by year of expiry, are as follows:

		Year of expiry					
€ million	**Total at 12/31/2011**	2012	2013	2014	2015	Beyond 2015	Unlimited / indeterminable
Temporary differences and tax losses relating to State taxation (IRES in the case of Italy)							
- Deductible temporary differences	**23,341**	6,775	2,645	2,514	2,478	8,780	149
- Taxable temporary differences	**(15,985)**	(2,193)	(1,936)	(1,838)	(1,751)	(6,423)	(1,844)
- Tax losses	**14,778**	132	148	179	965	2,707	10,647
- Temporary differences and tax losses for which deferred tax assets have not been recognized	**(17,331)**	(1,907)	(822)	(753)	(1,488)	(3,957)	(8,404)
Temporary differences and tax losses relating to State taxation	**4,803**	2,807	35	102	204	1,107	548
Temporary differences and tax losses relating to local taxation (IRAP in the case of Italy)							
- Deductible temporary differences	**19,259**	3,875	2,544	2,454	2,374	7,967	45
- Taxable temporary differences	**(13,585)**	(2,376)	(2,174)	(2,065)	(1,971)	(4,919)	(80)
- Tax losses	**2,164**	11	26	16	612	833	666
- Temporary differences and tax losses for which deferred tax assets have not been recognized	**(6,187)**	(507)	(424)	(396)	(959)	(3,244)	(657)
Temporary differences and tax losses relating to local taxation	**1,651**	1,003	(28)	9	56	637	(26)

12. Other information by nature

In 2011, the income statement includes personnel costs of €10,912 million (€8,872 million in 2010).

An analysis of the average number of employees by category is provided as follows:

	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Holdings System	Consolidated Exor
Managers	2,283	844	1,376	12	10	**4,525**
White-collars	54,944	21,177	5,172	89	49	**81,431**
Blue-collars	138,177	42,411	6,833	6	1	**187,428**
FIGC registered personnel (football players, coaches and other technical staff)				76		**76**
Average number of employees 2011	**195,404**	**64,432**	**13,381**	**183**	**60**	**273,460**
Managers	1,452	791	1,983	11	14	**4,251**
White-collars	38,537	19,505	4,333	78	54	**62,507**
Blue-collars	95,092	41,346	5,295	5	1	**141,739**
FIGC registered personnel (football players, coaches and other technical staff)				66		**66**
Average number of employees 2010	135,081	61,642	11,611	160	69	**208,563**
Personnel costs included in income statement (€ million)						
- 2011	**6,320**	**3,296**	**1,142**	**135**	**19**	**10,912**
- 2010	4,767	2,867	1,067	143	28	**8,872**

13. Earnings per share

Published 2010			2011	Restated (a) 2010
157,016,246	Average number of ordinary shares outstanding	number	**155,229,079**	157,016,246
8,873,796	Average number of savings shares outstanding	number	**8,644,901**	8,873,796
68,350,179	Average number of preferred shares outstanding	number	**65,983,984**	68,350,179
137	Earnings/(loss) for the period attributable to owners of the parent	€ million	**504**	137
89	Earnings/(loss) attributable to ordinary shares	€ million	**338**	89
0.57	*per ordinary share – basic*	€	***2.17***	*0.57*
0.56	*per ordinary share – diluted (a)*	€	***2.16***	*0.56*
6	Earnings/(loss) attributable to savings shares	€ million	**19**	6
0.64	*per savings share – basic*	€	***2.25***	*0.64*
0.64	*per savings share – diluted (a)*	€	***2.24***	*0.64*
42	Earnings/(loss) attributable to preferred shares	€ million	**147**	42
0.62	*per preferred share – basic*	€	***2.23***	*0.62*
0.61	*per preferred share – diluted (a)*	€	***2.21***	*0.61*
137	Earnings/(loss) from continuing operations	€ million	**517**	129
89	Earnings/(loss) from continuing operations attributable to ordinary shares	€ million	**346**	84
0.57	*per ordinary share – basic*	€	***2.23***	*0.54*
0.56	*per ordinary share – diluted (a)*	€	***2.22***	*0.53*
6	Earnings/(loss) from continuing operations attributable to savings shares	€ million	**20**	5
0.64	*per savings share – basic*	€	***2.31***	*0.61*
0.64	*per savings share – diluted (a)*	€	***2.30***	*0.61*
42	Earnings/(loss) from continuing operations attributable to preferred shares	€ million	**151**	40
0.62	*per preferred share – basic*	€	***2.29***	*0.59*
0.61	*per preferred share – diluted (a)*	€	***2.27***	*0.58*
	Earnings (loss) from Discontinued Operations	€ million	**(13)**	8
n.a.	Earnings (loss) from Discontinued Operations attributable to ordinary shares	€ million	**(9)**	5
	per ordinary share – basic	€	***(0.06)***	*0.03*
	per ordinary share – diluted (b)	€	***(0.06)***	*0.03*
n.a.	Earnings (loss) from Discontinued Operations attributable to savings shares	€ million	**(1)**	1
	per savings share – basic	€	***(0.06)***	*0.03*
	per savings share – diluted (b)	€	***(0.06)***	*0.03*
n.a.	Earnings (loss) from Discontinued Operations attributable to preferred shares	€ million	**(3)**	2
	per preferred share – basic	€	***(0.06)***	*0.03*
	per preferred share – diluted (b)	€	***(0.06)***	*0.03*

(a) Prepared by reclassifying the revenues and costs of the Alpitour Group to Profit/(loss) from Discontinued Operations, for purposes of comparison

(b) The earnings/(loss) attributable to owners of the parent was adjusted to take into account the dilutive effects of the theoretical exercise of the stock option plans granted by subsidiaries and associates of the Group using their own equity instruments.

14. Intangible assets

A breakdown of Intangible assets by sector is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Goodwill	10,443	1,937	465			33	(90) (b)	**12,788**
Brands, trademarks and other intangible assets with indefinite useful lives	2,770	180	197		16			**3,163**
Development costs externally acquired	1,561	318						**1,879**
Development costs internally generated	1,959	1,160						**3,119**
Patents, concessions and licenses externally acquired	1,277	170						**1,447**
Other intangible assets externally acquired	190	144	107					**441**
Players' registration rights					133			**133**
Total net carrying amount of Intangible assets at 12/31/2011	**18,200**	**3,909**	**769**	**0**	**149**	**33**	**(90)**	**22,970**
Goodwill	1,080	1,848	451	27		33	(84) (b)	**3,355**
Brands, trademarks and other intangible assets with indefinite useful lives	3	174	191	4	16			**388**
Development costs externally acquired	1,127	273						**1,400**
Development costs internally generated	1,782	962						**2,744**
Patents, concessions and licenses externally acquired	157	179	11	14				**361**
Other intangible assets externally acquired	201	131	104	11				**447**
Players' registration rights					100			**100**
Total net carrying amount of Intangible assets at 12/31/2010	**4,350**	**3,567**	**757**	**56**	**116**	**33**	**(84)**	**8,795**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.
(b) Mainly includes the elimination of goodwill relating to the quota of C&W Group's Minority Shareholders.

In 2011 and 2010, the changes in the gross carrying amount of intangible assets were as follows:

€ million	12/31/2010	Additions	Disposals	Change in the scope of consolidation	Reclassified to/from Assets held for sale	Translation differences and other changes	12/31/2011
Goodwill	4,109	3	(2)	8,653	(27)	1,052	**13,788**
Brands, trademarks and other intangible assets wit	449	1		2,489	(4)	291	**3,226**
Development costs externally acquired	3,698	749	(2)			46	**4,491**
Development costs internally generated	5,533	1,088	(15)			(123)	**6,483**
Patents, concessions and licenses externally acquired	1,468	135	(35)	1,036	(50)	117	**2,671**
Other intangible assets externally acquired	1,233	101	(14)	20	(18)	6	**1,328**
Players' registration rights	218	92	(41)			(1)	**268**
Total gross carrying amount of Intangible assets	**16,708**	**2,169**	**(109)**	**12,198**	**(99)**	**1,388**	**32,255**

€ million	12/31/2009	Additions	Disposals	Change in the scope of consolidation	Reclassified to/from Assets held for sale	Translation differences and other changes	12/31/2010
Goodwill	3,884					225	**4,109**
Brands, trademarks and other intangible assets wit	419	2				28	**449**
Development costs externally acquired	3,343	357	(19)			17	**3,698**
Development costs internally generated	4,504	926	(8)			111	**5,533**
Patents, concessions and licenses externally acquired	1,358	81	(4)	3		30	**1,468**
Other intangible assets externally acquired	1,119	108	(49)	3		52	**1,233**
Players' registration rights	252	51	(85)			0	**218**
Total gross carrying amount of Intangible assets	**14,879**	**1,525**	**(165)**	**6**		**463**	**16,708**

In 2011 and in 2010, changes in accumulated amortization and impairment losses were as follows:

€ million	12/31/2010	Amortization	Impairment losses	Disposals	Change in the scope of consolidation	Reclassified to/from Assets held for sale	Translation differences and other changes	12/31/2011
Goodwill	754		224				22	**1,000**
Brands, trademarks and other intangible assets with indefinite useful lives	61						2	**63**
acquired	2,298	293	38				(17)	**2,612**
Development costs internally generated	2,789	495	127	(13)			(34)	**3,364**
Patents, concessions and licenses externally acquired	1,107	185		(29)	(3)	(38)	2	**1,224**
Other intangible assets externally acquired	786	113	2	(11)		(14)	11	**887**
Players' registration rights	118	41	5	(29)				**135**
Total accumulated amortization and impairment of Intangible assets	**7,913**	**1,127**	**396**	**(82)**	**(3)**	**(52)**	**(14)**	**9,285**

€ million	12/31/2009	Amortization	Impairment losses	Disposals	Change in the scope of consolidation	Reclassified to/from Assets held for sale	Translation differences and other changes	12/31/2010
Goodwill	710						44	**754**
Brands, trademarks and other intangible assets with indefinite useful lives	58	1					2	**61**
acquired	2,001	301	10	(19)			5	**2,298**
Development costs internally generated	2,253	434	32	(5)			75	**2,789**
Patents, concessions and licenses externally acquired	968	129		(4)	1		13	**1,107**
Other intangible assets externally acquired	696	109	10	(49)			20	**786**
Players' registration rights	137	34		(53)				**118**
Total accumulated amortization and impairment of Intangible assets	**6,823**	**1,008**	**52**	**(130)**	**1**		**159**	**7,913**

In 2011 and in 2010, changes in the net carrying amount of intangible assets were as follows:

€ million	12/31/2010	Additions	Disposals	Impairment losses	Amortization	Change in the scope of consolidation	Reclassified to/from Assets held for sale	Translation differences and other changes	12/31/2011
Goodwill	3,355	3	(2)	(224)		8,653	(27)	1,030	**12,788** (1)
Brands, trademarks and other intangible assets with indefinite useful lives	388	1				2,489	(4)	289	**3,163**
Development costs externally acquired	1,400	749	(2)	(38)	(293)			63	**1,879**
Development costs internally generated	2,744	1,088	(2)	(127)	(495)			(89)	**3,119**
Patents, concessions and licenses externally acquired	361	135	(6)		(185)	1,039	(12)	115	**1,447**
Other intangible assets externally acquired	447	101	(3)	(2)	(113)	20	(4)	(5)	**441**
Players' registration rights	100	92	(12)	(5)	(41)			(1)	**133**
Total net carrying amount of Intangible assets	**8,795**	**2,169**	**(27)**	**(396)**	**(1,127)**	**12,201**	**(47)**	**1,402**	**22,970**

(1) Including the non-controlling interests' share of goodwill recognized by Fiat from the acquisition of Chrysler.

€ million	12/31/2009	Additions	Disposals	Impairment losses	Amortization	Change in the scope of consolidation	Reclassified to/from Assets held for sale	Translation differences and other changes	12/31/2010
Goodwill	3,174							181	**3,355**
Brands, trademarks and other intangible assets with indefinite useful lives	361	2			(1)			26	**388**
Development costs externally acquired	1,342	357		(10)	(301)			12	**1,400**
Development costs internally generated	2,251	926	(3)	(32)	(434)			36	**2,744**
Patents, concessions and licenses externally acquired	390	81			(129)	2		17	**361**
Other intangible assets externally acquired	423	108		(10)	(109)	3		32	**447**
Players' registration rights	115	51	(32)		(34)				**100**
Total net carrying amount of Intangible assets	**8,056**	**1,525**	**(35)**	**(52)**	**(1,008)**	**5**	**0**	**304**	**8,795**

Goodwill

Goodwill is allocated to the EXOR Group's cash-generating units, identified as each consolidated Group, on the basis each Group's methods and assumptions in accordance with IAS 36. The following table shows this allocation:

€ million	12/31/2011	12/31/2010	Change
Chrysler	**9,585**		9,585
Ferrari	**786**	786	0
Components	**51**	121	(70)
Metallurgical Products	**11**	18	(7)
Fiat Group Automobiles	**8**	18	(10)
Fiat Powertrain	**2**	2	0
Production Systems	**0**	135	(135)
Fiat	**10,443**	1,080	9,363
Agricultural and Construction Equipment	**1,872**	1,794	78
Trucks and Commercial Vehicles	**61**	52	9
FPT Industrial	**1**	2	(1)
Fiat Industrial	**1,934**	1,848	86
C&W (goodwill on the acquisition of the C&W Group - Group's share)	**316**	308	8
Subsidiaries of C&W Group	**62**	59	3
C&W Group	**378**	367	11
Jumbo Turismo		11	(11)
Altamarea V&H Compagnia Alberghiera		8	(8)
Viaggidea		6	(6)
AW Events		2	(2)
Alpitour (a)	**0**	27	(27)
Fiat shares purchased in 2006 by EXOR S.p.A.	**19**	19	0
Fiat Industrial shares from the demerger	**14**	14	0
Holdings System	**33**	33	0
Total Goodwill	**12,788**	3,355	9,433

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Fiat Group

The goodwill generated from the acquisition of Chrysler, representing approximately 92% of the Group's total goodwill at December 31, 2011, has been allocated, together with the Brands, to the cash-generating unit corresponding to the Chrysler sector. The estimate of the cash-generating unit's value in use for this purpose is based on the following assumptions:

- The expected future cash flows from Chrysler's 2010-2014 business plan, which was made public on November 4, 2009, and expected future cash flows for 2015 consistent with those projections. This business plan, whose 2010-2011 targets Chrysler has already achieved, and its further projection to 2015, represent management's best estimate of the future operating performance of the cash-generating unit during the period under consideration. These expected future cash flows relate to the cash-generating unit in its current condition and exclude any estimate of future cash flows that may arise from future restructuring plans or other structural changes.
- The expected future cash flows have been estimated in U.S. dollars, namely the currency in which the cash flows will be generated, taking into consideration the markets in which Chrysler principally operates, and then discounted using a discount rate appropriate for that currency.
- The expected future cash flows cover a 4 year period and include a normalized terminal value used to indicate a synthetic estimate of future results beyond the time period explicitly considered. Based upon the business environment in which Chrysler operates, a long-term growth rate of 2% to 3% is considered reasonable. However, for purposes of estimating value in use in this context, the terminal value has been calculated using a conservative long-term growth rate (g) assumption of 0%.
- As a basic assumption, post-tax expected future cash flows are discounted at a 9.7% post-tax discount rate, which reflects the current market assessment of the time value of money for the considered period and the risks specific to the cash-generating unit under consideration. The discount rate was calculated by referring to the weighted average cost of capital determined using the Capital Asset Pricing Model ("CAPM") technique in which the risk free rate has been calculated by referring to the yield curve of long-term U.S. government bonds and the beta coefficient and the debt/equity ratio have been extrapolated by analyzing a group of comparable companies operating in the automotive sector. The Group also performed sensitivity analyzes compared to this basic assumption assuming various scenarios of increasing risk premiums. Even when the discount rate was increased from 9.7% to 13% and the 0% long-term growth rate assumption was maintained, the recoverable amount of the cash-generating unit still exceeded the carrying amount.

For the Ferrari sector, the cash-generating unit corresponds to the sector as a whole and the expected future cash flows are the operating cash flows taken from the estimates included in the 2012 budget and the forecast for business performance, made in a prudent manner, taking account of the uncertainties of the global financial and economic situation, extrapolated for subsequent years by using the specific medium/long-term growth rate for the sector equal to 2%. These cash flows were then discounted using a post-tax discount rate of 8.7%. The recoverable amount of the cash-generating unit to which the Ferrari sector goodwill relates is significantly higher than its carrying amount; in addition, the exclusivity of the business, its historical profitability and its future earnings prospects indicate that this carrying amount will continue to be recoverable, even in the event of difficult economic and market conditions.

Finally, given that impairment indicators existed during the year, the Group tested the recoverability of the net carrying amount of certain goodwill allocated to the Pico, System, and Comau Mexico cash-generating units of the Comau sector and other minor cash-generating units of the Magneti Marelli, Fiat Group Automobiles and Metallurgical Products sectors. The recoverable amount was estimated by calculating their value in use, meaning the present value of an estimate of future cash flows based on operating cash flows derived 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 December 31, 2010, which took into consideration the specific risk of the individual cash-generating units. These revised economic valuations and estimates led to the writedown of goodwill by €224 million, fully recognized in the income statement in 2011 under Other unusual income (expenses). The impairment loss recognized related to the Comau sector for €130 million, to the Magneti Marelli sector for €69 million and to the Fiat Group Automobiles sector for €17 million. In the Magneti Marelli and Teksid sectors the same impairment testing led to the writedown of assets included in Property, plant and equipment (see Note 15).

Fiat Industrial Group

The vast majority of goodwill, representing approximately 97% of the total, relates to the Agricultural and Construction Equipment sector, where the cash-generating units considered for the testing of the recoverability of the goodwill are generally the product lines of the sectors themselves.
The cash generating units to which goodwill has been allocated consist of the following product lines:

€ million	Amount allocated to goodwill at December 31, 2011
Agricultural equipment	**1,315**
Construction equipment	**458**
Financial Services	**99**
Total	**1,872**

To determine the recoverable amount of these cash-generating units the sector utilized two valuation techniques: the income approach and the market approach.
The income approach is a valuation technique used to convert future expected cash flows to a present value. The sector used the income approach to measure the value in use of the Equipment Operations reporting units. The sector believes the income approach provides the best measure of value in use for Equipment Operations reporting units as this approach considers factors unique to each of reporting units and related long range plans that may not be comparable to other companies and that are not yet publicly available. The income approach is dependent on several critical management assumptions, including estimates of future sales growth, gross margins, operating costs, income tax rates, terminal value growth rates, capital expenditures, changes in working capital requirements and the weighted average cost of capital (discount rate). Discount rate assumptions are based on an assessment of the risks inherent in the future cash flows of the respective reporting units. The following discount rates before taxes as of December 31, 2011 were selected by CNH:

	2011	2010
Agricultural equipment	**18.8%**	17.0%
Construction equipment	**17.0%**	17.4%

Expected cash flows used under this method are developed in conjunction with the budgeting and forecasting process of the sector and represent the most likely amounts and timing of future cash flows based on the long range plan of CNH. The long range plan, which is updated annually and is reviewed by the senior management of CNH, includes, among other things, the expected benefits of planned manufacturing and product development actions as well as expectations regarding product pricing, market share and commodity costs, consistent with the assumptions reflected in the Fiat Group's 2010-2014 Strategic Plan as prudently revised down, if necessary, for expected changes in market conditions. The sector uses eight years of expected cash flows as management believes that this period generally reflects the underlying market cycles for its businesses.
A terminal value is included at the end of the projection period used in the discounted cash flow analyzes in order to reflect the remaining value that each cash-generating unit is expected to generate. The terminal value represents the present value in the last year of the projection period of all subsequent cash flows into perpetuity. The terminal value growth rate is a key assumption used in determining the terminal value as it represents the annual growth of all subsequent cash flows into perpetuity. The terminal value growth rate selected in 2011 and 2010 for the Agricultural Equipment cash-generating unit was 1% and that selected for the Construction Equipment cash generating unit was 2%.
The market approach measures the fair value of the cash-generating units based on prices generated by market transactions involving identical or comparable assets or liabilities. CNH used the market approach to measure the fair value of the Financial Services reporting unit as it derives value based primarily on the assets under management. Under this approach, CNH makes use of market price data of corporations whose stock is actively traded in a public, free and open market, either on an exchange or over-the counter basis. Although it is clear that no two companies are entirely alike, the corporations selected as guideline companies must be engaged in the same or similar line of business or be subject to similar financial and business risks, including the opportunity for growth. The guideline company method of the market approach provides an indication of fair value by relating the equity or invested capital (debt plus equity) of guideline

companies to various measures of their earnings and cash flow, then applying such multiples to the business being valued.
At December 31, 2011, the recoverable amounts of each of the three cash-generating units and assets with indefinite useful life calculated using the above methods substantially exceeded the respective carrying values.
The results obtained for the Trucks and Commercial Vehicles sector and related sensitivity analyzes also confirmed the absence of significant impairment losses.
Finally, the estimates and budget data to which the above mentioned parameters have been applied are those determined by management based on past performance and expectations of developments in the markets in which the Group operates. Circumstances and events, which could potentially cause further impairment losses, are constantly monitored by the Group.

C&W Group - Goodwill and intangible assets with indefinite useful lives
Goodwill recognized on the acquisition of C&W Group is deemed representative of the aggregate of the expected future economic benefits from the investment not susceptible of separate identification.
Goodwill and other intangible assets with indefinite useful lives are tested by C&W Group annually for impairment on October 1 or whenever events or circumstances indicate that the asset may be impaired.

For the purpose of impairment testing, goodwill and trademarks with indefinite useful lives are allocated to C&W Group's cash-generating units, which are identified as the geographic regions, since these represent the lowest level within C&W Group at which such assets are monitored for internal management purposes.

The aggregate carrying amounts of goodwill and trademarks at December 31, 2011 are as follows:

in million	Goodwill (Group's share)		Trademarks		Total	
	$	€	$	€	$	€
United States	207.3	160	130.4	101	337.7	261
Canada	46.5	36	23.5	18	70.0	54
South America	17.8	14	8.0	6	25.8	20
Mexico	3.3	3	2.0	1	5.3	4
EMEA	167.1	129	78.4	61	245.5	190
Asia Pacific	46.6	36	12.7	10	59.3	46
At December 31, 2011	**488.6**	**378**	**255.0**	**197**	**743.6**	**575**
United States	210.7	158	130.4	98	341.1	256
Canada	47.9	36	23.5	18	71.4	54
South America	17.8	13	8.0	6	25.8	19
Mexico	3.4	3	2.0	1	5.4	4
EMEA	163.3	122	78.4	59	241.7	181
Asia Pacific	46.7	35	12.7	10	59.4	45
At December 31, 2010	**489.8**	**367**	**255.0**	**191**	**744.8**	**558**

The recoverable amount of a CGU to which goodwill and trademarks are allocated is the greater of its value in use and its fair value less costs to sell. The annual impairment assessment for all CGUs, with the exception of the U.S. and Asia (which were based on the estimated fair value less costs to sell) was based on value in use.

Fair value less costs to sell

The estimated fair value less costs to sell for each of the CGU's was determined with assistance from an independent appraisal firm using both the income approach (discounted cash flow method) and the market approach methods, which were weighted in determining the fair value less costs to sell.

To determine the estimated fair value less costs to sell for the 2011 annual impairment assessment, both the discounted cash flow and the market approach methods required a number of key assumptions, including the following:

	USA	CANADA	SOUTH AMERICA	MEXICO	EUROPE	ASIA
Specific CGU assumptions						
Discount rate	14.0%	14.5%	15.5%	14.0%	15.5%	15.5%
Entity specific risk	1.0%	3.0%	0.5%	0.0%	2.0%	2.5%
Region specific risk	1.5%	0.0%	3.2%	2.3%	1.6%	1.8%
Long-term growth rate	3.0%	3.0%	4.0%	3.0%	3.0%	4.0%
Fading period growth rate	6.0%	6.0%	7.0%	4.0%	7.0%	10.0%
2011 EBITDA multiple	7.1x	11.6x	10.0x	5.3x	15.6x	12.7x
2012 EBITDA multiple	8.2x	11.6x	8.8x	9.1x	10.2x	11.0x
Tax Rate	32.9% to 39.8%	17.5% to 26.4%	27.7% to 38.9%	16.7% to 28.6%	14.7% to 20.1%	32.8% to 35.3%
General assumptions						
Terminal value model	Fading					
Competitive advantage period (years)	3					
Control premium	15.0%					
Equity risk premium	6.0%					
Cost to sell	2.0%					
		Q4 2011	FY 2012	FY 2013	FY 2014	FY 2015
Net working capital (% of revenue)		-4.1%	0.1%	-0.2%	-0.5%	-0.8%

The discount rates were established through the assessment of a number of inputs, including the expected return on equity, entity and country specific risk premiums, regional cost of equity, the regional statutory tax rate and debt to equity ratios.

The region specific risk premiums were determined based on various country risk premiums that were weighted by revenue per country. The working capital requirement by CGU under both fair value less costs to sell and value in use are based on the projected net working capital levels as a percentage of revenue for the C&W Goup on a consolidated basis, which are then allocated by CGU based on revenue.

The long-term growth rates were based on the long-term outlook for the CGUs relative to the industry and the respective economies as a whole.

The terminal value was estimated using a derivation of the fading growth model, which more appropriately measures value during the period over which C&W Group estimates earnings growth will reduce to the stable long-term growth rate.

The EBITDA multiples for 2011 and 2012 were determined through an assessment of the guideline company multiples and taking into account local market differences. The control premium, equity risk premium and the cost to sell assumptions were all determined based on recent activity and trends in the market.

In addition to the key assumptions outlined above, C&W Group developed assumptions with respect to its expected future revenue and normalized EBITDA growth and normalized EBITDA margins used in the discounted cash flow method.

Discounted Cash Flow Method

The fair value less costs to sell determined under the discounted cash flow method was weighted 40% in determining the final fair value less costs to sell for each of the CGUs. Under the discounted cash flow method, cash flows were projected for each of the CGUs based on their respective revenue and EBITDA assumptions, as outlined above, along with an estimate of a terminal year value, all of which was discounted back to October 1, 2011, C&W's annual goodwill assessment date, based on the discount rate assumption. The fourth quarter 2011 revenue and EBITDA assumptions were based upon the fourth quarter forecast, while the 2012 – 2015 revenue and EBITDA assumptions were developed in connection with C&W Group's Strategic Plan.

The discounted cash flow method utilized was substantially the same as that used in 2010.

Market Approach Method

The fair value less costs to sell determined under the market approach was weighted 60% in determining the final fair value less costs to sell for each of the CGUs. Under the market approach, the multiple and EBITDA assumptions were used to calculate a fair value for each CGU for each of the years 2011 and 2012, and then those fair values were weighted to calculate an indicated total invested capital value for each CGU. The multiple assumptions in these calculations were derived from data publicly available relating to our guideline companies, including information relating to their revenue and EBITDA historical performance as well that expected in 2012.

Value in use

To determine the value in use for the 2011 annual impairment assessment, the discounted cash flow method required a number of key assumptions, including the following:

	USA	CANADA	SOUTH AMERICA	MEXICO	EUROPE	ASIA
Specific CGU assumptions						
Discount rate	13.5%	12.0%	15.0%	14.0%	13.5%	13.5%
2011 EBITDA multiple	6.6x	14.0x	13.9x	9.3x	10.3x	8.1x
2012 EBITDA multiple	6.2x	11.4x	8.9x	8.9x	10.0x	8.1x
General assumptions						
Terminal value model	Constant (Gordon Growth Formula)					

The following assumptions were the same as those indicated above for the fair value less costs to sell assessment: region specific risk; long-term growth rate; control premium; equity risk premium; net working capital (% of revenue), costs to sell and tax rates.

Recoverable amount

The resulting fair values less costs to sell, values in use and related carrying values of each of the CGUs as of the October 1, 2011 impairment assessment date were as follows:

$ million	USA	CANADA	SOUTH AMERICA	MEXICO	EUROPE	ASIA	TOTAL
At December 31, 2011							
Fair value less costs to sell	550.0	50.0	60.0	10.0	390.0	150.0	1,210.0
Value in use	410.0	70.0	80.0	10.0	490.0	120.0	1,180.0
Recoverable amount (A)	550.0	70.0	80.0	10.0	490.0	150.0	1,350.0
Book value of equity (B)	415.5	29.0	48.1	3.0	290.8	86.0	872.4
(Impaired) / Not impaired (A) - (B) in $ million	134.5	41.0	31.9	7.0	199.2	64.0	477.6
(Impaired) / Not impaired (A) - (B) in € million	96.6	29.5	22.9	5.0	143.1	46.0	343.1

C&W Group performed the annual assessment as of October 1, 2011 and, based on that assessment, no impairment charge was required in the consolidated statement of operations for the year ended December 31, 2011.

The key assumptions used to determine the fair value less costs to sell and the value in use represent management's best assessment of future trends in the real estate industry and are based on both external sources and internal sources, including historical data.

C&W Group's estimated fair values less costs to sell and values in use are particularly sensitive to changes in the discount rate and revenue assumptions. However C&W Group believe that any reasonably possible change in the key assumptions on which the recoverable amount of each of the CGUs is based would not cause the CGU'S carrying amount to exceed its recoverable amount.

Sensitivity analysis

Following the completion of C&W Group's actual financial results for the fourth quarter of 2011 and its operating plan for the year ending December 31, 2012, management, assisted by an independent appraisal firm, performed a sensitivity analysis that confirmed the results obtained in its annual goodwill impairment assessment as of October 1, 2011, as outlined above.

Brands and other intangible assets with indefinite useful lives

As for the Fiat Group, brands arise almost exclusively from the Chrysler sector. The amount of €2,770 million at December 31, 2011 mainly comprises the net carrying amount of the brands Chrysler, Dodge, Ram, Jeep and Mopar. These rights are protected legally through registration with government agencies and through the continuous use in commerce. As these rights have no legal, contractual, competitive or economic term that limits their useful lives, they were classified as intangible assets with indefinite useful lives.

The recoverable amount of brands is tested annually and the Group recognizes an impairment loss if the carrying amount of the brand exceeds its fair value. For the purpose of impairment testing the Brands are allocated to the Chrysler cash-generating unit; the principal assumptions used in the calculation of the value in use of this cash-generating-unit are discussed below.

The item "Brands, trademarks and other intangible assets with indefinite useful lives" includes the amount allocated on acquisition of C&W Group (March 2007) to the "Cushman & Wakefield" trademark, widely recognized by the market, for $255 million (€197 million at December 31, 2011). C&W Group intends to continuously renew the trademark since it is deemed to have an indefinite useful life because it is expected to contribute to cash flows indefinitely and, therefore, is not amortized but tested annually for impairment (in the goodwill table above).

The item "Brands, trademarks and other intangible assets with indefinite useful lives" of Juventus Football Club comprises principally the economic utilization of the historical archives of the Juventus Football Club television images (Library). These are considered assets with indefinite useful lives since the historical library of television images is expected to support itself over time with the possibility of endless use.

The Juventus library is tested annually for impairment on the basis of estimated future cash flows from the commercial contracts for their exploitation.

Development costs

Development costs refer to the Fiat Group and the Fiat Industrial Group.

Fiat Group

Additions of €1,603 million in 2011 relate to the sectors Fiat Group Automobiles, Chrysler and Magneti Marelli.

In 2011 the Group wrote down certain development costs by €165 million. This was made necessary mainly by an assessment of the effects of a convergence towards the use of a reduced number of platforms common to Fiat and Chrysler, which were accelerated in the period following the acquisition of control of Chrysler. Of this amount, €4 million has been recognized as development costs and €161 million as Other unusual income (expenses) in the income statement.

Foreign exchange gains of €72 million in 2011 principally reflect the appreciation of the US Dollar against the Euro, partially offset by the devaluation of the Brazilian Real and the Polish Zloty against the Euro. Foreign exchange gains of €100 million in 2010 principally reflected changes in the US Dollar and the Brazilian Real rates against the Euro.

The amortization of development costs are reported in the income statement as Research and development costs.

Fiat Industrial Group

The amortization of development costs and impairment losses are reported in the income statement as Research and development costs.

Development costs recognized as assets are attributed to cash-generating units and are tested for impairment together with the related tangible fixed assets, using the discounted cash flow method for determining their recoverable amount.

15. Property, plant and equipment

Details are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Land	719	210			5 (b)		(1)	**933**
Owned industrial buildings	3,939	987			104		(9)	**5,021**
Industrial buildings leased under finance leases	43	12			16			**71**
Total Industrial buildings	3,982	999	0	0	120	0	(10)	**5,092**
Owned plant, machinery and equipment	9,268	1,554			29		(1)	**10,850**
Plant, machinery and equipment leased under finance leases	254	37			1		1	**293**
Total Plant, machinery and equipment	9,522	1,591	0	0	30	0	0	**11,143**
Assets sold with a buy-back commitment		1,031			0			**1,031**
Owned other tangible assets	3,893	164	41		6	1	(1)	**4,104**
Other tangible assets leased under finance leases		2	0		0		1	**3**
Total Other tangible assets	3,893	166	41	0	6	1	0	**4,107**
Advances and tangible assets in progress	2,669	180	2		1		(1)	**2,851**
Total net carrying amount of Property, plant and equipment at 12/31/2011	**20,785**	**4,177**	**43**	**0**	**162**	**1**	**(12)**	**25,157**
Land	365	208		7	5 (b)	6		**591**
Owned industrial buildings	1,967	899		45	1	4		**2,916**
Industrial buildings leased under finance leases	47	9			17			**73**
Total Industrial buildings	2,014	908	0	45	18	4		**2,989**
Owned plant, machinery and equipment	5,588	1,494		9		1		**7,092**
Plant, machinery and equipment leased under finance leases	275	36			2			**313**
Total Plant, machinery and equipment	5,863	1,530	0	9	2	1		**7,405**
Assets sold with a buy-back commitment	0	871						**871**
Owned other tangible assets	416	142	37	50	1	1		**647**
Other tangible assets leased under finance leases	0	3						**3**
Total Other tangible assets	416	145	37	50	1	1		**650**
Advances and tangible assets in progress	943	194	1		77			**1,215**
Total net carrying amount of Property, plant and equipment at 12/31/2010	**9,601**	**3,856**	**38**	**111**	**103**	**12**	**0**	**13,721**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.
(b) Under a finance lease.

In 2011 and 2010, changes in the gross carrying amount of Property, plant and equipment were as follows:

€ million	12/31/2010	Additions	Disposals	Change in the scope of consolidation	Translation differences	Reclassified to/from Assets held for sale	Other changes	12/31/2011
Land	600	24	(12)	304	22	(7)	12	**943**
Owned industrial buildings	5,823	314	(48)	1,870	79	(73)	161	**8,126**
Industrial buildings leased under finance leases	94	1	(2)				(1)	**92**
Total Industrial buildings	5,917	315	(50)	1,870	79	(73)	160	**8,218**
Owned plant, machinery and equipment	29,488	1,701	(921)	3,200	(213)	(23)	1,030	**34,262**
Plant, machinery and equipment leased under finance leases	484	46	(111)		(3)		(1)	**415**
Total Plant, machinery and equipment	29,972	1,747	(1,032)	3,200	(216)	(23)	1,029	**34,677**
Assets sold with a buy-back commitment	1,167	533	(132)		1		(248)	**1,321**
Owned other tangible assets	2,147	634	(283)	3,149	351	(96)	258	**6,160**
Other tangible assets leased under finance leases	9	1						**10**
Total Other tangible assets	2,156	635	(283)	3,149	351	(96)	258	**6,170**
Advances and tangible assets in progress	1,233	1,825	(73)	1,201	123		(1,448)	**2,861**
Total gross carrying amount of Property, plant and equipment	41,045	5,079	(1,582)	9,724	360	(199)	(237)	**54,190**

€ million	12/31/2009	Additions	Disposals	Change in the scope of consolidation	Translation differences	Reclassified to/from Assets held for sale	Other changes	12/31/2010
Land	630	2	(4)	0	14	0	(42)	**600**
Owned industrial buildings	5,373	98	(11)	14	161	0	188	**5,823**
Industrial buildings leased under finance leases	90	5	(1)	0	0	0	0	**94**
Total Industrial buildings	5,463	103	(12)	14	161	0	188	**5,917**
Owned plant, machinery and equipment	27,352	1,100	(552)	180	627	0	781	**29,488**
Plant, machinery and equipment leased under finance leases	359	107	0	0	1	0	17	**484**
Total Plant, machinery and equipment	27,711	1,207	(552)	180	628	0	798	**29,972**
Assets sold with a buy-back commitment	1,218	344	(139)	0	6	0	(262)	**1,167**
Owned other tangible assets	1,990	249	(201)	9	57	0	43	**2,147**
Other tangible assets leased under finance leases	14	1	(1)	0	0	0	(5)	**9**
Total Other tangible assets	2,004	250	(202)	9	57	0	38	**2,156**
Advances and tangible assets in progress	1,417	790	(14)	7	50	0	(1,017)	**1,233**
Total gross carrying amount of Property, plant and equipment	**38,443**	**2,696**	**(923)**	**210**	**916**	**0**	**(297)**	**41,045**

In 2011 and 2010, Changes in accumulated depreciation and impairment losses were as follows:

€ million	12/31/2010	Depreciation	Impairment losses	Disposals	Change in the scope of consolidation	Translation differences	Reclassified to/from Assets held for sale	Other changes	12/31/2011
Land	9		1						**10**
Owned industrial buildings	2,907	260	34	(30)	(3)	(43)	(23)	3	**3,105**
Industrial buildings leased under finance leases	21	3		(1)				(2)	**21**
Total Industrial buildings	2,928	263	34	(31)	(3)	(43)	(23)	1	**3,126**
Owned plant, machinery and equipment	22,396	1,952	295	(909)	11	(339)	(15)	21	**23,412**
Plant, machinery and equipment leased under finance leases	171	34	4	(85)		(1)		(1)	**122**
Total Plant, machinery and equipment	22,567	1,986	299	(994)	11	(340)	(15)	20	**23,534**
Assets sold with a buy-back commitment	296	135	11	(64)				(88)	**290**
Owned other tangible assets	1,500	737	2	(177)		47	(49)	(4)	**2,056**
Other tangible assets leased under finance leases	6	1							**7**
Total Other tangible assets	1,506	738	2	(177)		47	(49)	(4)	**2,063**
Advances and tangible assets in progress	18		1					(9)	**10**
Total accumulated depreciation and impairment of Property, plant and equipment	**27,324**	**3,122**	**348**	**(1,266)**	**8**	**(336)**	**(87)**	**(80)**	**29,033**

€ million	12/31/209	Depreciation	Impairment losses	Disposals	Change in the scope of consolidation	Translation differences	Reclassified to/from Assets held for sale	Other changes	12/31/2010
Land	9		2	(2)		1		(1)	**9**
Owned industrial buildings	2,576	184	59	(9)	7	74		16	**2,907**
Industrial buildings leased under finance leases	18	3		(1)				1	**21**
Total Industrial buildings	2,594	187	59	(10)	7	74		17	**2,928**
Owned plant, machinery and equipment	20,830	1,551	73	(542)	92	400		(8)	**22,396**
Plant, machinery and equipment leased under finance leases	121	44				1		5	**171**
Total Plant, machinery and equipment	20,951	1,595	73	(542)	92	401		(3)	**22,567**
Assets sold with a buy-back commitment	308	131	26	(76)		2		(95)	**296**
Owned other tangible assets	1,414	156	4	(104)	(2)	34		(2)	**1,500**
Other tangible assets leased under finance leases	5	1							**6**
Total Other tangible assets	1,419	157	4	(104)	(2)	34		(2)	**1,506**
Advances and tangible assets in progress	19		4					(5)	**18**
Total accumulated depreciation and impairment of Property, plant and equipment	**25,300**	**2,070**	**168**	**(734)**	**97**	**512**	**0**	**(89)**	**27,324**

In 2011 and 2010, changes in the net carrying amount of Property, plant and equipment were as follows:

€ million	12/31/2010	Additions	Depreciation	Impairment losses	Disposals	Change in the scope of consolidation	Translation differences	Reclassified to/from Assets held for sale	Other changes	12/31/2011
Land	591	24		(1)	(12)	304	22	(7)	12	**933**
Owned industrial buildings	2,916	314	(260)	(34)	(18)	1,873	122	(50)	158	**5,021**
Industrial buildings leased under finance leases	73	1	(3)		(1)				1	**71**
Total Industrial buildings	2,989	315	(263)	(34)	(19)	1,873	122	(50)	159	**5,092**
Owned plant, machinery and equipment	7,092	1,701	(1,952)	(295)	(12)	3,189	126	(8)	1,009	**10,850**
Plant, machinery and equipment leased under finance leases	313	46	(34)	(4)	(26)		(2)			**293**
Total Plant, machinery and equipment	7,405	1,747	(1,986)	(299)	(38)	3,189	124	(8)	1,009	**11,143**
Assets sold with a buy-back commitment	871	533	(135)	(11)	(68)		1		(160)	**1,031**
Owned other tangible assets	647	634	(737)	(2)	(106)	3,149	304	(47)	262	**4,104**
Other tangible assets leased under finance leases	3	1	(1)							**3**
Total Other tangible assets	650	635	(738)	(2)	(106)	3,149	304	(47)	262	**4,107**
Advances and tangible assets in progress	1,215	1,825		(1)	(73)	1,201	123		(1,439)	**2,851**
Total net carrying amount of Property, plant and equipment	**13,721**	**5,079**	**(3,122)**	**(348)**	**(316)**	**9,716**	**696**	**(112)**	**(157)**	**25,157**

€ million	12/31/2009	Additions	Depreciation	Impairment losses	Disposals	Change in the scope of consolidation	Translation differences	Reclassified to/from Assets held for sale	Other changes	12/31/2010
Land	621	2	0	(2)	(2)	0	13	0	(41)	**591**
Owned industrial buildings	2,797	98	(184)	(59)	(2)	7	87	0	172	**2,916**
Industrial buildings leased under finance leases	72	5	(3)	0	0	0	0	0	(1)	**73**
Total Industrial buildings	2,869	103	(187)	(59)	(2)	7	87	0	171	**2,989**
Owned plant, machinery and equipment	6,522	1,100	(1,551)	(73)	(10)	88	227	0	789	**7,092**
Plant, machinery and equipment leased under finance leases	238	107	(44)	0	0	0	0	0	12	**313**
Total Plant, machinery and equipment	6,760	1,207	(1,595)	(73)	(10)	88	227	0	801	**7,405**
Assets sold with a buy-back commitment	910	344	(131)	(26)	(63)	0	4	0	(167)	**871**
Owned other tangible assets	576	249	(156)	(4)	(97)	11	23	0	45	**647**
Other tangible assets leased under finance leases	9	1	(1)	0	(1)	0	0	0	(5)	**3**
Total Other tangible assets	585	250	(157)	(4)	(98)	11	23	0	40	**650**
Advances and tangible assets in progress	1,398	790	0	(4)	(14)	7	50	0	(1,012)	**1,215**
Total net carrying amount of Property, plant and equipment	**13,143**	**2,696**	**(2,070)**	**(168)**	**(189)**	**113**	**404**	**0**	**(208)**	**13,721**

Additions of €5,079 million in 2011 refer for €3,925 million to the Fiat Group, for €1,069 million to the Fiat Industrial Group, for €66 million to Juventus Football Club, for €15 million to C&W Group and for €4 million to the Alpitour Group.

Additions by Juventus Football Club mainly include the costs incurred for the “Juventus Stadium”, for the demolition of the old “Stadio delle Alpi” and complete reconstruction, including designing and infrastructure charges, as well as plant, equipment and other assets to service the stadium.

Additions of €2,696 million in 2010 referred for €1,854 million to the Fiat Group, for €750 million to the Fiat Industrial Group, for €20 million to the Alpitour Group, for €64 million to Juventus Football Club and for €8 million to the C&W Group.

During 2011, the Group reviewed the recoverable amount of certain buildings, plant, machinery and industrial equipment in order to take into consideration restructuring plans drawn up for certain businesses. This assessment led to the recognition of impairment losses for €348 million (€168 million in 2010). Such impairment losses refer to the Fiat Group for €323 million, of which €302 million is recognized in Other unusual income (expenses) and to the Fiat Industrial Group for €26 million.

The column Other changes in 2011, consists of the reclassification of the prior year balances for advances and tangible assets in progress to the respective categories when the assets were effectively acquired and put into operation, as well as the reclassification to inventories of assets sold with a buy-back commitment and held-for-sale until the agreement expiry date (€26 million).

In 2011, the overall increase of €9,716 million in Change in the scope of consolidation mainly reflects the consolidation of Chrysler. In 2010, the overall increase in this item mainly reflected the line-by-line consolidation of Fiat Powertrain Polska Sp.z o.o.

In 2011, exchange gains of €696 million reflect the appreciation of the US Dollar against the Euro from the end of May when Chrysler was consolidated for the first time, partially offset by the depreciation of the Brazilian Real and the Polish Zloty against the Euro.
In 2010, exchange gains of €404 million principally reflect the appreciation of the US Dollar, the Brazilian Real and the Polish Zloty against the Euro.

As for property, plant and equipment pledged as collateral, the following is noted:

Fiat Group
At December 31, 2011, property, plant and equipment of the Fiat Group excluding Chrysler pledged as collateral comprises land and industrial buildings pledged as security for debt for €50 million (€128 million at December 31, 2010); plant and machinery for €260 million (€282 million at December 31, 2010) and other assets for €7 million (unchanged compared to December 31, 2010) pledged as security for debt and other commitments which mainly relate to assets that are legally owned by suppliers but are recognized in the consolidated financial statements in accordance with IFRIC 4 with the corresponding recognition of a financial lease payable
The amount of property plant and equipment of the Chrysler sector at December 31, 2011 is €11,050 million. Substantially all the Property, plant and equipment of Chrysler Group LLC and its U.S. subsidiary guarantors are pledged as securities for Chrysler's outstanding debt.
At December 31, 2011, the Fiat Group had contractual commitments for the purchase of Property, plant and equipment amounting to €965 million (€697 million at December 31, 2010).

Fiat Industrial Group
At December 31, 2011, land and industrial buildings of the Group pledged as security for debt amounted to €45 million (€9 million at December 31, 2010); plant and machinery pledged as security for debt and other commitments amounted to €68 million (€36 million at December 31, 2010) and other assets pledged as security for debt and other commitments totaled €2 million (€3 million at December 31, 2010); these relate to suppliers' assets recognized in the consolidated financial statements in accordance with IFRIC 4, with the simultaneous recognition of a financial lease payable.
At December 31, 2011, the Group had contractual commitments for the acquisition of property, plant and equipment amounting to €104 million (€161 million at December 31, 2010).

Juventus Football Club
At December 31, 2011, Juventus Football Club has real estate mortgaged for a loan from the Istituto per il Credito Sportivo for the construction of the new stadium, for a maximum value of €120 million.

16. Investments and other financial assets

Details are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Investments in jointly controlled entities	1,400	360						**1,760**
Investments in associates	131	244				307		**682**
Investments in subsidiaries	48	10						**58**
Investments accounted for using the equity method	1,579	614	0	0	0	307	0	**2,500**
Investments at fair value with changes directly in Other comprehensive income	116					1,735	(104)	**1,747**
Investments at fair value with changes directly in profit or loss	149						(149)	
Investments at fair value	265		0	0	0	1,735	(253)	**1,747**
Investments in jointly controlled entities	20					1	(17)	**4**
Investments in associates	17		3				(10)	**10**
Investments in subsidiaries	18	1					(1)	**18**
Investments at cost	55	1	3	0	0	1	(28)	**32**
Total Investments	1,899	615	3			2,043	(281)	**4,279**
Non-current financial receivables	334	51	5		4	2	(48)	**348**
Other securities	427					205		**632**
Total Investments and other financial assets at 12/31/2011	**2,660**	**666**	**8**	**0**	**4**	**2,250**	**(329)**	**5,259**
Investments in jointly controlled entities	1,323	338						**1,661**
Investments in associates	117	331				231		**679**
Investments in subsidiaries	25	10						**35**
Investments accounted for using the equity method	1,465	679	0	0	0	231	0	**2,375**
Investments at fair value with changes directly in Other comprehensive income	17					1,698		**1,715**
Investments at fair value with changes directly in profit or loss								**0**
Investments at fair value	17	0	0	0	0	1,698	0	**1,715**
Investments in jointly controlled entities	4	11				1		**16**
Investments in associates	10							**10**
Investments in subsidiaries	48	1				10		**59**
Investments at cost	62	12	0	0	0	11	0	**85**
Total Investments	1,544 (b)	691				1,940		**4,175**
Non-current financial receivables	62	46	4	6	2	2		**122**
Other securities	47					334		**381**
Total Investments and other financial assets at 12/31/2010	**1,653**	**737**	**4**	**6**	**2**	**2,276**		**4,678**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.
(b) Does not take into consideration the assignation of Fiat Industrial shares which Fiat S.p.A. received, without consideration, equal to the treasury stock it held in portfolio, since the demerger took effect on January 1, 2011.

Investments

Changes in investments in 2011 are set out below:

€ million	12/31/2010	Revaluations (writedowns)	Fair value changes recognized in equity	Acquisitions and capitalizations	Change in the scope of consolidation	Translation differences	Disposals and other changes	12/31/2011
Investments accounted for using the equity method	2,375	219	0	182	(56)	(17)	(203)	**2,500**
Investments at fair value	1,715	0	35	18	0	1	(22)	**1,747**
Investments at cost	85	(34)	0	18	(27)	1	(11)	**32**
Total Investments	**4,175**	**185**	**35**	**218**	**(83)**	**(15)**	**(236)**	**4,279**

Changes in investments in 2010 are set out below:

€ million	12/31/2009	Revaluations (writedowns)	Fair value changes recognized in equity	Acquisitions and capitalizations	Change in the scope of consolidation	Translation differences	Disposals and other changes	12/31/2010
Investments accounted for using the equity method	2,082	200	0	120	(1)	88	(114)	**2,375**
Investments at fair value	1,355	(9)	401	91	0	0	(123)	**1,715**
Investments at cost	76	(15)	0	32	(4)	2	(6)	**85**
Total Investments	**3,513**	**176**	**401**	**243**	**(5)**	**90**	**(243)**	**4,175**

Revaluations and writedowns, equal to €185 million, include the share of the profit or loss of investments accounted for using the equity method and the impairment losses recognized during the period for the investments valued at cost.

The Fair value changes recognized in equity increased €35 million (€401 million in 2010) and include adjustments to fair value made principally to the investments SGS for €29 million and other investments in the Holdings System for €11 million.

In 2011, Acquisitions and capitalizations amount to €218 million (€243 million in 2010), of which €94 million relating to the Fiat Group, €122 million to the Holdings System and €2 million to the C&W Group.

The acquisitions of the Holdings System include investments made by the subsidiary EXOR S.A. in the Almacantar Group (€104 million) and in Gruppo Banca Leonardo (€18 million).

Changes in the scope of consolidation show a decrease of €83 million (decrease of €5 million in 2010) and comprise mainly €35 million arising from the effects of consolidating V.M. Motori, a joint venture acquired by the Fiat Group on June 29, 2011, using the equity method, €26 million relating to other investments of Chrysler, as well as the line-by-line consolidation in the Fiat Industrial Group and of the associate Iveco Finance Holdings Limited per -€115 million and the effects due to the line-by-line consolidation of L&T – Case Equipment Private Limited per -€10 million.

Disposals and other changes decreased €236 million and mainly consist of the reduction of €167 million as the result of the distribution of dividends by investments accounted for using the equity method (of the Fiat Group: €40 million by the joint venture Tofas-Turk Otomobil Fabrikasi A.S. and €50 million by the joint venture FGA Capital; of the Fiat Industrial Group: €57 million; and of the Holdings System: €6 million the Sequana Group), the negative changes of €23 million in the cash flow hedge reserve of Tofas Turk Otomobil Fabrikasi A.S., as well as the sale of the remaining interest in IntesaSanpaolo for €20 million.
In 2010, the dividends received from Tofas-Turk Otomobil Fabrikasi A.S., FGA Capital and the Sequana Group amounted to €25 million, €26 million and €5 million respectively. The changes in the cash flow

hedge reserve of Tofas Turk Otomobil Fabrikasi A.S. and FGA Capital were positive for €5 million and €3 million, respectively.
Details of the investments are presented below.

Fiat Group
The item Investments in jointly controlled entities comprises the following:

	12/31/2011		12/31/2010	
€ million	% of interest	€ million	% of interest	€ million
FGA Capital S.p.A.	**50.0**	**725**	50.0	700
Tofas - Turk Otomobil Fabrikasi A.S.	**37.9**	**272**	37.9	304
Société Européenne de Véhicules Légers du Nord-Sevelnord Société Anonyme	**50.0**	**89**	50.0	95
Società Europea Veicoli leggeri - Sevel S.p.A.	**50.0**	**100**	50.0	99
GAC Fiat Automobiles Co. Ltd	**50.0**	**108**	50.0	50
Fiat India Automobiles Private Limited	**50.0**	**23**	50.0	42
VM Motori S.p.A.	**50.0**	**38**		
Other		**45**		33
Total Investments in jointly controlled entities		**1,400**		1,323

Investments in associates are the following:

	12/31/2011		12/31/2010	
€ million	% of interest	€ million	% of interest	€ million
Rizzoli Corriere della Sera MediaGroup S.p.A.	10.1	99	10.1	101
Other		32		20
Total Investments in associates		**131**		**121**

Rizzoli Corriere della Sera MediaGroup S.p.A. is a listed company in which Fiat is one of the major shareholders, is represented on the board of directors and is a party to a shareholder agreement. As a result the company is classified as an associate. In order to account for this investment using the equity method, reference was made to the company's most recent published financial statements, being its "Interim Management Statements at 30 September 2011", since those to be issued for 2011 will only be available after the publication of the consolidated financial statements of the Fiat Group.

Non-current financial receivables
Non-current financial receivables mainly consist of amounts held on deposit or otherwise pledged to secure obligations under various commercial agreements, as well as standby letters of credit and other agreements. The increase over December 31, 2010 is mainly due to the consolidation of Chrysler.

Other securities and other financial assets
Other securities and other financial assets include €321 million ($415 million) relating to the value of Fiat's contractual right to receive an additional 5% ownership interest in Chrysler upon the occurrence of the Ecological Event in early January 2012, and relating to the value of the contractual rights arising from the acquisition of the Equity Recapture Agreement for €58 million ($75 million).

Fiat Industrial Group

The item Investments in jointly controlled entities comprises the following:

€ million	12/31/2011 % of interest	12/31/2011 € million	12/31/2010 % of interest	12/31/2010 € million
Naveco (Nanjing Iveco Motor Co.) Ltd.	**50.0**	**169**	50.0	150
Turk Traktor Ve Ziraat Makineleri A.S.	**37.5**	**87**	37.5	79
SAIC Iveco Commercial Vehicle Investment Company Limited	**50.0**	**37**	50.0	45
New Holland HFT Japan Inc.	**50.0**	**42**	50.0	33
CNH de Mexico SA de CV	**50.0**	**19**	50.0	21
Transolver Finance Establecimiento Financiero de Credito S.A.	**50.0**	**4**	50.0	5
Other		**2**		5
Total Investments in jointly controlled entities		**360**		338

The item Investments in associates comprises the following:

€ million	12/31/2011 % of interest	12/31/2011 € million	12/31/2010 % of interest	12/31/2010 € million
Kobelco Construction Machinery Co. Ltd.	20.0	145	20.0	124
CNH Capital Europe S.a.s.	49.9	69	49.9	66
Al -Ghazi Tractors Ltd.	43.2	24	43.2	22
Iveco Finance Holdings Limited	-	0	49.0	115
Other		6		15
Total Investments in associates		**244**		**342**

At December 31, 2011, no non-current financial receivables had been pledged as security for loans (€40 million at December 31, 2010).

Holdings System
The investments of the Holdings System are as follows:

	12/31/2011		12/31/2010		
	% of interest	€ million	% of interest	€ million	Change
Investments accounted for using the equity method					
Sequana Group	**28.24**	**190**	28.24	231	(41)
Almacantar Group (a)	**36.3**	**117**		0	117
Total Investments accounted for using the equity method		**307**		231	76
Investments at fair value with changes directly in equity					
- SGS S.A.	**15.00**	**1,501**	15.00	1,472	29
- Gruppo Banca Leonardo S.p.A.	**17.40**	**105**	14.57	87	18
- Banijay Holding S.A.S.	**17.09**	**40**	17.09	39	1
- The Economist Newspaper Ltd	**4.72**	**32**	4.72	30	2
- Copacabana Prince Participacoes S.A.	**1.62**	**18**	1.62	15	3
- NoCo A LP	**2.00**	**17**	2.00	19	(2)
- BTG Investments LP	**0.26**	**5**	0.26	4	1
- Other		**17**		12	5
- Intesa Sanpaolo S.p.A.	**-**	**0**	0.08	20	(20)
Total Investments at fair value with changes in equity		**1,735**		1,698	37
Investments at cost					
Almacantar Group (a)	**-**	**0**	54.98	10	(10)
Jardine Rothschild Asia Capital Ltd	**33.33**	**1**	33.33	1	0
Total Investments at cost		**1**		11	(10)
Non-current securities					
Securities at fair value with changes in equity					
- Perella Weinberg Funds		**70**		48	22
- Immobiliare RHO Fund		**12**		11	1
- Other		**9**		7	2
Held-to-maturity securities at amortized cost					
- Perfect Vision Limited convertible bonds		**0**		76	(76)
- Other bonds		**114**		192	(78)
Total Non-current securities		**205**		334	(129)
Non-current financial receivables		**2**		2	0
Investments and other financial assets of the Holdings System		**2,250**		2,276	(26)

(a) In 2010, the investment was measured at cost since it was not entirely operational.
(b) Reclassified to Assets and liabilities held for sale.

Investments at fair value with changes in equity
At December 31, 2011, the changes were as follows:

The investment in SGS increased €29 million due to the fair value adjustment at December 30, 2011. The SGS per share trading price at December 30, 2011 was equal to CHF 1,555, or €1,279.2, based on the year-end exchange rate of 1.2156. The carrying amount of the investment in SGS is €470 million; at December 31, 2011, the net positive fair value adjustment recognized in equity was €1,031 million.

The investment in Gruppo Banca Leonardo increased as a result of purchases of additional 7,576,662 ordinary shares (2.90% of share capital) with a total investment of €18 million, net of the negative fair value adjustment of €0.2 million (with recognition in equity).

The estimation of fair value was calculated by an independent expert who applied the Dividend Discount Model of valuation using the Excess of Capital variation, considered by doctrine and professional practice the method most appropriate where there is a business plan which explicitly predicts the estimated future dividend pay-out.
In prior years, the Warrant Equity Method with Excess of Capital valuation criterion was applied since at the time of estimation a business plan which explicitly indicated the flows of expected future dividends was not available.

For purposes of illustration and as a comparison with 2010, the independent expert also determined the value of Gruppo Banca Leonardo using the same previous valuation method; the resulting value of €105 million is line with the measurement obtained using the Dividend Discount Model.

The increase in the investment in Banijay Holding is as a result of the positive change in fair value of €1 million (with recognition in equity).

The investment in Intesa Sanpaolo decreased due to the sale of the entire investment represented by 12,857,142 shares, after EXOR subscribed to its share of the capital increase for €4 million.
At December 31, 2010, there were still put options sold on 25,000,000 Intesa Sanpaolo shares.
In February 2011, EXOR sold additional call options on 10,000,000 Intesa Sanpaolo shares.
During 2011, EXOR early closed all the above options and realized a net gain of €0.7 million.

Securities at fair value with changes in equity

The Perella Weinberg Funds increased by a net €22 million attributable to investments made in NoCo B LP and in the Perella Weinberg Real Estate I Fund, respectively, of €8 million and of €14 million, offset in part by reimbursements of €4 million and the positive fair value adjustment of €4 million (with recognition in equity).
At December 31, 2011 the remaining investment commitments in NoCo B L.P. and in the Perella Weinberg Real Estate I Fund amount, respectively, to $34 million (€26 million) and €3 million.

The Immobiliare RHO Fund increased €1 million owing to the positive fair value adjustment certified by the same Fund manager.

Held-to-maturity securities

These comprise bonds issued by leading counterparts and quoted on active and open markets which the Holdings System intends, and is able, to hold until their natural repayment date as an investment of a part of its available cash so that it can receive a constant attractive flow of financial income. Such securities are recognized and measured at amortized cost.

The key consolidated data of the Sequana Group and of the Almacantar Group are as follows.

Sequana Group

€ million	12/31/2011	12/31/2010
Total assets	**2,711**	2,988
Current and non-current liabilities	**2,041**	2,174
Revenues	**3,944**	4,117
Profit (loss)	**(77)**	32
Of which EXOR's share	**(22)**	9
Net financial debt	**609**	674
Fair value of EXOR's share based on the trading price at the end of December	**60**	163

Almacantar Group

	12/31/2011 £ million	12/31/2011 € million
Property revenues	**6.9**	**8**
Profit (loss)	**(4.3)**	**(5)**
Of which EXOR's share	**(1.6)**	**(2)**
Net financial position	**(20.6)**	**(25)**

Listed investments

At December 31, 2011, the stock market values of listed investments are as follows:

€ million	Carrying amount 12/31/2011	Trading price 12/31/2011
Fiat		
Tofas - Turk Otomobil Fabrikasi A.S.	**272**	**278**
Rizzoli Corriere della Sera MediaGroup S.p.A.	**99**	**52**
Total Fiat	**371**	**330**
Fiat Industrial		
Turk Traktor Ve Ziraat Makineleri A.S.	**87**	**277**
Al -Ghazi Tractors Ltd.	**24**	**31**
Total Fiat Industrial	**111**	**308**
Holdings System		
Sequana S.A.	**190**	**60**
Total Holdings System	**190**	**60**
Total Listed investments	**672**	**698**

17. Leased assets

Details by sector are as follows:

€ million	Fiat	Fiat Industrial	Consolidated Exor
At December 31, 2011			
Leased assets	**45**	**558**	**603**
At December 31, 2010			
Leased assets	**-**	**492**	**492**

The Fiat Industrial Group and in particular the sectors Trucks and Commercial Vehicles and the Agricultural and Construction Equipment lease out assets, mainly their own products, as part of their financial services businesses.

This item changed as follows in 2011 and 2010:

€ million	12/31/2010	Additions	Depreciation	Translation differences	Disposals and other changes	12/31/2011
Gross carrying amount	674	296		18	(245)	**743**
Depreciation and impairment	(182)		(90)	(4)	91	**(185)**
Net carrying amount of Leased assets 2011	**492**	**296**	**(90)**	**14**	**(154)**	**558**

€ million	12/31/2009	Additions	Depreciation	Translation differences	Disposals and other changes	12/31/2010
Gross carrying amount	632	291	0	55	(304)	**674**
Depreciation and impairment	(175)	0	(95)	(13)	101	**(182)**
Net carrying amount of Leased assets 2010	**457**	**291**	**(95)**	**42**	**(203)**	**492**

At December 31, 2011, minimum lease payments from non-cancellable operating leases amount to €186 million (€216 million at December 31, 2010) and fall due as follows:

€ million	12/31/2011	12/31/2010
Within one year	**86**	98
Between one and five years	**99**	116
Beyond five years	**1**	2
Total Minimum lease payments	**186**	216

18. Inventories

The breakdown by sector is presented below:

€ million	Fiat	Fiat Industrial	Alpitour (a)	Consolidated Exor
Raw materials, supplies and finished goods	7,555	4,707		**12,262**
Assets sold with a buy-back commitment	1,394	142		**1,536**
Gross amount due from customers for contract work	174	16		**190**
Total Inventories at December 31, 2011	**9,123**	**4,865**	**0**	**13,988**
Raw materials, supplies and finished goods	3,671	3,727	4	**7,402**
Assets sold with a buy-back commitment	637	159		**796**
Gross amount due from customers for contract work	135	12		**147**
Total Inventories at December 31, 2010	**4,443**	**3,898**	**4**	**8,345**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Fiat Group

Excluding the changes resulting from the initial consolidation of Chrysler, totaling €3,050 million, Inventories rose by €834 million during 2011 (€750 million at unchanged exchange rates) mainly in connection with the development of new production and sales activities in North America and Latin America.

At December 31, 2011, Inventories include those measured at net realizable value (estimated selling price less the estimated costs of completion and the estimated costs necessary to make the sale) amounting to €1,343 million (€1,482 million at December 31, 2010).

The amount of inventory writedowns recognized as an expense during 2011 is €528 million (€432 million in 2010). Amounts recognized as income from the reversal of writedowns on items sold during the year were not significant.

The amount of inventories of the Chrysler sector at December 31, 2011 is €4,170 million. Substantially all of the inventories of Chrysler Group LLC and its U.S. subsidiary guarantors are pledged as securities for debt outstanding.

Fiat Industrial Group

At December 31, 2011, Inventories include those measured at net realizable value (estimated selling price less the estimated costs of completion and the estimated costs necessary to make the sale) amounting to €961million (€1,216 million at December 31, 2010).

The amount of inventory writedowns recognized as an expense during 2011 is €84 million (€57 million in 2010). Amounts recognized as income from the reversal of writedowns on items sold during the year were not significant.

There were no inventories pledged as security at December 31, 2011 and 2010.

The amount due from customers for contract work mainly relates to the Production Systems sector of the Fiat Group can be analyzed as follows:

€ million	Fiat	Fiat Industrial	Consolidated Exor
At December 31, 2011			
Aggregate amount of costs incurred and recognized profits (less recognized losses) to date	1,294	26	**1,320**
Less: Progress billings	(1,230)	(11)	**(1,241)**
Construction contracts, net of advances on contract work	**64**	**15**	**79**
Gross amount due from customers for contract work as an asset	174	16	**190**
Less: Gross amount due to customers for contract work as a liability included in Other current liabilities	(110)	(1)	**(111)**
Construction contracts, net of advances on contract work	**64**	**15**	**79**
At December 31, 2010			
Aggregate amount of costs incurred and recognized profits (less recognized losses) to date	1,233	12	**1,245**
Less: Progress billings	(1,203)	0	**(1,203)**
Construction contracts, net of advances on contract work	**30**	**12**	**42**
Gross amount due from customers for contract work as an asset	135	12	**147**
Less: Gross amount due to customers for contract work as a liability included in Other current liabilities	(105)	0	**(105)**
Construction contracts, net of advances on contract work	**30**	**12**	**42**

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

19. Current receivables and Other current assets

The composition of Current receivables and Other current assets is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Trade receivables	2,625	1,562	242		16		(124)	**4,321**
Receivables from financing activities	3,968	13,946					(53)	**17,861**
Other financial receivables						8		**8**
Current tax receivables	369	685	14			25		**1,093**
Other current assets:								
- Other current receivables	1,710	902	32		31	2	(37)	**2,640**
- Accrued income and prepaid expenses	378	151	23		4			**556**
	2,088	1,053	55	0	35	2	(37)	**3,196**
Total Current receivables and Other current assets at December 31, 2011	**9,050**	**17,246**	**311**	**0**	**51**	**35**	**(214)**	**26,479**
Trade receivables	2,367	1,839	227	81	14		(158)	**4,370**
Receivables from financing activities	2,866	10,908						**13,774**
Other financial receivables						38	(31)	**7**
Financial receivables from Fiat Industrial	5,626						(5,626)	**0**
Financial receivables from Fiat		2,865					(2,865)	**0**
Current tax receivables	353	618	7	1		45	(66)	**958**
Other current assets:								
- Other current receivables	1,526	797	45	12	25	2	(138)	**2,269**
- Accrued income and prepaid expenses	118	158	22		8	1		**307**
	1,644	955	67	12	33	3	(138)	**2,576**
Total Current receivables and Other current assets at December 31, 2010	**12,856**	**17,185**	**301**	**94**	**47**	**86**	**(8,884)**	**21,685**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Trade receivables

Trade receivables of the EXOR Group amount to €4,321 million at December 31, 2011 and decreased €49 million compared to December 31, 2010.

Trade receivables are shown net of allowances for doubtful accounts of €529 million at December 31, 2011 (€499 million at December 31, 2010). Changes in these allowances, which are calculated on the basis of historical losses on receivables, were as follows in 2011:

€ million	At December 31, 2010	Provision	Uses and other changes	Change in the scope of consolidation	At December 31, 2011
Allowances for doubtful accounts at 12/31/2011	**499**	**142**	**(112)**	**0**	**529**
Allowances for doubtful accounts at 12/31/2010	**561**	**104**	**(173)**	**7**	**499**

The carrying amount of Trade receivables is considered in line with their fair value.

The amount of trade receivables of the Chrysler sector at December 31, 2011 is €667 million. Substantially all the trade receivables of Chrysler Group LLC and its U.S. subsidiary guarantors are pledged as securities for debt outstanding. For the Fiat Group excluding Chrysler, trade receivables of €1 million were pledged as security for loans obtained (€8 million at December 31, 2010.

Receivables from financing activities of the Fiat Group

Receivables from financing activities include the following:

€ million	12/31/2011	12/31/2010
Dealer financing	**2,360**	1,724
Retail financing	**1,107**	731
Finance leases	**310**	243
Supplier financing	**51**	48
Financial receivables from jointly controlled financial services entities	**21**	12
Financial receivables from jointly controlled entities, associates and unconsolidated subsidiaries	**61**	49
Other	**58**	59
Total Receivables from financing activities	**3,968**	**2,866**

Receivables from financing activities increased by €1,102 million over the period. Excluding translation exchange losses of €125 million (arising mainly from the devaluation of the Brazilian Real exchange rate against the Euro) and changes resulting from consolidation of Chrysler, totaling €15 million, the item increased by €1,212 million, due to the increase in financing activities of the Group's financial services companies outside Europe.

Financial receivables from jointly controlled financial services companies include current financial receivables due from the FGA Capital group.

Receivables from financing activities of the Fiat Group are shown net of an allowance for doubtful accounts determined on the basis of specific insolvency risks. At December 31, 2011, the allowance amounts to €101 million (€102 million at December 31, 2010). Changes in the allowance accounts during the year are as follows:

€ million	12/31/2010	Provision	Use and other changes	12/31/2011
Retail financing	21	17	(4)	**34**
Finance leases	9	1	(1)	**9**
Dealer financing	26	12	(13)	**25**
Supplier financing	2			**2**
Other	44		(13)	**31**
Total allowance on Receivables from financing activities	**102**	**30**	**(31)**	**101**

The fair value of receivables from financing activities at December 31, 2011 amounts to approximately €3,956 million (€2,869 million at December 31, 2010). These fair values have been calculated using a discounted cash flow method based on the following discount rates, adjusted where necessary to take account of the specific insolvency risk of the underlying financial instrument.

in %	EUR	USD	GBP	CAD	AUD	BRL	PLN
Interest rate for six months	1.62	0.81	1.38	1.45	4.43	10.16	5.00
Interest rate for one year	1.95	1.13	1.87	1.65	3.88	10.04	4.88
Interest rate for five years	1.73	1.23	1.57	1.46	4.31	10.74	4.81

Finance lease receivables refer to vehicles leased out under finance lease arrangements by the Fiat Group Automobiles and Ferrari sectors. The interest rate implicit in the lease is determined at the contract date for the whole of the lease term and is in line with market rates.

This item may be analyzed as follows, gross of an allowance of €9 million at December 31, 2011 (€9 million at December 31, 2010):

€ million	Due within one year	Due between one and five years	Due beyond five years	Total
Receivables for future minimum lease payments	110	216	9	**335**
Less: unrealized interest income	(5)	(11)	0	**(16)**
Present value of future minimum lease payments at December 31, 2011	**105**	**205**	**9**	**319**
Receivables for future minimum lease payments	75	177	6	**258**
Less: unrealized interest income	(3)	(2)	(1)	**(6)**
Present value of future minimum lease payments at December 31, 2010	**72**	**175**	**5**	**252**

No contingent rents were recognized as finance leases during 2011 or 2010 and unguaranteed residual values at December 31, 2011 and 2010 are not significant.

Receivables for dealer financing are typically generated by sales of vehicles and are generally managed under dealer network financing programs as a component of the portfolio of the financial services companies. These receivables are interest bearing, with the exception of an initial limited, non-interest bearing period. The contractual terms governing the relationships with the dealer networks vary from sector to sector and from country to country, although payment terms range from two to six months.

Receivables from financing activities of the Fiat Industrial Group

€ million	12/31/2011	12/31/2010
Retail financing	**6,985**	6,219
Dealer financing	**5,243**	3,857
Finance leases	**1,619**	812
Other	**99**	20
Total Receivables from financing activities	**13,946**	**10,908**

Total Receivables from financing activities increased by €3,038 million over the period, mainly due to the line-by-line consolidation of Iveco Finance Holdings Limited for €2,082 million and an increase in Dealer and Retail financing in the CNH sector in North America for €654 million. Changes in exchange rates, mainly between the Euro and the Australian Dollar, the Canadian Dollar and the US Dollar, led to an increase of €136 million, partially offset by the depreciation in the Euro/Real exchange rate.

Receivables from financing activities are shown net of an allowance for doubtful accounts determined on the basis of specific insolvency risks. At December 31, 2011, the allowance amounts to €564 million (€493 million at December 31, 2010). Changes in the allowance accounts during the years considered are as follows:

€ million	12/31/2010	Provision	Use and other changes	12/31/2011
Retail financing	310	161	(263)	**208**
Finance leases	94	90	79	**263**
Dealer financing	89	22	(18)	**93**
Total allowance on Receivables from financing activities	**493**	**273**	**(202)**	**564**

The fair value of receivables from financing activities at December 31, 2011 amounts to €14,325 million (€11,090 million at December 31, 2010) and has been calculated using a discounted cash flow method based on the following discount rates, adjusted, where necessary, to take account of the specific risk of insolvency of the underlying financial instrument.

in %	EUR	USD	GBP	CAD	AUD	BRL	PLN
Interest rate for six months	1.62	0.81	1.38	1.45	4.43	10.16	5.00
Interest rate for one year	1.95	1.13	1.87	1.65	3.88	10.04	4.88
Interest rate for five years	1.73	1.23	1.57	1.46	4.31	10.74	4.81

Finance lease receivables mainly relate to vehicles of Trucks and Commercial Vehicles and Agricultural and Construction Equipment sectors leased out under finance lease arrangements. The interest rate implicit in the lease is determined at the commencement of the lease for the whole lease term. The average interest rates implicit in total finance lease receivables vary depending on prevailing market interest rates. The item may be analyzed as follows stated gross of an allowance of €263 million at December 31, 2011 (€94 million at December 31, 2010):

€ million	Due within one year	Due between one and five years	Due beyond five years	Total
Receivables for future minimum lease payments	1,100	1,189	29	2,318
Less: unrealized interest income	(168)	(265)	(3)	(436)
Present value of future minimum lease payments at December 31, 2011	**932**	**924**	**26**	**1,882**
Receivables for future minimum lease payments	465	496	94	1,055
Less: unrealized interest income	(51)	(79)	(19)	(149)
Present value of future minimum lease payments at December 31, 2010	**414**	**417**	**75**	**906**

No contingent rents were recognized as finance lease during 2011 or 2010 and unguaranteed residual values at December 31, 2011 and 2010 are not significant.

Receivables for dealer financing are typically generated by sales of vehicles and are generally managed under dealer network financing programs as a component of the portfolio of the financial services companies. These receivables are interest bearing, with the exception of an initial limited, non-interest bearing period. The contractual terms governing the relationships with the dealer networks vary from sector to sector and from country to country, although payment terms range from two to six months.

Other current assets

Other current assets amount to €3,196 million (€2,576 million at December 31, 2010) and mainly consist of Other tax receivables for VAT and other indirect taxes of €1,417 million, Receivables from employees of €85 million and Accrued income and prepaid expenses of €556 million. The carrying amount of Other current assets is considered to be in line with fair value.

At December 31, 2011, other receivables in Other current assets of Juventus Football Club comprise receivables from football clubs arising from the sale of players for €20 million.

At December 31, 2010, Other current assets included an amount of €88 million due from the tax authorities relating to eco-incentives in Italy.

The analysis of current receivables (excluding accrued income and prepaid expenses by due date at December 31, 2011 and December 31, 2010) is the following:

	At 12/31/2011				At 12/31/2010			
€ million	Due within one year	Due between one and five years	Due beyond five years	Total	Due within one year	Due between one and five years	Due beyond five years	Total
Trade receivables	4,253	67	1	**4,321**	4,300	70		**4,370**
Receivables from financing activities	11,524	6,242	95	**17,861**	8,744	4,808	222	**13,774**
Other financial receivables	8			**8**	7			**7**
Current tax receivables	975	42	76	**1,093**	790	38	130	**958**
Other current receivables	2,106	489	45	**2,640**	1,762	476	31	**2,269**
Total current receivables	**18,866**	**6,840**	**217**	**25,923**	15,603	5,392	383	**21,378**

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

20. Current investments and securities

The item consists mainly of short-term securities which represent temporary investments, but which do not satisfy all the requirements for being classified as cash equivalents. In particular:

€ million	Fiat	Fiat Industrial	Alpitour (a)	Holdings System	Consolidated Exor
Equity shares held for trading	33			104	**137**
Bonds held-to-maturity				77	**77**
Bonds available-for-sale	52	68			**120**
Bonds and mutual funds held for trading	147			296	**443**
Total bonds and mutual funds	199	68		373	**640**
Investments and current securities at December 31, 2011	**232**	**68**		**477**	**777**
Equity shares held for trading	34			342	**376**
Bonds held-to-maturity					
Bonds available-for-sale	38	24			**62**
Bonds and mutual funds held for trading	147		3	370	**520**
Total bonds and mutual funds	185	24	3	370	**582**
Investments and current securities at December 31, 2010	**219**	**24**	**3**	**712**	**958**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Holdings System

Current investments and securities include equity shares listed on major international markets, bonds issued by leading issuers and mutual funds. Such financial assets, if held for trading, are measured at fair value on the basis of the market price at the end of the year or using the value determined by an independent third party in the case of mutual funds, translated, where applicable, at year-end exchange rates, with recognition of the fair value in the income statement; if held to maturity, they are measured at amortized cost. Derivative financial instruments are used in the management of current financial instruments.

Fiat Industrial Group

This item includes investments of about €62 million in Brazilian sovereign bonds. These securities, known as LTFs (*Letra Financeira do Tesouro*), have maturities between 2013 and 2015, bear interest at a variable rate and may be readily traded as they are listed on liquid markets.

21. Other financial assets and Other financial liabilities

These items consist of derivative financial instruments measured at fair value at December 31, 2011. Specifically:

€ million	12/31/2011 Positive fair value	12/31/2011 Negative fair value	12/31/2010 Positive fair value	12/31/2010 Negative fair value
Fiat				
Fair value hedges				
Interest rate risk - Interest rate swaps	**216**		226	(7)
Interest rate and currency risk - Combined interest rate and currency swaps	**1**	**(2)**	15	
Total Fair value hedges	**217**	**(2)**	241	(7)
Cash flow hedges				
Currency risks - Forward contracts, Currency swaps and Currency options	**91**	**(258)**	81	(109)
Interest rate risk - Interest rate swaps		**(5)**	56	(78)
Interest rate and currency risk - Combined interest rate and currency swaps			5	
Commodities price risk - Commodities swaps	**1**	**(42)**	2	
Total Cash flow hedges	**92**	**(305)**	144	(187)
Derivatives for trading	**174**	**(122)**	131	(61)
Cash Collateral	**74**			
Total Fiat	**557**	**(429)**	516	(255)
Fiat Industrial				
Fair value hedges				
Interest rate risk - Interest rate swaps	**54**	**(2)**	9	(11)
Total Fair value hedges	**54**	**(2)**	9	(11)
Cash flow hedges				
Currency risks - Forward contracts, Currency swaps and Currency options	**32**	**(102)**	48	(82)
Interest rate risk - Interest rate swaps	**0**	**(27)**	4	(9)
Other derivatives		**(1)**		
Total Cash flow hedges	**32**	**(130)**	52	(91)
Derivatives for trading	**32**	**(25)**	27	(45)
Total Fiat Industrial	**118**	**(157)**	88	(147)
C&W Group				
Fair value hedges				
Currency risks		**(2)**	1	(2)
Cash flow hedges				
Interest rate risk - Interest rate cap	**1**			
Total C&W Group	**1**	**(2)**	1	(2)
Alpitour Group				
Cash flow hedges				
Currency risks - Forward contracts, Currency swaps and Currency options				(1)
Interest rate risk - Interest rate swaps				(4)
Alpitour Group (a)	**0**	**0**	0	(5)
Juventus F.C.				
Cash flow hedges				
Interest rate risk - Interest rate swaps	**0**	**(1)**		
Total Juventus F.C.	**0**	**(1)**	**0**	**0**
Holdings System				
Cash flow hedge				
Interest rate risk - Interest rate swaps	**1**	**(11)**		
Derivatives for trading		**(11)**	5	(60)
Total Holdings System	**1**	**(22)**	5	(60)
Total Other financial assets (liabilities)	**677**	**(611)**	610	(469)

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

The fair value of derivative financial instruments is determined by taking into consideration market parameters at the balance sheet date and using valuation techniques widely accepted in the financial business environment. In particular:

- the fair value of forward contracts and currency swaps is determined by taking the prevailing exchange rate and interest rates in the two currencies at the balance sheet date;
- the fair value of currency options is determined using valuation techniques based on the Black-Scholes model or binomial models and market parameters at the balance sheet date (in particular exchange rates, interest rates and volatility rates);
- the fair value of interest rate swaps and forward rate agreements is determined by using the discounted cash flow method;
- the fair value of derivative financial instruments acquired to hedge interest rate risk and currency risk is determined using the exchange rates prevailing at the balance sheet date and the discounted cash flow method;
- the fair value of derivatives hedging commodity price risk is determined by using the discounted cash flow method, taking market parameters at the balance sheet date where available (and in particular the future price of the underlying and interest rates);
- the fair value of equity swaps is determined using market prices at the balance sheet date.

Fiat Group

The overall change in Other financial assets from €516 million at December 31, 2010 to €557 million at December 31, 2011 and in Other financial liabilities from €255 million at December 31, 2010 to €429 million at December 31, 2011 is mostly due to fluctuations in exchange rates, in interest rates and in commodity prices during the year, and to the change in the scope of consolidation arising from the acquisition of Chrysler and the change in fair value of the equity swaps on Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares.

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

Derivatives for trading consist principally of the following types:

- derivative contracts entered for hedging purposes which do not qualify for hedge accounting;
- derivatives (equity swaps) on Fiat S.p.A. and Fiat Industrial S.p.A. shares which are described below;
- an embedded derivative in a bond issue in which the yield is determined as a function of trends in the inflation rate and related hedging derivative, which converts the exposure to floating rate. The total value of the embedded derivative is offset by the value of the hedging derivative.

The cash collateral relates to Chrysler derivative contracts.

Fiat Industrial Group

The overall increase in Other financial assets from €88 million at December 31, 2010 to €118 million at December 31, 2011, and in Other financial liabilities from €147 million at December 31, 2010 to €157 million at December 31, 2011 is mostly due to changes in exchange rates and interest rates during the year.

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.

Derivatives for trading consist principally of derivatives (mostly currency based derivatives) acquired to hedge receivables and payables subject to currency risk and/or interest rate risk which are not formally designated as hedges at Group level.

Holdings System

Other financial assets represent the positive fair value of a cross currency swap contract to hedge exchange risk on the non-convertible bonds in Japanese yen issued in May 2011 by EXOR S.p.A.

Other financial liabilities include the negative fair value of €11 million relating to interest rate swap contracts put in place by EXOR S.p.A. on bank debt and also derivatives for trading of €11 million.

At December 31, 2011 and 2010, the notional amount of the outstanding derivative financial instruments of the EXOR Group, is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Consolidated Exor
Currency risk management	10,279	6,800	112			83	**17,274**
Interest rate risk management	8,407	3,971	97		17	200	**12,692**
Interest rate and currency risk management	652					83	**735**
Commodity price risk management	690	20					**710**
Other derivative financial instruments	168						**168**
Total notional amount at December 31, 2011	**20,196**	**10,791**	**209**	**0**	**17**	**366**	**31,579**
Currency risk management	8,183	4,378	103	23			**12,687**
Interest rate risk management	9,407	3,133		55	114	25	**12,734**
Interest rate and currency risk management	1,005						**1,005**
Other derivative financial instruments	230	2				76	**308**
Total notional amount at December 31, 2010	**18,825**	**7,513**	**103**	**78**	**114**	**101**	**26,734**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Fiat Group

At December 31, 2011, the notional amount of Other derivative financial instruments consists of:

- For €154 million (€204 million at December 31, 2010), the notional amount of four equity swaps, renewed in 2011 and expiring in 2012, arranged to hedge the risk of an increase in the prices of Fiat S.p.A. and Fiat Industrial S.p.A. shares above the exercise price of the stock options granted to the Chief Executive Officer in 2004 and 2006 (see Note 24). The notional amount is linked to the vested stock options. At December 31, 2011, the equity swaps have a total positive fair value of €18 million (a positive fair value of €115 million at December 31, 2010). Although these equity swaps were entered into for hedging purposes, they do not qualify for hedge accounting under IFRS and accordingly are defined as trading derivative financial instruments.
- For €14 million (€14 million at December 31, 2010), the notional amount of the derivative embedded in a bond with a return linked to inflation rates, as well as the notional amount of the related hedging derivative, which converts the exposure to floating rate.

Fiat Industrial Group

At December 31, 2011, the notional amount of Other derivative financial instruments consists of: the notional amount of derivatives linked to commodity prices hedging specific exposures arising from supply agreements. Under these agreements there is a regular updating of the prices on the basis of trends in the quoted prices of the raw material.

C&W Group

The notional value as of December 31, 2011 refers:

- for €112 million ($145 million), to forward contracts used by C&W Group to mitigate foreign currency exposure related to intercompany transactions with a fair value liability of a net $1.4 million, or €1.1 million at December 31, 2011 ($1 million, or €1 million at December 31, 2010);
- for €97 million ($125 million), to an Interest Rate Cap entered into by C&W Group on August 15, 2011 and contemporaneously designated the derivative as a cash flow hedge of the interest rate risk attributable to the future interest payments on the Credit Facility for changes in LIBOR above 1%. As of December 31, 2011, the fair value of this interest rate cap amounted to €1 million and was reflected as an asset.

During the year ended December 31, 2011, net losses of €0.4 million ($0.6 million) were recorded to other comprehensive loss and accumulated under the cash flow hedging reserve.

There was no hedge ineffectiveness for the year ended December 31, 2011.

Juventus Football Club

The notional amount at December 31, 2011 of €17 million refers to an interest rate swap contract entered into on April 11, 2011 to hedge the interest rate applicable to the finance lease with Unicredit Leasing S.p.A. relative to the Vinovo Training Center. The negative fair value is €0.6 million (€0.4 million in 2010).

At December 31, 2010, there were also CAP option contracts to manage the risk of changes in interest rates on two loan contracts for a total of €60 million, entered into with Istituto per il Credito Sportivo for the construction of the new Stadium. At December 31, 2010, the positive fair value change in the two options (€0.2 million) was recognized in profit or loss since the fair value of the option was entirely due to the time value of the transaction.

Holdings System

The notional amount of the financial instruments to manage interest rate risk includes:

- interest swap contracts entered into by EXOR S.p.A. on loans of €200 million to guarantee a fixed rate for the entire period of the loans. At December 31, 2011, the fair value is negative for €11 million. At December 31, 2010, EXOR S.p.A. had in place an interest rate swap contract on the loan of €25 million;
- a cross currency swap contract on the non-convertible bonds in Japanese yen (about €83 million) entered in May 2011 by EXOR S.p.A. to hedge currency risk. At December 31, 2011, the fair value is positive for €1 million.
- Forward currency sales contracts, for €83 million; the fair value at December 31, 2011 is negative for €11 million.

The following table provides an analysis by due date of outstanding derivative financial instruments at December 31, 2011 based on their notional amounts:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Consolidated Exor
Currency risk management							
- Due within one year	9,272	6,633	112			83	**16,100**
- Due between one and five years	1,007	167					**1,174**
	10,279	6,800	112	0	0	83	**17,274**
Interest rate risk management							
- Due within one year	3,277	1,362			2		**4,641**
- Due between one and five years	3,380	1,746	97		6	200	**5,429**
- Due beyond five years	1,750	863			9		**2,622**
	8,407	3,971	97	0	17	200	**12,692**
Interest rate and currency risk management							
- Due beyond five years	652					83	**735**
	652	0	0	0	0	83	**735**
Commodities price risk management							
- Due within one year	641	20					**661**
- Due between one and five years	49						**49**
	690	20	0	0	0	0	**710**
Other derivative financial instruments							
- Due within one year	154						**154**
- Due beyond five years	14						**14**
	168	0	0	0	0	0	**168**
Total notional amount at 12/31/2011	**20,196**	**10,791**	**209**	**0**	**17**	**366**	**31,579**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

The following table provides an analysis by due date of outstanding derivative financial instruments at December 31, 2010 based on their notional amounts:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour	Juventus F.C.	Holdings System	Consolidated Exor
Currency risk management							
- Due within one year	7,444	4,241	103	23			11,811
- Due between one and five years	739	137					876
	8,183	4,378	103	23			12,687
Interest rate risk management							
- Due within one year	4,593	834		8	101	25	5,561
- Due between one and five years	3,426	1,664		30	6		5,126
- Due beyond five years	1,388	635		17	7		2,047
	9,407	3,133		55	114	25	12,734
Interest rate and currency risk management							
- Due beyond five years	1,005						1,005
	1,005	0					1,005
Other derivative financial instruments							
- Due within one year	216	2					218
- Due between one and five years	0	0				76	76
- Due beyond five years	14	0					14
	230	2				76	308
Total notional amount at December 31, 2010	**18,825**	**7,513**	**103**	**78**	**114**	**101**	**26,734**

Cash flow hedges

€ million	Fiat	Fiat Industrial	Holdings System	Consolidated Exor
Currency risk				
Increase (Decrease) in net revenues	65	(13)		**52**
Decrease (Increase) in cost of sales	(36)	25		**(11)**
Financial income (expenses)	(19)	(9)		**(28)**
Result from investments	23			**23**
Interest rate risk				
Decrease (Increase) in cost of sales	(4)	(18)		**(22)**
Result from investments	(5)			**(5)**
Financial income (expenses)	(2)	(2)	(2)	**(6)**
Commodities price risk				
Decrease (Increase) in cost of sales	(3)			**(3)**
Taxes - income (expenses)	(3)	3		**0**
Ineffectiveness - overhedges	(3)			**(3)**
Net gains (losses) on cash flow hedges recognized in the income statement 2011	**13**	**(14)**	**(2)**	**(3)**
Currency risk				
Increase (Decrease) in net revenues	(64)	(27)		**(91)**
Decrease (Increase) in cost of sales	(83)	(29)		**(112)**
Financial income (expenses)	(19)	(29)		**(48)**
Result from investments	(5)			**(5)**
Interest rate risk				
Decrease (Increase) in cost of sales	(8)	(36)		**(44)**
Result from investments	(7)			**(7)**
Financial income (expenses)	(5)		(10)	**(15)**
Commodities price risk				
Decrease (Increase) in cost of sales	5			**5**
Taxes - income (expenses)	37	28		**65**
Ineffectiveness - overhedges	(19)			**(19)**
Net gains (losses) on cash flow hedges recognized in the income statement 2010	**(168)**	**(93)**	**(10)**	**(271)**

In reference to existing derivative financial instruments put in place, during 2011 the EXOR Group reversed from Other comprehensive income to profit or loss a portion of the previously recognized losses equal to €3 million (losses equal to €271 million in 2010) net of the tax effect.

Fiat Group

The effects recognized in profit or loss mainly relate to currency risk management and, to a lesser extent, to hedges regarding commodity price risk management and the cash flows that are exposed to an interest rate risk.

The policy of the Group for managing currency risk normally requires that future cash flows from trading activities which will occur for accounting purposes within the following twelve months, and from orders acquired (or contracts in progress), whatever their due dates, be hedged. It is considered reasonable to suppose that the hedging effect arising from this and recorded in the cash flow hedge reserve will be recognized in income, mainly during the following year.

The interest rate and currency derivatives treated as cash flow hedges were entered into by the North American treasury for the purpose of hedging the bond issued in Euros and maturing in 2017; the amount recorded in the cash flow hedge reserve will be recognized in income according to the timing of the flows of the underlying bond.

The ineffectiveness of cash flow hedges was not material in 2011 or 2010.

Fiat Industrial Group

The effects arising on the income statement mainly refer to the management of the currency risk and, to a lesser extent, to the hedges relating to the debt of the Group's financial companies and Group treasury.

The policy of the Group for managing currency risk normally requires that future cash flows from trading activities which will occur for accounting purposes within the following twelve months, and from orders acquired (or contracts in progress), whatever their due dates, be hedged. As a result, it is considered reasonable to suppose that the hedging effect arising from this and recorded in the cash flow hedge reserve will be recognized in income, mainly during the following year.

The ineffectiveness of cash flow hedges was not material in 2011 or 2010.

The total economic effect of hedges which subsequently turned out to be in excess of the future flows being hedged (overhedges) was not material in 2011 or 2010.

Fair value hedges

The gains and losses arising from the valuation of interest rate and currency derivatives financial instruments (mostly for managing currency risk) and interest rate derivatives (for managing the interest rate risk) recognized in accordance with fair value hedge accounting and the gains and losses arising from the respective hedged items are set out in the following table:

€ million	Fiat	Fiat Industrial	Consolidated Exor
Currency risk			
Net gains (losses) on qualifying hedges	(19)		**(19)**
Fair value changes in hedged items	19		**19**
Interest rate risk			
Net gains (losses) on qualifying hedges	24	51	**75**
Fair value changes in hedged items	(26)	(51)	**(77)**
Net gains (losses) on fair value hedges recognized in the income statement 2011	**(2)**	**0**	**(2)**
Currency risk			
Net gains (losses) on qualifying hedges	(50)		**(50)**
Fair value changes in hedged items	50		**50**
Interest rate risk			
Net gains (losses) on qualifying hedges	15	11	**26**
Fair value changes in hedged items	(15)	(11)	**(26)**
Net gains (losses) on fair value hedges recognized in the income statement 2010	**0**	**0**	**0**

The ineffective portion of transactions treated as fair value hedges was not material in 2011 or 2010.

22. Cash and cash equivalents

A breakdown by sector is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Cash in hand and at banks and post offices	9,382	4,441	114		1	107	(6)	**14,039**
Cash with a pre-determined use	1	728						**729**
Money market securities	8,143	470	18			109	(14)	**8,726**
Total Cash and cash equivalents at 12/31/2011	**17,526**	**5,639**	**132**	**0**	**1**	**216**	**(20)**	**23,494**
Cash in hand and at banks and post offices	8,407	2,523	59	92	5	67		**11,153**
Cash with a pre-determined use	10	684						**694**
Money market securities	3,550	479	18			294		**4,341**
Total Cash and cash equivalents at 12/31/2010	**11,967**	**3,686**	**77**	**92**	**5**	**361**	**0**	**16,188**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Amounts shown are readily convertible into cash and are subject to an insignificant risk of changes in value. The carrying amount of cash and cash equivalents is in line with the fair value at the balance sheet date.

Cash and cash equivalents of the Fiat Group includes cash and cash equivalents related to Chrysler for €7,420 million.

Cash and cash equivalents of the Fiat Industrial Group include principally liquidity intended to service the debt relating to the securitizations classified in asset-backed financing.

The credit risk associated with cash and cash equivalents is considered not significant, because it mainly relates to deposits spread across primary national and international financial institutions.

23. Assets and liabilities held for sale and Discontinued Operations

At December 31, 2011, Assets and liabilities held for sale are as follows:

€ million	Fiat	Fiat Industrial	Alpitour	Holdings System	Consolidated EXOR
Other intangible assets			48		**48**
Property, plant and equipment	6	15	107		**128**
Investments and other financial assets	60		8	9	**77**
Inventories			6		**6**
Trade receivables			66		**66**
Cash and cash equivalents			19		**19**
Other intangible assets			45		**45**
Total Assets at 12/31/2011	**66**	**15**	**299**	**9**	**389**
Provisions			(4)		**(4)**
Trade payables			(125)		**(125)**
Other current liabilities			(56)		**(56)**
Other			(49)		**(49)**
Total Liabilities at 12/31/2011	**0**	**0**	**(234)**		**(234)**
Other intangible assets					
Property, plant and equipment	3	11			**14**
Investments and other financial assets	65				**65**
Trade receivables					**0**
Total Assets at 12/31/2010	**68**	**11**	**0**		**79**
Provisions					**0**
Trade payables					**0**
Other current liabilities					**0**
Other					**0**
Total Liabilities at 12/31/2010	**0**	**0**	**0**		**0**

Assets and liabilities held for sale of the Fiat Group include the investment in a small company in Brazil, which was classified as held for sale on acquisition, together with certain properties allocated to the Other businesses.

At December 31, 2011 Assets and liabilities held for sale of the Fiat Industrial Group mainly include certain CNH buildings and factories, already classified as held for sale at December 31, 2010.

Assets and liabilities held for sale of the Alpitour Group include all the assets and liabilities of the Alpitour Group reclassified, in accordance with IFRS 5, following the start of a process for the valuation of the subsidiary Alpitour begun in the first quarter of 2011 and concluded on December 23, 2011 when a preliminary agreement was reached for its sale. Since the contract for sale is subject to conditions precedent, the accounting treatment in accordance with IFRS 5, adopted beginning June 30, 2011, was retained in the financial statements at December 31, 2011.

Details of the income statement amounts referring to the Alpitour Group reported in Discontinued Operations are as follows:

€ million	2011 (a)	2010
Net revenues	**367**	1,223
Cost of sales	**(353)**	(1,119)
Selling, general and administrative costs	**(37)**	(79)
Other income (expenses)	**(1)**	(4)
Trading profit/(loss)	**(24)**	**21**
Gains (losses) on the disposal of investments	**11**	
Other unusual income (expenses)	**(3)**	(3)
Operating profit/(loss)	**(16)**	**18**
Financial income (expenses)	**0**	(2)
Share of profit/(loss) of companies accounted for using the equity method	**(2)**	0
Profit/(loss) before taxes	**(18)**	**16**
Income taxes	**5**	(8)
Profit/(loss) from Discontinued Operations	**(13)**	**8**
Profit/(loss) from Discontinued Operations attributable to:		
- Owners of the parent	**(14)**	7
- Non-controlling interests	**1**	1

(a) Referring to the first six months of the year.

Details of cash flows presented in the statement of cash flows as Discontinued Operations, referring to the Alpitour Group, are as follows:

€ million	2011 (a)	2010
A) CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES DURING THE YEAR OF DISCONTINUED OPERATIONS		
Profit/(loss) from Discontinued Operations	**(13)**	8
Amortization and depreciation (net of vehicles sold under buy-back commitments and leased assets)	**8**	17
(Gains) losses on disposal of non-current assets	**(11)**	0
Other non-cash items	**2**	4
Change in deferred taxes	**(7)**	0
Change in working capital	**(61)**	26
TOTAL	**(82)**	55
B) CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES OF DISCONTINUED OPERATIONS		
Investments in Property plant and equipment and Intangible assets	**(5)**	(22)
Proceeds from the disposal of Property plant and equipment and Intangible assets	**12**	0
TOTAL	**7**	(22)
C) CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES OF DISCONTINUED OPERATIONS		
Issuance of other medium-term borrowings	**17**	5
repayment of medium-term borrowings	**0**	(26)
Net change in other financial payables and other financial assets/liabilities	**(2)**	
Dividends paid by subsidiaries	**(1)**	(2)
Other changes	**(1)**	(8)
TOTAL	**13**	(31)

(a) Referring to the first six months of the year.

The assets held for sale of the Holdings System include the valuation of the Perfect Vision convertible bonds and the embedded instrument (previously recorded, respectively, in financial assets and liabilities), carried out on the basis of criteria set out in the sales agreement signed on December 23, 2011 by EXOR S.A. and Vision investment Ltd.

24. Equity

Share capital

At December 31, 2011, the share capital of EXOR, fully subscribed to and paid-in, amounts to €246,229,850 and consists of 160,259,496 ordinary shares (65.09% of share capital), 76,801,460 preferred shares (31.19% of share capital) and 9,168,894 savings shares (3.72% of share capital), all with a par value of €1 each.

At December 31, 2011, share capital included €2,667 thousand of transfers from the revaluation reserve appropriated in the past which, in the event of distribution, will form part of the taxable income of the Company.

The directors have the right, for a period of five years from the date of the resolution passed on May 14, 2008, to increase, one or more times, also in divisible form, the share capital up to an amount of €561,750,000.
The ordinary and preferred shares are registered shares while the savings shares can either be registered or bearer shares, as elected by the shareholders, or as set out by law. The preferred shares have voting rights only for the resolutions set forth in art. 2365 of the Italian Civil Code and the second paragraph of art. 13 of the bylaws (regulations for conducting shareholders' meetings). The savings shares do not have voting rights in the shareholders' meetings. Pursuant to art. 146 of Legislative Decree 58/98, the savings shares have voting rights in the special shareholders' meetings of the holders of savings shares.

Pursuant to art. 27 of the bylaws, the profit of each year is appropriated as follows:

- 5% to the legal reserve until it reaches one-fifth of share capital;
- the remaining profit to the shares, as dividends, unless otherwise resolved by the shareholders' meeting, in accordance with the applicable provisions, taking into account that, in the order of priority (i) the savings shares shall be entitled to a preference dividend, cumulative according to the following second paragraph, equal to 31.21% of their par value and a dividend higher than that of the ordinary shares equal to 7.81% of the same par value, and (ii) the preferred shares shall be entitled to a preference dividend and higher than that of the ordinary shares by 5.17% of their par value, which is not cumulative from one year to the next.

When in any one year, the dividends attributed to the savings shares are lower than that indicated above, the difference shall be added to the preference dividend of the next two years.
In the event the ordinary and/or savings shares are delisted, the preference dividend and the dividend higher than that of the ordinary shares to which the savings shares are entitled shall automatically be increased to the extent that they are equal to, respectively, 32.15% and 8.75%.
In the event of the distribution of reserves, the savings shares shall have the same rights as the other shares.
The board of directors, during the course of the year, to the extent that it considers it appropriate and possible in relation to the results of operations, may resolve to pay an interim dividends for the same year.

In accordance with art. 28 of the bylaws, dividends that are not claimed within five years of the date they become payable will be statute-barred and becomes the property of the Company and appropriated to the extraordinary reserve.

In accordance with art. 30 of the bylaws, in the event of a wind-up, the assets of the Company shall be distributed in the following order of priority:

- savings shares shall have a pre-emptive right up to the amount of €3.78 per each savings share;
- the holders of preferred shares shall have a pre-emptive right up to the par value of the same shares;
- ordinary shares shall have up to the par value of the same shares;
- all three classes of stock shall have any balance remaining in a proportional amount, according to law.

EXOR thus aims to maintain an adequate level of capitalization which allows it to generate a satisfactory economic return for shareholders and guarantee economic access to external sources of financing.

Dividends paid

Dividends paid by EXOR S.p.A. referring to the years 2010 and 2009 are analyzed as follows:

Category	Number of shares	Dividends paid Per share (€)	Total (€ ml)
Ordinary shares	156,149,996	0.31	**49**
Preferred shares	66,561,676	0.3617	**24**
Savings shares	8,747,199	0.3881	**3**
Dividends paid in 2011 referring to the year 2010			**76**

Category	Number of shares	Dividends paid Per share (€)	Total (€ ml)
Ordinary shares	157,245,496	0.27	43
Preferred shares	69,307,160	0.3217	22
Savings shares	8,945,934	0.3481	3
Dividends paid in 2010 referring to the year 2009			**68**

Treasury stock

Under the treasury stock buyback program approved by the board of directors on May 12, 2011 and August 29, 2011, during 2011, EXOR purchased 2,619,500 ordinary shares (1.63% of the class) at the average cost per share of €16.15 for a total of €42 million, 1,450,900 preferred shares (1.89% of the class) at the average cost per share of €15.72 for a total of €23 million, and also 244,010 savings shares (2.66% of the class) at the average cost per share of €14.60 for a total of €4 million. The overall investment in 2011 amounted to €69 million.

At December 31, 2011 EXOR S.p.A. held the following treasury stock:

Category	Number of shares	% of the class	Carrying amount Per share (€)	Total (€ million)
ordinary shares	6,729,000	4.20%	14.03	**94**
preferred shares	11,690,684	15.22%	11.70	**137**
savings shares	665,705	7.26%	11.69	**8**
				239

Other comprehensive income

The composition of Other comprehensive income in the statement of comprehensive income is the following:

€ million	12/31/2011	12/31/2010
Effective portion of gains/(losses) on cash flow hedges arising during the year	**(249)**	(145)
Effective portion of gains/(losses) on cash flow hedges reclassified to profit or loss	**22**	324
Effective portion gains/(losses) on cash flow hedges	**(227)**	179
Gains/(losses) on fair value of available-for-sale financial assets arising during the year	**41**	402
Gains/(losses) on fair value of available-for-sale financial assets reclassified to profit or loss	**(1)**	0
Gains/(losses) on fair value of available-for-sale financial assets	**40**	402
Exchange gains/(losses) on exchange differences on translating foreign operations arising during the year	**391**	816
Exchange gains/(losses) on exchange differences on translating foreign operations reclassified to profit or loss	**0**	
Exchange gains/(losses) on exchange differences on translating foreign operations	**391**	816
Share of Other comprehensive income of entities accounted for using the equity method arising during the year	**(13)**	98
Share of Other comprehensive income of entities accounted for using the equity method reclassified to profit or loss	**(19)**	16
Other comprehensive income of entities accounted for using the equity method	**(32)**	114
Tax effect relating to components of Other comprehensive income	**21**	3
Total Other comprehensive income, net of tax	**193**	1,514

The tax effect relating to components of Other comprehensive income may be analyzed as follows:

	12/31/2011			12/31/2010		
€ million	Pre-tax balance	Tax benefit (expense)	Net balance	Pre-tax balance	Tax benefit (expense)	Net balance
Effective portion of gains/(losses) on cash flow hedges	**(227)**	21	(206)	179	3	182
Gains/(losses) on fair value of available-for-sale financial assets	40		40	402		402
Gains/(losses) on exchange differences on translating foreign operations	391		391	816		816
Share of Other comprehensive income of entities accounted for using the equity method	(32)		(32)	114		114
Total Other comprehensive income	**172**	**21**	**193**	1,511	3	1,514

Non-controlling interests

Details are as follows:

	12/31/2011			
€ million	%	Capital and reserves	Profit / (loss)	Total
Fiat	69.7%	8,526	1247	**9,773**
Fiat Industrial	69.4%	3,222	511	**3,733**
C&W Group	21.7%	43	2	**45**
Alpitour	-	3	1	**4**
Juventus Football Club S.p.A.	40%	49	(36)	**13**
Total		**11,843**	**1,725**	**13,568**

Non-controlling interests of C&W Group

As of December 31, 2011, the capital issued by C&W Group is owned 69.48% (78.31% of capital outstanding net of treasury stock and shares with a put option by the minority shareholders) by EXOR and 30.52% (21.7% of capital outstanding) by C&W Group's employees (the non-controlling shareholders or non-controlling interests).
C&W Group has an agreement with the Non-controlling Shareholders (the "Minority Shareholders Agreement" or "MSA") which outlines all the rights and obligations of C&W Group and the Non-controlling Shareholders with respect to the ownership of the non-controlling shares.

Under IFRS 2 – Share-based Payment, applicable in the circumstance, since the shares come from stock option plans, the non-controlling shares constitute a compound financial instrument comprising a liability component and an equity component.
To value the liability component, C&W Group estimated, based on historical employment attrition rates and related actual and expected stock repurchases, the extent to which the Non-controlling Shareholders would cease to be employees or independent contractors of C&W and, therefore, exercise their Put Rights before the occurrence of an IPO or sale of C&W by EXOR.

As of December 31, 2011, the liability was estimated to be approximately $19.7 million (€15 million); at December 31, 2010, the liability was estimated to be $40.2 million (€30 million). The estimates take into account the most recent appraised fair value of C&W Group shares.

Details of the change in the liability are the following:

	$ million	€ million
Balance at December 31, 2010	**40**	**30**
Used to purchase shares	(17)	(12)
Adjustments to the income statement	(3)	(2)
Translation difference		(1)
Balance at December 31, 2011	**20**	**15**

Moreover, having recorded a part of the equity attributable to the Non-controlling shareholders of C&W Group as a liability, the number of C&W Group shares to be considered as equity outstanding is lower. For this reason, EXOR has consolidated C&W Group on the basis of an ownership percentage of 78.31%. Such percentage is calculated as a percentage of the number of C&W Group shares held by EXOR (511,015) to the capital issued by C&W Group (735,434) net of treasury stock held (66,446) and net of the shares held by the Non-controlling shareholders which are estimated will be purchased by C&W Group according to the agreements outlined above (16,464).

Share-based compensation

Stock option plans linked to EXOR shares (S.O.E.)

The IFIL ordinary shareholders' meeting held on May 13, 2008 had approved the IFIL Stock Option Plan 2008-2019 for the chief executive officer pro-tempore for 3,000,000 stock options corresponding to the same number of IFIL ordinary shares, and for the employees of the IFIL Group (IFIL S.p.A. and the companies in the Holdings System) who were or would be regarded as key people in the organization on the basis of the positions held or activities performed, for a maximum of 12,000,000 stock options.

Following the merger of IFIL in EXOR, the stock option plan was taken over by EXOR S.p.A. The EXOR S.p.A. board of directors held on March 2, 2009 had however made changes to the stock option plan resulting from the merger, particularly adjusting the ratio between the number of options and the number of shares linked to the plan and also the exercise price on the basis of the merger's exchange ratio. Such adjusted exercise price is €19.97 for each EXOR share.

The Stock Option Plan EXOR 2008-2019 thus covers a maximum number of 15,000,000 options corresponding to a maximum of 3,975,000 EXOR ordinary shares. The Plan grants the recipients free options on treasury stock purchased by the Company or by companies in the Holdings System in accordance with existing laws. The plan does not provide for the issue of new shares so there are no dilutive effects on share capital.

After relinquishing the powers conferred to him by the board of directors, Mr Carlo Barel di Sant'Albano voluntarily relinquished the 3,000,000 option rights granted to him under the above Plan. The board of directors' meeting held on March 28, 2011 then allocated to the chairman and chief executive officer, Mr John Elkann, by virtue of his new operational role, 3,000,000 options corresponding to 795,000 EXOR ordinary shares.

An analysis of the changes in the stock options granted is as follows:

	Number of options granted	Number of ordinary shares exercisable	Number of recipients
Balance at December 31, 2010	9,550,000	2,530,750	15
Grants	3,000,000	795,000	1
Options forfeit	(5,625,000)	(1,490,625)	(2)
Balance at December 31, 2011	**6,925,000**	**1,835,125**	**14**

The cost of the 6,925,000 options outstanding at December 31, 2011 was determined to be €12,915 thousand, divided as follows:

€ thousand	Number of options granted	Number of ordinary shares exercisable	Total cost of Plan	Cost referring to the year
Chief Executive Officer EXOR S.p.A.	3,000,000	795,000	6,329	942
Key employees (at grant date) of EXOR S.p.A. (10)	3,325,000	881,125	5,625	725
Total EXOR S.p.A.	6,325,000	1,676,125	11,954	1,667
Key managers (at grant date) of EXOR S.A. and other subsidiaries in the Holdings System (3)	600,000	159,000	961	132
Total	**6,925,000**	**1,835,125**	**12,915**	**1,799**

The cost referring to the year amounts to €1,799 thousand of which €942 thousand is classified as emoluments for the chairman and chief executive officer and €857 thousand as personnel costs. The offsetting entry of €1,799 thousand was recorded in the stock option reserve.

Stock option plan linked to Alpitour shares

On July 14, 2011, the recipients of the stock option plan linked to Alpitour shares exercised the option rights on the total shares granted in the past.

The plan called for purchase options on Alpitour shares to be granted to the chairman and chief executive officer, Mr D.J. Winteler, and the general manager, Mr F. Prete, respectively, equal to 6% (2,127,000 shares) and 5% (1,772,500 shares) of Alpitour's share capital.
After reconfirmation of the positions of the two managers for another three years, the EXOR S.p.A. board of directors' meeting held on May 13, 2009 extended the period in which the options could be exercised to January 2013 (date of the approval of the Alpitour financial statements for the financial year 2011/2012 by the shareholders' meeting).
EXOR S.p.A. and the managers of Alpitour S.p.A., finally, had exchanged reciprocal purchase and sale options, exercisable during the same above period, on Alpitour shares that would have been purchased by the same managers.

From an accounting standpoint, the plan was a cash-settled stock-based payment transaction subject to paragraph 30 and subsequent paragraphs of IFRS 2, which requires measurement at fair value of the liability of the plan and, therefore, the options of the plan, at every reporting date, until plan expiration.
In accordance with the supplementary agreement sealed between the parties on June 10, 2011, the fair value of the options, paid to the two beneficiaries, was set at about €21 million, with a positive change of €0.9 million between the amount paid and the liability at December 31, 2010.

C&W Group stock option plans

C&W Group has two separate stock option plans: Employee Stock Purchase Plan Options and Management Options carried over since 2007, and two new incentive plans launched in 2011: Equity Incentive Plan and Long Term Incentive Plan for Employees. All plans, except the Long Term Incentive Plan for Employees, which is cash-settled, are deemed to meet the requirements to be classified as an equity award.

"Equity Incentive Plan" (EIP)

In December 2010, C&W Group approved the Cushman & Wakefield Equity Incentive Plan ("EIP").
In accordance with the terms of the plan, awards may be granted to any employee, member of the board of directors or independent contractor based on prior performance and/or a demonstrated potential for future long-term value and performance at the discretion of the Compensation Committee of the board of directors. Each non-qualified option converts into one share of C&W Group's common stock on exercise and the options carry neither rights to dividends nor voting rights. Options vesting may be based on continued service or achievement of specified performance criteria, or a combination of both. In the case of a restricted stock award, the recipient may pay a purchase price at the time the award is granted, in which case the purchase price and the form and timing of payment shall be specified in an agreement in addition to the vesting provisions and other applicable terms.

"Long Term Incentive Plan for Employee" (LTIE)

In January 2011, C&W Group established the Cushman & Wakefield Long Term Incentive Plan for Employees ("LTIE") to attract, retain and reward designated employees and drive the performance of C&W Group on a global basis.

The plan is intended to constitute a "bonus program" for awards that may be granted to high performing agents, brokers, appraisers and key salaried employees to align their interests with the successful global operations of the company. Awards distributed under the LTIE include phantom stock units indexed to the value of C&W Group's stock and will be paid in cash, or, in very limited cases and at the discretion of the company, in shares, based on the fair value of C&W Group's stock. The awards generally vest ratably over a three year period (one-third each year).

“Employee Stock Purchase Plan Options”

In connection with the Employee Stock Purchase Plan (the “Employee Plan”), employees could purchase shares or convert existing shares into new shares. For each four shares acquired, either through purchase or conversion, the employee was granted one option to purchase an additional share at the fair value of such shares on the date of the option grant. The options have a service requirement of three years and are deemed to meet the requirements to be classified as an equity award. At the grant date, the options and underlying shares were valued by an independent appraisal using the Black-Scholes option pricing model. The resulting option value was multiplied by the number of options outstanding to determine the total cost of the options.

“Management Options”

From April 1, 2008 through 2011, certain executives of C&W Group were granted stock options classified as EBITDA Options and EBITDA Margin Options. The options are performance based and the exercise price for all options was equal to the share price at the grant date. The EBITDA Options will vest over the terms of the employment contracts if certain EBITDA targets are achieved. For each executive, there are a base number of options, and an additional number of Target 1 and Target 2 options. The options are deemed to meet the requirements to be classified as an equity award; the estimated fair value of the stock option awards is computed using the Black-Scholes model.

The table below summarizes the data referring to the stock option plans:

	Grant date	Number of options granted	Vesting date	Exercise price at grant date	Term of options	Outstanding at December 31, 2011
Employee Stock Purchase Plan Options						
Tranche 1	12/14/2005	11,166	1/1/2008	$548	10 years	**3,685**
Tranche 2 (a)	6/29/2006	7,385	1/1/2009	$782	10 years	**0**
Total Employee Stock Purchase Plan Options		18,551				**3,685**
Management Options						
Non-performance based options						
Grant 1	3/22/2010	20,000	2011-2015	$1,175	10 years	**20,000**
Grant 2	11/1/2010	292	2012-2015	$1,465	10 years	**292**
Grant 3	12/1/2010	374	2012-2014	$1,465	10 years	**374**
Grant 4	3/3/2011	16,000	2012-2015	$1,510	10 years	**16,000**
Total Non-performance based options		36,666				**36,666**
Performance based options (EBITDA/EBITDA Margin)						
Tranche 1	4/1/2007	13,450	2007-2011	$1,259	10 years	**5,504**
Tranche 3	6/1/2008	850	2009-2011	$1,252	10 years	**850**
Tranche 4	6/30/2008	500	2009-2011	$1,252	10 years	**500**
Tranche 5	9/30/2008	225	2010-2012	$1,190	10 years	**225**
Tranche 6	11/1/2008	225	2010-2012	$1,190	10 years	**225**
Total Performance based options		15,250				**7,304**
Total Management Options		**51,916**				**43,970**
Total Stock Option Plan		**70,467**				**47,655**

(a) Tranche 2 options were canceled during 2008 as the performance condition was not met.

The Employee Stock Purchase Plan Options outstanding at December 31, 2011 and 2010 have a weighted average exercise price of $548 and weighted average remaining contractual lives of approximately 4 and 5 years, respectively.

The Management Options outstanding at December 31, 2011 and 2010 have weighted average exercise prices of $1,210 and $1,207, respectively, and weighted average remaining contractual lives of approximately 8 and 7 years, respectively.

The changes are as follows:

	12/31/2011			
	Employee Stock Purchase Plan		Management Options	
	Number of shares	Weighted average exercise price	Number of shares	Weighted average exercise price
Outstanding at 1/1/2011	**3,975**	**$548.02**	**28,498**	**$1,207.40**
Granted during the period			**16,000**	**$1,510.00**
Exercised during the period	**(80)**	**$548.02**		
Forfeited during the period	**(210)**	**$548.02**		
Cancelled during the period			**(528)**	**$1,291.18**
Outstanding at 12/31/2011	**3,685**	**$548.02**	**43,970**	**$1,209.61**
Exercisable at 12/31/2011	**3,685**	**$548.02**	**4,984**	**$1,195.98**

	12/31/2010			
	Employee Stock Purchase Plan		Management Options	
	Number of shares	Weighted average exercise price	Number of shares	Weighted average exercise price
Outstanding at 1/1/2010	4,307	$548.02	12,472	$1,183.14
Granted during the period			20,666	$1,184.34
Exercised during the period	(69)	$548.02		
Forfeited during the period	(263)	$548.02		
Cancelled during the period			(4,640)	$1,291.18
Outstanding at 12/31/2010	**3,975**	**$548.02**	**28,498**	**$1,207.40**
Exercisable at 12/31/2010	**3,975**	**$548.02**	**984**	**$1,281.27**

On March 3, 2011, C&W Group signed an agreement with an executive and granted him 16,000 stock options. Under this agreement 25% of the unvested options become vested on each March 2nd of years 2012 through 2015, provided the executive is actively employed for each contract year. The stock options have a 10-year term (March 3, 2021) and an exercise price based on C&W Group's December 31, 2010 stock price of $1,510 per share. The gross value of the options of $11.4 million was calculated using the Black-Scholes pricing model.

On March 22, 2010, C&W Group granted 20,000 stock options to an executive. The vesting period for the first 4,000 options is on the day prior to the first anniversary of the grant date (March 21, 2011), and the remaining stock options vest in multiples of 4,000 on each of the subsequent anniversaries thereafter (until March 21, 2015). The stock options have a 10-year term (March 22, 2020) and an exercise price based on C&W Group's December 31, 2009 stock price of $1,175 per share. The value of the stock options was calculated using the Black-Scholes pricing model.

On November 1, 2010, C&W Group granted 292 options to an executive. The first 73 stock options are scheduled to vest on January 1, 2012 and 73 stock options are scheduled to vest each year thereafter through January 1, 2015.
On December 1, 2011, C&W Group granted 374 options to an executive. The first 124 stock options are scheduled to vest on January 1, 2012 and the remaining 125 stock options are scheduled to vest each year through January 1, 2014.
Both stock option grants have a 10-year term with the exercise prices based on C&W Group's September 30, 2011 stock price of $1,465. The value of the stock options for both grants was calculated using the Black-Scholes pricing model.

Compensation expense recorded in 2011 and 2010 for the graded vesting of stock options was $8.7 million (€6 million) and $4.2 million (€3 million), respectively.

As required by IFRS 2, the fair value of services received in return for share options granted is based on the fair value of share options granted, which was based on the Black-Scholes option pricing model using the following assumptions:

	Employee Stock Purchase Plan	Management Options
Share price	$578.68	$1,175-$1,510
Exercise price	$548.02	$1,190-$1,510
Expected volatility (%)	35	35-47.5
Option life (years)	6.5	10
Expected dividends (%)	1.2	n.a.
Risk-free interest rate (%)	4.22	1.67%-4.74%

Volatility was based on the historical volatility over the expected term of the options and the implied volatility of two public peer companies.
Due to the lack of historical data, C&W Group used the midpoint between the vesting date and the contractual term to determine the expected term.
The risk free interest rate was calculated using traded zero coupon U.S. Treasury bonds with the same maturity as the grant's expected term.

In 2011, total expenses were recorded for $13.0 million (€9 million) for all the share-based payment plans ($11.6 million or €9 million in 2010).

Restricted Stock
A summary of the status of C&W Group's non-vested shares as of December 31, 2011 and 2010, and changes during the years ended December 31, 2011 and 2010 are presented below:

	12/31/2011		12/31/2010	
	Number of shares	**Weighted average grant date fair value**	Number of shares	Weighted average grant date fair value
Outstanding at 1/1/2011	**8,642**	**$1,215**	17,476	$996
Granted during the period	**2,688**	**$1,530**	7,046	$1,197
Vested during the period	**(2,468)**	**$1,263**	(14,775)	$946
Forfeited during the period	**(80)**	**$1,250**	(1,106)	$1,248
Outstanding at 12/31/2011	**8,782**	**$1,297**	8,642	$1,215

During 2011, C&W Group granted 1,414 restricted shares to brokers and senior management employees under the EIP.

In 2010, the company entered into an agreement with an executive that supersedes a previous agreement from 2007. Under the previous agreement, 5,000 performance-based stock options were granted. The new agreement effectively cancelled 4,640 of those stock options where the performance criteria were not met or the shares were scheduled to vest at a later date. Under the new agreement, C&W Group granted 3,400 restricted shares to the executive, which vest as follows: 1,250 shares vested immediately on January 1, 2010, 2,150 shares vest in three equal installments on the day prior to the first, second and third anniversaries of the grant date, with 1,250 of those shares also pending the achievement of certain performance objectives agreed to by the executive.
The grant date price per share was $1,110.
The exchange of the legacy agreement for a new award required C&W Group to record the incremental fair value of the vested shares as compensation expense on the date of the modification of the agreement for $0.1 million.
The unvested awards compensation expense is being recorded over the remaining vesting period.
In accordance with the graded vesting for the new award, C&W Group recorded compensation expenses of $0.7 (€0.5 million) and $1.5 million (€1 million) for the years ended December 31, 2011, and 2010, respectively.

Fiat Group stock option plans

At December 31, 2011 and 2010, the following share-based compensation plans relating to managers of Group companies or Chief Executive Officer of Fiat S.p.A. were in place.

Stock option plans linked to Fiat S.p.A. and Fiat Industrial S.p.A. ordinary shares

On July 26, 2004, the Board of Directors granted the Chief Executive Officer, as a part of his variable compensation in that position, options to purchase 10,670,000 Fiat S.p.A. ordinary shares at a price of €6.583 per share, exercisable from June 1, 2008 to January 1, 2011. In each of the three years following the grant date, the Chief Executive Officer acquired the right to purchase, beginning June 1, 2008, a maximum of 2,370,000 shares annually. As of June 1, 2008, he also acquired the right to exercise, effective from that date, the remaining options on 3,560,000 shares as predetermined performance objectives for the reference period had been met. On March 27, 2009, Shareholders considered it to be a priority interest for the Group to adopt changes to the plan which would restore its retention capability and approved a new vesting period which depended solely on the requirement for the Chief Executive Officer to remain in office, deferring the vesting of these options until December 31, 2010 and extending the exercise period until January 1, 2016, with all the other conditions remaining unaltered. Finally, taking into consideration the proposed Demerger and by applying the rules of the respective plans, on July 21, 2010 the Board approved to realign the plan with respect to the shares underlying the plan in strict relation to the allotment ratio applicable for the Demerger and to allow the beneficiary to receive one ordinary Fiat S.p.A. share and one ordinary Fiat Industrial S.p.A. share for each original option, with the option exercise price remaining unchanged.

At December 31, 2011 the features of the stock option plan are as follows:

Plan	Beneficiary	Date of amendment	Expiry date	*Strike* price (€)	Number of options granted	Vesting date	Vesting portion
Stock Options July 2004 (modified)	Chief Executive Officer	March 27, 2009	January 1, 2016	6.583	10,670,000	December 31, 2010	100%

On November 3, 2006 the Board of Directors of Fiat S.p.A. approved (subject to the subsequent approval of Shareholders in general meeting, which was given on April 5, 2007) an eight year stock option plan, which granted certain managers of the Group and the Chief Executive Officer of Fiat S.p.A. the right to purchase a specific number of Fiat S.p.A. ordinary shares at a fixed price of €13.37 each. More specifically, the 10,000,000 options granted to employees and the 5,000,000 options granted to the Chief Executive Officer had a vesting period of four years, with an equal number vesting each year, were subject to achieving certain predetermined profitability targets (Non-Market Conditions or "NMC") in the reference period and may be exercised from the date on which the 2010 financial statements are approved. The remaining 5,000,000 options granted to the Chief Executive Officer of Fiat S.p.A. also had a vesting period of four years with an equal number vesting each year and may be exercised from November 2010. The ability to exercise the options is additionally subject to specific restrictions regarding the duration of the employment relationship or the continuation of the position held. Finally, with regard to the above incentive plans and in consideration of the proposed Demerger, by applying the rules of the respective plans, on July 21, 2010 the Board approved to realign the plan with respect to the shares underlying the plan in strict relation to the allotment ratio for the Demerger and to allow the beneficiary to receive one ordinary Fiat S.p.A. share and one ordinary Fiat Industrial S.p.A. share for each original option, with the option exercise price remaining unchanged.

The contractual terms of the plan are as follows:

Plan	Beneficiary	Expiry date	*Strike price (€)*	Number of options granted	*Vesting date*	Vesting portion
Stock Option s November, 2006	Chief Executive Officer	November 3, 2014	13.37	5,000,000	November, 2007 November, 2008 November, 2009 November, 2010	25% 25% 25% 25%
Stock Options November, 2006	Chief Executive Officer	November 3, 2014	13.37	5,000,000	1st Quarter 2008 (*) 1st Quarter 2009 (*) 1st Quarter 2010 (*) 1st Quarter 2011 (*)	25%*NMC 25%*NMC 25%*NMC 25%*NMC
Stock Options November, 2006	Managers	November 3, 2014	13.37	10,000,000	1st Quarter 2008 (*) 1st Quarter 2009 (*) 1st Quarter 2010 (*) 1st Quarter 2011 (*)	25%*NMC 25%*NMC 25%*NMC 25%*NMC

(*) On approval of the prior year's consolidated financial statements; subject to continuation of the professional relationship.

With specific reference to options granted under the November 2006 Stock Option Plan, for which vesting was subject to the achievement of pre-established profitability targets, only the first tranche of those rights have vested as the profitability targets originally established for the 3-year period 2008-2010 were not met.

A summary of the terms of the stock option plans outstanding at December 31, 2011 is as follows:

	Managers' compensation			Compensation to the Chief Executive Officer		
Exercise price (€)	**Options outstanding at 12/31/2011**	Options outstanding at 12/31/2010	**Average remaining contractual life (years)**	**Options outstanding at 12/31/2011**	Options outstanding at 12/31/2010	**Average remaining contractual life (years)**
6.583	-	-	-	10,670,000	10,670,000	4
13.370	1,636,875	2,101,250	2.8	6,250,000	6,250,000	2.8
Total	**1,636,875**	2,101,250		**16,920,000**	16,920,000	

The movements during the year are as follows:

	Managers' compensation		Compensation to the Chief Executive Officer	
	Number of options	**Average exercise price (€)**	**Number of options**	**Average exercise price (€)**
Outstanding at the beginning of the year	**2,101,250**	**13.37**	**16,920,000**	**9.09**
Granted	-	-	-	-
Forfeited		13.37	-	-
Exercised	(433,125)	-	-	-
Expired	(31,250)	13.37	-	-
Outstanding at December 31, 2011	**1,636,875**	**13.37**	**16,920,000**	**9.09**
Exercisable at December 31, 2011	**1,636,875**	13.37	**16,920,000**	**9.09**
Exercisable at December 31, 2010	-	-	**5,000,000**	13.37

As they were already fully vested at December 31, 2010, the above stock option plans did not lead to any nominal cost for 2011. In 2010 the Group recognized a total nominal cost of €4.9 million in the income statement for plans outstanding.

Granting of ordinary shares of Fiat S.p.A. and Fiat Industrial S.p.A. without payment

On February 23, 2009, the Board of Directors of Fiat S.p.A. passed an incentive plan which was subsequently approved by Shareholders in their annual general meeting on March 27, 2009, based on the granting of rights which, subject to the achievement of predetermined performance targets (*Non-Market Conditions or "NMC"*) for 2009 and 2010 and the continuation of the professional relationship with the Group, provided for 2 million Fiat S.p.A. ordinary shares to be granted to the Chief Executive Officer of Fiat S.p.A. without payment. Under this plan the rights vested in a single tranche on the approval of the Group's 2010 consolidated financial statements by the Board of Directors and the number of shares granted was determined as 25% of the rights granted in the event of reaching the 2009 targets and 100% of the rights granted in the event of reaching the 2010 targets. The Group's predetermined profitability targets relating to 2009 were reached.

On March 26, 2010 Shareholders in general meeting introduced a pure retention component of 2 million additional rights into the Plan on the proposal of the Board of Directors; the vesting of these rights is subject to the sole condition that the Chief Executive Officer's professional relationship with the Group continues until the approval of the 2011 Consolidated financial statements. Moreover, the term of the original plan was also extended until the approval of the 2011 Consolidated financial statements and the targets for 2010 and 2011 were redefined.

Subsequently, taking into consideration the proposed Demerger and applying the rules of the respective plans, at its meeting on July 21, 2010 the Board of Directors approved the alignment of the type of shares underlying the plan in strict relation to the allotment ratio applicable for the Demerger. The beneficiaries of the stock grant rights will therefore receive one ordinary Fiat S.p.A. share and one ordinary Fiat Industrial S.p.A. share for each right held, with the free granting of shares remaining unchanged and subject to the original conditions of the continuation of a professional relationship with the Group and/or achievement of specific performance objectives for 2010 and 2011, consistent with the 2010-2014 Business Plan. And in particular the portion of the objectives relating to the post-Demerger Fiat Group as originally established as part of the total objectives for the pre-Demerger Fiat Group. Finally, on February 18, 2011, after consultation with the Compensation Committee, the Board of Directors verified the vesting of 375,000 rights following the achievement of the assigned operating targets and, in the light of the extraordinary transactions occurring during the year, in addition voted to make vesting of the remaining rights, which was dependent on the achievement of 2011 performance objectives, conditional only on the continuation of a professional relationship with the Group until the end of 2011.

Following the vesting of the rights granted under the plan, at January 1, 2012, the beneficiary was assigned with 4,000,000 of Fiat S.p.A. ordinary shares and 4,000,000 of Fiat Industrial S.p.A. ordinary shares.

At December 31, 2011, the contractual terms of the plan were therefore as follows:

Plan	Beneficiary	Number of shares	Vesting date	Vesting portion
Stock Grant 2009	Chief Executive Officer	4,000,000 Fiat S.p.A. shares	1st Quarter 2010 (*)	500,000 (**)
(revised)		4,000,000 Fiat Industrial S.p.A. shares	1st Quarter 2011 (*)	375,000 * NMC (**)
			January 1, 2012	1,125,000 (**)
			January 1, 2012	2,000,000 (**)

(*) On approval of the prior year's consolidated financial statements.
(**) Subject to remaining in the position until January 1, 2012.

A total nominal cost of €12 million was recognized in the income statement for this plan in 2011 (€12.4 million in 2010).

Finally, on February 22, 2012, on the basis of a proposal from the Compensation Committee, the Board of Directors of Fiat S.p.A. voted to adopt a Long Term Incentive Plan, in the form of stock grants. Plan beneficiaries will be approximately 300 executives in key positions that have a significant impact on business results, excluding employees of Chrysler Group LLC who are covered by a separate plan. This plan will be submitted for Shareholder approval at the General Meeting called on April 4, 2012.

The first part of the Plan (the "Company Performance LTI") provides for the allocation of a maximum 14 million rights subject to achievement of pre-established performance objectives, for the period January 1, 2012 to December 31, 2014, and continuation of an employment relationship with the Group. The second part of the Plan (the "Retention LTI") provides for allocation of a maximum 17 million rights to be assigned in three cycles: the first award would occur in 2012 (with vesting over the 2012-2015 period), the second in 2013 (with vesting over the 2013-2016 period) and the third in 2014 (with vesting over the 2014-2017 period). The rights will be awarded on the basis of individual performance and vesting will be

subject to continuation of a professional relationship with the Group. The CEO is a beneficiary of the Retention LTI and will receive 7 million rights under that Plan.
The Plan will be serviced with treasury shares.

Restricted Stock Unit Plans issued by Chrysler Group LLC
During 2009 the U.S. Treasury's Office of the Special Master for Troubled Asset Relief Program Executive Compensation (the "Special Master") and the Compensation Committee of Chrysler approved the Chrysler Group LLC Restricted Stock Unit Plan ("RSU Plan"), which authorized the issuance of Restricted Stock Units ("RSUs") to certain key employees. RSUs represent a contractual right to receive a payment in an amount equal to the fair market value of one Chrysler unit, as defined in the RSU plan. The fair value of each RSU is based on the fair value of the membership interests of Chrysler.
RSUs granted to employees generally vest if the participant is continuously employed by Chrysler through the third anniversary of the grant date. For certain RSUs granted to employees in 2009 and in 2010, vesting occurs at the later of (i) the participant's continuous employment through the third anniversary of the grant date and (ii) the date on which a Chrysler IPO complete.
Further, during 2009 Chrysler established the ("Directors' RSU Plan"). For non-employee directors, RSUs vest ratably, in one-third increments on the anniversary of the Director's service date, over a period of three years. Under the plan, settlement of the awards is made within 60 days of the Director's cessation of service on the board of directors and awards are paid in cash; however, upon completion of an IPO, Chrysler has the option to settle the awards in cash or shares. The value of the awards is recorded as compensation expense over the requisite service periods and is measured at fair value.
The liability from the vast majority of these awards is classified as Other liabilities (Note 29). The liability is remeasured and adjusted to fair value at each reporting date The expense recognized for these awards during the period June-December 2011 approximated €2 million.

Deferred Phantom shares issued by Chrysler Group LLC
During 2009 the Special Master approved the Chrysler Group LLC Deferred Phantom Share Plan ("DPS Plan") which authorized the issuance of phantom shares of the company ("Phantom Shares"). Under the DPS Plan, Phantom Shares are granted to certain key employees as well as the Chief Executive Officer. The Phantom Shares vest immediately on the grant date and will be settled in cash. Chrysler will begin making payments of certain of these awards in the first quarter of 2012.
The expense recognized in connection with these plans during the seven-month period June-December 2011 approximated €3 million.

Fiat Industrial Group stock option plans
Stock Option plans linked to CNH Global N.V. ordinary shares
In the Agricultural and Construction Equipment sector, CNH Global N.V. has granted share-based compensation to directors, officers and employees which are linked to shares and which have the following terms.

CNH Global N.V. Directors' Compensation Plan ("CNH Directors' Plan")
This plan provides for the payment of the following to eligible members of the CNH Global N.V. Board in the form of cash, and/or common shares of CNH, and/or options to purchase common shares of CNH, provided that such members do not receive salary or other employment compensation from Fiat Industrial S.p.A., CNH Global N.V., Fiat S.p.A., and their subsidiaries and affiliates:
- an annual retainer fee of $100,000;
- an Audit Committee membership fee of $20,000;
- a Corporate Governance and Compensation Committee membership fee of $15,000;
- an Audit Committee chair fee of $35,000; and
- a Corporate Governance and Compensation Committee chair fee of $25,000.

Each quarter of the CNH Director's Plan year, the eligible directors elect the form of payment of their Fees. If the elected form is common shares, the eligible director will receive as many common shares as equal to the amount of Fees the director elects to forego, divided by the fair market value of a CNH Global N.V. common share. Common shares issued vest immediately upon grant, but cannot be sold for a period of six months. If the elected form is options, the eligible director will receive as many options as the amount of Fees that the director elects to forego, multiplied by four and divided by the fair market value of a common share, such fair market value being equal to the average of the highest and lowest sale price of a CNH Global N.V. common share on the last trading day of the New York Stock Exchange preceding the start of each quarter. Stock options granted as a result of such an election vest immediately, but shares purchased under options cannot be sold for six months following the date of exercise. Stock options terminate upon the earlier of: (1) ten years after the grant date; or (2) six months after the date an individual ceases to be a director.

At December 31, 2011 and 2010, there were 690,993 and 693,914 common shares, respectively reserved for issuance under the CNH Directors' Plan. Directors eligible to receive compensation under the CNH Directors' Plan do not receive benefits upon termination of their service as directors.

A summary of outstanding stock options under the CNH Directors' Plan at December 31, 2011 and 2010 is as follows:

	At December 31, 2011		At December 31, 2010	
Exercise price (in $)	Options outstanding	Weighted average remaining contractual life (in years)	Options outstanding	Weighted average remaining contractual life (in years)
17.28 – 26.00	11,656	4.2	29,076	6.7
26.01 – 40.00	35,913	5.4	44,188	6.4
40.01 – 56.00	11,162	6.1	11,162	7.1
56.01 – 66.41	6,414	5.9	6,414	6.9
Total	**65,145**		90,840	

A summary of outstanding stock options under the CNH Directors' Plan at December 31, 2011 and 2010 is as follows:

	2011		2010	
	Number of options	Weighted average exercise price (in $)	Number of options	Weighted average exercise price (in $)
Outstanding at the beginning of the year	**90,840**	**31.24**	117,419	27.54
Granted	3,101	37.09	12,904	26.73
Exercised	(28,796)	24.28	(36,610)	15.61
Expired	-	-	(2,873)	59.17
Outstanding at the end of the year	**65,145**	**34.59**	90,840	31.24
Exercisable at the end of the year	**65,145**	**34.59**	90,840	31.24

CNH Equity Incentive Plan ("CNH EIP")

The plan provides for grants of various types of awards on specific performance targets for the sector linked to the IFRS results of CNH, to officers and employees of CNH and its subsidiaries. As of December 31, 2011, CNH has reserved 25,900,000 shares for the CNH EIP (15,900,000 shares at December 31, 2010). The plan envisages stock options and share incentives as described below.

Stock option plan

Beginning in 2006, CNH began to issue performance-based stock options under the CNH EIP. In April 2011, CNH granted approximately 1 million performance-based stock options (at target award levels) under the CNH EIP. As CNH's 2011 results exceeded the target performance levels, approximately 1.8 million of these options were granted. One-third of the options vested in February 2012 following the approval of 2011 results by the CNH Board of Directors. The remaining options will vest equally on the first and second anniversary of the initial vesting date. Options granted under the CNH EIP have a contractual life of five years from the initial vesting date.

Options granted prior to 2006 have a contract life of ten years. However, the number of shares outstanding for these grants was immaterial as of December 31, 2011 and these shares are expected to expire in early 2012.

The following table summarizes outstanding stock options under the CNH EIP:

Exercise Price (in $)	At December 31, 2011 Number of options outstanding	Weighted average remaining contractual life (in years)	Weighted average exercise price (in $)	At December 31, 2010 Number of options outstanding	Weighted average exercise price (in $)
13.58 – 19.99	965,672	3.0	13.65	1,536,464	13.66
20.00 – 29.99	27,896	0.2	21.20	53,333	21.20
30.00 – 39.99	2,913,085	3.7	32.65	3,734,654	33.00
40.00 – 57.30	2,218,760	4.8	47.60	464,520	49.33
Total	**6,125,413**			5,788,971	

Changes during the period in all CNH stock option plans are as follows:

	2011		2010	
	Number of shares	Weighted average exercise price (in $)	Number of shares	Weighted average exercise price (in $)
Outstanding at the beginning of the year	**5,788,971**	**29.07**	4,332,835	26.67
Granted	1,813,557	47.20	2,888,625	31.69
Forfeited	(269,379)	28.77	(324,494)	31.91
Exercised	(1,181,765)	24.44	(992,535)	20.69
Expired	(25,971)	39.54	(115,460)	68.85
Outstanding at the end of the year	**6,125,413**	**35.02**	5,788,971	29.07
Exercisable at the end of the year	**1,895,828**	**33.49**	1,431,524	36.40

Performance Share Grants

Under the CNH EIP, performance-based shares may also be granted to selected key employees and executive officers. CNH establishes the period and conditions of performance for each award. Performance-based shares vest upon the attainment of specified performance objectives.

In September 2010, CNH granted approximately 2 million performance-based share awards under the CNH EIP. These performance shares will vest in three equal installments if specified performance targets are achieved on a cumulative basis during the three, four and five-year periods ending December 31, 2012, 2013 and 2014. The fair value of this award is $34.74 per share. In 2011, CNH granted 154,000 additional shares which are subject to the same vesting condition and periods as the 2010 award. The weighted average fair value of the award is $39.10 per share.

CNH granted performance-based share awards under the Top Performance Plan ("TPP") in 2006 through 2009. Vesting of the TPP performance shares was dependent on achievement of specified targets by 2010. Achievement of the performance targets was not achieved in either 2009 or 2010 and these awards were forfeited. CNH did not recognize any share-based compensation expense related to TPP awards in 2009 or 2010.

The following table reflects performance-based share activity under the CNH EIP:

	2011		2010	
	Number of shares	Weighted average grant date fair value (in $)	Number of shares	Weighted average grant date fair value (in $)
Non-vested at the beginning of the year	2,017,000	34.74	1,349,000	31.22
Granted	154,000	39.10	2,027,000	34.74
Forfeited	(151,000)	34.74	(1,359,000)	31.25
Non-vested at the end of the year	2,020,000	35.07	2,017,000	34.74

Restricted Share Grants

In 2011, CNH granted 272,750 restricted share awards to selected key employees under the CNH EIP, of which 269,000 shares were granted in September 2011. The restricted share awards in September 2011 will vest in three equal installments over a three-year period ended 30 September 2014 and have a fair value of $26.65 per share.

The following table reflects restricted share activity under the CNH EIP:

	2011		2010	
	Number of shares	Weighted average grant date fair value (in $)	Number of shares	Weighted average grant date fair value (in $)
Non-vested at the beginning of the year	316,000	34.62	-	-
Granted	272,750	26.91	326,000	34.56
Forfeited	(17,122)	34.74	(2,000)	34.74
Vested	(101,359)	34.58	(8,000)	32.35
Non-vested at the end of the year	470,269	30.15	316,000	34.62

As of December 31, 2011, there were 13,112,372 CNH Global N.V. common shares (4,992,271 CNH Global N.V. common shares at December 31, 2010) available for issuance under the CNH EIP.

The Black-Scholes pricing model was used to calculate the fair value of stock options by the CNH sector. The weighted-average assumptions used under the Black-Scholes pricing model were as follows:

	2011		2010	
	Directors' Plan	*Equity Incentive Plan*	*Directors' Plan*	*Equity Incentive Plan*
Option life (years)	5.0	3.81	5.0	3.73
Price volatility of CNH Global N.V. shares (%)	70.4	75.1	66.9	74.1
Expected dividend yield (%)	0.4	0.3	0.6	0.5
Risk-free interest rate (%)	1.0	1.4	2	1.9

Based on this model, the weighted-average fair values of stock options awarded by CNH for the years ended December 31, 2011 and 2010 were as follows:

(in $)	2011	2010
Directors' Plan	20.96	14.60
EIP	26.24	16.10

The total cost recognized in the 2011 income statement for all share-based compensation linked to CNH Global N.V. ordinary shares amounts to €45 million (€26 million in 2010).

Stock grant plans linked to Fiat Industrial S.p.A. ordinary shares

The meeting of the Board of Directors held on February 22 2012, on the basis of a proposal from the Nominating, Compensation and Sustainability Committee, voted to submit for Shareholders' approval the adoption of a Long Term Incentive Plan.

The Plan, which takes the form of stock grants, is intended to ensure the involvement and retention of individuals who are key to the Group's continued development by aligning their interests with those of shareholders through the allocation of rights which, subject to the achievement of pre-established performance objectives and/or continuation of a professional relationship with the Group, entitle beneficiaries to receive an equivalent number of Fiat Industrial S.p.A. ordinary shares.

The first part of the Plan is the Company Performance Long Term Incentive ("Company Performance LTI") and provides for the allocation of a maximum 3 million rights - subject to the achievement of pre-established financial performance objectives for the performance period starting January 1, 2012 and ending December 31, 2014, and continuation of a professional relationship with the Group.

The second part of the Plan is the Retention Long Term Incentive - ("Retention LTI") with an allocation of a maximum of 3 million rights, whose award is subject to certain level of individual performance and that will vest subject to continuation of a professional relationship with the Group. Under the Plan, it is envisaged that the company will assign three different cycles of Retention LTI: the first award would occur in 2012 (and it will vest over the 2012-2015 period), the second in 2013 (and it will vest over 2013-2016 period) and the third in 2014 (and it will vest over the 2014-2017 period).

The Chairman of the Company, Sergio Marchionne, is beneficiary of both parts of the Plan and will receive 1 million of rights under the Company Performance Plan and 1.1 million of rights under the first cycle of the Retention LTI. The other beneficiaries of the Plan will be approximately one hundred and fifty executives of the Group holding key positions that have a significant impact on business results and will be selected by the Chairman. The Plan will not include employees of CNH as CNH Global N.V. already adopts similar equity-based incentive schemes. The Plan will be serviced with treasury shares and therefore, as no shares are to be issued, there will be no dilutive effects.

25. Provisions for employee benefits

Group companies provide post-employment benefits for their active employees and for retirees, either directly or by contributing to independently administered funds. The way these benefits are provided varies according to the legal, fiscal and economic conditions of each country in which the Group operates, the benefits generally being based on the employees' remuneration and years of service and can take the form of either deferred contribution and/or deferred benefit plans.

In the case of defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual, or voluntary basis. Once the contributions have been paid, the Group has no further payment obligations. The entity recognizes the contribution cost when the employee has rendered his service and includes this cost by function in cost of sales, selling, general and administrative costs and research and development costs.

Defined benefit plans may be unfunded, or they may be wholly or partly funded by contributions made by an entity, and sometimes by its employees, into an entity, or fund, that is legally separate from the employer and from which the employee benefits are paid. Benefits are generally payable under these plans after the completion of employment. The plans are classified by the Group on the basis of the type of benefit provided as follows: reserve for employee leaving entitlements in Italy, pension plans, health care plans and other.

Finally, the companies of the Group grant certain other long-term benefits to its employees; these benefits include those generally paid when an employee attains a certain level of seniority or when a specified event occurs. In this case, the measurement of the obligation reflects the probability that payment will be required and the length of time for which payment is expected to be made.

Fiat Group

Pension benefits

Group companies sponsor both non-contributory and contributory defined benefit pension plans. The non-contributory pension plans cover certain employees (hourly and salaried) in the United States, Canada and Mexico and certain employees and retirees in the UK. Benefits are based on a fixed rate for each year of service. Additionally, contributory benefits are provided to certain salaried employees. These plans provide benefits based on the employee's cumulative contributions, years of service during which the employee contributions were made and the employee's average salary during the five consecutive years in which the employee's salary was highest in the fifteen years preceding retirement.

Liabilities arising from these plans are usually funded by contributions made by the employer and, at times by the employees, into a separate company or fund which independently administers the plan assets and from which the employee benefits are paid. The Group's funding policy is to contribute amounts to the plan equal to the amounts required to satisfy the minimum funding requirements prescribed by the laws and regulations of each individual country. Prudently, the Group makes discretionary contributions in addition to the funding requirements. If these funds are overfunded, that is if they present a surplus compared to the requirements of law, the Group companies concerned may not be required to contribute to the plan as long as the fund is in surplus.

The investment strategies and objectives for pension assets consider liability hedging and investment return targets. The investment objectives are to minimize the volatility of the value of the pension assets relative to pension liabilities and to ensure pension assets are sufficient to pay plan obligations. The objective of minimizing the volatility of assets relative to liabilities is addressed primarily through asset diversification, partial asset−liability matching and hedging. Assets are broadly diversified across many asset classes to achieve risk−adjusted returns that, in total, lower asset volatility relative to the liabilities. In order to minimize pension asset volatility relative to the pension liabilities, a portion of the pension plan assets are allocated to fixed income investments.

All assets are actively managed by external investment managers. Investment managers are not permitted to invest outside of the asset class or strategy for which they have been appointed. The Group uses investment guidelines to ensure investment managers invest solely within the mandated investment strategy. Certain investment managers use derivative financial instruments to mitigate the risk of changes in interest rates and foreign currencies impacting the fair values of certain investments. Derivative financial instruments may also be used in place of physical securities when it is more cost effective and/or efficient to do so.

Sources of potential risk in the pension plan assets relate to market risk, interest rate risk and operating risk. Market risk is mitigated by diversification strategies and as a result, there are no significant concentrations of risk in terms of sector, industry, geography, market capitalization, or counterparty. Interest rate risk is mitigated by partial asset−liability matching. The fixed income target asset allocation partially matches the bond−like and long−dated nature of the pension liabilities. Interest rate increases generally will result in a decline in fixed income assets while reducing the present value of the liabilities. Conversely, interest rate decreases will increase fixed income assets, partially offsetting the related increase in the liabilities.

In the United Kingdom the Group participates among others in a pension plan financed by various entities belonging to the Group, called the "Fiat Group Pension Scheme". Under this plan, participating employers make contributions on behalf of their active employees, retirees, and employees who have left the Group but have not yet retired.

Health care and life insurance plans

Liabilities arising from these plans comprise obligations for health care and life insurance plans granted to employees and to retirees of the Group working in the United States and Canada and relating to the Chrysler sector. These plans are unfunded.

Reserve for Employee leaving entitlements

Until December 31, 2006 the scheme underlying the Employee leaving entitlements in Italy of the Italian Group companies was classified as a defined benefit plan. The legislation regarding this scheme was amended by Law 296 of December 27, 2006 (the "2007 Finance Law") and subsequent decrees and regulations issued in the first part of 2007. In view of these changes, and with specific reference to those regarding companies with at least 50 employees, this scheme only continues to be classified as a defined

benefit plan for those benefits accruing prior to January 1, 2007 (and not yet settled by the balance sheet date), while after that date the scheme is classified as a defined contribution plan.
The provision for Employee leaving entitlements in Italy consists of the residual obligation for the benefit due to employees of Italian companies until December 31, 2006, having more than 50 employees and accrued over the employee's working life for the others and settled when an employee leaves. Under certain conditions the entitlement may be partially advanced to an employee during its working life. This is an unfunded defined benefit plan.

Other post-employment benefits

Other post-employment benefits includes loyalty bonuses, which are due to employees who reach a specified period of service and are generally settled when an employee leaves the company; for French entities there is the *Indemnité de depart à la retraite*, a plan similar to the Italian employee leaving entitlements. These schemes are unfunded.

Fiat Industrial Group

Health care plans

The item Health care plans comprise obligations for health care and insurance plans granted to employees of the Group working in the United States and Canada (relating to CNH). These plans generally cover employees retiring on or after reaching the age of 55 who have had at least 10 years of service. CNH United States salaried and non-represented hourly employees and Canadian employees hired after January 1, 2001 and January 1, 2002, respectively, are not eligible for postretirement health care and life insurance benefits under the CNH plans. Until December 31, 2006 these plans were fully unfunded; starting in 2007, the Group began making contributions on a voluntary basis to a separate and independently managed fund established to finance the North American health care plans.

Pension plans

The item Pension plans consists principally of the obligations of the CNH sector companies operating in the United States and in the United Kingdom and the obligations of the Trucks and Commercial Vehicles sector operating in Germany (towards certain employees and former employees of the Group) and in the United Kingdom. Under these plans, a contribution is generally made to a separate fund (trust) which independently administers the plan assets. The Group's funding policy is to contribute amounts to the plan equal to the amounts required to satisfy the minimum funding requirements prescribed by the laws and regulations of each individual country. Prudently the Group makes discretionary contributions in addition to the funding requirements. If these funds are overfunded, that is if they present a surplus compared to the requirements of law, the Group companies concerned could not be required to contribute to the plan in respect of a minimum performance requirement as long as the fund is in surplus.
The investment strategy for these assets depends on the features of the plan and on the maturity of the obligations. Typically long-term plan benefit obligations are funded by investing mainly in equity securities, as they are expected to achieve long-term growth while exceeding inflation; short and medium-term plan benefit obligations are funded by investing in fixed income securities, which are less volatile.

Reserve for Employee leaving entitlements

The Reserve for employee leaving entitlements consists of the residual obligation for employee leaving entitlements which was required until December 31, 2006 under Italian legislation to be paid to employees of Italian companies with more than 50 employees when leaving the company, and accrued over the employee's working life for other companies. This provision is settled to retiree employees and may be partially paid in advance if certain conditions are met. This is an unfunded defined benefit post-employment plan.

Other

The item Other includes loyalty bonuses, which are due to employees who reach a specified seniority and are generally settled when an employee leaves the company; and for French entities, the *Indemnité de depart à la retraite*, a plan similar to the Italian employee leaving entitlement. These schemes are unfunded.

C&W Group

Benefit plans

The C&W Group funds a certain number of defined contribution plans according to the laws in force in the countries in which it operates.
The European partnership (C&W UK) operates a form of hybrid pension plan (UK Plan) which includes characteristics of both defined contribution and defined benefit plans.

C&W UK formally gave notice to freeze the UK Plan effective March 31, 2002 and, subject to certain transitional agreements, to introduce a defined contribution plan for employees starting from that date.

Key assumptions used in the measurement of pension funds are as follows:

- the discount rate is the yield at the reporting date on AA credit-rated bonds that have maturity dates approximating the terms of C&W Group's obligations and that are denominated in the same currency in which the benefits are expected to be paid;
- the mortality rate is based on published statistics and mortality tables.

C&W Group made $3.3 million (€2.6 million) and $2.3 million (€1.7 million) in contributions to the UK Plan during the years ended December 31, 2011 and 2010, respectively. The company has agreed with the trustees of the plan to contribute £1.5 million annually through December 31, 2021 to reduce the deficit in the plan, as necessary.

The expected expense for defined benefit plans for 2012 amounts to $2.3 million (approximately €2 million).
The expected long-term rate of return on assets is 5.47% at December 31, 2011 (December 31, 2010: 6.05%) and is based on the sum of returns of individual asset categories expected to be achieved in the future. Historical returns were considered in estimating the long-term rate of return.

Holdings System

Reserve for Employee leaving entitlements in Italy

Employee leaving entitlements represent the obligation established by Italian legislation (amended by Law 296/06) accrued on behalf of employees and which will be paid upon termination of employment. In certain circumstances, a portion of the indemnity may be paid as an advance during the employee’s service life. This is an unfunded defined benefit plan, considering the benefits almost entirely accrued, with the sole exception of the revaluation.

After the changes made to the regulations for employee leaving entitlement by Law 296 of December 27, 2006 (the “2007 Finance Law) and subsequent decrees and regulations, the employee leaving entitlements accrued from January 1, 2007, for those who have so elected, were transferred to a supplementary pension fund chosen by the employees and therefore falling under defined contribution plans.

For those employees who did not elect the transfer of the accrued portion of employee leaving entitlement, beginning January 1, 2007, the calculation of employee leaving entitlement, including the portion accruing, will be made according to the usual actuarial method.

Health care plans

Health care plans, historical offered to management staff, have been extended to all employees since the end of 2007 and require the payment of defined contributions to external funds which pay the health claims.

Pension plans

Pension plans are addressed to employees who hold the status of manager and are regulated by company agreements and rules.
Pension plans can be either “defined benefit” or “defined contribution” and require the payment of contributions to external, legally independent funds with asset management autonomy.
The Plans provide for a contribution by the employer and a contribution by the employee, which can also come from the conferral of a part of the employee’s severance entitlement.

Contributions payable are included in "Other liabilities"; the cost for the year is accrued on the basis of the service rendered by the employee and is recorded in selling, general and administrative expenses.

Other benefits

Other benefits include loyalty bonuses which can apply to all employees.

Loyalty bonuses are accrued and paid when a specific number of years of service has been reached (25, 30, 35 and 40 years).

The main assumptions used to determine pension benefits and other post-employment benefits were as follows:

Fiat Group

Pension benefits

(in %)	At December 31, 2011 USA	Canada and Mexico	UK	At December 31, 2010 USA	Canada and Mexico	UK
Discount rate	**5.0**	**4.1**	**5.1**	5.2	n/a	5.2
Future salary increase	**3.8**	**3.5**	**2.7**	n/a	n/a	3.5
Inflation rate	**n/a**	**n/a**	**2.7**	n/a	n/a	3.5
Weighted average, ultimate healthcare cost trend rate	**7.5**	**7.0**	**7.0**	8.0	n/a	7.0

Other benefits

(in %)	At December 31, 2011 USA	Canada and Mexico	Italy	At December 31, 2010 USA	Canada and Mexico	Italy
Discount rate	**5.1**	**4.2**	**4.4**	5.2	n/a	4.2
Future salary increase	**n/a**	**2.7**	**3.2**	n/a	n/a	3.3
Inflation rate	**n/a**	**n/a**	**2.0**	n/a	n/a	2.0
Weighted average, ultimate healthcare cost trend rate	**5.0**	**3.7**	**n/a**	8.0	n/a	n/a

The discount rates are used in measuring the obligation and the interest component of net period cost. The Group selects these rates on the basis of the yields on high-quality fixed income investments for which the timing and amounts of payments match the timing and amounts of the projected pension and other post-employment plan.

The expected long-term rates of return on plan assets reflect the Group's expectations on long-term rates of return on invested funds. The expected rates are based on estimates made by various consultants for long-term returns on the capital markets and on the outlook for inflation and bond yields, and also by taking into account asset make-up and the Group's investment strategy.

The annual rate of increase in the cost of health care benefits in the United States was assumed to be 8.5% in 2011. The annual rate was assumed to decrease gradually to 5.0% after 2017 and remain at that level thereafter. The annual rate of increase in the cost of health care benefits in Canada was assumed to be 3.7% in 2011. The annual rate was assumed to remain at 3.7% thereafter.

Assumed health care cost trend rates have a significant effect on the amount recognized in profit or loss. A one percentage point change in assumed health care cost trend rates would have the following effects:

€ million	One percentage point increase	One percentage point decrease
Effect on the aggregate of the service costs and interest cost	2	(2)
Effect on defined benefit obligation	52	(44)

Fiat Industrial Group

	At December 31, 2011				At December 31, 2010			
(in %)	Italy	USA	UK	Germany	Italy	USA	UK	Germany
Discount rate	**4.52**	**4.60**	**5.00**	**4.70**	4.20	5.20	5.20	4.20
Future salary increase	**3.15**	**n/a**	**3.50**	**3.00**	3.26	n/a	3.50	3.00
Inflation rate	**2.00**	**n/a**	**3.25**	**n/a**	2.00	n/a	3.50	n/a
Weighted average, initial health care cost trend rate	**n/a**	**7.50**	**n/a**	**n/a**	n/a	8.00	n/a	n/a
Weighted average, ultimate health care cost trend rate	**n/a**	**5.00**	**n/a**	**n/a**	n/a	5.00	n/a	n/a
Expected long term rate of return on plan assets	**n/a**	**7.75**	**6.75**	**4.25**	n/a	8.00	7.00	4.25

Assumed discount rates are used in measurements of pension and post-retirement benefit obligations and interest cost components of net periodic cost. The Group selects its assumed discount rates based on the consideration of equivalent yields on high-quality fixed income investments at the measurement date.
The assumed health care trend rate represents the rate at which health care costs are assumed to increase. Rates are determined based on the Agricultural and Construction Equipment sector specific experience, consultation with actuaries and outside consultants, and various trend factors including general and health care sector-specific inflation projections from the United States Department of Health and Human Services Health Care Financing Administration for CNH's U.S. assumptions. The initial trend is a short-term assumption based on recent experience and prevailing market conditions. The ultimate trend is a long-term assumption of health care cost inflation based on general inflation, incremental medical inflation, technology, new medicine, government cost-shifting, utilization changes, aging population, and a changing mix of medical services.
The expected long-term rate of return on plan assets reflects management's expectations on long-term average rates of return on funds invested to provide for benefits included in the projected benefit obligations. The expected return is based on the outlook for inflation, fixed income returns and equity returns, while also considering asset allocation and investment strategy, premiums for active management to the extent asset classes are actively managed and plan expenses. Return patterns and correlations, consensus return forecasts and other relevant financial factors are analyzed to check for reasonability and appropriateness.

Assumed health care cost trend rates have a significant effect on the amount recognized by the Fiat Industrial Group in the 2011 income statement. A one percentage point change in assumed health care cost trend rates would have the following effects:

€ million	One percentage point increase	One percentage point decrease
Effect on the aggregate of the service costs and interest cost	6	(4)
Effect on defined benefit obligation	104	(79)

C&W Group

The expected long-term rate of return on the assets is 5.47% at December 31, 2011 (6.05% at December 31, 2010).

The amounts recognized in the statement of financial position for post-employment benefits at December 31, 2011 and 2010 are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Holdings System	Eliminations and Adjustments	Consolidated Exor
Post-employment benefits:							
Employee leaving entitlements in Italy	793	200	3		2		**998**
Pension plans	2,863	468	8				**3,339**
Health care plans	1,922	881					**2,803**
Other	145	134					**279**
Total Post-employment benefits	5,723	1,683	11		2		**7,419**
Other provisions for employees	1,006	323	88			(121)	**1,296**
Other long-term employee benefits	297	64	8				**369**
Total Provision for employee benefits at 12/31/2011	**7,026**	**2,070**	**107**	**0**	**2**	**(121)**	**9,084**
Defined benefit plan assets	85	215					**300**
Total Defined benefits plan assets at 12/31/2011	**85**	**215**	**0**	**0**	**0**	**0**	**300**
Post-employment benefits:							
Employee leaving entitlements in Italy	846	208	4	16	3		**1,077**
Pension plans	128	475	14				**617**
Health care plans	2	859					**861**
Other	113	131					**244**
Total Post-employment benefits	1,089	1,673	18	16	3	0	**2,799**
Other provisions for employees	491	285	72				**848**
Other long-term employee benefits	124	59	9				**192**
Total Provision for employee benefits at 12/31/2010	**1,704** (b)	**2,017**	**99**	**16**	**3**		**3,839**
Defined benefit plan assets	8	166					**174**
Total Defined benefits plan assets at 12/31/2010	**8**	**166**	**0**	**0**	**0**	**0**	**174**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

(b) Does not take into account the liability for share-based payment plans generated by the adjustment of the underlying stock option and stock grants plans as a result of the demerger which took effect on January 1, 2011.

The item Other provisions for employees consists of the best estimate at the balance sheet date of short-term employee benefits payable by the Group within twelve months of the end of the period in which the employees render the related service.

The amounts recognized in the statement of financial position for post-employment benefits for the EXOR Group at December 31, 2011 and 2010 are as follows:

	Employee leaving entitlements in Italy		Pension plans		Health care plans		Other	
€ million	**12/31/2011**	12/31/2010	**12/31/2011**	12/31/2010	**12/31/2011**	12/31/2010	**12/31/2011**	12/31/2010
Present value of funded obligations			**27,019**	2,217	**853**	815		
Fair value of plan assets			**(21,904)**	(2,093)	**(62)**	(56)		
Difference			**5,115**	124	**791**	759		
Present value of unfunded obligations	**959**	1,032	**661**	751	**2,116**	44	**303**	278
Unrecognized actuarial gains (losses)	**39**	45	**(2,737)**	(434)	**(108)**	50	**(8)**	(17)
Unrecognized past service cost					**4**	8	**(16)**	(17)
Unrecognized assets				2				
Net liability	**998**	1,077	**3,039**	443	**2,803**	861	**279**	244
Amounts at year end:								
Liabilities	**998**	1,077	**3,339**	617	**2,803**	861	**279**	244
Assets			**(300)**	(174)				
Net liability	**998**	1,077	**3,039**	443	**2,803**	861	**279**	244

The amounts recognized in the income statement for defined benefit plans in 2011 are as follows:

€ million	Employee leaving entitlements in Italy	Pension plans	Health care plans	Other
Current service cost	2	139	14	15
Interest costs	26	785	98	12
Expected return on plan assets		(935)	(4)	
Net actuarial losses (gains) not recognized		26	(4)	1
Past service costs			(3)	(69)
Paragraph 58 adjustment		1		
Losses (gains) on curtailments and settlements		36		
Total costs (gains)	**28**	**52**	**101**	**(41)**
Actual return on plan assets	n/a	172	6	n/a

Changes in the present value of post-employment obligations are as follows:

€ million	Employee leaving entitlements in Italy		Pension plans		Health care plans		Other	
	12/31/2011	12/31/2010	**12/31/2011**	12/31/2010	**12/31/2011**	12/31/2010	**12/31/2011**	12/31/2010
Present value of obligation at the beginning of the year	**1,032**	1,025	**2,968**	2,621	**859**	794	**278**	258
Change in the scope of consolidation	**4**	44	**20,944**	21	**1,754**		**102**	4
Current service cost	**2**	3	**139**	27	**14**	7	**15**	15
Interest costs	**26**	32	**785**	148	**98**	44	**12**	11
Contribution by plan participants			**7**	3	**9**	4		
Actuarial losses (gains) generated	**6**	45	**1,636**	185	**150**	43	**(6)**	13
Exchange rate differences			**2,317**	131	**218**	64	**3**	2
Benefits paid	**(93)**	(117)	**(1,138)**	(173)	**(137)**	(59)	**(31)**	(32)
Past service cost				3		(38)	**(69)**	7
Losses (gains) on curtailments								4
Losses (gains) on settlements			**36**		**2**			(2)
Other changes	**(18)**		**(14)**	2	**2**		**(1)**	(2)
Present value of obligation at the end of the year	**959**	1,032	**27,680**	2,968	**2,969**	859	**303**	278

The changes to the health care plans presented in both the movements of the obligation and in the composition of the defined benefit plan expenses in 2011 were mainly related to the health care plans in North America for the Agricultural and Construction Equipment sector of the Fiat Industrial Group.

Changes in the fair value of plan assets servicing pension plans and health care plans are as follows:

€ million	Pension plans		Health care plans	
	12/31/2011	12/31/2010	**12/31/2011**	12/31/2010
Fair value of plan assets at the beginning of the year	**2,093**	1,836	**56**	46
Change in the scope of consolidation	**18,324**	20	**26**	
Expected return on plan assets	**935**	137	**4**	4
Actuarial gains (losses) generated	**(532)**	40	**7**	2
Exchange rate differences	**1,886**	110	**3**	4
Contribution by employer	**306**	104	**44**	55
Contribution by plan participants	**8**	3	**4**	4
Benefits paid	**(1,123)**	(160)	**(55)**	(59)
Gains (losses) on settlements			**(27)**	
Other changes	**7**	3		
Fair value of plan assets at the end of the year	**21,904**	2,093	**62**	56

Change in the scope of consolidation mainly relates to the initial acquisition of control of Chrysler by the Fiat Group. As required under IFRS 3 – *Business Combinations,* in measuring assets acquired and liabilities assumed of Chrysler, Fiat recognized the assets and liabilities from post-employment benefits of Chrysler at the present value of the obligation less the fair value of any plan assets, including all actuarial gains and losses and past service costs that arose before the acquisition date.
For the year ended December 31, 2011, the actuarial losses arising from calculating the present value of the obligation mainly arose from a reduction in the discount rates used by Chrysler at the end of the seven-month period June-December 2011 compared to those used at the date of acquisition of control and from certain changes to the mortality tables made by the Chrysler sector in North America.
In 2011 a net gain of €69 million shown in Other post-employment benefits relates to a plan amendment associated with the termination of the Chrysler legal services plan in 2013. This gain has been included in the income statement within Other unusual income. The losses on settlements for Pension plan of €36 million is a special early retirement cost.
As discussed earlier, The Fiat Industrial Group, and in particular the companies of the CNH sector, began making contributions on a voluntary basis in 2007 to a separate and independently managed fund established to finance the North American health care plans.

Plan assets for pension and health care plans mainly consist of listed equity instruments, fixed income securities, cash in hand and other types of investments; plan assets do not include treasury shares of Fiat Industrial S.p.A. or properties occupied by Group companies. Plan assets may be summarized as follows:

(in %)	Fiat	Fiat Industrial	C&W Group
At December 31, 2011			
Equity securities	25	35	37
Debt investments	43	51	56
Properties occupied by third parties	0	1	0
Other assets	32	13	7
At December 31, 2010			
Equity securities	44	40	43
Debt investments	38	49	54
Properties occupied by third parties	1	1	0
Other assets	17	10	3

As for the Fiat Group, equity securities are invested broadly in U.S., developed international and emerging market equity securities. Debt investments are fixed income investments which comprise primarily long duration U.S. Treasury and global government bonds, as well as U.S., developed international and emerging market companies debt securities diversified by sector, geography and through a wide range of market capitalization. Other assets include private equity, real estate and hedge funds. Private equity investments include those in limited partnership that invest primarily in operating companies that are not publicly traded on a stock exchange. Real estate investments include those in limited partnerships that invest in various commercial and residential real estate projects both domestically and internationally.

Hedge fund investments include those seeking to maximize absolute return using a broad range of strategies to enhance returns and provide additional diversification. Plan assets do not include treasury shares of Fiat S.p.A. or properties occupied by Group companies.
Provided that the above plan assets are measured at fair value at December 31, 2011 there was no exposure to sovereign debt securities which might have suffered impairment losses.

The present value of the defined benefit obligations, the fair value of plan assets and the surplus or deficit of the plans for 2011 and 2010 are as follows:

€ million	**At December 31, 2011**	At December 31, 2010
Present value of obligation:		
Employee leaving entitlements in Italy	**959**	1,032
Pension plans	**27,680**	2,968
Health care plans	**2,969**	859
Others	**303**	278
Fair value of plan assets:		
Pension plans	**21,904**	2,093
Health care plans	**62**	56
Surplus (deficit) of the plan:		
Employee leaving entitlements in Italy	**959**	1,032
Pension plans	**5,776**	875
Health care plans	**2,907**	803
Others	**303**	278

The best estimate of expected contributions to pension benefits and health care and other plans for 2012 is €598 million, €208 million and €5 million, respectively.

In 2011 and in 2010, changes in Other provisions for employees and in Other long-term employee benefits were as follows:

€ million	Beginning balance	Provision	Utilization	Change in the scope of consolidation and other changes	Closing balance
At December 31, 2011					
Other provisions for employees	848	728	(619)	339	**1,296**
Other long-term employee benefits	192	28	(41)	190	**369**
Total	**1,040**	**756**	**(660)**	**529**	**1,665**
At December 31, 2010					
Other provisions for employees	522	625	(294)	(5)	**848**
Other long-term employee benefits	163	37	(15)	7	**192**
Total	**685**	**662**	**(309)**	**2**	**1,040**

26. Other provisions

Details by sector are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Consolidated Exor
At December 31, 2011							
Warranty provision	3,530	776					**4,306**
Restructuring provision	340	91	1				**432**
Investment provision	24					3	**27**
Other risks	4,704	1,603	15		5		**6,327**
Total Other provisions	**8,598**	**2,470**	**16**	**0**	**5**	**3**	**11,092**
At December 31, 2010							
Warranty provision	970	702					**1,672**
Restructuring provision	202	93	4				**299**
Investment provision	26	23				3	**52**
Other risks	2,022	1,440	14	4	3		**3,483**
Total Other provisions	**3,220**	**2,258**	**18**	**4**	**3**	**3**	**5,506**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Changes in Other provisions are as follows:

€ million	Beginning balance	Provision	Utilization	Release to income	Other changes	Change in the scope of consolidation	Closing balance
At December 31, 2011							
Warranty provision	1,672	2,106	(1,723)	(229)	223	2,257	**4,306**
Restructuring provision	299	178	(152)	(39)	(4)	150	**432**
Investment provision	52				(25)	0	**27**
Other risks	3,483	7,172	(6,650)	(289)	207	2,404	**6,327**
Total Other provisions	**5,506**	**9,456**	**(8,525)**	**(557)**	**401**	**4,811**	**11,092**
At December 31, 2010							
Warranty provision	1,479	1,316	(1,100)	(107)	84		**1,672**
Restructuring provision	368	117	(179)	(12)	5		**299**
Investment provision	50				2		**52**
Other risks	3,116	3,726	(3,261)	(208)	110		**3,483**
Total Other provisions	**5,013**	**5,159**	**(4,540)**	**(327)**	**201**	**0**	**5,506**

Fiat Group

The effect of discounting these provisions, €11 million in 2011 has been included in Other changes together with translation gains of €425 million.

The warranty provision represents the best estimate of commitments given by the Group for contractual, legal, or constructive obligations arising from product warranties given for a specified period of time beginning at the date of sale to the end customer. This estimate has been calculated considering the Group's past experience and specific contractual terms. The provision also includes management's best estimate of the costs that are expected to be incurred in connection with product defects that could result in a general recall of vehicles, which is estimated by making an assessment of the historical occurrence of defects on a case-by-case basis.

The restructuring provision at December 31, 2011 consists of termination benefits of €208 million (€162 million in 2010) payable to employees in connection with restructuring plans, manufacturing rationalization costs and other costs of respectively €26 million (€27 million 2010) and €106 million (€13 million in 2010).

Fiat Industrial Group

In 2011, the positive effect of exchange rate differences amounts to €13 million (€95 million in 2010).

The warranty and technical assistance provision represents management's best estimate of commitments given by the Group for contractual, legal or constructive obligations arising from product warranties given for a specified period of time which begins at the date of delivery to the customer. This estimate has been calculated considering past experience and specific contractual terms. This provision also includes management's best estimate of the costs that are expected to be incurred in connection with product

defects that could result in a larger recall of vehicles. This provision for risks is developed through an assessment of reported damages or returns on a case-by-case basis.
The restructuring provision comprises the estimated amount of benefits payable to employees on termination in connection with restructuring plans amounting to €72 million at December 31, 2011 (€43 million at December 31, 2010), other costs for exiting activities amounting to €2 million at December 31, 2011 (€1 million at December 31, 2010) and other costs totaling €17 million at December 31, 2011 (€49 million at December 31, 2010).

The provision for other risks represents the amounts provided by the individual companies of the Group principally in connection with contractual and commercial risks and disputes.

Details of this item are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Consolidated Exor
Sales incentives	2,288	848				3,136
Legal proceedings and other disputes	608	286	5			899
Commercial risks	400	352	10			762
Environmental risks	41	35				76
Indemnities	66					66
Other reserves for risk and charges	1,301	82			5	1,388
Total Other risks at 12/31/2011	**4,704**	**1,603**	**15**		**5**	**6,327**
Sales incentives	378	637				1,015
Legal proceedings and other disputes	535	252	4			791
Commercial risks	277	431	10			718
Environmental risks	33	38				71
Indemnities	60					60
Other reserves for risk and charges	739	82		4	3	828
Total Other risks at 12/31/2010	**2,022**	**1,440**	**14**	**4**	**3**	**3,483**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

These provisions refer to:

Fiat Group

- Sales incentives - this provision relates to sales incentives that are offered on a contractual basis to the Group's dealer networks, primarily on the basis that dealers will achieve a specific cumulative level of sales transactions during the calendar year. This provision is estimated based on the information available regarding the sales made by the dealers during the calendar year. The provision also includes sales incentives such as cash rebates announced by the Group and provided by dealers to customers, for which the dealers are reimbursed. The Group records this provision when it is probable that the incentive will be provided and the Group's inventory is sold to its dealers. The Group estimates this provision based on the expected use of these rebates with respect to the volume of vehicles that has been sold to the dealers.
- Legal proceedings and other disputes - this provision represents management's best estimate of the liability to be recognized by the Group with regard to:
  - Legal proceedings arising in the ordinary course of business with dealers, customers, suppliers or regulators (such as contractual or patent disputes).
  - Legal proceedings involving claims with active and former employees.
  - Legal proceedings involving different tax authorities.

  None of these provisions is individually significant. Each Group company recognizes a provision for legal proceedings when it is deemed probable that the proceedings will result in an outflow of resources. In determining their best estimate of the liability, each Group company evaluates their legal proceedings on a case-by-case basis to estimate the probable losses that typically arise from events of the type giving rise to the liability. Their estimate takes into account, as applicable, the views of legal counsel and other experts, the experience of the Group and others in similar situations and the Group's intentions with regard to further action in each proceeding. Fiat's consolidated provision combines these individual provisions established by each of the Group's companies.

- Commercial risks - This provision includes the amount of obligations arising in connection with the sale of products and services such as maintenance contracts. An accrual is recorded when the expected costs to complete the services under these contracts exceed the revenues expected to be realized.
- Environmental risks – This provision represents management's best estimate of the Group's probable environmental obligations. Amounts included in the estimate comprise direct costs to be incurred by the Fiat Group in connection with environmental obligations associated with current or formerly owned facilities and sites. This provision also includes costs related to claims on environmental matters.
- Indemnities - the provision for indemnities relates to contractual indemnities provided by the Group in connection with divestitures carried out in 2011 and prior years. These liabilities primarily arise from indemnities relating to contingent liabilities in existence at the time of the sale, as well as those covering any possible breach of the representations and warranties provided in the contract and, in certain instances, environmental or tax matters. These provisions were determined estimating the amount of the expected outflow of resources, taking into consideration the relevant level of probability of occurrence.

Fiat Industrial Group

- Sales incentives - these provisions relate to sales incentives that are offered on a contractual basis to the dealer networks, primarily on the basis of the dealers achieving a specific cumulative level of sales transactions during the calendar year. This provision is estimated based on the information available regarding the sales made by the dealers during the calendar year.
- Legal proceedings and other disputes - this provision represents management's best estimate of the liability to be recognized by the Group with regard to:
  - Legal proceedings arising in the ordinary course of business with dealers, customers, suppliers or regulators (such as contractual, patent or antitrust disputes).
  - Legal proceedings involving claims with active and former employees.
  - Legal proceedings involving different tax authorities.

  None of these provisions is individually significant. Each Group's company recognizes a provision for legal proceedings when it is deemed probable that the proceedings will result in an outflow of resources. In determining their best estimate of the probable liability, each Group's company evaluates their legal proceedings on a case-by-case basis to estimate the probable losses that typically arise from events of the type giving rise to the liability. Their estimate takes into account, as applicable, the views of legal counsel and other experts, the experience of the company and others in similar situations and the company's intentions with regard to further action in each proceeding. Fiat Industrial's consolidated provision combines these individual provisions established by each of the Group's companies.
- Commercial risks - this provision includes the amount of obligations arising in connection with the sale of products and services such as maintenance contracts. An accrual is recorded when the expected costs to complete the services under these contracts exceed the revenues expected to be realized.
- Environmental risks – this provision represents management's best estimate of the Group's probable environmental obligations. Amounts included in the estimate comprise direct costs to be incurred in connection with environmental obligations associated with current or formerly owned facilities and sites. This provision also includes costs related to claims on environmental matters.

27. Debt

Details of debt and an analysis by due date is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustment	Consolidated Exor
Debt at December 31, 2011								
Asset-backed financing	710	9,479					(12)	**10,177**
Other debt								
Bonds	11,684	4,886				846		**17,416**
Borrowings from banks	7,583	5,548	126		54	200		**13,511**
Payables represented by securities	4,957	90						**5,047**
Other	1,838	214	3		76	74	(66)	**2,139**
Total Other debt	26,062	10,738	129	0	130	1,120	(66)	**38,113**
Total Debt at 12/31/2011	**26,772**	**20,217**	**129**	**0**	**130**	**1,120**	**(78)**	**48,290**
Debt at December 31, 2010								
Asset-backed financing	533	8,321						**8,854**
Other debt								
Bonds	9,019	2,053				946		**12,018**
Borrowings from banks	6,657	2,368	87	10	14	281		**9,417**
Payables represented by securities	247	117						**364**
Other	1,483	210	31		49	31	(31)	**1,773**
Payables to the Fiat Industrial Group	2,865						(2,865)	**0**
Payables to the Fiat Group		5,626					(5,626)	**0**
Total Other debt	20,271	10,374	118	10	63	1,258	(8,522)	**23,572**
Total Debt at 12/31/2010	**20,804**	**18,695**	**118**	**10**	**63**	**1,258**	**(8,522)**	**32,426**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Fiat Group

Asset-backed financing represents the amount of financing received through both securitization and factoring transactions which do not meet IAS 39 derecognition requirements and is recognized as an asset in the statement of financial position under Current receivables and other current assets (Note 19). Asset-backed financing increased by €177 million in 2011; this includes the effect of the consolidation of Chrysler (€93 million at the Acquisition date).

The increase in Other debt by €8,656 million in 2011 is mainly due to the initial consolidation of Chrysler's debt (€9,402 million at the Acquisition date). Excluding the consolidation of the Chrysler debt, Other debt fell by €746 million (a decrease of approximately €1,500 million at unchanged exchange rates). The Group issued new bonds for €2,500 million during the year and repaid bonds on maturity for €2,448 million. Medium and long-term borrowings and credit lines that were repaid (or transferred to the Fiat Industrial treasuries as a result of the Demerger) amount to €3,895 million; while medium and long-term loans obtained by the Group during the year amounted to €2,149 million.

In addition, during the year, Fiat closed a syndicated credit line amounting to €1,950 million which is currently available only to the Fiat Group excluding Chrysler. This credit line was undrawn at December 31, 2011.

At December 31, 2010, Other debt included among other things the debt of €122 million arising from exercising the call option on 5% of Ferrari share capital.

For further information on the management of interest rate and currency risk reference should be made to the Note 33.

The fair value of Debt at December 31, 2011 amounts approximately to €25,239 million (approximately €18,391 million at December 31, 2010). These amounts have been determined using the quoted market price of financial instruments, if available, or discounting the related future cash flows and using the interest rates stated in Note 19, suitably adjusted to take account of the Group's current creditworthiness.

At December 31, 2011, debt secured on assets of the Fiat Group excluding Chrysler amounts to €372 million, of which €281 million due to creditors for the above mentioned assets acquired under finance leases. At December 31, 2010, Debt secured by encumbrances on assets amounted to €324 million, of which €286 million due to creditors for assets acquired under finance leases. The total carrying amount of

assets acting as security for loans amounts to €318 million at December 31, 2011 (€425 million at December 31, 2010).
At December 31, 2011, debt secured on assets of Chrysler amounts to €5,751 million, and includes €4,780 million relating to the principal amount of the Secured Senior Notes and the Senior Secured credit Facility described below, €205 million due to creditors for assets acquired under finance leases and other debt and financial commitments, principally government loans, for €766 million.
In addition, at December 31, 2011 the Group's assets include current receivables to settle asset-backed financing of €679 million (€533 million at December 31, 2010) (see Note 19).

The bond issues outstanding at December 31, 2011 are as follows:

	Currency	Face of outstanding bonds (in million)	Coupon	Maturity	Outstanding amount (in € million)
Global Medium Term Notes:					
Fiat Finance and Trade Ltd S.A. (1)	€	1,250	9.000%	July 30, 2012	1,250
Fiat Finance and Trade Ltd S.A. (1)	€	200	5.750%	December 18, 2012	200
Fiat Finance and Trade Ltd S.A. (1)	€	900	6.125%	July 8, 2014	900
Fiat Finance and Trade Ltd S.A. (1)	€	1,250	7.625%	September 15, 2014	1,250
Fiat Finance and Trade Ltd S.A. (1)	€	1,500	6.875%	February 13, 2015	1,500
Fiat Finance and Trade Ltd S.A. (1)	€	1,000	6.375%	April 1, 2016	1,000
Fiat Finance North America Inc. (1)	€	1,000	5.625%	June 12, 2017	1,000
Fiat Finance and Trade Ltd S.A. (1)	€	600	7.375%	July 9, 2018	600
Other (2)					7
Total Global Medium Term Notes					**7,707**
Other bonds:					
Fiat Finance and Trade Ltd S.A. (1)	€	1,000	6.625%	February 15, 2013	1,000
Chrysler Group LLC (Secured Senior Notes) (3)	$	1,500	8.000%	June 15, 2019	1,159
Chrysler Group LLC (Secured Senior Notes) (3)	$	1,700	8.250%	June 15, 2021	1,314
Total Other bonds					**3,473**
Hedging and amortized cost measurement effect					**504**
Total Bonds					**11,684**

(1) Bonds for which a listing on the Irish Stock Exchange was obtained.
(2) Bonds with amounts outstanding equal to or less than the equivalent of €50 million.
(3) The Secured Senior Notes were issued at par on May 24, 2011 and initially sold in a private placement to qualified institutional buyers and non-US persons as defined by US Securities Act. On December 29, 2011, in accordance with the indenture, Chrysler commenced an offer to exchange the Secured Senior Notes outstanding for notes having substantially identical terms as those originally issued and the same principal amount but will not contain restrictions on transfer. The offer to exchange the Secured Senior Notes expired on February 1, 2012. Substantially all of the Notes were tendered for New Secured Senior Notes.

Changes in bonds during 2011 are mainly due to:
- the repayment on maturity of bonds having a nominal value of €1,300 million and of €1,000 million issued by Fiat Finance and Trade Ltd S.A. in 2001 and 2006 respectively as part of the Global Medium Term Notes Programme;
- the repayment on maturity of a zero coupon bond having a nominal value of €25 million issued by Fiat Finance and Trade Ltd S.A. in 2001 as part of the Global Medium Term Notes;
- the repayment on maturity of the last annual installment of €123 million nominal of the Fiat Step-Up Amortizing bond issued by Fiat Finance and Trade Ltd S.A. in 2001;
- the issue by Fiat Finance and Trade Ltd. S.A. as part of the Global Medium Term Notes Programme of a note, having a principal of €1,000 million, due in April 2016 and bearing fixed interest of 6.375%; a €900 million note due in July 2014 bearing fixed interest of 6.125% and a €600 million note due in July 2018 bearing fixed interest of 7.375%. All these notes were issued at par.
- 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 due in 2019 and in 2021 respectively.

The bonds issued by the Fiat Group excluding Chrysler are governed by different terms and conditions according to their type as follows:

- Global Medium Term Note (GMTN Programme): a maximum of €15 billion may be used under this Program, of which notes of approximately €7.7 billion have been issued to date; the Program is guaranteed by Fiat S.p.A. The issuers taking part in the program include, among others, Fiat Finance and Trade Ltd. S.A. for an amount outstanding of €6.7 billion and Fiat Finance North America Inc. with a bond having a nominal value of €1 billion.
- Other bonds: these refer to a bond issued by Fiat Finance and Trade Ltd. S.A. having a nominal value of €1 billion, issued at par, bearing fixed interest at 6.625% and repayable on February 15, 2013.

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 utilizing 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.

Chrysler may redeem, at any time, all or any portion of the Secured Senior Notes on not less than 30 and not more than 60 days' prior notice mailed to the holders of the Notes to be redeemed:

- prior to June 15, 2015, the 2019 Notes will be redeemable at a price equal to the principal amount of the 2019 Notes being redeemed, plus accrued and unpaid interest to the date of redemption and a "make−whole" premium calculated under the indenture. At any time prior to June 15, 2014, Chrysler may also redeem up to 35% of the aggregate principal amount of the 2019 Notes, at a redemption price equal to 108 percent of the principal amount of the 2019 Notes being redeemed, plus accrued and unpaid interest to the date of redemption with the net cash proceeds from certain equity offerings. On and after June 15, 2015, the 2019 Notes are redeemable at redemption prices specified in the indenture, plus accrued and unpaid interest to the date of redemption. The redemption price is initially 104 percent of the principal amount of the 2019 Notes being redeemed for the twelve months beginning June 15, 2015, decreasing to 102 percent for the year beginning June 15, 2016 and to par on and after June 15, 2017;
- prior to June 15, 2016, the 2021 Notes will be redeemable at a price equal to the principal amount of the 2021 Notes being redeemed, plus accrued and unpaid interest to the date of redemption and a "make−whole" premium calculated under the indenture. At any time prior to June 15, 2014, Chrysler may also redeem up to 35% of the aggregate principal amount of the 2021 Notes, at a redemption price equal to 108.25 percent of the principal amount of the 2021 Notes being redeemed, plus accrued and unpaid interest to the date of redemption with the net cash proceeds from certain equity offerings. On and after June 15, 2016, the 2021 Notes are redeemable at redemption prices specified in the indenture, plus accrued and unpaid interest to the date of redemption. The redemption price is initially 104.125 percent of the principal amount of the 2021 Notes being redeemed for the twelve months beginning June 15, 2016, decreasing to 102.75 percent for the year beginning June 15, 2017, to 101.375 percent for the year beginning June 15, 2018 and to par on and after June 15, 2019.

The bonds issued by Fiat Finance and Trade ltd. S.A. and by Fiat Finance North America Inc. impose covenants on the issuer and, in certain cases, on Fiat S.p.A. as guarantor, which is standard international practice for similar bonds issued by companies in the same industry sector as the Group. Such covenants include: (i) negative pledge clauses which require that bonds benefit from any existing or future pledges of assets of the issuer and/or Fiat S.p.A. granted in connection with other bonds or debt securities having the same ranking; (ii) *pari passu* clauses, under which no obligations ranking senior to the bonds in question may be assumed; (iii) periodic disclosure obligations; (iv) for bond issued under the Global Medium Term Notes programme, cross-default clauses which require immediate repayment of the bonds under certain events of default on other financial instruments issued by the Group's main entities; and, (v) other clauses that are generally applicable to securities of a similar type. A breach of these covenants can lead to the early repayment of the notes. In addition, the agreements for the bonds guaranteed by Fiat S.p.A. contain clauses which could lead to requirement to make early repayment if there is a change of the controlling shareholder of Fiat S.p.A. which leads to a resulting downgrading by the ratings agencies.

In addition, the indenture of the Secured Senior Notes issued by Chrysler Group LLC includes negative covenants related to Chrysler's ability and, in certain instances, the ability of certain of its subsidiaries to, (i) pay dividends or make distributions on the company's capital stock or repurchase the company's capital stock; (ii) make restricted payments; (iii) create certain liens to secure indebtedness; (iv) enter into sale and leaseback transactions; (v) engage in transactions with affiliates; (vi) merge or consolidate with certain companies and (vii) transfer and sell assets.

The indenture provides for customary events of default, including but not limited to, (i) non-payment; (ii) breach of covenants in the indenture; (iii) payment defaults or acceleration of other indebtedness; (iv) a failure to pay certain judgments and (v) certain events of bankruptcy, insolvency and reorganization. If certain events of default occur and are continuing, the trustee or the holders of at least 25% in principal amount of the notes outstanding under one of the series may declare all of the notes of that series to be due and payable immediately, together with accrued interest, if any.

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

Borrowing from banks

At December 31, 2011, the item Borrowings from banks includes for €2,333 million a $3 billion term loan ("Tranche B Term Loan") that is repayable in quarterly installments of principal amount of $7.5 million, with the remaining balance of $2,827.5 million due in May 2017.

Medium/Long term committed credit lines (expiring after twelve months) currently available to Fiat Group excluding Chrysler amount to approximately €3 billion at December 31, 2011, of which €2 billion were undrawn. This amount does not include credit lines to fund scheduled investments of the Group's operating entities with residual expiry after twelve months, of which €0.5 million was still undrawn at December 31, 2011.

The new €1.95 billion new syndicated credit facility of Fiat contains typical covenants for contracts of this type and size, such as financial covenants (Net Debt/EBITDA and EBITDA/Net Interest ratios related to industrial activities) and negative pledge, pari passu, cross default and change of control clauses. The failure to comply with these covenants, in certain cases if not suitably remedied, can lead to the requirement to make early repayment of the outstanding loans. Similar covenants are contemplated for loans granted by the European Investment Bank for a total of €1.1 billion, in order to fund the Group's investments.

In addition the above new syndicated credit facility above, currently contemplate limits to the capability to extend guarantees or loans to Chrysler and submit the increase of Fiat shareholding in Chrysler above the 60% threshold to the previous testing of the Net Debt/EBITDA ratio.

At December 31, 2011, Chrysler has secured revolving credit facility ("Revolving Credit Facility") amounting to $1.3 billion (€1 billion), fully undrawn at that date and maturing in May 2016.

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 its U.S. subsidiary guarantors, subject to certain exceptions. The collateral includes 100% of the equity interests in Chrysler's U.S. subsidiaries and 65% of the equity interests in its non U.S. subsidiaries held directly by Chrysler Group LLC and its U.S. subsidiary guarantors.

The senior secured credit agreement includes negative covenants, including but not limited to, (i) limitations on incurrence, repayment and prepayment of indebtedness; (ii) limitations on incurrence of liens; (iii) the ability to make restricted payments; (iv) limitations on transactions with affiliates, swap agreements and sale and leaseback transactions; (v) limitations on fundamental changes, including certain asset sales and (vi) restrictions on certain subsidiary distributions. In addition, the Senior Secured Credit agreement requires Chrysler to maintain a minimum ratio of "borrowing base" to "covered debt" (as defined in the Facility), as well as a minimum liquidity of $3.0 billion, which includes any undrawn amounts on the Revolving Credit Facility.

The senior secured credit agreement contains a number of events of default related to (i) failure to make payments when due; (ii) failure to comply with covenants; (iii) breaches of representations and warranties; (iv) certain changes of control; (v) cross−default with certain other debt and hedging agreements and (vi) the failure to pay certain material judgments.

Payables represented by securities

At December 31, 2011, the item Payables represented by securities includes the VEBA Trust Note of €3,908 million, which represents Chrysler's financial liability to the International Union, United Automobile, Aerospace, and Agricultural Implement Workers of America (“UAW”) Retiree Medical Benefits Trust (“VEBA Trust”) having a face value of $4,836 million (€3,738 million). This financial liability was recognized 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 July 15, 2023.

At December 31, 2011, Chrysler’s Payables represented by securities also includes the Canadian Health Care Trust Notes totaling €820 million, which represents Chrysler’s financial liability to the Canadian Health Care Trust arising from the settlement of postretirement health care benefits for represented employees, retirees and dependents of Chrysler Canada Inc.’s National Automobile, Aerospace, Transportation and General Workers Union of Canada (“CAW”). These notes were issued in four tranches maturing between 2012 and 2024.

Fiat Industrial Group

The item Asset-backed financing represents the amount of financing received through both securitization and factoring transactions which do not meet IAS 39 derecognition requirements and is recognized as an asset in the statement of financial position.

There was an increase of approximately €929 million in asset backed financing, excluding exchange differences. This increase mainly reflects the increase in dealer and retail financing in the CNH Sector and the line-by-line consolidation of Iveco Finance Holdings Limited.

During the year, Other debt had increased, net of exchange differences, by €457 million. This increase is mainly due to the issue of new bonds, an increase in Borrowings from banks and the line-by-line consolidation of Iveco Finance Holdings Limited, and was partially offset by the repayment of outstanding debt payable to the Fiat Group post Demerger at December 31, 2010.

The bond issues outstanding at December 31, 2011 are the following:

	Currency	Face of outstanding bonds (in million)	Coupon	Maturity	Outstanding amount (in € million)
Global Medium Term Notes:					
Fiat Industrial Finance Europe S.A. (1)	€	1,000	5.250%	March 11, 2015	1,000
Fiat Industrial Finance Europe S.A. (1)	€	1,200	6.250%	March 9, 2018	1,200
Total Global Medium Term Notes					**2,200**
Other bonds:					
Case New Holland Inc.	$	1,000	7.750%	September 1, 2013	773
CNH America LLC	$	254	7.250%	January 15, 2016	197
CNH Capital LLC	$	500	6.250%	November 1, 2016	386
Case New Holland Inc.	$	1,500	7.875%	December 1, 2017	1,159
Total Other bonds					**2,515**
Hedging and amortized cost measurement effect					**171**
Total Bonds					**4,886**

(1) Bond listed in the Irish Stock Exchange.

More specifically the following bonds were issued during 2011:

- a bond issued at par by Fiat Industrial Finance Europe S.A. as part of the Global Medium Term Notes Programme, having a nominal value of €1,000 million, falling due in 2015 and bearing fixed interest at a rate of 5.250%;
- a bond issued at par by Fiat Industrial Finance Europe S.A. as part of the Global Medium Term Notes Programme, having a nominal value of €1,200 million, falling due in 2018 and bearing fixed interest at a rate of 6.250%.
- a bond issued by CNH Capital LLC having a nominal value of $500 million (equivalent to €386 million), maturing in 2016 and paying a fixed coupon of 6.250%, at a price of 100% of its nominal value, payable semi-annually.

The bonds issued by the Group are governed by different terms and conditions according to their type; more specifically these are as follows, in addition to the above-mentioned bonds issued in 2011:

- bond issued by Case New Holland Inc., having a nominal value of $1 billion at a price of 97.062%, falling due in 2013 and bearing fixed interest at a rate of 7.75%, payable semi-annually;
- bond issued by CNH America LLC for a total amount outstanding of $254 million and repayable in 2016;
- bond issued by Case New Holland Inc. having a nominal value of $1,500 million, maturing in 2017 and paying a fixed coupon of 7.875%, at a price of 99.32% of its nominal value.

The bonds issued by the Group contain commitments of the issuer, and in certain cases of Fiat Industrial S.p.A. in its capacity as guarantor, which are typical of international practice for bond issues of this type such as, in particular, negative pledge, pari passu and cross default clauses. A breach of these commitments can lead to the early repayment of the issued notes. In addition, the agreements for the bonds guaranteed by Fiat Industrial S.p.A. contain clauses which could lead to early repayment if there is a change of control of Fiat Industrial S.p.A. associated with a downgrading by a ratings agency.

The Group intends to repay the issued bonds in cash at due date by utilizing available liquid resources. In addition, the companies in the 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 buy backs, if made, depend upon market conditions, the financial situation of the Group and other factors which could affect such decisions.

Available committed credit lines expiring after twelve months amount to €1.6 billion at December 31, 2011. Of these credit lines, the €2 billion syndicated credit facility of Fiat Industrial, guaranteed by the parent company and available for €1.5 million at December 31, 2011, envisages typical covenants for contracts of this type and size, such as financial covenants (Net debt/EBITDA and EBITDA/Net interest ratios) and negative pledge, pari passu, cross default and change of control clauses. The failure to comply with these covenants, in certain cases if not suitably remedied, can lead to the requirement to make early repayment of the outstanding loans.

At December 31, 2011 there were no breaches of the above commitments.

The fair value of Debt at December 31, 2011 amounts to €20,157 million (€18,895 million at December 31, 2010), determined using the quoted market price of financial instruments, if available, or the related future cash flows. The amount is calculated using the interest rates stated in Note 19, suitably adjusted to take account of the Group's current creditworthiness.

C&W Group

On June 29, 2011, C&W Group refinanced its existing $350 million Senior Secured Revolving Credit and the total $50 million EXOR subordinated facilities with a new five-year $350 million Senior Secured Revolving Credit Facility and a five-year $150 million Senior Secured Term Loan. In addition to expanding its borrowing capacity, the new arrangement reflects more favorable borrowing terms, including interest rates, collateral packages and expanded geographic borrowings. Proceeds were used to repay the amounts outstanding under the previously existing $350 million facility and the loan extended by EXOR.

Security under the facilities is provided by major subsidiaries and consists of assets and stock pledges.

At December 31, 2011, C&W Group's outstanding balance on the Credit Facility was $170.0 million (€131 million), comprising the following: $150.0 million (€116 million) of U.S. dollar (USD)-denominated debt, with a weighted average interest rate of 2.56%, $11.2 million (€8 million) of Australian dollar (AUD)-denominated debt, with a weighted average interest rate of 6.78% and $8.8 million (€7 million) of Canadian dollar (CAD)-denominated debt, with a weighted average interest rate of 3.30%.

At December 31, 2011, C&W Group's debt amounts to €129 million (€87 million at December 31, 2010, net of the facility extended by EXOR of €31 million) and includes the outstanding balance on the "Credit Facility" for $170 million (€131 million), finance lease liabilities of $4.6 million (€4 million) as well as the carrying value of the deferred financing costs of $7.4 million (€6 million) accounted for, in accordance with IFRS, as a reduction of debt.

At December 31, 2010, C&W Group's outstanding balance on the Senior Revolving Credit Facility was €87 million of the original $350 million.

Juventus Football Club

The debt of Juventus Football Club amounting to €130 million comprises the debt due to Unicredit Leasing S.p.A. for the Vinovo Training Center lease transaction and other minor leases for €17 million, the debt due to Istituto per il Credito Sportivo for the new stadium loan for €58 million and the debt payable to banking institutions for bank accounts that were opened for €55 million.

At December 31, 2011, Juventus Football Club had credit lines for €220 million, utilized for a total of €157 million, of which €103 million for guarantees provided to third parties and €54 million for overdrafts. Further information is provided in Note 30.

Holdings System

The debt of the Holdings System at December 31, 2011 amounting to €1,120 million decreased €138 million, of which €139 million refers to the Parent, EXOR. The main changes are as follows:

- repayment of EXOR 2006/2011 bonds, for €200 million;
- issue of EXOR 2011/2031 non-convertible bonds, for Japanese yen 10 billion;
- new bank loan secured with leading credit institutions, for €150 million;
- minor use of credit lines, for €156 million;
- extinguishment of loans at maturity, for €75 million.

The debt payable to Almacantar S.A. of €48 million is also included for the share of the capital increase subscribed by EXOR S.A. and not yet paid at December 31, 2011 (€8 million at December 31, 2010).
An analysis of EXOR S.p.A. bonds outstanding at December 31, 2011 is as follows:

Issue date	Maturity	Issue price	Coupon	Rate	Currency	Nominal amount (in million)	Amortized cost measurement effect € million	Balance € million
6/12/2007	6/12/2017	99.554	Annual	fixed 5.375%	€	750	(4)	746
5/9/2011	5/9/2031	100.000	Semiannual	fixed 2.80% (a)	Yen	10,000	-	100
								846

(a) Equivalent fixed rate in Euro is 6.012%.
(b) Nominal amount is Japanese yen 10 billion, aligned with the exchange rate at December 31, 2011, equal to Yen/€100.20.

The bonds contain covenants that are common in international practice for bond issues of this type. In particular, they contain negative pledge clauses (which require that the bonds benefit from any existing or future pledges of assets of the issuer granted in connection with other bonds or debt securities having the same ranking) and providing for periodic disclosure. The 2011/2031 bonds also establish other covenants such as respecting a maximum debt limit in relation to the amount of the portfolio and maintaining a rating by one of the major agencies.

Non-compliance with these covenants allows the bondholders to ask for the immediate redemption of the bonds. Finally, standard events of default are envisaged in the case of serious non-fulfillment such as, for example, failure to pay interest. These covenants were complied with at December 31, 2011.
Finally, a change in control, if any, of EXOR would give the bondholders the right to ask for early repayment of both bonds (2011/2013 and 2007/2017).
Standard & Poor's rated the two bond issues "BBB+", in line with the current rating of EXOR S.p.A. long-term debt.

EXOR bonds 2011-2031 were issued at the beginning of May 2011 for Japanese yen 10 billion and at the same time hedged in Euro, for a total equivalent amount of approximately €83 million, in order to eliminate the exchange risk. The bonds pay a 2.80% coupon in Japanese yen. The exchange risk is hedged by a cross currency swap which pays EXOR in Japanese yen both interest and, at maturity, principal. The cost in Euro is thus equal to 6.012% per year.

At December 31, 2011, EXOR S.p.A. had credit lines for €1,305 million, of which €615 million is revocable and €690 million is irrevocable (of which €270 million expires in December 31, 2012 and €420 million beyond that date), drawn down by €200 million.

The loan contracts relating to irrevocable credit lines provide for commitments to be observed that are typical of practices in the sector for this type of debt. In particular, some of the major commitments on certain contracts require periodical disclosure obligations, prohibition of new real guarantees on the assets of the company without consent of the creditor, non-subordination of the facility and, in some cases, compliance with financial ratios. Finally, clauses provide for early repayment in the event of serious default such as, for example, failure to pay interest or events that are especially detrimental such as insolvency proceedings.
In the event of a change in control of EXOR, some lender banks would have the right to ask for the early repayment of irrevocable credit lines for a total of €375 million.

EXOR Group debt by due date

An analysis of debt by due date at December 31, 2011 and at December 31, 2010 is as follows:

	At December 31, 2011				At December 31, 2010			
	Due within one year	Due between one and five years	Due beyond five years	Total	Due within one year	Due between one and five years	Due beyond five years	Total
Asset-backed financing	6,741	3,402	34	**10,177**	5,275	3,544	35	8,854
Other debt								
Bonds	2,121	8,756	6,539	**17,416**	2,928	5,935	3,155	12,018
Borrowings from banks	4,866	5,695	2,950	**13,511**	5,067	4,124	226	9,417
Payables represented by securities	498	1,089	3,460	**5,047**	217	147	0	364
Other	1,115	509	515	**2,139**	1,170	273	330	1,773
Total Other debt	8,600	16,049	13,464	**38,113**	9,382	10,479	3,711	23,572
Total Debt	**15,341**	**19,451**	**13,498**	**48,290**	**14,657**	**14,023**	**3,746**	**32,426**

EXOR Group debt by interest rate

The annual interest rates and the nominal currencies of debt at December 31, 2011 are as follows:

€ million	Less than 5%	From 5% to 7.5%	From 7.5% to 10%	From 10% to 12.5%	Greater than 12.5%	Total
Euro	10,151	8,097	2,509	99		**20,856**
U.S. dollar	6,890	3,163	8,230	12	195	**18,490**
Brazilian real	1,356	918	603	1,150	191	**4,218**
Canadian dollar	1,332	76	670			**2,078**
Australian dollar	4	811				**815**
Polish zloty	10	208	11			**229**
Chinese renminbi	1	433	59			**493**
Argentine peso	2		88		80	**170**
British pound	220	12				**232**
Other	133	114	445	1	16	**709**
Total Debt at 12/31/2011	**20,099**	**13,832**	**12,615**	**1,262**	**482**	**48,290**

Debt with annual nominal interest rates in excess of 12.5% relates principally to the companies of the Fiat and Fiat Industrial Groups operating in Argentina and Brazil.

Further information on the management of interest rate and currency risk is provided in Note 33.

The fair value of outstanding debt of the EXOR Group at December 31, 2011 amounts to approximately €46,771 million. The fair value of debt at December 31, 2010 amounted to approximately €33,298 million. These amounts have been determined using the quoted market price of financial instruments, if available, or discounting the related future cash flows and using the interest rates suitably adjusted to take account of the Group's current creditworthiness.

Minimum future lease payments

€ million	Fiat	Fiat Industrial	C&W Group	Juventus F.C.	Consolidated Exor
Due within one year	58	5	1	2	**66**
Due between one and five years	217	18	2	15	**252**
Due beyond five years	211	25			**236**
Present value of minimum lease payments at 12/31/2011	**486**	**48**	**3**	**17**	**554**
Due within one year	47	7		2	**56**
Due between one and five years	110	18	1	8	**137**
Due beyond five years	129	20		8	**157**
Present value of minimum lease payments at 12/31/2010	**286**	**45**	**1**	**18**	**350**

As discussed in Note 15, Finance lease payables also relate to suppliers' assets recognized in the consolidated financial statements in accordance with IFRIC 4.

Fiat Group

At December 31, 2011 the Fiat Group excluding Chrysler had outstanding financial lease agreements for certain Property, plant and equipment whose overall net carrying amount totals €297 million (Note 15). At December 31, 2010 the corresponding balance was €322 million.

Fiat Industrial Group

At December 31, 2011 the Group had outstanding financial lease agreements for certain property, plant and equipment whose net carrying amount totaling €51 million (€48 million at December 31, 2010) is included in the item Property, plant and equipment (Note 15).

Debt secured by mortgages on assets of the Group amounts to €113 million at December 31, 2011 (€88 million at December 31, 2010), of which €48 million (€45 million at December 31, 2010) due to creditors for assets acquired under finance leases. The total carrying amount of assets acting as security for loans amounts to €119 million at December 31, 2011 (€92 million at December 31, 2010). In addition, it is recalled that the Group's assets include current receivables and cash with a pre-determined use to settle asset-backed financing of €9,479 million at December 31, 2011 (€8,321 million at December 31, 2010).

Juventus Football Club

At December 31, 2011, Juventus Football Club had two finance lease contracts with Unicredit Leasing S.p.A. regarding the Vinovo Training Center and the relative furniture and fixtures for a total of €17 million.

Net financial position

In compliance with the Consob Communication of July 28, 2006 and in conformity with the CESR's "Recommendations for the consistent implementation of the European Commission's Regulation on Prospectuses" issued on February 10, 2005, the net financial position of the EXOR Group at December 31, 2011 is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
At 12/31/2011								
Non-current securities (held to maturity)						114		**114**
Non-current financial receivables and other financial assets					4	1		**5**
Non-current assets	**0**	**0**	**0**	**0**	**4**	**115**	**0**	**119**
Cash and cash equivalents	17,526	5,639	132		1	216	(20)	**23,494**
Cash and cash equivalents included in Assets held for sale				19				**19**
Investments and current securities (held for trading)	199	68				477		**744**
Investments and current securities (held for trading) included in Assets held for sale				3				**3**
Liquidity	**17,725**	**5,707**	**132**	**22**	**1**	**693**	**(20)**	**24,260**
Receivables from financing activities	3,968	13,946					(53)	**17,861**
- of which: from jointly-controlled financial services entities	*21*							***21***
Other current financial receivables						8		**8**
Other current financial receivables included in Assets held for sale				1				**1**
Other financial assets	557	118	1			1		**677**
Debt	(26,772)	(20,217)	(129)		(130)	(1,120)	78	**(48,290)**
Debt included in Liabilities held for sale				(28)				**(28)**
Other financial liabilities	(429)	(157)	(2)		(1)	(22)	0	**(611)**
Net financial position at 12/31/2011	**(4,951)**	**(603)**	**2**	**(5)**	**(126)**	**(325)**	**5**	**(6,003)**
At 12/31/2010								
Non-current securities (held to maturity)						192		**192**
Non-current financial receivables and other financial assets					2			**2**
Non-current assets					**2**	**192**		**194**
Cash and cash equivalents	11,967	3,686	77	92	5	361		**16,188**
Current securities (held for trading)	185	24		3		712		**924**
Liquidity	**12,152**	**3,710**	**77**	**95**	**5**	**1,073**		**17,112**
Receivables from financing activities	2,866	10,908						**13,774**
- of which: from jointly-controlled financial services entities	*12*							***12***
Financial receivables from Fiat Industrial	5,626						(5,626)	**0**
Financial receivables from Fiat		2,865					(2,865)	**0**
Other current financial receivables						38	(31)	**7**
Other financial assets	516	88	1			5		**610**
Debt	(20,804)	(18,695)	(118)	(10)	(63)	(1,258)	8,522	**(32,426)**
Other financial liabilities	(255)	(147)	(2)		(1)	(8)		**(413)**
Net financial position at 12/31/2010	**101**	**(1,271)**	**(42)**	**85**	**(57)**	**42**	**0**	**(1,142)**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

The item receivables from financing activities includes the entire portfolio of the financial services entities of the Fiat Group and the Fiat Industrial Group, classified as current assets as they will be realized during the normal operating cycle of these companies.

The net financial position of C&W Group and the Alpitour Group is adjusted to exclude non-current financial assets (deposits and receivables) in order to comply with the Consob Communication.

Non-current securities (held-to-maturity) of the Holdings System include bonds issued by leading counterparties and listed on active and open markets which the Group intends, and is able, to hold until their natural repayment date as an investment of a part of its available cash so that it can receive a constant attractive flow of financial income. Such designation was made in accordance with IAS 39, paragraph 9.

28. Trade payables

An analysis by due date of trade payables is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Due within one year	16,402	5,043	193		31	1	(189)	**21,481**
Due between one and five years	13	7	8					**28**
Due beyond five years	3	2						**5**
Trade payables at 12/31/2011	**16,418**	**5,052**	**201**	**0**	**31**	**1**	**(189)**	**21,514**
Due within one year	9,352	4,072	157	214	33	5	(187)	**13,646**
Due between one and five years	6	4	8					**18**
Due beyond five years	1	1						**2**
Trade payables at 12/31/2010	**9,359**	**4,077**	**165**	**214**	**33**	**5**	**(187)**	**13,666**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

The carrying amount of trade payables is considered in line with their fair value at the balance sheet date.

29. Other liabilities

An analysis of other liabilities is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
Total Other liabilities at 12/31/2011	**7,538**	**2,495**	**155**		**198**	**9**	**(15)**	**10,380**
Total Other liabilities at 12/31/2010	**3,998**	**2,423**	**164**	**40**	**147**	**32**	**(154)**	**6,650**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

Details are as follows:

€ million	At 12/31/2011	At 12/31/2010	Change
Advances on buy-back agreements	**2,664**	1,832	832
Indirect tax payables	**1,658**	1,392	266
Accrued expenses and deferred income	**2,137**	1,185	952
Payables to personnel	**937**	490	447
Social security payables	**489**	447	42
Amounts due to customers for contract work (Note 18)	**111**	105	6
Liabilities with Minority Shareholders of C&W Group	**15**	30	(15)
Other	**2,369**	1,169	1,200
Total Other liabilities at 12/31/2011	**10,380**	6,650	3,730

The item Advances on buy-back agreements refers to agreements entered into by the Fiat Group and the Fiat Industrial Group during the year or which still remain effective at the balance sheet date and they related to assets included in Property, plant and equipment. The item Advances on buy-back agreements represents the following:

– at the date of the sale, the price received for the product is recognized as an advance in liabilities;
– subsequently, since the difference between the original sales price and the repurchase price is recognized in the income statement as operating lease installments on a straight-line basis over the lease term, the balance represents the remaining lease installments yet to be recognized in income plus the repurchase price.

Deferred income also includes the revenues not yet recognized in relation to the separately-priced extended warranties and service contracts offered by the Chrysler sector. These revenues will be recognized in profit or loss over the contract period in proportion to the costs expected to be incurred based on historical information.

The carrying amount of Other liabilities is considered in line with their fair value.

An analysis by due date of Other liabilities of the EXOR Group (excluding Accrued expenses and deferred income) is as follows:

	At December 31, 2011				At December 31, 2010			
€ million	Due within one year	Due between one and five years	Due beyond five years	Total	Due within one year	Due between one and five years	Due beyond five years	Total
Other liabilities (excluding Accrued expenses and deferred income)	6,763	1,392	88	8,243	4,191	1,234	40	5,465

30. Guarantees granted, commitments and contingent liabilities

Guarantees granted of the Fiat Group

At December 31, 2011 the Group had pledged guarantees on the debt or commitments of third parties totaling €40 million (€35 million at December 31, 2010), as well as guarantees of €30 million on related party debt (€16 million at December 31, 2010).

With reference to Chrysler, in accordance with the terms of the Ally Auto Finance Operating Agreement ("Ally Agreement"), Ally provides wholesale and retail financing to dealers and retail customers in the U.S., Canada and Mexico. Chrysler subsidizes interest rates or cash payments required at the inception of the financing arrangement, as a customer incentive, a practice known as "subvention." The agreement with Ally is not exclusive. Ally provides consumer and dealer financing to other manufacturers and Chrysler's dealers and retail customers obtain financing, including some subvented financing, from other financing sources. Under the agreement, however, Chrysler must offer all subvention programs to Ally, and is required to ensure that Ally finances a specified minimum percentage of the vehicles it sells in North America under rate subvention programs in which it elects to participate. In addition, Chrysler may, from time to time, offer lease products to retail customers through Ally, but Ally is not obligated to offer lease products. Under the Ally Agreement, Chrysler is required to repurchase Ally-financed dealer inventory, upon certain triggering events and with certain exceptions, in the event of an actual or constructive termination of a dealer's franchise agreement (including in certain circumstances when Ally forecloses on all assets of a dealer securing financing provided by Ally). These obligations exclude vehicles that have been damaged or altered, that are missing equipment or that have excessive mileage or an original invoice date that is more than one year prior to the repurchase date.

As of December 31, 2011, the maximum potential amount of future payments required to be made to Ally under this guarantee was approximately €5.7 billion and was based on the aggregate repurchase value of eligible vehicles financed by Ally in Chrysler's U.S. and Canadian dealer stock. If vehicles are required to be repurchased under this arrangement, the total exposure would be reduced to the extent the vehicles are able to be resold to another dealer.

The Ally Agreement is effective through April 30, 2013, with automatic one-year renewals unless either party elects not to renew.

Guarantees granted of the Fiat Industrial Group

At December 31, 2011, the Group has provided guarantees on the debt or commitments of third parties or jointly controlled and associated entities totaling €612 million (€655 million at December 31, 2010).

In addition, at December 31, 2011 Fiat Industrial S.p.A. replaced Fiat S.p.A. in the guarantees issued by the latter in the interest of Banco CNH Capital S.A. - 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.

Other commitments and important contractual rights of the Fiat Group

The Fiat Group has important commitments and rights deriving from outstanding agreements, summarized in the following.

Teksid

Fiat S.p.A. is subject to a put contract with Renault in reference to the original investment of 33.5% in Teksid, now 15.2%.

In particular, Renault would acquire the right to exercise a sale option to Fiat on its interest in Teksid, in the following cases:

- in the event of non-fulfillment in the application of the protocol of the agreement and admission to receivership or any other redressement procedure;
- in the event Renault's investment in Teksid falls below 15% or Teksid decides to invest in a structural manner outside the foundry sector;
- should Fiat be the object of the acquisition of control by another car manufacturer.

The exercise price of the option is established as follows:

- for the original 6.5% of the share capital of Teksid, the initial investment price as increased by a given interest rate;
- for the remaining amount of share capital of Teksid, the share of the accounting net equity at the exercise date.

Chrysler

Following the occurrence of the Ecological Event in early January 2012, at the date of this Annual report Fiat holds a 58.5% membership interest in Chrysler; the remaining 41.5% is held by the VEBA Trust, the fund that provides health benefits to the employees of Chrysler who are no longer in service. In addition Fiat is the holder of the VEBA Trust Call Option, pursuant to which it is entitled to acquire 40% of the membership interests originally issued to the VEBA Trust, provided that Fiat is entitled to purchase no more than 8% of such membership interests in any six-month period. This option may be exercised from 1 July 2012 to June 30, 2016. For the VEBA Trust Call Option, prior to a Chrysler IPO the exercise price is to be determined using a defined market-based multiple (the average multiple of certain automotive manufacturers, not to exceed the trading multiple for Fiat) applied to Chrysler's EBITDA for the four recent quarters less Chrysler's net industrial debt. If there has been a Chrysler IPO, the price is to be based on the trading price for Chrysler's ordinary shares.

In addition, on July 21, 2011 the U.S. Treasury assigned Fiat its rights under the Equity Recapture Agreement. The Equity Recapture Agreement provides Fiat the rights to the economic benefit associated with the membership interests held by the VEBA Trust once the VEBA Trust receives proceeds, including certain distributions, in excess of $4.25 billion plus interest of 9% per annum from January 1, 2010 ("Threshold Amount"). Once the VEBA Trust receives the Threshold Amount, any additional proceeds payable to the VEBA trust for Chrysler membership interest and any membership interest retained by the VEBA Trust are to be transferred to Fiat for no further consideration. In addition, Fiat 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 the VEBA Trust on that interest. These rights have been recognized in the Group's Statement of Financial Position at €58 million ($75 million).

If the VEBA Trust seeks to transfer its membership interests, it must provide notice to Fiat and Fiat will have an irrevocable non−transferable first option to purchase all or a portion of the offered securities at the same price and on the same terms and conditions as those negotiated by the VEBA Trust.

VM Motori

Following the acquisition of the 50% interest in the VM Motori group, the Fiat Group is party to a put and call agreement with General Motors 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.

Commitments of Juventus Football Club S.p.A.

Commitments of Juventus include guarantees received from leading credit institutions for €103 million to guarantee the payables arising from the acquisition of players' registration rights (€79 million), the construction and completion of infrastructures for the new stadium (€22 million) and other commitments (€2 million).

Commitments of the Holdings System

The commitments for €125 million (€237 million at December 31, 2010) undertaken by the subsidiary EXOR S.A. relate to the acquisition of investments and other financial assets. Details are as follows:

- investment commitment for a residual maximum amount of $34 million (€26 million) in the NoCo B LP limited partnership which groups a series of funds managed by Perella Weinberg Partners L.P. At December 31, 2011 EXOR S.A. had invested €7 million and received reimbursements for €4 million;
- investment commitment in the Perella Weinberg Real Estate Fund for €3 million. At December 31, 2011 EXOR S.A. had invested €14 million;
- investment commitment of another €7 million in Banijay Holding S.A.S.;
- investment commitment in the joint venture with the Jardine Matheson Group and Rothschild for $96 million (€75 million);
- investment commitment of another $18 million, or €14 million, in BDT Capital Partners.

Sales of receivables by the Fiat Group

The Group has discounted receivables and bills without recourse having due dates beyond December 31, 2011 amounting to €3,858 million (€3,524 million at December 31, 2010), which refer to trade receivables and other receivables for €3,031 million (€2,761 million at December 31, 2010) and financial receivables for €827 million (€763 million at December 31, 2010). The amount includes receivables, mostly due from the sales network, sold to jointly-controlled financial services companies (FGA Capital) for €2,495 million (€2,376 million at December 31, 2010).

Sales of receivables by the Fiat Industrial Group

The Group has discounted receivables and bills without recourse having due dates beyond December 31, 2011 amounting to €980 million (€1,239 million at December 31, 2010, with due dates beyond that date), which refer to trade receivables and other receivables for €897 million (€1,021 million at December 31, 2010) and financial receivables for €83 million (€218 million at December 31, 2010). At December 31, 2010 these amounts included receivables, mostly due from the sales network, sold to associate financial services companies (Iveco Finance Holdings Limited) for €390 million.

Operating lease contracts

At December 31, 2011, the total future minimum lease payments under non-cancellable lease contracts are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Consolidated Exor
Due within one year	136	41	46		**223**
Due between one and five years	325	86	133		**544**
Due beyond five years	227	35	150		**412**
Future minimum lease payments under operating lease agreements at 12/31/2011	**688**	**162**	**329**	**0**	**1,179**
Due within one year	34	41	53	37	**165**
Due between one and five years	91	71	143	120	**425**
Due beyond five years	99	46	171	46	**362**
Future minimum lease payments under operating lease agreements at 12/31/2010	**224**	**158**	**367**	**203**	**952**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

During 2011, the Group has recorded costs for lease payments of €214 million (€167 million during 2010).

Operating lease contracts relate to contracts entered into by:

- Fiat Group for the right to use industrial buildings and equipment with an average term of 10-20 years and 3-5 years, respectively;
- Fiat Industrial Group for the right to use industrial buildings and equipment with an average term of about 10-20 years and 3-5 years, respectively;
- C&W Group for the lease of buildings (15 year lease term) and office equipment.

Pending litigation and contingent liabilities

EXOR S.p.A.

Subsequent to filing the motivations for the acquittal verdict in the criminal case relative to the contents of the press releases issued by IFIL and Giovanni Agnelli e C. on August 24, 2005, the Public Prosecutor's Office of Turin, by act of notification to the Company on June 3, 2011, lodged an immediate appeal under ex art. 569 of the Code of Criminal Procedure to the Supreme Court of Cassation. The hearing in the Court of Cassation is set for May 11, 2012.

Fiat Group

As a global group with a diverse business portfolio, the Group is exposed to numerous legal risks, particularly in the areas of product liability, competition and antitrust law, environmental risks and tax matters, dealer and supplier relationship, intellectual property rights. The outcome of any current or future proceedings cannot be predicted with certainty. These proceedings seek recovery for damage to property, personal injuries and in some cases include a claim for exemplary or punitive damage. It is therefore possible that legal judgments could give rise to expenses that are not covered, or not fully covered, by insurers' compensation payments and could affect the Group's financial position and results.
At December 31, 2011, contingent liabilities estimated by the Group for which no provisions have been recognized since an outflow of resources is not considered to be probable and for which a reliable estimate can be made amount to approximately €100 million (approximately €131 million at December 31, 2010). Furthermore, contingent assets and expected reimbursement in connection with these contingent liabilities for approximately €14 million (€17 million at December 31, 2010) have been estimated but not recognized.
Instead, when it is probable that an outflow of resources embodying economic benefits will be required to settle obligations and this amount can be reliably estimated, the Group recognizes specific provisions for this purpose (see Note 26).
Furthermore, in connection with significant asset divestitures carried out in prior years, the Group provided indemnities to purchasers with the maximum amount of potential liability under these contracts generally capped at a percentage of the purchase price. These liabilities refer principally to potential liabilities arising from possible breaches of representations and warranties provided in the contracts and, in certain instances, environmental or tax matters, generally for a limited period of time. At December 31, 2011, potential obligations with respect to these indemnities were approximately €430 million (approximately €859 million at December 31, 2010). Against these obligations, at December 31, 2011 provisions of €66 million (€60 million December 31, 2010) have been made which are classified as Other provisions. The Group has provided certain other indemnifications that do not limit potential payment; it is not possible to estimate a maximum amount of potential future payments that could result from claims made under these indemnities.

Fiat Industrial Group

As a global company with a diverse business portfolio, the Group is exposed to numerous legal risks, particularly in the areas of product liability, competition and antitrust law, environmental risks and tax matters. The outcome of any current or future proceedings cannot be predicted with certainty. It is therefore possible that legal judgments could give rise to expenses that are not covered, or not fully covered, by insurers' compensation payments and could affect the Group financial position and results. At December 31, 2011, contingent liabilities estimated by the Group amount to approximately €41 million (approximately €36 million at December 31, 2010), for which no provisions have been recognized since an outflow of resources is not considered probable at the present moment. Furthermore, contingent assets and expected reimbursement in connection with these contingent liabilities for approximately €2 million have been estimated but not recognized.

Instead, when it is probable that an outflow of resources embodying economic benefits will be required to settle obligations and this amount can be reliably estimated, the Group recognizes specific provision for this purpose.
Since January 2011, Iveco, as well as some other competitors, has been subject to an investigation being conducted by the European Commission into certain business practices of the leading manufacturers of commercial vehicles in the European Union in relation to possible anti-competitive behavior. The Office of Fair Trading is carrying out a similar investigation in Britain. It is not possible at the present moment to predict when and in what way these investigations will be concluded.

C&W Group

On January 3, 2010, a lawsuit seeking class action status was brought against Cushman & Wakefield Inc. along with Credit Suisse in connection with lending activities associated with the development of four luxury resorts, each located in the United States.
In connection with the financing that Credit Suisse provided on the developments, C&W was engaged by Credit Suisse and others to prepare valuations.
The complaint alleges that Credit Suisse devised a "loan to own" scheme whereby it used artificially inflated appraisals prepared by C&W to justify making excessive loans which the plaintiff homeowners were unable to service.
Plaintiffs allege Credit Suisse and C&W violated various statutes under U.S. law. Plaintiffs claim a total amount of $24 billion in damages.
Since then, certain of the claims against C&W have since been dismissed, which has significantly reduced the alleged damage claims. The plaintiff homeowners have re-filed the remaining claims in addition to two new consumer claims. Additionally, two principals of the resort developers filed to intervene in the suit and bring claims, allegedly similar to those brought initially by the homeowners.
C&W Group believes that all of the claims are without merit and continues to defend against these claims vigorously.

Juventus Football Club

FIGC decision of July 18, 2011

On August 11, 2011, Juventus Football Club filed a request with the National Sports Arbitration Court ("TNAS") of the Italian Olympic Games Committee for arbitration against the Italian Football Federation and F.C. Internazionale to repeal the decision made by the Italian Football Federation on July 18, 2011 in relation to the complaint submitted by Juventus on May 10, 2010.

At the hearing on September 9, 2011 the President of TNAS declared its competence in sports matters and referred the parties to the Regional Administrative Court for damages. With its subsequent provision on September 13, 2011 TNAS appointed three members of the Arbitration Board. A hearing was held on November 4, 2011 to discuss the competence, upon which TNAS reserves the right to make the final decision. Subsequently TNAS declared its incompetence with arbitration which was duly challenged by Juventus Football Club, for the purposes of a null judgment, with appeal submitted to the Court of Appeals of Rome at the hearing on July 30, 2012, served on the F.I.G.C. and Football Club Internazionale Milano S.p.A. on February 10, 2012.

On September 2, 2011 the company filed a complaint with UEFA Executive Committee, UEFA General Secretary and UEFA Control and Disciplinary Body in relation to the fairness of the Italian Football Federation's actions. As a result, on October 14, 2011, UEFA asked the FIGC to take a position on the statements made by the company no later than October 19, 2011. On November 8, 2011 UEFA closed the investigation stating that it had performed the following pre-trail investigation: “Inspector and F.I.G.C. Answer”. The company submitted an urgent petition to access the acts which it considers fundamental for proving its motives.

Juventus Football Club has also submitted an appeal, served on November 15, 2011, to the competent Regional Administration Court for Lazio asking for a sentence of unjust damages resulting from the illegal exercise of administration activity and failure to exercise obligatory activity in relation to the following administrative acts:

- resolution of the Federal Council of F.I.G.C. on July 18, 2011;
- failure of the Federal Council to adopt an express non-judicial revocation of FIGC Extraordinary Commissioner on July 26, 2006 assigning the Italian Championship to Football Club Internazionale Milano for the 2005/2006 Championship;
- provision of the FIGC Extraordinary Commissioner on July 26, 2006 assigning the Italian Championship to Football Club Internazionale Milano for the 2005/2006 championship.

The company also asked for cancellation as necessary and where authorized, for the sole purposes of compensation for damages, of the challenged administrative provisions.

The FIGC started proceedings with an act filed with the court on December 2, 2011, objecting to the inadmissibility of the appeal and asking for its rejection as ungrounded.

It is currently not possible to make predictions regarding the outcome of the case.

Referral to the National Disciplinary Commission

On February 22, 2012 the FIGC's Federal Attorney made the referrals public, including against some former Company directors and, in relation to only two cases, against Juventus Football Club S.p.A. The referrals involved player buying and selling activities and related transactions with managers and agents. Since a date for the hearing has not been set and the investigative documents are not available, it is not possible to make any predictions on the outcome of the case.

Dispute regarding VAT receivables on UEFA Champions League revenues

In terms of the dispute with the Revenue Agency, regarding the refusal to refund the VAT receivable of €1.4 million in relation to the UEFA tournaments played in the 2000/2001 football season, a date still needs to be set for a hearing before the Supreme Court of Cassation, which should make a ruling on the appeal against the second instance ruling in favor of Juventus.

Proceedings at the Court of Naples

In terms of the criminal proceedings pending before the Court of Naples against the former director and general manager of Juventus Football Club Mr Luciano Moggi, the company, following the order issued on October 20, 2009, was deemed liable and civil claimants have the right to make claims for compensation for damages.

It should be noted that on November 8, 2011 the Court of Naples sentenced Mr Luciano Moggi to 5 years and 4 months and rejected the claims for damages against Juventus Football Club grounded on its liability.

On February 6, 2012 the grounds for the ruling were filed and are under analysis. However, the inexistence of any form of objective liability by the company has been confirmed.

CONSOB audit

On October 20, 2011, CONSOB initiated an audit with a view to acquiring the documents relating to:

a) the following line items in the annual financial statements at June 30, 2011:

- expenses from players' registration rights;
- amortization and writedowns of players' registration rights;
- other amortization, provisions and release of provisions;
- other non-recurring revenues and costs.

b) reasons and uses of the credit facility granted by the parent EXOR S.p.A.

The inspection was concluded on February 22, 2012.

Investigation by the Attorney's Office of Turin on the construction of the new stadium

On October 20, 2011, the company, Juventus Football Club, learned of an investigation being conducted against the independent contractors it hired to inspect the new stadium. The company, which is the plaintiff in these proceedings - and as such has already filed an appearance - has established the safety and security of the stadium, which is already open and operating, by filing appropriate technical documentation at the mayor's office, the Prefecture, and the Attorney General's Office.

31. Segment reporting

EXOR S.p.A. and the companies in the Holdings System mainly invest in equity investments and financial market investments. Through its subsidiaries, EXOR Group is present in a very diversified range of sectors, particularly Automobiles (Fiat Group), Agricultural and Construction Equipment (which from January 2011 is headed by the Fiat Industrial Group), real estate services (C&W Group) and professional soccer (Juventus Football Club).

For this reason, the EXOR Group has chosen to disclose its information by operating segment according to IFRS 8 – Operating Segments (replacing IAS 14 – Segment Reporting), which coincides with the consolidated data of each subsidiary holding company, each one of which represents an investment in a major business segment: Fiat Group, Fiat Industrial Group, C&W Group, Juventus Football Club and the Holdings System.

As far as the consolidated data of the subsidiary Alpitour is concerned, for the reasons indicated previously, all the revenue and cost items have been reclassified beginning June 30, 2011, to "Profit (loss) from Discontinued Operations" since the Alpitour Group represents an important separate business segment.

The information by sector relating to continuing activities is therefore presented in the following consolidated income statement and statement of financial position which gives the data of each Group and subsidiary mentioned above.

The Income statement by segment for 2011 and 2010 is as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System (b)	Eliminations and Adjustments	Consolidated Exor
2011								
Segment revenues	59,559	24,289	1,433		169	1	(1,092)	**84,359**
Revenues from transactions with other operating segments	(663)	(425)	(1)		(2)	(1)	1,092	**0**
Revenues from external customers	58,896	23,864	1,432		167	0	0	**84,359**
Trading profit/(loss)	2,392	1,686	44		(86)	(30)	1	**4,007**
Unusual income/(expense)	944	(57)	0		0	0	(12)	**875**
Operating profit/(loss)	3,336	1,629	44		(86)	(30)	(11)	**4,882**
Financial income/(expense)	(1,282)	(546)	(8)		(3)	(45)	7	**(1,877)**
Share of profit/(loss) of companies accounted for using the equity method	146	97	0		0	(24)	0	**219**
Other profit/(loss) from investments	(15)	(11)	0		0	82	0	**56**
Result from investments	131	86	0		0	58	0	**275**
Profit/(loss) before taxes	2,185	1,169	36		(89)	(17)	(4)	**3,280**
Income taxes	(534)	(468)	(25)		(1)	(10)	0	**(1,038)**
Profit/(loss) from Continuing Operations	1,651	701	11		(90)	(27)	(4)	**2,242**
Profit/(loss) from Discontined Operations			0	(13)	0	0	0	**(13)**
Profit (loss) for the year	1,651	701	11		(90)	(27)	(17)	**2,229**
Amortization, depreciation and impairment charges	(3,358)	(666)	(35)		(35)	0		**(4,094)**
Goodwill impairment	(224)		0		0	0		**(224)**
Other impairments losses and other non-cash items	(6,443)	(3,507)	(12)		(24)	(128)		**(10,114)**
Reversal of impairment losses	1		0		0	0		**1**

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System (b)	Eliminations and Adjustments	Consolidated Exor
2010								
Segment revenues	35,880	21,342	1,327		183	7	(977)	**57,762**
Revenues from transactions with other operating segments	(592)	(373)			(8)	(4)	977	**0**
Revenues from external customers	35,288	20,969	1,327		175	3	0	**57,762**
Trading profit/(loss)	1,112	1,092	37		(50)	(42)	3	**2,152**
Unusual income/(expense)	(120)	(75)	(9)		(7)	(7)	1	**(217)**
Operating profit/(loss)	992	1,017	28		(57)	(49)	4	**1,935**
Financial income/(expense)	(400)	(505)	(13)		(3)	11	0	**(910)**
Share of profit/(loss) of companies accounted for using the equity method	120	70	1		0	133	(124)	**200**
Other profit/(loss) from investments	(6)	(6)			0	49	(1)	**36**
Result from investments	114	64	1		0	182	(125)	**236**
Profit/(loss) before taxes	706	576	16		(60)	144	(121)	**1,261**
Income taxes	(484)	(198)	(4)		(5)	(7)	0	**(698)**
Profit/(loss) from Continuing Operations	222	378	12		(65)	137	(121)	**563**
Profit/(loss) from Discontinued Operations	378			8			(378)	**8**
Profit (loss) for the year	600	378	12		(65)	137	(499)	**571**
Amortization, depreciation and impairment charges	(2,186)	(665)	(44)		(36)	0		**(2,931)**
Goodwill impairment	0	0	0		0	0	0	**0**
Other impairments losses and other non-cash items	(2,127)	(3,241)	(13)		(7)	(28)	0	**(5,416)**
Reversal of impairment losses	3	0	0		0	0	0	**3**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.
(b) Does not include the share of profit/(loss) from investments consolidated line-by-line.

Total Assets by segment at December 31, 2011 and at December 31, 2010 are as follows:

€ million	Fiat	Fiat Industrial	C&W Group	Alpitour (a)	Juventus F.C.	Holdings System	Eliminations and Adjustments	Consolidated Exor
At December 31, 2011								
Segment operating assets	58,922	32,335	1,125		393	2,045	(262)	**94,558**
of which:								
investments in associates and jointly controlled companies accounted for using the equity method	*1,579*	*614*				*307*		***2,500***
Increase in non-current assets other than financial instruments, deferred tax assets and assets benefitting employees	*5,670*	*1,097*	*36*		*167*	*146*	*(93)*	***7,023***
Income tax assets	2,058	1,852	18			25		**3,953**
Receivables from financing activities, financial receivables, other receivables and non-current securities	895	103	17		4	215	(51)	**1,183**
Cash and cash equivalents, current securities and other financial assets	18,156	4,353	132		1	701	(18)	**23,325**
Other assets			3		8			**11**
Total Assets	**80,031**	**38,643**	**1,295**	**0**	**406**	**2,986**	**(331)**	**123,030**
Segment operating liabilities	42,842	26,767	476		233	17	(105)	**70,230**
Income tax liabilities	1,244	873	84		11	3		**2,215**
Financial liabilities and other financial liabilities	23,685	5,592	131		130	1,142	(66)	**30,614**
Total Liabilities	**67,771**	**33,232**	**691**	**0**	**374**	**1,162**	**(171)**	**103,059**
At December 31, 2010								
Segment operating assets	26,769	27,911	1,102	271	300	1,955	(380)	**57,928**
of which:								
investments in associates and jointly controlled companies accounted for using the equity method	*1,465*	*679*				*231*		***2,375***
Increase in non-current assets other than financial instruments, deferred tax assets and assets benefitting employees	*3,147*	*899*	*20*	*22*	*124*	*112*		***4,324***
Income tax assets	2,031	1,829	10	10		46	(66)	**3,860**
Receivables from financing activities, financial receivables, other receivables and non-current securities	273	70	14	5	2	335	(1)	**698**
Cash and cash equivalents, current securities and other financial assets	12,380	5,111	78	95	5	1,117	(2,569)	**16,217**
Other assets	31,989			1	3		(31,989)	**4**
Total Assets	**73,442**	**34,921**	**1,204**	**382**	**310**	**3,453**	**(35,005)**	**78,707**
Segment operating liabilities	23,251	22,463	441	279	194	37	(3,315)	**43,350**
Income tax liabilities	514	703	71	4	0	2	(3)	**1,291**
Financial liabilities and other financial liabilities	12,922	7,011	121	11	63	1,311	(2,569)	**18,870**
Other liabilities	24,294	0					(24,294)	**0**
Total Liabilities	**60,981**	**30,177**	**633**	**294**	**257**	**1,350**	**(30,181)**	**63,511**

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

32. Information by geographical area

The following table presents an analysis of the revenues of the Group in the various geographical markets, irrespective of the origin of the goods and services, and an analysis of the carrying amount of the segment assets and the investments in property, plant and equipment and intangible assets on the basis of the geographical location of the assets.

The Group's parent has its registered office in Italy. Revenues earned from external customers may be analyzed as follows:

€ million	2011	2010	Change
FIAT			
Italy	**9,079**	9,491	(412)
United States, Canada, Mexico	**21,421**	1,267	20,154
Brazil	**9,654**	9,059	595
Poland	**928**	1,056	(128)
France	**2,145**	2,213	(68)
Germany	**3,127**	2,707	420
Spain	**998**	1,010	(12)
UK	**1,278**	1,255	23
Turkey	**1,357**	1,247	110
China	**1,553**	598	955
Rest of the world	**7,356**	5,385	1,971
Total FIAT	**58,896**	35,288	**23,608**
FIAT Industrial			
Italy	**2,433**	2,416	17
United States, Canada, Mexico	**6,106**	5,247	859
Brazil	**2,905**	2,837	68
Poland	**377**	307	70
France	**2,166**	1,805	361
Germany	**1,285**	1,190	95
Spain	**661**	696	(35)
UK	**713**	602	111
Turkey	**343**	199	144
China	**480**	415	65
Rest of the world	**6,395**	5,255	1,140
Total FIAT Industrial	**23,864**	20,969	**2,895**
C&W Group			
Italy	**21**	18	3
United States	**874**	834	40
Canada	**68**	64	4
Latin America	**81**	69	12
EMEA (excluding Italy)	**291**	254	37
Asia	**97**	88	9
Total C&W Group	**1,432**	1,327	**105**
Juventus F.C.			
Italy	**167**	175	(8)
Total Juventus F.C.	**167**	175	**(8)**
Holdings System			
Rest of the world		3	(3)
Total Holdings System		**3**	**(3)**
Total revenues	**84,359**	57,762	**26,597**

Total non-current assets (excluding financial assets, deferred tax assets, defined benefit assets and rights under insurance contracts of the Group) located in Italy and in the rest of the world totaled €53,646 million (€27,568 at December 31, 2010) and may be analyzed as follows:

€ million	12/31/2011	12/31/2010	Change
Fiat			
Italy	**9,559**	9,490	69
United States, Canada, Mexico	**25,165**	257	24,908
Brazil	**2,463**	2,412	51
Poland	**1,511**	1,612	(101)
France	**322**	331	(9)
Germany	**170**	157	13
Spain	**272**	90	182
China	**463**	180	283
Other	**977**	966	11
Total Fiat	**40,902**	15,495	25,407
Fiat Industrial			
Italy	**1,889**	1,782	107
United States	**3,291**	3,035	256
Brazil	**483**	436	47
Poland	**336**	45	291
France	**704**	619	85
Germany	**550**	493	57
Spain	**475**	482	(7)
China	**320**	304	16
Other	**1,198**	1,410	(212)
Total Fiat Industrial	**9,246**	8,606	640
C&W Group			
United States	**352**	369	(17)
EMEA	**228**	221	7
Canada	**60**	59	1
Latin America	**28**	27	1
Asia	**58**	56	2
Total C&W Group	**726**	732	(6)
Alpitour			
Italy		128	(128)
Spain		15	(15)
Rest of the world		31	(31)
Total Alpitour (a)	**0**	174	(174)
Juventus F.C.			
Italy	**312**	255	57
Total Juventus F.C.	**312**	255	57
Holdings System			
Italy	**138**	140	(2)
United States	**34**	30	4
Luxembourg	**117**	10	107
Rest of the world	**2,171**	2,126	45
Total Holdings System	**2,460**	2,306	154
Total Non-current assets	**53,646**	27,568	26,078

(a) Reclassified to Assets and liabilities held for sale beginning June 30, 2011.

33. Information on financial risks

Information on the financial risks to which the individual operating sectors are exposed is presented below.

Fiat Group

The Group is exposed to the following financial risks connected with its operations:

– credit risk, arising both from its normal commercial relations with final customers and dealers, and its financing activities;
– liquidity risk, with particular reference to the availability of funds and access to the credit market and to financial instruments in general;
– finance market risk (principally relating to exchange rates, interest rates and commodity prices), since the Group operates at an international level in different currencies and uses financial instruments which generate interest. The Group is also exposed to the risk of changes in the price of certain commodities and of certain listed shares.

These risks could significantly affect the Group's financial position and results, and for this reason the Group systematically identifies, and monitors these risks, in order to detect potential negative effects in advance and take the necessary action to mitigate them, primarily through its operating and financing activities and if required, through the use of derivative financial instruments.

Financial instruments held by the funds that manage pension plan assets are not included in this analysis, discussed in Note 25.

The following section provides qualitative and quantitative disclosures on the effect that these risks may have upon the Group. The quantitative data reported in the following do not have any predictive value, in particular the sensitivity analysis on finance market risks does not reflect the complexity of the market or the reaction which may result from any changes that are assumed to take place.

Credit risk

Credit risk is the risk of economic loss arising from the failure to collect a receivable. Credit risk encompasses the direct risk of default and the risk of a deterioration of the creditworthiness of the counterparty, as well as concentration risks.

The Group's credit risk differs in relation to the activities carried out. In particular, dealer financing and operating and financial lease activities that are carried out through the Group's financial services companies are exposed both to the direct risk of default and the deterioration of the creditworthiness of the counterparty, while the sale of vehicles and spare parts is mostly exposed to the direct risk of default of the counterparty. These risks are however mitigated by the fact that collection exposure is spread across a large number of counterparties and customers. Taken overall, however, the credit risk regarding the Group's trade receivables and receivables from financing activities is concentrated in the European Union and Latin America markets for the Fiat Group Automobiles sector and in the North American market for the Chrysler sector.

In order to test for impairment, significant receivables from corporate customers and receivables for which collectability is at risk are assessed individually, while receivables from end customers or small business customers are grouped into homogeneous risk categories. A receivable is considered impaired when there is objective evidence that the Group will be unable to collect all the amounts due specified in the contractual terms. Objective evidence may be provided by the following factors: significant financial difficulties of the counterparty, the probability that the counterparty will be involved in an insolvency procedure or will default on its installment payments, the restructuring or renegotiation of open items with the counterparty, changes in the payment status of one or more debtors included in a specific risk category and other contractual breaches. The calculation of the amount of the impairment loss is based on the risk of default by the counterparty, which is determined by taking into account all the information available as to the customer's solvency, the fair value of any guarantees received for the receivable and the Group's historical experience.

The maximum credit risk to which the Group is theoretically exposed at December 31, 2011 is represented by the carrying amounts of financial assets in the financial statements and the nominal value of the guarantees provided on liabilities and commitments to third parties as discussed in Note 30.

Dealers and final customers for which the Group provides financing are subject to specific assessments of their creditworthiness under a detailed scoring system; in addition to carrying out this screening process, the Group also obtains financial and non-financial guarantees for risks arising from credit granted for the sale of cars, whose amount depends on the amount of the asset sold. These guarantees are further

strengthened where possible by reserve of title clauses on financed vehicle sales to the sales network and on vehicles assigned under finance leasing agreements.
Receivables for financing activities amounting to €3,968 million at December 31, 2011 contain balances totaling €5 million, which have been written down on an individual basis. Of the remainder, balances totaling €70 million are past due by up to one month (€42 million at December 31, 2010), while balances totaling €62 million are past due by more than one month (€92 million at December 31, 2010). In the event of installment payments, even if only one installment is overdue, the whole amount of the receivable is classified as such.
Trade receivables and Other receivables amounting to €4,335 million at December 31, 2011 contain balances totaling €78 million which have been written down on an individual basis. Of the remainder, balances totaling €314 million are past due by up to one month (€164 million at December 31, 2010), while balances totaling €313 million are past due by more than one month (€341 million at December 31, 2010). The increase over the previous year in the amounts past due up to one month arises mainly from the consolidation of Chrysler.
Provided that Current securities and Cash and cash equivalents are measured at fair value, there was no exposure to sovereign debt securities at December 31, 2011 which might lead to significant repayment risk.

Liquidity risk

Liquidity risk arises if the Group is unable to obtain the funds needed to carry out its operations under economic conditions. Any actual or perceived limitations on the Group's liquidity may affect the ability of counterparties to do business with the Group or may require additional amounts of cash and cash equivalents to be allocated as collateral for outstanding obligations.
The continuation of a difficult economic situation in the markets in which the Group operates and the uncertainties that characterize the financial markets, necessitate giving special attention to the management of liquidity risk. In that sense measures taken to generate funds through operations and to maintain a conservative level of available liquidity are an important factor for ensuring operational flexibility and addressing strategic challenges over the next few years.
The two main factors that determine the Group's liquidity situation are on the one hand the funds generated by or used in operating and investing activities and on the other the debt lending period and its renewal features or the liquidity of the funds employed and market terms and conditions.
The Group has adopted a series of policies and procedures whose purpose is to optimize the management of funds and to reduce liquidity risk as follows:

- centralizing the management of receipts and payment, where it may be economical in the context of the local civil, currency and fiscal regulations of the countries in which the Group is present;
- maintaining a conservative level of available liquidity;
- diversifying the means by which funds are obtained and maintaining a continuous and active presence in the capital markets;
- obtaining adequate credit lines;
- monitoring future liquidity on the basis of business planning.

From an operating point of view the Group manages liquidity risk by monitoring cash flows and keeping an adequate level of funds at its disposal. The operating cash flows, main funding operations and liquidity of the Fiat Group excluding Chrysler are centrally managed in the Group's treasury companies with the aim of ensuring effective and efficient management of the Group's funds. These companies obtain funds on the financial markets by means which may assume different technical forms.
Chrysler manages the cash generated by its operations and coverage of its funding requirements independently. In this respect Fiat has pledged no guarantee, commitment or similar obligation in relation to any of Chrysler's financing obligations, nor has it assumed any kind of obligation or commitment to fund Chrysler in the future.
Details of the repayment structure of the Group's financial assets and liabilities are provided in Note 19 - Current Receivables and Other current assets and Note 27 - Debt. Details of the repayment structure of derivative financial instruments are provided in Note 21.
The Group believes that the funds currently available to the treasuries of Fiat and Chrysler, in addition to those that will be generated from operating and financing activities, will enable the Fiat Group to satisfy the requirements of its investing activities and working capital needs, fulfill its obligations to repay its debt at the natural due dates and ensure an appropriate level of operating and strategic flexibility.

Finance market risks

Currency risk

As a multinational group that has operations throughout the world, the Group is exposed to market risks from fluctuations in foreign currency exchange and interest rates. In addition, the Group is exposed to market risks in terms of the commodity prices associated with business operations. The Group is also exposed to the risk of a change in the price of certain shares.

The Group exposure to currency risk arises both in connection with the geographical distribution of the Group's industrial activities compared to the markets in which it sells its products, and in relation to the use of external borrowing denominated in foreign currencies.

The Group exposure to interest rate risk arises from the need to fund industrial and financial operating activities and the necessity to deploy surplus funds. Changes in market interest rates may have the effect of either increasing or decreasing the Group's net profit/(loss), thereby indirectly affecting the costs and returns of financing and investing transactions.

The Group's exposure to commodity price risk arises from the risk of changes occurring in the price of certain raw materials used in production. Changes in the price of raw materials could have a significant effect on the Group's results by indirectly affecting costs and product margins.

The Group regularly assesses its exposure to finance market risk and manages those risks through the use of derivative financial instruments in accordance with its established risk management policies.

The Group's policy permits derivatives to be used only for managing the exposure to fluctuations in exchange and interest rates connected with future cash flows and assets and liabilities, and not for speculative purposes.

The Group utilizes derivative financial instruments designated as fair value hedges, mainly to hedge:

- the currency risk on financial instruments denominated in foreign currency;
- the interest rate risk on fixed rate loans and borrowings.

The instruments used for these hedges are mainly currency swaps, and interest rate swaps and combined interest rate and currency financial instruments.

The Group uses derivative financial instruments as cash flow hedges for the purpose of pre-determining:

- the exchange rate at which forecasted transactions denominated in foreign currencies will be accounted for;
- the interest paid on borrowings, both to match the fixed interest received on loans (customer financing activity), and to achieve a pre-defined mix of floating versus fixed rate funding structured loans;
- the price of certain commodities.

The exchange rate exposure on forecasted commercial flows is hedged by currency swaps, forward contracts and currency options. Interest rate exposures are usually hedged by interest rate swaps and, in limited cases, by forward rate agreements. Exposure to changes in the price of commodities is generally hedged by using commodity swaps.

Counterparties to these agreements are major and diverse financial institutions.

Information on the fair value of derivative financial instruments held at the balance sheet date is provided in Note 21.

Quantitative information on currency risk

The Group is exposed to risk resulting from changes in exchange rates, which can affect its earnings and equity. In particular:

- where a Group company incurs costs in a currency different from that of its revenues, any change in exchange rates can affect the operating profit/(loss) of that company. In 2011, the total trade flows exposed to currency risk amounted to the equivalent of 10% of the Group's turnover.
- The principal exchange rates to which the Group is exposed are the following:
  - USD/CAD, relating to sales in Canadian dollars made by Chrysler in Canada;
  - EUR/USD, relating to sales in US dollars made by Italian companies (in particular Ferrari and Maserati) to the North American market and to other markets in which the US dollar is the trading currency;
  - EUR/GBP, EUR/CHF, USD/MXN, USD/VEF in relation to sales in the UK, Swiss, Mexican and Venezuelan markets;
  - EUR/PLN, EUR/TRY, relating to manufacturing costs incurred in Poland and Turkey for products sold in the Euro area;

- USD/BRL, EUR/BRL, relating to Brazilian manufacturing operations and the related import and export flows. Taken overall trade flows exposed to changes in these exchange rates in 2011 made up approximately 80% of the exposure to currency risk from trade transactions.

- It is the Group's policy to use derivative financial instruments to hedge a certain percentage, on average between 55% and 85%, of the forecast trading transaction exchange risk exposure for the coming 12 months (including such risk beyond that date where it is believed to be appropriate in relation to the characteristics of the business) and to hedge completely the exposure resulting from firm commitments.
- Group companies may find themselves with trade receivables or payables denominated in a currency different from the money of account of the company itself. In addition, in a limited number of cases, it may be convenient from an economic point of view, or it may be required under local market conditions, for companies to obtain finance or use funds in a currency different from the money of account. Changes in exchange rates may result in exchange gains or losses arising from these situations. It is the Group's policy to hedge fully, whenever possible, the exposure resulting from receivables, payables and securities denominated in foreign currencies different from the company's money of account.
- Certain of the Group's subsidiaries are located in countries which are not members of the European monetary union, in particular the United States, Brazil, Canada, Poland, Turkey, Mexico, Argentina, the Czech Republic, India, China and South Africa. As the Group's reference currency is the Euro, the income statements of those entities are converted into Euros using the average exchange rate for the period, and while revenues and margins are unchanged in local currency, changes in exchange rates may lead to effects on the converted balances of revenues, costs and the result in Euros.
- The assets and liabilities of consolidated companies whose money of account is different from the Euro may acquire converted values in Euros which differ as a function of the fluctuation in exchange rates. The effects of these changes are recognized directly in the item Cumulative Translation Adjustments reserve, included in Other Comprehensive income.

The Group monitors its principal exposure to conversion exchange risk, although there was no specific hedging in this respect at the balance sheet date.

There have been no substantial changes in 2011 in the nature or structure of exposure to currency risk or in the Group's hedging policies.

The potential loss in fair value of derivative financial instruments held for currency risk management (currency swaps/forwards, currency options, interest rate and currency swaps) at December 31, 2011 resulting from a hypothetical, unfavorable and instantaneous change of 10% in the exchange rates of the leading foreign currencies with the Euro would have been approximately €625 million (€457 million at December 31, 2010). The increase is mainly due to the inclusion of Chrysler in the analysis.

Receivables, payables and future trade flows whose hedging transactions have been analyzed were not considered in this analysis. It is reasonable to assume that changes in exchange rates will produce the opposite effect, of an equal or greater amount, on the underlying transactions that have been hedged.

Quantitative information on interest rate risk

The manufacturing companies and treasuries of the Group make use of external funds obtained in the form of financing and invest in monetary and financial market instruments. In addition, Group companies make sales of receivables resulting from their trading activities on a continuing basis. Changes in market interest rates can affect the cost of the various forms of financing, including the sale of receivables, or the return on investments, and the employment of funds, causing an impact on the level of net financial expenses incurred by the Group.

In addition, the financial services companies provide loans (mainly to customers and dealers), financing themselves using various forms of direct debt or asset-backed financing (e.g. securitization of receivables). Where the characteristics of the variability of the interest rate applied to loans granted differ from those of the variability of the cost of the financing obtained, changes in the current level of interest rates can affect the operating profit/(loss) of those companies and the Group as a whole.

In order to manage these risks, the Group uses interest rate derivative financial instruments, mainly interest rate swaps and forward rate agreements, with the object of mitigating, under economically acceptable conditions, the potential variability of interest rates on net profit/(loss).

In assessing the potential impact of changes in interest rates, the Group separates out fixed rate financial instruments (for which the impact is assessed in terms of fair value) from floating rate financial instruments (for which the impact is assessed in terms of cash flows).

The fixed rate financial instruments used by the Group consist principally of part of the portfolio of the financial services companies (basically customer financing and financial leases) and part of debt (including subsidized loans and bonds).
The potential loss in fair value of fixed rate financial instruments (including the effect of interest rate derivative financial instruments) held at December 31, 2011, resulting from a hypothetical, unfavorable and instantaneous change of 10% in market interest rates, would have been approximately €140 million (€49 million at December 31, 2010). The increase is mainly due to the inclusion of Chrysler in the analysis.
Floating rate financial instruments consist principally of cash and cash equivalents, loans provided by the financial services companies to the sales network and part of debt. The effect of the sale of receivables is also considered in the sensitivity analysis as well as the effect of hedging derivative instruments.
A hypothetical, unfavorable and instantaneous change of 10% in short-term interest rates at December 31, 2011, applied to floating rate financial assets and liabilities, operations for the sale of receivables and derivative financial instruments, would have caused increased net expenses before taxes, on an annual basis, of approximately €10 million (€3 million at December 31, 2010).
This analysis is based on the assumption that there is a general and instantaneous change of 10% in interest rates across homogeneous categories. A homogeneous category is defined on the basis of the currency in which the financial assets and liabilities are denominated.

Quantitative information on commodity price risk

The Group has entered into derivative contracts for certain commodities to hedge its exposure to commodity price risk associated with buying raw materials or other commodities used in its normal operations.
In connection with the commodity price derivative contracts outstanding at December 31, 2011, a hypothetical, unfavorable and instantaneous change of 10% in the price of the commodities at that date would have caused a fair value loss of €58 million; the corresponding figure at December 31, 2010 was €1 million. The increase is essentially related to the use of commodity price derivatives by Chrysler.

Quantitative information on other risks on derivative financial instruments

As described in Note 21, the Group holds derivative financial instruments, whose value is linked to the price of listed shares (predominately equity swaps on Fiat shares and after the Demerger, on Fiat S.p.A. and Fiat Industrial S.p.A. shares). Although these transactions were entered into for hedging purposes, they do not qualify for hedge accounting under IFRS. As a consequence, the variability of the underlying values could have an effect on the Group's net profit/(loss).
In the event of a hypothetical, unfavorable, and instantaneous change of 10% in the underlying values, the potential loss in fair value of outstanding derivative financial instruments at December 31, 2011 linked to the Fiat S.p.A. and Fiat Industrial S.p.A. share price would have been approximately €17 million (€32 million at December 31, 2010). The decrease over the previous year is due to the different price of the share at the end of the year (which is used as a basis for the simulation) and to the lower notional amount outstanding.

Fiat Industrial Group

The Group is exposed to the following financial risks connected with its operations:

- credit risk, regarding its normal business relations with customers and dealers, and its financing activities;
- liquidity risk, with particular reference to the availability of funds and access to the credit market and to financial instruments in general;
- market risk (principally relating to exchange rates, interest rates), since the Group operates at an international level in different currencies and uses financial instruments which generate interest.

As described in the Report on Operations, the Group constantly monitors the financial risks to which it is exposed, in order to detect those risks in advance and take the necessary actions to mitigate them.

The following section provides qualitative and quantitative disclosures on the effect that these risks may have upon the Group.

The quantitative data reported in the following do not have any predictive value. In particular the sensitivity analysis on market risks does not to reflect the complexity of the market or the reaction which may result from any changes that are assumed to take place.

Credit risk

The maximum credit risk to which the Group is theoretically exposed at December 31, 2011 is represented by the carrying amounts stated for financial assets in the statement of financial position and the nominal value of the guarantees provided on liabilities or commitments to third parties as discussed in Note 30.

Dealers and final customers are subject to specific assessments of their creditworthiness under a detailed scoring system; in addition to carrying out this screening process, the Group also obtains financial and non-financial guarantees for risks arising from credit granted for the sale of commercial vehicles and agricultural and construction equipment. These guarantees are further strengthened where possible by reserve of title clauses or specific guarantees on financed vehicle sales to the sales network and on vehicles assigned under finance leasing agreements.

Balances which are objectively uncollectible either in part or for the whole amount are written down on a specific basis if they are individually significant. The amount of the writedown takes into account an estimate of the recoverable cash flows and the date of receipt, the costs of recovery and the fair value of any guarantees received. Impairment losses are recognized for receivables which are not written down on a specific basis, determined on the basis of historical experience and statistical information.

Receivables for financing activities amounting to €13,946 million at December 31, 2011 (€10,908 million at December 31, 2010) contains balances totaling €54 million (€63 million at December 31, 2010) which have been written down on an individual basis. Of the remainder, balances totaling €320 million (€237 million at December 31, 2010) are past due by up to one month, while balances totaling €510 million are past due by more than one month (€734 million at December 31, 2010). In the event of installment payments, even if only one installment is overdue, the whole amount of the receivable is classified as such.

Trade receivables and Other receivables totaling €2,464 million at December 31, 2011 (€2,636 million at December 31, 2010) contains, balances totaling €56 million (€49 million at December 31, 2010) have been written down on an individual basis. Of the remainder, balances totaling €145 million (€147 million at December 31, 2010) are past due by up to one month, while balances totaling €151 million (€185 million at December 31, 2010) are past due by more than one month.

The significant decrease in the past due component in receivables from financing activities is partially attributable to the gradual collection of loans granted by Banco CNH Capital S.A. as part of the development/subsidized loans program for agriculture of the Brazilian development agency managed through *Banco Nacional de Desenvolvimento Economico e Social* (“BNDES”). These receivables fell under the scope of the general debt relief programs that were implemented from time to time by the Brazilian government between 2005 and 2008 to support an agricultural industry going through a difficult period. With the rescheduling programs now at an end, the company has taken all the measures necessary to collect installments falling due, adjusting the level of its loan allowances in relation to the extent to which the overdue balances are being repaid. Total rescheduled outstanding loans issued by Banco CNH Capital S.A. amount to approximately 0.5 billion Reais (approximately €0.2 billion) at December 31, 2011, representing a decrease of approximately 0.7 billion Reais over December 31, 2010; Banco CNH Capital S.A. had a net overdue balance with its customers of approximately 0.3 billion Reais (approximately €0.1 billion), representing a decrease of approximately 0.6 billion Reais over December 31, 2010. During the year, approximately 0.5 billion Reais (approximately €0.2 billion) Reais were written off by Banco CNH Capital S.A. Although the continual reschedulings of the recent past have contributed to an increase in the uncertainty as to the timing and means by which customers will make repayment, the amounts provided are considered sufficient to cover the residual credit risk. In the meantime, the BNDES has continued its financial support for the company and the subsidized loan programmes.

Liquidity risk

Liquidity risk arises if the Group is unable to obtain the funds needed to carry out its operations under economic conditions.

The two main factors that determine the Group's liquidity situation are on the one hand the funds generated by or used in operating and investing activities and on the other the debt lending period and its renewal features or the liquidity of the funds employed and market terms and conditions.

Continuing the process applied for years by the Fiat Group, the Fiat Industrial Group has adopted a series of policies and procedures whose purpose is to optimize the management of funds and to reduce the liquidity risk, as follows:

- centralizing the management of receipts and payments, where it may be economical in the context of the local civil, currency and fiscal regulations of the countries in which the Group is present;
- maintaining an adequate level of available liquidity;
- diversifying the means by which funds are obtained and maintaining a continuous and active presence on the capital markets;
- obtaining adequate credit lines; and
- monitoring future liquidity on the basis of business planning.

Details as to the repayment structure of the Group's financial assets and liabilities are provided in Note 19 Current Receivables and in Note 27 Debt. Details of the repayment structure of derivative financial instruments are provided in Note 21.

Management believes that the funds currently available, in addition to those funds that will be generated from operating and financing activities, will enable the Group to satisfy its requirements resulting from its investing activities and its working capital needs and to fulfill its obligations to repay its debts at their natural due date.

Currency risk

The Group is exposed to risk resulting from changes in exchange rates, which can affect its earnings and equity. In particular:

- Where a Group company incurs costs in a currency different from that of its revenues, any change in exchange rates can affect the operating profit/(loss) of that company. In 2011, the total trade flows exposed to currency risk amounted to the equivalent of 18% of the Group's turnover (15% in 2010). The principal exchange rates to which the Group is exposed are the following:
  - EUR/USD, in relation to the production/purchases of the CNH sector in the Euro area and to sales in dollars made by Iveco;
  - EUR/GBP, predominately in relation to sales made by Iveco on the UK market and purchases made by the CNH sector in the Euro area;
  - USD/BRL and EUR/BRL, in relation to production in Brazil and the respective import/export flows;
  - USD/AUD, mainly in relation to sales made by the CNH sector in Australia;
  - USD/GBP, in relation to the production/purchases of the CNH sector in the UK.

  Taken overall trade flows exposed to changes in these exchange rates in 2011 made up approximately 66% of the exposure to currency risk from trade transactions.
- It is the Group's policy to use derivative financial instruments to hedge a certain percentage, on average between 55% and 85%, of the forecast trading transaction exchange risk exposure for the coming 12 months (including such risk beyond that date where it is believed to be appropriate in relation to the characteristics of the business) and to hedge completely the exposure resulting from firm commitments.
- Group companies may find themselves with trade receivables or payables denominated in a currency different from the money of account of the company itself. In addition, in a limited number of cases, it may be convenient from an economic point of view or it may be required under local market conditions, for companies to obtain finance or use funds in a currency different from their functional currency. Changes in exchange rates may result in exchange gains or losses arising from these situations. It is the Group's policy to hedge fully, whenever possible, the exposure resulting from receivables, payables and securities denominated in foreign currencies different from the company's functional currency.

- Certain of the Group's subsidiaries are located in countries which are not members of the European monetary union, in particular the United States, the United Kingdom, Brazil, Australia, Canada, India, China, Argentina and Poland. As the Group's reference currency is the Euro, the income statements of those countries are converted into Euros using the average exchange rate for the period, and while revenues and margins are unchanged in local currency, changes in exchange rates may lead to effects on the converted balances of revenues, costs and the result in Euros.
- The assets and liabilities of consolidated companies whose functional currency is different from the Euros may acquire converted values in Euros which differ as a function of the fluctuation in exchange rates. The effects of these changes are recognized directly in the item Cumulative Translation Adjustments reserve, included in Other Comprehensive income.

The Group monitors its principal exposure to conversion exchange risk, although there was no specific hedging in this respect at the balance sheet date.

There have been no substantial changes in 2011 in the nature or structure of exposure to currency risk or in the Group's hedging policies.

Sensitivity analysis – currency risk

The potential loss in fair value of derivative financial instruments held for currency risk management (currency swaps/forwards, currency options, interest rate and currency swaps) at December 31, 2011 resulting from a hypothetical, unfavorable and instantaneous change of 10% in the exchange rates of the leading foreign currencies with the Euro, amounts to approximately €175 million (€157 million at December 31, 2010). The valuation model for currency options assumes that market volatility at year end remains unchanged.

Receivables, payables and future trade flows whose hedging transactions have been analyzed were not considered in this analysis. It is reasonable to assume that changes in exchange rates will produce the opposite effect, of an equal or greater amount, on the underlying transactions that have been hedged.

Interest rate risk

The manufacturing companies and treasuries of the Group make use of external funds obtained in the form of financing and invest in monetary and financial market instruments. In addition, Group companies make sales of receivables resulting from their trading activities on a continuing basis. Changes in market interest rates can affect the cost of the various forms of financing, including the sale of receivables, or the return on investments, and the employment of funds, causing an impact on the level of net financial expenses incurred by the Group.

In addition, the financial services companies provide loans (mainly to customers and dealers), financing themselves using various forms of direct debt or asset-backed financing (e.g. securitization of receivables). Where the characteristics of the variability of the interest rate applied to loans granted differ from those of the variability of the cost of the financing obtained, changes in the current level of interest rates can affect the operating profit/(loss) of those companies and the Group as a whole.

In order to manage these risks, the Group uses interest rate derivative financial instruments, mainly interest rate swaps and forward rate agreements, with the object of mitigating, under economically acceptable conditions, the potential variability of interest rates on net profit/(loss).

Sensitivity analysis – Interest rate risk

In assessing the potential impact of changes in interest rates, the Group separates out fixed rate financial instruments (for which the impact is assessed in terms of fair value) from floating rate financial instruments (for which the impact is assessed in terms of cash flows).

The fixed rate financial instruments used by the Group consist principally of part of the portfolio of the financial services companies (basically customer financing and financial leases) and part of debt (including subsidized loans and bonds).

The potential loss in fair value of fixed rate financial instruments (including the effect of interest rate derivative financial instruments) held at December 31, 2011 resulting from a hypothetical, unfavorable and instantaneous change of 10% in market interest rates, would have been approximately €9 million (approximately €22 million at December 31, 2010). The reduced effect compared to 2010 is due to a decrease in the reference rates taken for the analysis.

Floating rate financial instruments consist principally of cash and cash equivalents, loans provided by the financial services companies to the sales network and part of debt. The effect of the sale of receivables is also considered in the sensitivity analysis as well as the effect of hedging derivative instruments.

A hypothetical, unfavorable and instantaneous change of 10% in short-term interest rates at December 31, 2011, applied to floating rate financial assets and liabilities, operations for the sale of receivables and derivative financial instruments, would have caused increased net expenses before taxes, on an annual basis, of approximately €4 million (approximately €9 million at December 31, 2010). The decrease over 2010 reflects the reduced level of debt and the lower level of interest rates used in the analysis.
This analysis is based on the assumption that there is a general and instantaneous change of 10% in interest rates across homogeneous categories. A homogeneous category is defined on the basis of the currency in which the financial assets and liabilities are denominated.

Other risks on derivative financial instruments
The Group has entered derivative contracts linked to commodity prices to hedge specific exposures on supply contracts.

Sensitivity analysis - Other risks
In the event of a hypothetical, unfavorable and instantaneous change of 10% in the underlying raw materials prices, the potential loss in fair value of outstanding derivative financial instruments at December 31, 2011 linked to commodity prices would amount to €2 million (not significant at December 31, 2010).

C&W Group
Credit risk
C&W Group’s exposure to credit risk is influenced mainly by the individual characteristics of each customer. Other risk factors, including the default risk of the industry and country in which customers operate, have less of an influence on credit risk. This depends on the type of services rendered and knowledge about the quality of the customers.

C&W Group’s credit risk is represented by the carrying amount of the financial assets recorded in cash and cash equivalents for $170.4 million (€132 million) and commissions receivable for $332.1 million (€257 million); at December 31, 2010, the carrying amount of financial assets recorded in cash and cash equivalents was $102.7 million (€177 million) and the carrying amount of commissions receivable was $322.1 million (€241 million).
Commissions receivable are presented net of the allowance for impairment which, at December 31, 2011, amounts to $12 million, or €10 million ($11 million at December 31, 2010, or €8 million).

At December 31, 2011, C&W Group has receivables past due and not subject to individual writedown for $313 million (€242 million). Receivables past due less than one month amount to $250 million (€193 million) and receivables past due more than one month total $63 million (€49 million).
At December 31, 2010, receivables past due and not subject to individual writedown were $303 million (€227 million). Receivables past due less than one month amounted to $245 million (€184 million) and receivables past due more than one month totaled $58 million (€43 million).

Liquidity risk
In order to support the cash flows generated internally and the maximum peak of cash flow demands early in the second quarter of the year, on June 29, 2011, C&W Group refinanced its existing $350 million Senior Secured Revolving Credit and the total $50 million EXOR subordinated facilities with a new five-year $350 million Senior Secured Revolving Credit Facility and a five-year $150 million Senior Secured Term Loan. In addition to expanding its borrowing capacity, the new arrangement reflects more favorable borrowing terms, including interest rates, collateral packages and expanded geographic borrowings. Proceeds were used to repay the amounts outstanding under the previously existing $350 million facility and the loan extended by EXOR.

Currency risk
C&W Group assesses foreign currency risks from operating as low because the Group entities predominantly execute their operating activities in their respective functional currencies.
The Group utilizes certain derivative financial instruments to mitigate its foreign currency exposures primarily related to the outstanding intercompany loan balances. At December 31, 2011, to mitigate such risks, the Group had 42 foreign exchange forward contracts on the major currencies to which it is exposed.

At December 31, 2011, the notional amount of such instruments in U.S. dollars is equal to $145 million (€112 million). At December 31, 2010 the notional amount was $137 million (€103 million). The fair value liability is $1.4 million, or about €1 million, in line with 2010.
The currency risk relating to debt is limited to the quota of the Senior Secured Revolving Credit Facility: in $AUD for $11 million and in $CAD for €9 million. At December 31, 2010, the currency risk in Euros was for $4 million, in GBP for $6.2 million and in $CAD for €10 million.
At December 31, 2011, C&W Group believes that the legal entities which own the debt will generate sufficient cash flows in the future to repay their own debts. Based on this, Group has decided that there is no true exposure to hedge changes in foreign currency as it relates to these liabilities.

Sensitivity analysis – currency risk
A 10% strengthening of the USD against the main currencies at December 31, 2011 would have increased (decreased) net income by $105 thousand (€75 thousand) and equity by $2 million (€1.5 million).

Interest rate risk
C&W Group is exposed to interest rate risk associated with the $350 million Senior Secured Revolving Credit Facility. C&W Group monitors market conditions and has reviewed possible strategies, such as interest rate swaps and caps, to mitigate this variability. In August 2011, Group entered into an interest rate cap and contemporaneously designated the derivative as a cash flow hedge of the interest rate risk attributable to the future interest payments on the Credit Facility for changes in LIBOR above 1%.

Sensitivity analysis – Interest rate risk
For variable rate liabilities, the sensitivity analysis was prepared assuming that the exposure at year end was the same throughout the year.
A change of 100 basis points in interest rates at the December 31, 2011 reporting date would have increased (decreased) profit or loss by $1.9 million (€1.4 million) or $2.4 million (€1.8 million). This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

Juventus Football Club
Juventus Football Club does not have a significant concentration of credit risk and has appropriate procedures in place to minimize the exposure to such risk. Receivables from Italian football companies are guaranteed by the clearing house system of the National Professional League while receivables from foreign football companies are largely guaranteed by bank guarantees or other guarantees.
Almost all of Juventus Football Club's transactions (sales and purchases) are in Euro; thus the company is not subject to fluctuations in exchange rates to any relevant degree.
The company manages liquidity risk by keeping the bank loans secured from leading credit institutions at levels that avert financial pressure situations and invests temporarily available liquidity in demand deposits or short-term deposits with a suitable number of different banks, to ensure prompt availability of the funds.
At December 31, 2011, Juventus Football Club does not have receivables past due subject to individual writedown (€1 million at December 31, 2010) and receivables past due but not subject to individual writedown amount to €4 million, of which €2 million is past due less than one month. At December 31, 2010, such receivables amounted to €5 million, of which €4 million was past due less than one month.

Interest rate risk
Juventus Football Club has adopted a policy hedging the risks of fluctuation in the interest rates on two loans received from leading banking institutions for the construction of the new Stadium using derivative financial instruments.

Sensitivity analysis – Interest rate risk
A hypothetical change in the interest rates of 10% would have an effect on the profit/(loss) of €0.4 million.

Holdings System

EXOR S.p.A. and the companies which form the Holdings System are exposed to credit risk in that they invest a portion of their cash in bonds issued by leading bank and corporate counterparts that are nevertheless selected according to their creditworthiness. Instead, the most important investments denominated in currencies other than the Euro, in particular U.S. dollars, are exposed to currency risks; in view of the permanent characteristics of such investments, transactions to hedge the risk of exchange rate fluctuations on those currencies were not put into place.
They are also exposed to currency and interest rate fluctuations which are hedged by financial instruments consistent with the management risk policy adopted by each.

In particular, EXOR S.p.A. has assessed and managed exposure to interest rate risk consistently with its management policy and used derivative financial instruments to fix a part of its loans payable at a pre-set rate, especially for variations in interest rates and the risk management activities have regarded only interest rate swaps used on bank debt and the bonds in Japanese yen.

Credit risk

EXOR S.p.A.'s maximum theoretical exposure to credit risk at December 31, 2011 is the carrying amount of the financial assets recorded in the financial statements. Nonetheless, the Company seeks to mitigate such risk by investing a good part of its available cash in top corporate and bank securities issued by primary counterparts chosen according to their creditworthiness.
At December 31, 2011 and December 31, 2010, there are no financial assets past due and not written down and provisions for doubtful accounts.

Liquidity risk

EXOR S.p.A. and the companies that form the Holdings System finance outgoing cash flows from current operations with incoming flows from ordinary business activities and cash resources.

Liquidity risk could therefore arise only in the event of investment decisions in excess of cash availability that are not preceded by sufficient liquidation of assets or difficulties in raising sufficient funds that can be readily used to fund operating and investment activities. In this sense, EXOR and the companies in the Holdings System operate so that they have irrevocable credit lines available with expiry dates and amounts consistent with its investment plans.

Currency risk

Some of the assets held for trading and cash by EXOR S.p.A. at December 31, 2011 (respectively €186 thousand and €41 thousand) are denominated in currencies other than Euro.
These are securities held for trading and cash, both of which have been adjusted to the year-end exchange rate.
EXOR S.p.A., the parent, is exposed to the currency risk on the non-convertible bonds in Japanese yen issued in 2011. The bonds carry a fixed rate in yen of 2.80% and have a term of 20 years.
In order to protect itself from the effects of fluctuations in the €/Yen exchange rate, a cross currency swap was put in place by EXOR as a result of which the Company will pay a fixed rate of 6.012% on the face amount of the bonds in euro (about €83 million) for the entire term of the bonds.
The subsidiary EXOR S.A. is exposed to exchange rate risk on bonds in U.S. dollars issued by Perfect Vision Ltd. and the embedded derivative instrument which, at December 31, 2011, are recorded in non-current assets held for sale, measured according to the criteria established by the sales agreement signed on December 23, 2011.

Sensitivity analysis – currency risk
A hypothetical favorable 10% change in the exchange rates of the main foreign currencies against the Euro would product a negative effect on profit/(loss) of €23 million (of which €22 million on financial assets and 1 million on financial liabilities); whereas an unfavorable change of 10% would have a positive effect on profit/(loss) of €26 million (of which €25 million on financial assets and €1 million on financial liabilities).

Moreover, a favorable 10% change in the yen exchange rate, relating to the EXOR bonds, against the Euro, would have a negative effect on equity of €9 million, while an unfavorable 10% would have a positive effect of €11 million.

Interest rate risk
At December 31, 2011, EXOR S.p.A. has interest swap contracts in place for a nominal amount of a total €200 million to manage the risks of changes in interest rates on bank debt.

Sensitivity analysis – Interest rate risk
A sensitivity analysis has been performed on the financial instruments exposed to interest rate risk at the balances sheet date.
A hypothetical 10% change in the interest rates would have a net effect on equity of €0.2 million and on profit/(loss) of €0.1 million.

Price risks
The Holdings System is exposed to price risk originating from available-for-sale equity investments, securities held to maturity and from equity shares and bonds held for trading.

Sensitivity analysis – price risk
Considering the exposure to price risk at the balance sheet date, if the prices of securities, classified as available-for-sale equity investments and assets held for trading had been 5% higher or lower, the fair value reserve recorded in equity would have been €91 million higher or lower and the amount of fair value recognized in profit or loss on securities held for trading would have been €20 million higher or lower.

Details are as follows:

€ million	2011			
	Change in price + 5%		Change in price - 5%	
	Effect on profit/(loss)	Effect on equity	Effect on profit/(loss)	Effect on equity
SGS S.A.		75		(75)
Gruppo Banca Leonardo S.p.A.		5		(5)
Other investments available-for-sale		6		(6)
Mutual funds		5		(5)
Equity securities held for trading	5		(5)	
Bonds held for trading	15		(15)	
	20	**91**	**(20)**	**(91)**

34. Fair value hierarchy

IFRS 7 requires financial instruments recognized 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 instruments measured at fair value at December 31, 2011.

€ million	Note	Level 1	Level 2	Level 3	Total
Available-for-sale financial assets at fair value:					
Investments at fair value with changes directly in equity	16	1,530	17	200	**1,747**
Investments at fair value with changes through profit or loss	16				
Non-current securities	16	33		102	**135**
Current securities	20	120			**120**
Financial assets at fair value held-for-trading:					
Current investments	20	137			**137**
Current securities	20	257		186	**443**
Other financial assets	21		602	1	**603**
Securities readily converted into cash (due within 3 months) measured at fair value	22	5			**5**
Total Assets at 12/31/2011		**2,082**	**619**	**489**	**3,190**
Other financial liabilities	21		(583)	(28)	**(611)**
Total Liabilities at 12/31/2011			**(583)**	**(28)**	**(611)**

In 2011, there were no transfers from Level 1 to Level 2 or vice versa.

The following table presents changes in Level 3 in 2011:

€ million	Balance at 12/31/2010	Gains (losses) recognized through profit or loss	Gains (losses) recognized in equity	Increase (decrease)	Balance at 12/31/2011
Available-for-sale financial assets at fair value:					
Investments at fair value with changes directly in equity	186		5	9	**200**
Investments at fair value with changes through profit or loss					
Non-current securities	78		5	19	**102**
Financial assets at fair value held for trading:					
Current investments	106	(4)		84	**186**
Other financial assets				1	**1**
Total Assets	370	(4)	10	113	**489**
Other financial liabilities	(55)	(21)		48	**(28)**
Total Liabilities	**315**	**(25)**	**10**	**161**	**461**

In 2011, there were no transfers from Level 3 to other levels or vice versa.

35. Related party transactions

The Group enters in transactions with unconsolidated subsidiaries, jointly controlled entities, associates and other related parties, at market conditions that are considered normal in the respective markets, taking account of the characteristics of the goods or services involved.

Pursuant to IAS 24, parties related to EXOR Group are entities and individuals capable of exercising control, joint control or significant influence on the EXOR Group and its subsidiaries, companies belonging to the Giovanni Agnelli Group including unconsolidated subsidiaries, associates or joint ventures of the Fiat Group, the Fiat Industrial Group, C&W Group, the Alpitour Group, the Almacantar Group, the Sequana Group and Juventus. In addition, members of the EXOR Group's board of directors, board of statutory auditors and executives with key responsibilities in the EXOR Group and their families are also considered related parties.

Transactions undertaken by the Group with unconsolidated subsidiaries, jointly controlled entities, associates and other related parties are primarily transactions of a commercial nature that have had an impact on revenues, cost of sales, and trade payables/receivables.

The most significant financial transactions with related parties generated, for the Fiat Group, receivables from financing activities of the financial services companies due from jointly controlled entities and asset-backed financing relating to amounts due principally to FGA Capital for sales of receivables which do not qualify for derecognition under IAS 39.

In accordance with IAS 24, transactions with related parties also include compensation to directors, statutory auditors and executives with key responsibilities.

The effects of such transactions on the consolidated income statements in 2011 and 2010 are as follows:

	2011				2010			
€ million	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)
Total jointly controlled entities	2,844	3,553	33	(38)	2,322	3,182	20	(29)
Total associates	548	526	11	(11)	482	385	39	(10)
Total other related parties	0	10	32	0	1	6	40	0
Total unconsolidated subsidiaries	47	72	23	2	21	71	17	2
Total of which related parties	**3,439**	**4,161**	**99**	**(47)**	**2,826**	**3,644**	**116**	**(37)**
Total	**84,359**	**71,096**	**7,259**	**(1,877)**	**57,762**	**49,097**	**4,930**	**(910)**
Effect on total (%)	**4.1%**	**5.9%**	**1.4%**		**4.9%**	**7.4%**	**2.4%**	

The main details are as follows:

Fiat Group

€ million	2011 Net revenues	2011 Cost of sales	2011 Selling, general and administrative costs	2011 Financial income (expenses)	2010 Net revenues	2010 Cost of sales	2010 Selling, general and administrative costs	2010 Financial income (expenses)
Tofas - Turk Otomobil Fabrikasi A.S.	1,257	1,289	10		1,152	1,230	3	
Società Europea Veicoli Leggeri-Sevel S.p.A.	465	1,603			362	1,318	4	
FGA Capital	207	80	14	(34)	101	72	13	(31)
Fiat India Automobiles Limited	42	14			73	34		3
GAC Fiat Automobiles Co Ltd	42	3						
Société Européenne de Véhicules Légers du Nord - Sevelnord Société Anonyme	32	265			32	329		
VM Motori Group		115						
Other	4	4			10	12		
Total jointly controlled entities	**2,049**	**3,373**	**24**	**(34)**	**1,730**	**2,995**	**20**	**(28)**
Chrysler Group (a)	165	310			195	226	29	
To-dis S.r.l.	51	3			49			
Other	2	0	10			5	8	
Total associates	**218**	**313**	**10**	**0**	**244**	**231**	**37**	**0**
Crédit Agricole Group								
Other		6	18		1	3	23	
Total other related parties	**0**	**6**	**18**	**0**	**1**	**3**	**23**	**0**
Total unconsolidated subsidiaries	**38**	**71**	**21**	**2**	**19**	**71**	**17**	**2**
Total of which related parties	**2,305**	**3,763**	**73**	**(32)**	**1,994**	**3,300**	**97**	**(26)**

(a) The revenues and cost of sales relating to Chrysler Group and its associates refer in 2011 to the first five months and in 2010 to the full half year.

Fiat Industrial Group

€ million	2011 Net revenues	2011 Cost of sales	2010 Net revenues	2010 Cost of sales
Società Europea Veicoli Leggeri-Sevel S.p.A.	401		339	
Iveco Oto Melara Società consortile	136		123	
SAIC IVECO Commercial Vehicle Investment Company Limited	44		23	
CNH de Mexico de CV	58		46	
New Holland HFT Japan Inc.	38		14	
Turk Traktor Ve Ziraat Makineleri A.S.	43	153	26	169
Other	75	27	21	18
Total jointly controlled entities	**795**	**180**	**592**	**187**
Iveco Finance Holdings Limited	202	45	126	63
IVECO-AMT Ltd	68		13	
Kobelco Construction Machinery Co. Ltd.	48	164	50	91
Truck & Bus Company	12		49	
Other	0	4	0	
Total associates	**330**	**213**	**238**	**154**
Other	0	4	0	3
Total other related parties	**0**	**4**	**0**	**3**
Total unconsolidated subsidiaries	**9**	**1**	**2**	
Total of which related parties	**1,134**	**398**	**832**	**344**

The main effects on the consolidated statement of financial position at December 31, 2011 and at December 31, 2010 are as follows:

€ million	At December 31, 2011 Trade receivables	At December 31, 2011 Trade payables	At December 31, 2011 Other current assets	At December 31, 2011 Other current liabilities	At December 31, 2010 Trade receivables	At December 31, 2010 Trade payables	At December 31, 2010 Other current assets	At December 31, 2010 Other current liabilities
Total jointly controlled entities	306	1,138	34	111	409	838	34	101
Total associates	93	49	1	24	164	231	37	19
Total other related parties	0	5	0	1	0	6	0	30
Total unconsolidated subsidiaries	40	18	8	3	50	28	6	6
Total of which related parties	**439**	**1,210**	**43**	**139**	**623**	**1,103**	**77**	**156**
Total	**4,321**	**21,514**	**3,196**	**10,380**	**4,370**	**13,666**	**2,576**	**6,650**
Effect on total (%)	**10.2%**	**5.6%**	**1.3%**	**1.3%**	**14.3%**	**8.1%**	**3.0%**	**2.3%**

The main details are as follows.

Fiat Group

€ million	At December 31, 2011 Trade receivables	Trade payables	Other current assets	Other current liabilities	At December 31, 2010 Trade receivables	Trade payables	Other current assets	Other current liabilities
Tofas - Turk Otomobil Fabrikasi A.S.	26	262			90	220		
Società Europea Veicoli Leggeri-Sevel S.p.A.	44	615	12	10	28	466	5	3
FGA Capital	63	104	19	80	96	52	26	49
Fiat India Automobiles Limited	102	6	2		104		2	
GAC Fiat Automobiles Co Ltd	18	3						
Société Européenne de Véhicules Légers du Nord - Sevelnord Société Anonyme	1	35			1	51		
VM Motori Group	0	34						
Other	4	2	1		7	9	1	1
Total jointly controlled entities	**258**	**1,061**	**34**	**90**	**326**	**798**	**34**	**53**
Chrysler Group	10	5			96	184	36	16
Other	10	6		24	2	6		3
Total associates	**20**	**11**	**0**	**24**	**98**	**190**	**36**	**19**
Total other related parties	**0**	**4**			**0**	**5**	**0**	**8**
Total unconsolidated subsidiaries	**36**	**13**	**8**	**3**	**35**	**20**	**6**	**6**
Total of which related parties	**314**	**1,089**	**42**	**117**	**459**	**1,013**	**76**	**86**

Fiat Industrial Group

€ million	At December 31, 2011 Trade receivables	Trade payables	At December 31, 2010 Trade receivables	Trade payables
Iveco Oto Melara Società consortile	21		52	
Turk Traktor Ve Ziraat Makineleri A.S.		63		28
Other	27	14	31	12
Total jointly controlled companies	**48**	**77**	**83**	**40**
Total associates	**73**	**38**	**63**	**39**
Total other related parties	**0**	**1**		**1**
Total unconsolidated subsidiaries	**4**	**5**	**15**	**1**
Total of which related parties	**125**	**121**	**161**	**81**

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

€ million	At December 31, 2011 Current receivables from financing activities	Asset-backed financing	Other debt	At December 31, 2010 Current receivables from financing activities	Asset-backed financing	Other debt
Total jointly controlled entities	114	92	123	63	92	147
Total associates	2	0	52	18	228	49
Total unconsolidated subsidiaries	38	0	40	48	0	45
Total of which related parties	**154**	**92**	**215**	**129**	**320**	**241**
Total	**17,861**	**10,177**	**38,113**	**13,774**	**8,854**	**23,572**
Effect on total (%)	**0.9%**	**0.9%**	**0.6%**	**0.9%**	**3.6%**	**1.0%**

The main details are as follows.

Fiat Group

€ million	At December 31, 2011 Current receivables from financing activities	Asset-backed financing	Other debt	At December 31, 2010 Current receivables from financing activities	Asset-backed financing	Other debt
Società Europea Veicoli Leggeri-Sevel S.p.A.	45			14		2
FGA Capital	32	92	118	12	92	144
Others	37			37		
Total jointly controlled companies	**114**	**92**	**118**	**63**	**92**	**146**
Chrysler Group	2	0	4	17		
Totale associates	**2**	**0**	**4**	**17**		**0**
Totale unconsolidated subsidiaries	**38**	**0**	**40**	**45**		**32**
Total of which related parties	**154**	**92**	**162**	**125**	**92**	**178**

Fiat Industrial Group
Asset-backed financing to associates of the Fiat Industrial Group, amounting to €219 million at December 31, 2010, relates to amounts due to Iveco Finance Holdings Limited for sales of receivables which did not qualify as sales under IAS 39.

Other debt to associates amounting to €49 million at December 31, 2010 consisted mainly of other payables of a financial nature due to Iveco Finance Holdings Limited.

Holdings System
Other debt to associates amounting to €48 million at December 31, 2011 (€8 million at December 31, 2010) refer to the amount payable to Almacantar S.A. for the share of capital increases already subscribed by EXOR S.A. but not yet paid at December 31, 2011.

Commitments and guarantees with related parties of the Fiat Group
The other guarantees granted in favor of related parties at December 31, 2011 and December 31, 2010 are as follows:

€ million	At 12/31/2011	At 12/31/2010
Total jointly controlled entities	**8**	4
Total other related parties and Fiat Industrial Group	**10**	0
Total unconsolidated subsidiaries	**12**	12
Total of which related parties	**30**	**16**

Commitments and guarantees with related parties of the Fiat Industrial Group
At December 31, 2011, the Group had pledged guarantees on commitments of the jointly controlled entity Iveco - Oto Melara Società consortile for an amount of €217 million (€232 million at December 31, 2010).

Emoluments to directors, statutory auditors and key management of EXOR
In 2011, compensation to the directors and statutory auditors of EXOR S.p.A., for carrying out their respective functions in the Parent and in other consolidated companies, are as follows:

€ thousand	EXOR S.p.A.	Subsidiaries	Total
Directors	6,844	28,557	**35,401**
Statutory Auditors	153	181	**334**
Total 2011	6,997	28,738	**35,735**

This amount includes the notional compensation cost arising from the stock grants and stock options granted to the directors.

There are no key management personnel in EXOR S.p.A.

36. 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, capital expenditures, depreciation and impairment losses. This item also includes gains and losses arising from the sales of vehicles transferred under buy-back commitments that occur before the end of the agreement term without repossession of the vehicle.

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

For 2011, Other non-cash items (a negative balance of €781 million) include the reversal of the following non-cash items:

- unusual income totaling €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 took place in early January 2012;
- impairment losses on assets amounting to €800 million.

In total, cash flows for income tax payments net of refunds in 2011 amount to €858 million (€745 million in 2010).

Overall, interest of €2,456 million was paid and interest of €1,414 million was received in 2011 (interest of €1,841 million was paid and interest of €1,248 million was received in 2010).

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, amounting to €881 million ($1,268 million), as explained in further detail in the Section – "Fiat Group – Acquisition of control of Chrysler and subsequent acquisition of non-controlling interests".

Finally, following the 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 have therefore not been included in the Statement of cash flows. The purchases in 2011 of the additional 6.031% and 1.508% fully-diluted ownership interests in Chrysler from the U.S. Treasury and the Canadian government, at respective prices of $500 million and $125 million (€351 million and €87 million, respectively), have been classified under (Purchase)/sale of ownership interests in subsidiaries.
EXOR S.p.A. purchased Fiat S.p.A. and Fiat Industrial S.p.A. shares in 2011, respectively, for €31 million €54 million, reported in the same item.
Comparative amounts relating mainly to the acquisition of the 5% interest in Ferrari S.p.A. in 2010 have been reclassified on a consistent basis.

37. Non-recurring transactions

Pursuant to Consob Communication No. DEM/6064293 of July 28, 2006, the EXOR Group did not carry out any significant non-recurring operations in 2011, as defined in that Communication, other than the acquisition of the control of Chrysler by the Fiat Group as discussed above.

38. Transactions resulting from unusual and/or abnormal operations

Pursuant to Consob Communication No. DEM/6064293 of July 28, 2006, the EXOR Group did not carry out any unusual and/or abnormal operations in 2011, as defined in that Communication.

39. Subsequent events

Reference should be made to the Report on Operations 2011.

40. Approval of the consolidated financial statements and authorization for publication

The consolidated financial statements at December 31, 2011 were approved on April 6, 2012 by the board of directors which authorized their publication, together with the independent auditors' report and the board of statutory auditors' report, within the timeframe set by law.

Turin, April 6, 2012

On behalf of the Board of Directors
The Chairman and Chief Executive Officer
John Elkann

Attestation of the Consolidated Financial Statements According to art. 154-bis, Paragraph 5, of Legislative Decree 58/98

We, the undersigned, Mr John Elkann, chairman and chief executive officer, and Mr Enrico Vellano, manager responsible for the preparation of the financial reports of EXOR S.p.A. attest, pursuant to the provisions of art. 154-bis, paragraphs 3 and 4, of Legislative Decree 58 dated February 24, 1998:

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

of the administrative and accounting procedures applied in the preparation of the Company's consolidated financial statements at December 31, 2011.

We also attest that:

- the consolidated financial statements:
  - have been prepared in accordance with applicable International Financial Reporting Standards, endorsed by the European Community pursuant to EC Regulation 1606/2002 of the European Parliament and Council, dated July 19, 2002;
  - correspond to the amounts shown in the Company's accounts, books and records;
  - provide a true and fair view of the financial condition, results of operations and cash flows of the Company and its consolidated subsidiaries;
- the Report on Operations includes a reliable operating and financial review of the Company and of the Group as well as a description of the main risks and uncertainties to which they are exposed.

Turin, April 6, 2012

The Chairman and Chief Executive Officer
John Elkann

Manager responsible for the preparation
of the Company's financial reports
Enrico Vellano

Deloitte.

Deloitte & Touche S.p.A.
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REPORT OF THE INDEPENDENT AUDITORS ON THE CONSOLIDATED FINANCIAL STATEMENTS PURSUANT TO ART. 14 AND 16 OF LEGISLATIVE DECREE No. 39 OF JANUARY 27, 2010

To the Shareholders of
EXOR S.p.A.

1. We have audited the consolidated financial statements of EXOR S.p.A. and its subsidiaries ("EXOR Group") as of and for the year ended December 31, 2011, which comprise the statement of financial position, the income statement, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows and the related notes to the consolidated financial statements. These consolidated financial statements prepared in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n. 38/2005 are the responsibility of the Directors of EXOR S.p.A. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

2. We conducted our audit in accordance with the Auditing Standards recommended by CONSOB, the Italian Commission for listed Companies and the Stock Exchange. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.

   For the opinion on the prior year's consolidated financial statements, whose data are presented for comparative purposes, reference should be made to our auditors' report issued on April 5, 2011. As illustrated in the paragraph "Reclassification of the Alpitour Group to Assets and liabilities held for sale" of the notes to the consolidated financial statements, the Directors of the Company have restated the 2010 income statement and statement of cash flows by reclassifying Alpitour Group data to Discontinued Operations, since it represents an important separate business segment for the EXOR Group. In addition, as illustrated in the paragraph "Consolidation of Fiat and Fiat Industrial Groups", as a result of the partial and proportional demerger of Fiat S.p.A. to Fiat Industrial S.p.A., the Directors of the Company have restated in the notes to the consolidated financial statements the comparative data as of December 31, 2010 of the businesses which were transferred to Fiat Industrial S.p.A., that consequently are no longer reflected in the "Fiat Group" operating segment but are shown separately in a new operating segment denominated "Fiat Industrial Group". These restatements of comparative data and related disclosures included in the notes to the consolidated financial statements have been audited by us for the purpose of expressing our opinion on the consolidated financial statements as of and for the year ended December 31, 2011.

3. In our opinion, the consolidated financial statements of the EXOR Group as of December 31, 2011 comply with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n. 38/2005; accordingly, they give a true and fair view of the financial position, the results of operations and the cash flows of the EXOR Group as of and for the year then ended.

4. The Directors of EXOR S.p.A. are responsible for the preparation of the report on operations and the annual report on Corporate Governance in accordance with the applicable laws and regulations. Our responsibility is to express an opinion on the consistency of the report on operations and of the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998, paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) in the annual report on Corporate Governance, with the consolidated financial statements, as required by law. For this purpose, we have performed the procedures required under Auditing Standard n. 001 issued by the Italian Accounting Profession (CNDCEC) and recommended by CONSOB. In our opinion, the report on operations and the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998 paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) included in the annual report on Corporate Governance are consistent with the consolidated financial statements of the EXOR Group as of and for the year ended December 31, 2011.

DELOITTE & TOUCHE S.p.A.

Signed by
Franco Riccomagno
Partner

Turin, Italy
April 16, 2012

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

BOARD OF STATUTORY AUDITORS' REPORT TO THE SHAREHOLDERS' MEETING ON THE ACTIVITIES CARRIED OUT DURING THE YEAR 2011

Shareholders,

In summarizing the contents and results of our activities during the year, we would first of all like to call your attention to the assumption by the chairman also of the role of chief executive officer and the changes in the organizational structure and in certain key management positions and then present a description the most important transactions that affected earnings and equity carried out by the directors and described in depth in their Report on Operations, including:

- the purchase of GRUPPO BANCA LEONARDO ordinary shares for approximately €18 million, with a consequent increase in the ownership interest to 17.40% of its capital;
- the completion of EXOR S.A.'s investment commitments in in ALMACANTAR, with a payment of only slightly more than €48 million remaining;
- the issue of non-convertible bonds of Japanese yen 10 billion, for approximately €83 million out of the total amount of €1 billion approved on March 28, 2011;
- the sale of the building in Corso Matteotti – the former headquarters – by EXOR SERVICES and its merger, with legal effect from December 1, 2011 and accounting and tax effect from January 1, 2011;
- the buyback of treasury stock – ordinary, preferred and savings – for a total amount of slightly less than €69 million;
- the disbursement to/repayment by JUVENTUS of a credit facility of €70 million, utilized only in part;
- payment to JUVENTUS of EXOR's share of approximately €72 million against a future share capital increase – resolved by the shareholders' meeting held in October 2011 and formalized in January 2012 – and the commitment to subscribe to LAFICO's share for another approximate €9 million;
- purchases of 300,000 ordinary shares and 8,916,670 savings shares of FIAT and 12,164,441 savings shares of FIAT INDUSTRIAL for a total investment of just over €85 million under the plan for the simplification of their capital structure subsequent to the partial proportional demerger of the former to the latter, with legal effect on January 1;
- agreement for the sale of Alpitour for €225 million, besides contract transaction costs, later supplemented in March 2012.

We confirm that these, in addition to other transactions completed, comply with the law and the bylaws, are based on principles of proper administration, agree with the resolutions of the shareholders' meetings and produce no conflicts of interest.

We have participated in the seven meetings of the board of directors, during which we were informed about the activities carried out and the main operating, financial and equity transactions completed or being undertaken by the company and its direct subsidiaries and the four meetings of the internal control committee, formed by three independent directors.

We have supervised the application of the Regulation issued by CONSOB as regards related party transaction and the consequent procedure, adopted by the company on November 12, 2010, in effect from January 1, 2011, which can be consulted on the company's website.

During the course of the activities carried out in our 11 meetings, we have also obtained information:

- from the chief administration officer and the chief financial officer, who took over the role of the manager responsible for preparing the company's financial reports;
- from the person in charge of internal control, also about the activities of the oversight body required by Legislative Decree 231/2001, of which we have reviewed the annual report;
- from those in charge of the principal corporate functions, to the extent of our responsibilities;
- from the audit firm, both to use the results of its work, in implementing the required exchange of information, and with regard to the provisions of art. 19 of Legislative Decree 39/2010, also in respect of its independence, reiterated to us by letter dated April 5, 2012:

> "(…) As the audit firm charged with the audit of the separate financial statements for the year ended December 31, 2010 of EXOR S.p.A. and the consolidated financial statements of EXOR Group, we confirm that, on the basis of the information received to date and the tests carried out, taking into account the regulatory and professional principles that govern audit activities, during the period from January 1, 2011 to today's date, there were no situations that came to our attention that would have compromised our independence or causes for incompatibility pursuant to articles 10 and 17 of Legislative Decree 39/2010 and the relative provision for implementation.(…)".

The results of our work have again led us to conclude that:

- the administrative conduct was observant of the principles of diligence and correctness;
- the organizational structure and the internal control system were adequate in relation to the nature and scope of the activities carried out;
- the administrative and accounting system was capable of representing correctly the company's affairs, conforming to the existing model of administrative and accounting control;
- the directives, according to art. 114, paragraph 2 of Legislative Decree 58/1998, were appropriately conveyed to the subsidiaries.

As far as our responsibilities are concerned, we can state that EXOR adopts the corporate governance model in which the directors describe the principles and the requirements adopted, and the manner in which they should be observed, as we have noted, and those not adopted, explaining the reasons for such exceptions, in their annual report on Corporate Governance, reviewed by Deloitte & Touche, pursuant to art. 123 *bis* of Legislative Decree 58/1998.

We have reviewed the application of the valuation criteria followed by the board in reaching a favorable conclusion as to the independence of the directors qualified as such and the self-assessment process carried out as regards the adequacy of the composition and the functioning of the board in relation to the company's needs, where there are diversified professional qualifications and competences, and again ascertained the continuance of the profiles needed to guarantee our independence.

With reference to the matters specifically identified by CONSOB in the initial communication DEM/1025564 dated April 6, 2001, we observe that:

- we have been regularly informed of matters falling under our jurisdiction;
- we have not noted atypical or unusual transactions with third parties, with related parties or with group companies such as might give rise to doubts about the correctness or completeness of the information in the financial statements, about the presence of conflicts of interest or about the safeguarding of the company's assets;
- the directors, in Note 37 to the separate financial statements, disclose the existence of and provide

comments on the exchange of goods and services between EXOR, group companies and related parties, stating that such transactions were carried out in accordance with existing laws and by reference to arm's length reciprocal economic gain;

- from the meetings with the auditors no significant facts or situations came to our attention which necessitated the performance of further controls on our part which we should report to you;
- we have not received or had notice of any complaints under ex art. 2408 of the Italian Civil Code and we have not received or we have not been made aware of petitions;
- we did not deem it necessary to have meetings with the boards of statutory auditors of subsidiaries;
- our supervisory activities did not indicate any matters to report;
- we have expressed the opinions required of us by law;
- by means of the above-mentioned letter dated April 5, 2012, DELOITTE & TOUCHE has informed us that:

  "(...) The services other than the audit of the separate financial statements, the tests ascertaining that the accounting records are duly kept and the correct recognition of the operating events in the accounting entries, the audit of the consolidated financial statements and the limited audit of the consolidated half-year financial report (aggregate fees of €94,000 for a total of 1,143 hours) provided during the period indicated above to EXOR S.p.A. by the audit firm (writing this letter) and by other entities in the relative Network, determined on the basis of the information made available to us are indicated as follows (excluding hours and fees of the subsidiaries of the EXOR Group, which engagements are conferred independently):

  - testing relative to the confirmation of the amount of the financial ratios required by the Information Memorandum dated June 6, 2006 relating to the issue by IFIL of "Floating Rate Notes due 2011" for €200 million, for a fee of €2,500.
  - Review and in-depth analysis of non-recurring accounting issues relating to the line-by-line consolidation of the Fiat Group, for a fee of €58,000.
  - Support provided in the review of statements and data relating to the sale of the Alpitour Group, for a fee of €220,000 (work performed by Deloitte FAS S.p.A.).
  - Methodological support to EXOR Group in designing the Compliance Integrated Governance Model, for a fee of €19,000 (work carried out by Deloitte ERS S.r.l.) (…)".

We have reviewed the structure and the approach of the separate financial statements at December 31, 2011, which show a profit of €58,690,739, and the information illustrated by the directors in their Report on Operations, relating also to the consolidated financial statements of the EXOR Group at the same date, also formalized in the board of directors' meeting of April 6 and the notes thereto.

The chairman and chief executive office and the manager responsible for preparing the company's financial reports have issued an attestation as set forth in art. 154 *bis*, paragraph 5, of Legislative Decree 58/1998 on both the separate and consolidated financial statements of the Group.

DELOITTE & TOUCHE, charged with the audit, in its report dated April 16, 2012, expresses the following conclusions with regard to the separate financial statements of the company:

"(...) In our opinion, the separate financial statements of EXOR S.p.A. at December 31, 2011 comply with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree 38/2005; accordingly, they give a true and fair view of the financial position, of the results of operations and of the cash flows of EXOR S.p.A. for the year then ended. (...)
In our opinion, the Report on Operations and the information reported in compliance with art. 123 *bis* of Italian Legislative Decree n. 58/1998, paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) presented in the

annual report on the company's corporate governance and ownership structure are consistent with the separate financial statements of EXOR S.p.A. at December 31, 2011. (…)".

Similar conclusions are described by DELOITTE & TOUCHE in its report on the consolidated financial statements.

On the basis of the information we obtained directly pertaining to the scope and structure and the conclusions reached by Deloitte & Touche, we are of the view that the separate financial statements of EXOR may be approved together with the proposal for the appropriation of the profit for the year, noting that the legal reserve is already equal to one-fifth of share capital.
Finally, in observing that the agenda of the next shareholders' meeting regards, besides the annual 2011 financial statements, also:

- the incentive plan pursuant to article 114 *bis* of Legislative Decree 58/1998;
- the compensation report pursuant to article 123 *ter* of Legislative Decree 58/1998;
- the appointments to the company boards:
- determination of the number of board members and relative compensation;
- appointment of the board of directors;
- appointment of the board of statutory auditors;
- determination of the fees of the board of statutory auditors;
- the purchase and disposal of treasury shares;

we confirm, as far as is necessary, that the reports prepared on these subjects by the board of directors illustrates the arguments and puts forward the resolutions in accordance with existing law.

Turin, April 17, 2012

The Board of Statutory Auditors

Lionello Jona Celesia, Chairman

Giorgio Ferrino

Paolo Piccatti

List of EXOR Group Companies at December31, 2011

As required by Consob Resolution 11971 dated May 14, 1999, as amended (art. 126 of the Regulations) a list of the companies included in the scope of consolidation, the investments accounted for by the equity method and other significant investments, classified by operating pursuant to IFRS 8 – *Operating Segment*, is provided below.

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

Investments of the Holdings System and operating companies consolidated on a line-by-line basis

Name	Country	Capital Stock at 12/31/2011	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
EXOR S.p.A.	ITALY	246,229,850	EUR				
Subsidiaries consolidated on a line-by-line basis							
Holding companies							
EXOR S.A.	LUXEMBOURG	166,611,300	EUR	100.00	EXOR S.p.A.	100.000	
EXOR CAPITAL Limited	IRELAND	4,000,000	EUR	100.00	EXOR S.A.	100.000	
EXOR INC.	USA	1	USD	100.00	EXOR S.A.	100.000	
EXOR LIMITED (a)	HONG KONG (REP.POP.)	1	HKD	100.00	EXOR S.A.	100.000	
ANCOM USA INC	USA	N/A	USD	100.00	EXOR S.A.	100.000	
EXOR LLC	USA	N/A	USD	99.80	EXOR S.A.	99.800	
FIAT S.p.A.	ITALY	4,465,600,020	EUR	30.33	EXOR S.p.A.	29.409	30.465
					FIAT S.p.A.	3.023	3.530 (*)
FIAT INDUSTRIAL S.p.A.	ITALY	1,913,298,892.50	EUR	30.56	EXOR S.p.A.	29.648	30.448
					FIAT S.p.A.	2.682	3.132
Real estate services							
C&W GROUP INC.	USA	735,434.00	USD	78.31	EXOR S.A.	69.485	
					C&W GROUP INC.	9.035	(*)
Tourism and Hotel activities							
ALPITOUR S.p.A. (b)	ITALY	17,725,000	EUR	100.00	EXOR S.p.A.	100.000	
Football club							
JUVENTUS FOOTBALL CLUB S.p.A.	ITALY	20,155,333	EUR	60.00	EXOR S.p.A.	60.001	

(a) Dormant company.
(b) Reclassified in Assets held for sale.
(*) Voting suspended.

Investments of Fiat Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Fiat Group Automobiles								
Fiat Group Automobiles S.p.A.	Torino	Italy	745,031,979	EUR	100.00	Fiat S.p.A.	100.000	
Abarth & C. S.p.A.	Torino	Italy	1,500,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Alfa Romeo Automobiles S.p.A.	Torino	Italy	120,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Alfa Romeo U.S.A. S.p.A.	Torino	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 Gestione Partecipazioni S.p.A.	20.000	
						Fiat Powertrain Technologies SpA	5.000	
Customer Services Centre S.r.l.	Torino	Italy	2,500,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Easy Drive S.r.l.	Torino	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 Gestione 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.	Pomigliano d'Arco	Italy	50,000,000	EUR	100.00	Fiat Partecipazioni S.p.A.	100.000	
FGA Investimenti S.p.A.	Torino	Italy	2,000,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
FGA Officine Automobilistiche Grugliasco S.p.A.	Torino	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. *(business Fiat Group Automobiles)*	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.	Torino	Italy	7,370,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Fiat Automobil Vertriebs GmbH	Francoforte	Germany	8,700,000	EUR	100.00	Fiat Group Automobiles Germany AG	100.000	
Fiat Automobiles S.p.A.	Torino	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.	66.670	
Fiat Automotive Finance Co. Ltd.	Shanghai	China (Rep. Popolare)	500,000,000	CNY	100.00	Fidis S.p.A.	100.000	
Fiat Automoveis S.A. - FIASA *(business Fiat Group Automobiles)*	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.	Torino	Italy	2,000,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Fiat CR Spol. S.R.O.	Praga	Czek 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 France	Trappes	France	235,480,520	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles Austria GmbH	Vienna	Austria	37,000	EUR	100.00	Fiat Group Automobiles S.p.A.	98.000	
						FGA Investimenti S.p.A.	2.000	
Fiat Group Automobiles Belgium S.A.	Auderghem	Belgium	26,100,000	EUR	100.00	Fiat Group Automobiles S.p.A.	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 Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles Germany AG	Francoforte	Germany	82,650,000	EUR	100.00	Fiat Group Automobiles S.p.A.	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 Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles Ireland Ltd.	Dublino	Ireland	5,078,952	EUR	100.00	Fiat Group Automobiles S.p.A.	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 Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles South Africa (Proprietary) Ltd	Johannesburg	South Africa	640	ZAR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Fiat Group Automobiles Spain S.A.	Alcalá De Henares	Spain	8,079,280	EUR	100.00	Fiat Group Automobiles S.p.A.	99.998	
						Fiat Group Automobiles Switzerland S.A.	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 Group Automobiles S.p.A.	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	USA	0	USD	100.00	Fiat Group Automobiles S.p.A.	100.000	
Fiat Professional S.p.A.	Torino	Italy	120,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Fiat Real Estate Germany GmbH	Francoforte	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.	Torino	Italy	250,000,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
i-FAST Automotive Logistics S.r.l.	Torino	Italy	1,250,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
i-FAST Container Logistics S.p.A.	Torino	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.	99.988	
						Fiat Group Automobiles S.p.A.	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.	Torino	Italy	120,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
Mecaner S.A.	Urdùliz	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 Automotive Limited	Slough Berkshire	United Kingdom	50,000	GBP	100.00	Società di Commercializzazione e Distribuzione Ricambi S.p.A. in liquidazione	100.000	
Società di Commercializzazione e Distribuzione Ricambi S.p.A. in liquidazione	Torino	Italy	100,000	EUR	100.00	Fiat Group Automobiles S.p.A.	100.000	
TCA - Tecnologia em Componentes Automotivos SA	Jaboatao do Guararapes	Brazil	42,840,185	BRL	100.00	Fiat Automoveis S.A. - FIASA	100.000	

Investments of Fiat Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Chrysler Group LLC	Wilmington	USA	0	USD	53.50	FIAT NORTH AMERICA LLC	53.500 (*)	
0847574 British Columbia ULC	Vancouver	Canada	0	CAD	53.50	New CarCo Acquisition Canada Ltd.	100.000	
Auburn Hills Mezzanine LLC	Wilmington	USA	100	USD	53.50	CHRYSLER GROUP REALTY COMPANY LLC	100.000	
Auburn Hills Owner LLC	Wilmington	USA	100	USD	53.50	Auburn Hills Mezzanine LLC	100.000	
AutoDie LLC	Wilmington	USA	10,000,000	USD	53.50	Chrysler Group LLC	100.000	
CG EC2 LLC	Wilmington	USA	0	USD	53.50	CG EC1 LLC	100.000	
CG Venezuela UK Holdings Limited	Slough Berkshire	United Kingdom	100	GBP	53.50	Chrysler Group LLC	100.000	
Chrysler & Jeep Vertriebsgesellschaft mbH	Berlino	Germany	25,600	EUR	53.50	Chrysler Deutschland GmbH	100.000	
Chrysler (Hong Kong) Automotive Ltd.	Hong Kong	China (Rep. Popolare)	10,000,000	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Argentina S.R.L.	Buenos Aires	Argentina	29,335,170	ARS	53.50	Chrysler Group LLC	98.000	
						Chrysler Group Minority LLC	2.000	
Chrysler Asia Pacific Investment Ltd.	Shanghai	China (Rep. Popolare)	4,500,000	CNY	53.50	Chrysler (Hong Kong) Automotive Ltd.	100.000	
Chrysler Australia Pty. Ltd.	Mulgrave	Australia	143,629,774	AUD	53.50	Chrysler Group LLC	100.000	
Chrysler Austria GmbH	Vienna	Austria	4,300,000	EUR	53.50	Chrysler Deutschland GmbH	100.000	
CHRYSLER BALKANS doo Beograd	Belgrado	Serbia	2,161,151	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Belgium Luxembourg SA	Bruxelles	Belgium	28,262,700	EUR	53.50	Chrysler Group LLC	99.998	
						Chrysler Group Minority LLC	0.002	
Chrysler Canada Cash Services Inc.	Toronto	Canada	1,000	CAD	53.50	Chrysler Group LLC	100.000	
Chrysler Canada Inc.	Windsor	Canada	0	CAD	53.50	0847574 British Columbia ULC	100.000	
Chrysler Cayman Investments Ltd.	Grand Cayman	Cayman Island	50,000	USD	53.50	Chrysler Group LLC	100.000	
Chrysler Chile Importadora Ltda	Santiago	Cile	41,800,000	CLP	53.50	Chrysler Group LLC	99.990	
						Chrysler Group Minority LLC	0.010	
Chrysler Czech Republic s.r.o.	Praga	Czek Republic	55,932,000	CZK	53.50	Chrysler Group LLC	99.964	
						Chrysler Group Minority LLC	0.036	
Chrysler Danmark ApS	Glostrup	Denmark	1,000,000	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler de Mexico S.A. de C.V.	Santa Fe	Mexico	238,621,186	MXN	53.50	Chrysler Mexico Holding, S. de R.L. de C.V.	99.960	
						Chrysler Group Minority LLC	0.040	
Chrysler de Venezuela LLC	Wilmington	USA	132,474,694	USD	53.50	Chrysler Group LLC	100.000	
Chrysler Deutschland GmbH	Berlino	Germany	20,426,200	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Espana S.L.	Alcalá De Henares	Spain	16,685,690	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler France S.A.S.	Trappes	France	460,000	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Group (China) Sales Ltd.	Pechino	China (Rep. Popolare)	10,000,000	CNY	53.50	Chrysler (Hong Kong) Automotive Ltd.	100.000	
CHRYSLER GROUP DEALER CAPITAL LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
CHRYSLER GROUP DO BRASIL COMERCIO DE VEICULOS Ltda.	San Paolo	Brazil	31,517,999	BRL	53.50	Chrysler Group LLC	99.999	
						Chrysler Group Minority LLC	0.001	
Chrysler Group Egypt Limited	New Cairo	Egypt	240,000	EGP	53.50	Chrysler Group LLC	99.000	
						Chrysler Group Minority LLC	1.000	
CHRYSLER GROUP INTERNATIONAL LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
CHRYSLER GROUP INTERNATIONAL SERVICES LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
Chrysler Group Middle East FZ-LLC	Dubai	United arabian emirates	300,000	AED	53.50	CHRYSLER GROUP INTERNATIONAL LLC	100.000	
Chrysler Group Minority LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
CHRYSLER GROUP REALTY COMPANY LLC	Wilmington	USA	168,769,528	USD	53.50	Chrysler Group LLC	100.000	
Chrysler Group Service Contracts LLC	Wilmington	USA	100,000,000	USD	53.50	Chrysler Group LLC	100.000	
CHRYSLER GROUP TRANSPORT LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
CHRYSLER GROUP VANS LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
Chrysler India Automotive Private Ltd.	Chennai	India	99,990	INR	53.50	Chrysler Netherlands Distribution B.V.	99.990	
						CHRYSLER GROUP DUTCH OPERATING LLC	0.010	
Chrysler International GmbH	Stuttgard	Germany	25,000	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Investment Holdings LLC	Wilmington	USA	173,350,999	USD	53.50	Chrysler Group LLC	100.000	
Chrysler Italia S.r.l.	Roma	Italy	100,000	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Japan Co., Ltd.	Tokyo	Japan	100,000,000	JPY	53.50	Chrysler Group LLC	100.000	
Chrysler Jeep International S.A.	Saint-Lambrechts-Woluwe	Belgium	1,860,000	EUR	53.50	Chrysler Group LLC	99.998	
						Chrysler Group Minority LLC	0.002	
Chrysler Korea, Ltd.	Seoul	South Korea	32,639,200,000	KRW	53.50	Chrysler Group LLC	100.000	
Chrysler Lease Receivables 1 Inc.	Windsor	Canada	100	CAD	53.50	Chrysler Canada Inc.	100.000	
Chrysler Lease Receivables 2 Inc.	Windsor	Canada	100	CAD	53.50	Chrysler Canada Inc.	100.000	
Chrysler Lease Receivables Limited Partnership	Windsor	Canada	0	CAD	53.50	Chrysler Canada Inc.	99.990	
						Chrysler Lease Receivables 1 Inc.	0.005	
						Chrysler Lease Receivables 2 Inc.	0.005	
Chrysler Management Austria GmbH	Gossendorf	Austria	75,000	EUR	53.50	Chrysler Austria GmbH	100.000	
Chrysler Mexico Holding, S. de R.L. de C.V.	Santa Fe	Mexico	3,377,922,033	MXN	53.50	Chrysler Mexico Investment Holdings Cooperatie U.A.	99.900	
						CarCo Intermediate Mexico LLC	0.100	
Chrysler Mexico Investment Holdings Cooperatie U.A.	Amsterdam	Netherlands	0	EUR	53.50	Chrysler Investment Holdings LLC	99.990	
						Chrysler Group Minority LLC	0.010	
Chrysler Nederland B.V.	Utrecht	Netherlands	19,000	EUR	53.50	Chrysler Group LLC	100.000	
Chrysler Netherlands Distribution B.V.	Amsterdam	Netherlands	90,000	EUR	53.50	Chrysler Netherlands Holdings Cooperatie U.A.	100.000	
Chrysler Polska sp.zo.o.	Varsavia	Poland	30,356,000	PLN	53.50	Chrysler Group LLC	100.000	
Chrysler Russia SAO	Mosca	Russia	574,665,000	RUB	53.50	Chrysler Group LLC	99.999	
						Chrysler Group Minority LLC	0.001	
Chrysler South Africa (Pty) Limited	Centurion	South Africa	200	ZAR	53.50	Chrysler Group LLC	100.000	
Chrysler South East Asia Pte. Ltd.	Singapore	Singapore	3,010,513	SGD	53.50	Chrysler Group LLC	100.000	
Chrysler Sweden AB	Kista	Sweden	100,000	SEK	53.50	Chrysler Group LLC	100.000	
Chrysler Switzerland GmbH	Schlieren	Switzerland	2,000,000	CHF	53.50	Chrysler Group LLC	100.000	
Chrysler UK Limited	Slough Berkshire	United Kingdom	46,582,132	GBP	53.50	Chrysler Group LLC	100.000	
CPK Interior Products Inc.	Windsor	Canada	1,000	CAD	53.50	Chrysler Canada Inc.	100.000	
Global Engine Manufacturing Alliance LLC	Wilmington	USA	300,000	USD	53.50	Chrysler Group LLC	100.000	
Mopar (Shanghai) Auto Parts Trading Co. Ltd.	Shanghai	China (Rep. Popolare)	5,000,000	USD	53.50	Chrysler Asia Pacific Investment Ltd.	100.000	
New CarCo Acquisition Canada Ltd.	Toronto	Canada	0	CAD	53.50	New CarCo Acquisition Holdings Canada Ltd.	100.000	
New CarCo Acquisition Holdings Canada Ltd.	Toronto	Canada	0	CAD	53.50	Chrysler Group LLC	100.000	
Operadora G.C. S.A. de C.V.	Santa Fe	Mexico	99,999	MXN	53.50	Chrysler Mexico Holding, S. de R.L. de C.V.	99.999	
						Chrysler de Mexico S.A. de C.V.	0.001	

(*) 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 Chrysler Group Amended and Restated LLC Operating Agreement (the "Ecological Event"). The ownership interest without giving effect to this final Event is 44.7%. Following the occurrence of the Ecological Event in early January 2012 the non-controlling interest is now 41.462%.

Investments of Fiat Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
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	USA	1,000	USD	100.00	Maserati S.p.A.	100.000	
Maserati West Europe societé par actions simplifiée	Parigi	France	37,000	EUR	100.00	Maserati S.p.A.	100.000	
Ferrari								
Ferrari S.p.A.	Modena	Italy	20,260,000	EUR	90.00	Fiat S.p.A.	90.000	
410 Park Display Inc.	Englewood Cliffs	USA	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	Monaco	Germany	1,777,600	EUR	81.00	Ferrari Financial Services S.p.A.	100.000	
Ferrari Financial Services Japan KK	Tokyo	Japan	50,000	JPY	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	USA	1,000	USD	81.00	Ferrari Financial Services S.p.A.	100.000	
Ferrari GE.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	China (Rep. Popolare)	2,100,000	USD	90.00	Ferrari S.p.A.	100.000	
Ferrari Maserati Cars International Trading (Shanghai) Co. Ltd.	Shanghai	China (Rep. Popolare)	3,000,000	USD	53.10	Ferrari S.p.A.	59.000	
Ferrari N.America Inc.	Englewood Cliffs	USA	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	
Iniziativa Fiorano S.r.l.	Modena	Italy	90,000	EUR	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.	90.000	
						Ferrari GE.D. S.p.A.	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	99.63	Magneti Marelli Cofap Companhia Fabricadora de Pecas	99.900	
						Magneti Marelli Cofap Autopecas Ltda	0.100	
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	USA	25,001,000	USD	99.99	Magneti Marelli Holding U.S.A. Inc.	100.000	
Automotive Lighting o.o.o.	Rjiasan	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	Czek 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.	75.500	
Ergom do Brasil Ltda	Itauna	Brazil	6,402,500	BRL	99.99	Plastic Components and Modules Automotive S.p.A.	100.000	
Ergom Soffiaggio S.r.l.	Leno	Italy	45,900	EUR	84.99	Plastic Components and Modules Automotive S.p.A.	85.000	
Fiat CIEI S.p.A. in liquidazione	Corbetta	Italy	220,211	EUR	99.99	Magneti Marelli S.p.A.	100.000	
Industrial Yorka de Mexico S.A. de C.V.	Città del Mexico	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.	2.000	
Industrial Yorka de Tepotzotlan S.A. de C.V.	Città del Mexico	Mexico	50,000	MXN	99.99	Automotive Lighting Rear Lamps Mexico S. de r.l. de C.V.	99.000	
						Industrial Yorka de Mexico S.A. de C.V.	1.000	
Industrias Magneti Marelli Mexico S.A. de C.V.	Tepotzotlan	Mexico	50,000	MXN	99.99	Magneti Marelli Sistemas Electronicos Mexico S.A.	99.998	
						Servicios Administrativos Corp. IPASA S.A.	0.002	
Industrie Plastica S.p.A.	Grugliasco	Italy	1,000,000	EUR	99.99	Plastic Components and Modules Automotive 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 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.	95.000	
						Magneti Marelli France S.a.s.	5.000	
Magneti Marelli Automotive Components (Changsha) Co. Ltd	Changsha	China (Rep. Popolare)	5,400,000	USD	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Automotive Components (WUHU) Co. Ltd.	Wuhu	China (Rep. Popolare)	32,000,000	USD	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Automotive d.o.o. Kragujevac	Kragujevac	Serbia	1,500,000	EUR	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Automotive Electronics (Guangzhou) Co. Limited	Guangzhou	China (Rep. Popolare)	16,100,000	USD	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Cofap Autopecas Ltda	San Paolo	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.	95.000	
						Magneti Marelli Argentina S.A.	5.000	
Magneti Marelli d.o.o. Kragujevac, Kosovska 4	Kragujevac	Serbia	13,000,000	EUR	99.99	Magneti Marelli S.p.A.	100.000	
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.	Llinares del Valles	Spain	781,101	EUR	99.99	Magneti Marelli Iberica S.A.	100.000	
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.	99.999	
						Ufima S.A.S.	0.001	
Magneti Marelli GmbH	Russelsheim	Germany	200,000	EUR	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Holding U.S.A. Inc.	Wixom	USA	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	Nuova Delhi	India	20,000,000	INR	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli International Trading (Shanghai) Co. LTD	Shanghai	China (Rep. Popolare)	200,000	USD	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	37,002	EUR	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli North America Inc.	Wilmington	USA	40,223,205	USD	99.63	Magneti Marelli Cofap Companhia Fabricadora de Pecas	100.000	

Investments of Fiat Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Magneti Marelli Powertrain U.S.A. LLC	Sanford	USA	25,000,000	USD	99.99	Magneti Marelli Holding U.S.A. Inc.	100.000	
Magneti Marelli Racing Ltd in liquidazione	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.	52.000	
						Magneti Marelli Cofap Autopecas Ltda	48.000	
Magneti Marelli Sistemas Automotivos Industria e Comercio Ltda	Contagem	Brazil	206,834,874	BRL	99.99	Magneti Marelli S.p.A.	66.111	
						Automotive Lighting Reutlingen GmbH	33.889	
Magneti Marelli Sistemas Electronicos Mexico S.A.	Tepotzotlan	Mexico	50,000	MXN	99.99	Magneti Marelli S.p.A.	99.998	
						Servicios Administrativos Corp. IPASA S.A.	0.002	
Magneti Marelli Slovakia s.r.o.	Bratislava	Slovak Republic	60,006,639	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	Sistemi Sospensioni S.p.A.	100.000	
Magneti Marelli Suspension Systems Poland Sp. z.o.o. in liquidazione	Sosnowiec	Poland	4,310,000	PLN	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Suspensions USA LLC	Farmington Hills	USA	1,300,000	USD	99.99	Magneti Marelli Holding U.S.A. Inc.	100.000	
Magneti Marelli Um Electronic Systems Private Limited	Nuova Delhi	India	260,000,000	INR	51.00	Magneti Marelli S.p.A.	51.000	
Mako Elektrik Sanayi Ve Ticaret A.S.	Osmangazi Bursa	Turkey	16,500,000	TRY	99.94	Powertrain Mekanik Sanayi ve Ticaret Anonim Sirketi	100.000	
Malaysian Automotive Lighting SDN. BHD	Bayan Lepas	Malesia	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.	100.000	
Plastic Components and Modules Poland S.A.	Sosnowiec	Poland	21,000,000	PLN	99.99	Plastic Components and Modules Automotive S.p.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.	97.000	
						Magneti Marelli S.p.A.	3.000	
Powertrain Mekanik Sanayi ve Ticaret Anonim Sirketi	Bursa	Turkey	50,000	TRY	99.94	Magneti Marelli S.p.A.	99.800	
						Mako Elektrik Sanayi Ve Ticaret A.S.	0.050	
						Plastiform A.S.	0.050	
						Sistemi Comandi Meccanici Otomotiv Sanayi Ve Ticaret A.S.	0.050	
Servicios Administrativos Corp. IPASA S.A.	Col. Chapultepec	Mexico	1,000	MXN	99.99	Magneti Marelli Sistemas Electronicos Mexico S.A.	99.990	
						Industrias Magneti Marelli Mexico S.A. de C.V.	0.010	
Sistemi Sospensioni S.p.A.	Corbetta	Italy	37,622,179	EUR	99.99	Magneti Marelli S.p.A.	100.000	
SNIARICERCHE S.P.A. in liquidazione	Pisticci	Italy	880,000	EUR	99.99	Plastic Components and Modules Holding S.p.A.	95.000	
						Plastic Components and Modules Automotive S.p.A.	5.000	
TEA S.r.l.	Grugliasco	Italy	516,000	EUR	99.99	Plastic Components and Modules Automotive S.p.A.	95.000	
						Plastic Components and Modules Holding S.p.A.	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.	65.020	
						Fiat Gestione Partecipazioni S.p.A.	34.980	
Fiat Powertrain								
Fiat Powertrain Technologies SpA	Torino	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 Technologies (Shanghai) R&D Co. Ltd.	Shanghai	China (Rep. Popolare)	10,000,000	EUR	100.00	Fiat Powertrain Technologies SpA	100.000	
Fiat Powertrain Technologies Poland Sp. z o.o.	Bielsko-Biala	Poland	269,037,000	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.	Torino	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.	99.800	
						Teksid Inc.	0.200	
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	176,387,013	BRL	84.79	Teksid S.p.A.	100.000	
Teksid Hierro de Mexico S.A. de C.V.	Frontera	Mexico	716,088,300	MXN	84.79	Teksid S.p.A.	100.000	
Teksid Inc.	Wilmington	USA	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	USA	1,000	USD	100.00	Comau Pico Holdings Corporation	100.000	
COMAU (KUNSHAN) Automation Co. Ltd.	Kunshan	China (Rep. Popolare)	3,000,000	USD	100.00	Comau S.p.A.	100.000	
Comau (Shanghai) Engineering Co. Ltd.	Shanghai	China (Rep. Popolare)	5,000,000	USD	100.00	Comau S.p.A.	100.000	
Comau (Shanghai) International Trading Co. Ltd.	Shanghai	China (Rep. Popolare)	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	77,566,653	BRL	100.00	Comau S.p.A.	100.000	
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	USA	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	USA	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	

Investments of Fiat Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Comau Romenia S.R.L.	Oradea	Romenia	10,315,170	RON	100.00	Comau S.p.A.	100.000	
Comau Russia OOO	Mosca	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	
Comau U.K. Limited	Telford	United Kingdom	2,502,500	GBP	100.00	Comau S.p.A.	100.000	
Publishing and Communications								
Itedi-Italiana Edizioni S.p.A.	Torino	Italy	5,980,000	EUR	100.00	Fiat S.p.A.	100.000	
BMI S.p.A.	Genova	Italy	124,820	EUR	88.00	Itedi-Italiana Edizioni S.p.A.	88.000	
Editrice La Stampa S.p.A.	Torino	Italy	7,700,000	EUR	100.00	Itedi-Italiana Edizioni S.p.A.	100.000	
Nexta Srl	Torino	Italy	50,000	EUR	66.00	Itedi-Italiana Edizioni S.p.A.	66.000	
Publikompass S.p.A.	Milano	Italy	3,068,000	EUR	100.00	Editrice La Stampa S.p.A.	100.000	
Holding companies and Other companies								
Deposito Avogadro S.p.A.	Torino	Italy	5,100,000	EUR	100.00	Fiat Gestione 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	
Fiat Financas Brasil Ltda	Nova Lima	Brazil	2,469,701	BRL	100.00	Fiat Finance S.p.A.	99.994	
						Fiat do Brasil S.A.	0.006	
Fiat Finance and Trade Ltd S.A.	Luxembourg	Luxembourg	251,494,000	EUR	100.00	Fiat Finance S.p.A.	100.000	
Fiat Finance Canada Ltd.	Calgary	Canada	10,099,885	CAD	100.00	Fiat Finance and Trade Ltd S.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	USA	190,090,010	USD	100.00	Fiat Finance and Trade Ltd S.A.	100.000	
Fiat Finance S.p.A.	Torino	Italy	224,440,000	EUR	100.00	Fiat S.p.A.	100.000	
Fiat Gestione Partecipazioni S.p.A.	Torino	Italy	614,071,587	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.	Torino	Italy	100,000,000	EUR	100.00	Fiat Gestione 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.	Torino	Italy	600,000	EUR	100.00	Fiat Gestione 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.	Torino	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.	Torino	Italy	148,679,554	EUR	100.00	Fiat S.p.A.	96.707	
						Fiat Group Automobiles S.p.A.	3.293	
Fiat Polska Sp. z o.o.	Varsavia	Poland	25,500,000	PLN	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Fiat Services Belgium N.V.	Zedelgem	Belgium	62,000	EUR	100.00	Fiat U.K. Limited	99.960	
						Fiat Services S.p.A.	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.	Torino	Italy	3,600,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Fiat Servizi per l'Industria S.c.p.a.	Torino	Italy	1,652,669	EUR	90.70	Fiat Partecipazioni S.p.A.	51.000	
						Fiat Group Automobiles S.p.A.	25.500	
						Fiat S.p.A.	5.000	
						Teksid S.p.A.	2.000	
						C.R.F. Società Consortile per Azioni	1.500	
						Comau S.p.A.	1.500	
						Editrice La Stampa S.p.A.	1.500	
						Fiat Services S.p.A.	1.500	
						Magneti Marelli S.p.A.	1.500	
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	USA	16,830,000	USD	100.00	Fiat S.p.A.	100.000	
Fiat-Revisione Interna S.c.p.a.	Torino	Italy	300,000	EUR	84.00	Fiat S.p.A.	71.000	
						Fiat Group Automobiles S.p.A.	13.000	

Investments of Fiat Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Neptunia Assicurazioni Marittime S.A.	Losanna	Switzerland	10,000,000	CHF	100.00	Rimaco S.A.	100.000	
Rimaco S.A.	Losanna	Switzerland	350,000	CHF	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Risk Management S.p.A.	Torino	Italy	120,000	EUR	100.00	Fiat Gestione 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.	Torino	Italy	520,000	EUR	100.00	Fiat Services S.p.A.	100.000	
SIRIO - Sicurezza Industriale Società consortile per azioni	Torino	Italy	120,000	EUR	86.44	Fiat Gestione Partecipazioni S.p.A.	58.152	
						Fiat Group Automobiles S.p.A.	16.017	
						Magneti Marelli S.p.A.	1.863	
						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.p.a.	0.061	
						Fiat Center Italia S.p.A.	0.045	
						Abarth & C. S.p.A.	0.039	
						Itedi-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	
						Customer Services Centre S.r.l.	0.022	
						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	Torino	Italy	889,049	EUR	100.00	Fiat Partecipazioni S.p.A.	100.000	

Investments of Fiat Industrial Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.56%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Agricultural and Construction Equipment								
CNH Global N.V.	Amsterdam	Netherlands	539,710,247	EUR	88.38	Fiat Netherlands Holding N.V.	88.325	88.382
						CNH Global N.V.	0.065	0.000
Banco CNH Capital S.A.	Curitiba	Brazil	433,919,523	BRL	88.38	CNH Global N.V.	53.513	
						CNH Capital U.K. Ltd	45.816	
						CNH Latin America Ltda.	0.671	
Bli Group Inc.	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
Blue Leaf I.P. Inc.	Wilmington	USA	1,000	USD	88.38	Bli Group Inc.	100.000	
Blue Leaf Insurance Company	Burlington	USA	250,000	USD	88.38	CNH America LLC	100.000	
Case Brazil Holdings Inc.	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
Case Canada Receivables, Inc.	Calgary	Canada	1	CAD	88.38	CNH Capital America LLC	100.000	
Case Construction Machinery (Shanghai) Co., Ltd	Shanghai	China (Rep. Popolare)	5,000,000	USD	88.38	CNH Global N.V.	100.000	
Case Credit Holdings Limited	Wilmington	USA	5	USD	88.38	CNH Capital America LLC	100.000	
Case Dealer Holding Company LLC	Wilmington	USA	1	USD	88.38	CNH America LLC	100.000	
Case Equipment Holdings Limited	Wilmington	USA	5	USD	88.38	CNH America LLC	100.000	
Case Equipment International Corporation	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
Case Europe S.a.r.l.	Le Plessis-Belleville	France	7,622	EUR	88.38	CNH America LLC	100.000	
Case Harvesting Systems GmbH	Berlino	Germany	281,211	EUR	88.38	CNH America LLC	100.000	
CASE IH Machinery Trading (Shanghai) Co. Ltd.	Shanghai	China (Rep. Popolare)	2,250,000	USD	88.38	CNH America LLC	100.000	
Case India Limited	Wilmington	USA	5	USD	88.38	CNH America LLC	100.000	
Case International Marketing Inc.	Wilmington	USA	5	USD	88.38	CNH America LLC	100.000	
Case LBX Holdings Inc.	Wilmington	USA	5	USD	88.38	CNH America LLC	100.000	
Case New Holland Construction Equipment (India) Private Limited	Mumbai	India	300,000,000	INR	86.79	CNH America LLC	50.000	
						New Holland Fiat (India) Private Limited	50.000	
Case New Holland Inc.	Wilmington	USA	5	USD	88.38	CNH Global N.V.	100.000	
Case New Holland Machinery (Harbin) Ltd.	Harbin	China (Rep. Popolare)	6,779,091	USD	88.38	CNH Asian Holding Limited N.V.	99.000	
						CNH Europe Holding S.A.	1.000	
Case United Kingdom Limited	Basildon	United kingdom	3,763,618	GBP	88.38	CNH America LLC	100.000	
CNH (Shanghai) Equipment R&D Co., Ltd.	Shanghai	China (Rep. Popolare)	2,000,000	USD	88.38	CNH Global N.V.	100.000	
CNH Administradora de Serviços Ltda.	Curitiba	Brazil	100,000	BRL	88.38	Banco CNH Capital S.A.	99.900	
						CNH Latin America Ltda.	0.100	
CNH America LLC	Wilmington	USA	0	USD	88.38	Case New Holland Inc.	100.000	
CNH Argentina S.A.	Buenos Aires	Argentina	29,611,105	ARS	88.38	New Holland Holding (Argentina) S.A.	80.654	
						CNH Latin America Ltda.	19.346	
CNH Asian Holding Limited N.V.	Zedelgem	Belgium	34,594,401	EUR	88.38	CNH Global N.V.	100.000	
CNH Australia Pty Limited	St. Marys	Australia	306,785,439	AUD	88.38	CNH Global N.V.	100.000	
CNH Baumaschinen GmbH	Berlino	Germany	61,355,030	EUR	88.38	CNH Europe Holding S.A.	100.000	
CNH Belgium N.V.	Zedelgem	Belgium	372,115,574	EUR	88.38	CNH Europe Holding S.A.	100.000	
CNH Canada, Ltd.	Toronto	Canada	28,000,100	CAD	88.38	CNH Global N.V.	100.000	
CNH Capital America LLC	Wilmington	USA	0	USD	88.38	CNH Capital LLC	100.000	
CNH Capital Australia Pty Limited	St. Marys	Australia	83,249,000	AUD	88.38	CNH Australia Pty Limited	100.000	
CNH Capital Benelux NV	Zedelgem	Belgium	15,061,500	EUR	88.38	CNH Global N.V.	98.999	
						CNH Capital U.K. Ltd	1.001	
CNH Capital Canada Insurance Agency Ltd.	Calgary	Canada	1	CAD	88.38	CNH Capital Canada Ltd.	100.000	
CNH Capital Canada Ltd.	Calgary	Canada	1	CAD	88.38	Case Credit Holdings Limited	99.500	
						CNH Canada, Ltd.	0.500	
CNH Capital Equipment Loan and Lease Facility LLC	Wilmington	USA	5,000	USD	88.38	CNH Capital America LLC	100.000	
CNH Capital Finance LLC	Wilmington	USA	5,000	USD	88.38	Case Credit Holdings Limited	100.000	
CNH Capital Insurance Agency Inc.	Wilmington	USA	5	USD	88.38	CNH Capital America LLC	100.000	
CNH Capital LLC	Wilmington	USA	0	USD	88.38	CNH America LLC	100.000	
CNH Capital Operating Lease Equipment Receivables LLC	Wilmington	USA	0	USD	88.38	CNH Capital America LLC	100.000	
CNH Capital Receivables LLC	Wilmington	USA	0	USD	88.38	CNH Capital America LLC	100.000	
CNH Capital U.K. Ltd	Basildon	United kingdom	10,000,001	GBP	88.38	CNH Capital Benelux NV	100.000	
CNH Componentes, S.A. de C.V.	Queretaro	Mexico	135,634,842	MXN	88.38	CNH America LLC	100.000	
CNH Danmark A/S	Hvidovre	Denmark	12,000,000	DKK	88.38	CNH Europe Holding S.A.	100.000	
CNH Deutschland GmbH	Heilbronn	Germany	18,457,650	EUR	88.38	CNH Baumaschinen GmbH	90.000	
						CNH Europe Holding S.A.	10.000	
CNH Engine Corporation	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
CNH Europe Holding S.A.	Luxembourg	Luxembourg	100,000,000	USD	88.38	CNH Global N.V.	100.000	
CNH Financial Services A/S	Hvidovre	Denmark	500,000	DKK	88.38	CNH Global N.V.	100.000	
CNH Financial Services GmbH	Heilbronn	Germany	1,151,000	EUR	88.38	CNH Europe Holding S.A.	100.000	
CNH Financial Services S.A.S.	Morigny-Champigny	France	50,860,641	EUR	88.38	CNH Global N.V.	98.888	
						CNH Capital Benelux NV	1.112	
CNH France SAS	Morigny-Champigny	France	427,965,450	EUR	88.38	CNH Europe Holding S.A.	100.000	
CNH International S.A.	Paradiso	Switzerland	100,000	CHF	88.38	CNH Global N.V.	100.000	
CNH Italy s.p.a.	Torino	Italy	15,600,000	EUR	88.38	CNH Osterreich GmbH	75.000	
						CNH Global N.V.	25.000	

Investments of Fiat Industrial Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.56%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
CNH Latin America Ltda.	Contagem	Brazil	847,210,015	BRL	88.38	CNH Global N.V.	85.658	
						Case Brazil Holdings Inc.	12.557	
						Case Equipment International Corporation	1.785	
CNH Maquinaria Spain S.A.	Coslada	Spain	21,000,000	EUR	88.38	CNH Europe Holding S.A.	99.999	
CNH Osterreich GmbH	St. Valentin	Austria	2,000,000	EUR	88.38	CNH Global N.V.	100.000	
CNH Polska Sp. z o.o.	Plock	Poland	162,591,660	PLN	88.38	CNH Belgium N.V.	100.000	
CNH Portugal-Comercio de Tractores e Maquinas Agricolas Ltda	Carnaxide	Portugal	498,798	EUR	88.38	CNH Europe Holding S.A.	99.980	
						CNH Italy s.p.a.	0.020	
CNH Receivables LLC	Wilmington	USA	0	USD	88.38	CNH Capital America LLC	100.000	
CNH Reman LLC	Wilmington	USA	4,000,000	USD	44.19	CNH America LLC	50.000	
CNH Services (Thailand) Limited	Bangkok	Tailandia	10,000,000	THB	88.38	CNH Services S.r.l.	99.997	
CNH Services S.r.l.	Modena	Italy	10,400	EUR	88.38	CNH Italy s.p.a.	100.000	
CNH Trade N.V.	Amsterdam	Netherlands	50,000	EUR	88.38	CNH Global N.V.	100.000	
CNH U.K. Limited	Basildon	United kingdom	91,262,275	GBP	88.38	CNH Osterreich GmbH	100.000	
CNH Wholesale Receivables LLC	Wilmington	USA	0	USD	88.38	CNH Capital America LLC	100.000	
CNH-KAMAZ Commercial B.V.	Amsterdam	Netherlands	35,300	EUR	45.08	CNH Global N.V.	51.000	
CNH-KAMAZ Industrial B.V.	Amsterdam	Netherlands	36,002	EUR	44.19	CNH Global N.V.	50.000	
Farmpower Pty Limited	St. Marys	Australia	360	AUD	88.38	CNH Australia Pty Limited	100.000	
Fiat Switzerland SA	Paradiso	Switzerland	100,000	CHF	88.38	CNH International S.A.	100.000	
Fiatallis North America LLC	Wilmington	USA	32	USD	88.38	CNH America LLC	100.000	
Flagship Dealer Holding Company, LLC	Wilmington	USA	1	USD	88.38	CNH America LLC	100.000	
Flexi-Coil (U.K.) Limited	Basildon	United kingdom	3,291,776	GBP	88.38	CNH Canada, Ltd.	100.000	
HFI Holdings Inc.	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
JV Uzcaseagroleasing LLC	Tashkent	Uzbekistan	0	USD	45.08	Case Credit Holdings Limited	51.000	
JV UzCaseMash LLC	Tashkent	Uzbekistan	0	USD	53.03	Case Equipment Holdings Limited	60.000	
JV UzCaseService LLC	Tashkent	Uzbekistan	0	USD	45.08	Case Equipment Holdings Limited	51.000	
JV UzCaseTractor LLC	Tashkent	Uzbekistan	0	USD	45.08	Case Equipment Holdings Limited	51.000	
Kobelco Construction Machinery America LLC	Wilmington	USA	0	USD	57.45	New Holland Excavator Holdings LLC	65.000	
Limited Liability Company "CNH Parts and Service Operations"	Mosca	Russia	54,000,000	RUB	88.38	CNH Global N.V.	100.000	
LLC CNH-KAMAZ Commerce	Naberezhnye Chenly	Russia	20,408	RUB	45.08	CNH-KAMAZ Commercial B.V.	100.000	
LLC CNH-KAMAZ Industry	Naberezhnye Chenly	Russia	60,081,800	RUB	44.19	CNH-KAMAZ Industrial B.V.	100.000	
MBA AG	Bassersdorf	Switzerland	4,000,000	CHF	88.38	CNH Global N.V.	100.000	
New Holland Credit Company, LLC	Wilmington	USA	0	USD	88.38	CNH Capital LLC	100.000	
New Holland Excavator Holdings LLC	Wilmington	USA	0	USD	88.38	CNH America LLC	100.000	
New Holland Fiat (India) Private Limited	Mumbai	India	12,485,547,400	INR	85.21	CNH Asian Holding Limited N.V.	96.407	48.965
New Holland Holding (Argentina) S.A.	Buenos Aires	Argentina	23,555,415	ARS	88.38	CNH Latin America Ltda.	100.000	
New Holland Holding Limited	Basildon	United kingdom	106,328,601	GBP	88.38	CNH Europe Holding S.A.	100.000	
New Holland Kobelco Construction Machinery S.p.A.	San Mauro Torinese	Italy	45,359,732	EUR	84.60	CNH Italy s.p.a.	95.716	
New Holland Ltd	Basildon	United kingdom	1,000,000	GBP	88.38	CNH Global N.V.	100.000	
New Holland Tractor Ltd. N.V.	Anversa	Belgium	9,631,500	EUR	88.38	New Holland Holding Limited	100.000	
O & K - Hilfe GmbH	Berlino	Germany	25,565	EUR	88.38	CNH Baumaschinen GmbH	100.000	
Pryor Foundry Inc.	Oklahoma City	USA	1,000	USD	88.38	CNH America LLC	100.000	
Receivables Credit II Corporation	Calgary	Canada	1	CAD	88.38	CNH Capital America LLC	100.000	
Shanghai New Holland Agricultural Machinery Corporation Limited	Shanghai	China (Rep. Popolare)	35,000,000	USD	53.03	CNH Asian Holding Limited N.V.	60.000	
Steyr Center Nord GmbH	Ruckersdorf-Harmanns	Austria	35,000	EUR	88.38	CNH Osterreich GmbH	100.000	
Trucks and Commercial Vehicles								
Iveco S.p.A.	Torino	Italy	200,000,000	EUR	100.00	Fiat Industrial S.p.A.	100.000	
Afin Bohemia s.r.o.	Praga	Czech Republic	1,000,000	CZK	100.00	Afin Leasing AG	100.000	
Afin Broker de Asigurare - Reasigurare S.r.l.	Bucarest	Romania	25,000	RON	100.00	Afin Leasing Ifn s.a.	100.000	
Afin Bulgaria EAD	Sofia	Bulgaria	15,505,500	BGN	100.00	Afin Leasing AG	100.000	
Afin Hungary Kereskedelmi KFT.	Budapest	Hungary	24,000,000	HUF	100.00	Afin Leasing AG	100.000	
Afin Leasing AG	Vienna	Austria	1,500,000	EUR	100.00	Iveco International Trade Finance S.A.	100.000	
Afin Leasing Ifn s.a.	Bucarest	Romania	120,284,560	RON	100.00	Afin Leasing AG	99.800	
						Afin Bohemia s.r.o.	0.050	

Investments of Fiat Industrial Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.56%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
						Afin Slovakia S.R.O.	0.050	
Afin Slovakia S.R.O.	Bratislava	Slovak Republic	39,833	EUR	100.00	Afin Leasing AG	100.000	
Afin Trade Bulgaria Eood	Sofia	Bulgaria	5,000	BGN	100.00	Afin Bulgaria EAD	100.000	
Amce-Automotive Manufacturing Co.Ethiopia	Addis Abeba	Etiopia	12,000,000	ETB	70.00	Fiat Netherlands Holding N.V.	70.000	
AS Afin Baltica	Harjumaa	Estonia	800,000	EEK	100.00	Afin Leasing AG	100.000	
Astra Veicoli Industriali S.p.A.	Piacenza	Italy	10,400,000	EUR	100.00	Iveco S.p.A.	100.000	
Effe Grundbesitz GmbH	Ulm	Germany	10,225,838	EUR	83.77	Iveco Investitions GmbH	90.000	
F. Pegaso S.A.	Madrid	Spain	993,045	EUR	100.00	Iveco Espana S.L.	99.996	
						Iveco Partecipazioni Finanziarie S.r.l.	0.004	
Heuliez Bus S.A.	Rorthais	France	9,000,000	EUR	100.00	Société Charolaise de Participations S.A.	100.000	
IAV-Industrie-Anlagen-Verpachtung GmbH	Ulm	Germany	25,565	EUR	88.42	Iveco Investitions GmbH	95.000	
Ikarus Egyedi Autobusz GY	Budapest	Hungary	46,280,000	HUF	89.09	Iveco Espana S.L.	89.088	
Industrial Vehicles Center Hainaut S.A.	Charleroi	Belgium	600,000	EUR	100.00	S.A. Iveco Belgium N.V.	95.000	
						Iveco Nederland B.V.	5.000	
Irisbus (U.K.) Ltd	Watford	United kingdom	7,200,000	GBP	100.00	Iveco Espana S.L.	100.000	
Irisbus Australia Pty. Ltd.	Dandenong	Australia	6,123,391	AUD	100.00	Iveco Espana S.L.	100.000	
Irisbus Benelux Ltd.	Leudelange	Luxembourg	594,000	EUR	100.00	Iveco France	99.983	
						Société Charolaise de Participations S.A.	0.017	
Irisbus Deutschland GmbH	Unterschleissheim	Germany	3,800,000	EUR	100.00	Iveco Espana S.L.	100.000	
Irisbus Italy S.p.A.	Torino	Italy	4,500,000	EUR	100.00	Iveco Espana S.L.	100.000	
IVC Brabant N.V. S.A.	Groot	Belgium	800,000	EUR	100.00	S.A. Iveco Belgium N.V.	75.000	
						Iveco Nederland B.V.	25.000	
Iveco (Schweiz) AG	Kloten	Switzerland	9,000,000	CHF	100.00	Iveco Nederland B.V.	100.000	
Iveco Arac Sanayi VE Ticaret A.S.	Samandira-Kartal/Istanbul	Turkey	12,879,000	TRY	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Argentina S.A.	Buenos Aires	Argentina	130,237,793	ARS	100.00	Iveco Espana S.L.	99.000	
						Astra Veicoli Industriali S.p.A.	1.000	
Iveco Austria GmbH	Vienna	Austria	6,178,000	EUR	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Bayern GmbH	Norimberga	Germany	742,000	EUR	94.00	Iveco Magirus AG	100.000	
Iveco Capital SA	Paradiso	Switzerland	14,000,000	CHF	100.00	Iveco Partecipazioni Finanziarie S.r.l.	100.000	
Iveco Contract Services Limited	Watford	United kingdom	17,000,000	GBP	100.00	Iveco Partecipazioni Finanziarie S.r.l.	100.000	
Iveco Czech Republic A.S.	Vysoke Myto	Czech Republic	1,065,559,000	CZK	97.98	Iveco France	97.978	
Iveco Danmark A/S	Glostrup	Denmark	501,000	DKK	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Espana S.L. *(business Veicoli Industriali)*	Madrid	Spain	121,612,116	EUR	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Est Sas	Hauconcourt	France	2,005,600	EUR	100.00	Iveco France	100.000	
Iveco Finland OY	Espoo	Finland	100,000	EUR	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco France	Vénissieux	France	92,856,130	EUR	100.00	Iveco Espana S.L.	50.326	
						Fiat Netherlands Holding N.V.	49.674	
Iveco Holdings Limited	Watford	United kingdom	47,000,000	GBP	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Insurance Vostok LLC	Mosca	Russia	740,000	RUB	100.00	Afin Leasing AG	100.000	
Iveco International Trade Finance S.A.	Paradiso	Switzerland	30,800,000	CHF	100.00	Iveco Partecipazioni Finanziarie S.r.l.	100.000	
Iveco Investitions GmbH	Ulm	Germany	2,556,459	EUR	93.08	Iveco Magirus AG	99.020	
Iveco L.V.I. S.a.s.	Saint Priest	France	503,250	EUR	100.00	Iveco France	100.000	
Iveco Latin America Ltda *(business Veicoli Industriali)*	Vila da Serra	Brazil	334,720,744	BRL	100.00	Iveco Espana S.L.	100.000	
Iveco Limited *(business Veicoli Industriali)*	Watford	United kingdom	117,000,000	GBP	100.00	Iveco Holdings Limited	100.000	
Iveco Magirus AG *(business Veicoli Industriali)*	Ulm	Germany	50,000,000	EUR	94.00	Fiat Netherlands Holding N.V.	88.340	
						Iveco S.p.A.	5.660	
Iveco Magirus Brandschutztechnik GmbH	Ulm	Germany	6,493,407	EUR	84.43	Iveco Magirus Fire Fighting GmbH	99.764	
Iveco Magirus Brandschutztechnik GmbH	Kainbach	Austria	1,271,775	EUR	84.43	Iveco Magirus Brandschutztechnik GmbH	100.000	
Iveco Magirus Brandschutztechnik Gorlitz GmbH	Gürlitz	Germany	511,292	EUR	84.43	Iveco Magirus Brandschutztechnik GmbH	100.000	
Iveco Magirus Fire Fighting GmbH	Weisweil	Germany	30,776,857	EUR	84.63	Iveco Magirus AG	90.032	
Iveco Magirus Firefighting CAMIVA S.a.s. (societè par actions simplifièe)	Saint-Alban-Leysse	France	1,870,169	EUR	84.63	Iveco Magirus Fire Fighting GmbH	100.000	
Iveco Nederland B.V.	Andelst	Netherlands	4,537,802	EUR	100.00	Fiat Netherlands Holding N.V.	100.000	

Investments of Fiat Industrial Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.56%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Iveco Nord Nutzfahrzeuge GmbH	Hamburg	Germany	1,611,500	EUR	94.00	Iveco Magirus AG	100.000	
Iveco Nord S.A.	Trappes	France	45,730	EUR	99.77	Iveco France	99.767	
Iveco Nord-Ost Nutzfahrzeuge GmbH	Berlino	Germany	2,120,000	EUR	94.00	Iveco Magirus AG	100.000	
Iveco Norge A.S.	Voyenenga	Norway	18,600,000	NOK	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Otomotiv Ticaret A.S.	Samandira-Kartal/Istanbul	Turkey	15,060,046	TRY	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Partecipazioni Finanziarie S.r.l.	Torino	Italy	50,000,000	EUR	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Pension Trustee Ltd	Watford	United kingdom	2	GBP	100.00	Iveco Holdings Limited	50.000	
						Iveco Limited	50.000	
Iveco Poland Ltd.	Varsavia	Poland	46,974,500	PLN	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Portugal-Comercio de Veiculos Industriais S.A.	Vila Franca de Xira	Portugal	15,962,000	EUR	100.00	Fiat Netherlands Holding N.V.	99.997	
						Astra Veicoli Industriali S.p.A.	0.001	
Iveco Romania S.r.l.	Bucarest	Romania	17,500	RON	100.00	Afin Leasing AG	100.000	
Iveco Slovakia, s.r.o.	Bratislava	Slovak Republic	6,639	EUR	97.98	Iveco Czech Republic A.S.	100.000	
Iveco South Africa (Pty) Ltd.	Vorna Valley - Midrand	South Africa	15,000,750	ZAR	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Sud-West Nutzfahrzeuge GmbH	Mannheim-Neckarau	Germany	1,533,900	EUR	94.00	Iveco Magirus AG	100.000	
Iveco Sweden A.B. *(business Veicoli Industriali)*	Arlov	Sweden	600,000	SEK	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Trucks Australia Limited	Dandenong	Australia	47,492,260	AUD	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Ukraine LLC	Kiev	Ukraine	49,258,692	UAH	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Venezuela C.A.	La Victoria	Venezuela	3,985,803	VEF	100.00	Fiat Netherlands Holding N.V.	62.688	
						Iveco S.p.A.	37.312	
Iveco West Nutzfahrzeuge GmbH	Düsseldorf	Germany	3,017,000	EUR	94.00	Iveco Magirus AG	100.000	
Mediterranea de Camiones S.L.	Valencia	Spain	48,080	EUR	100.00	Iveco Espana S.L.	99.875	
						Fiat Netherlands Holding N.V.	0.125	
Officine Brennero S.p.A.	Trento	Italy	2,833,830	EUR	100.00	Iveco S.p.A.	100.000	
OOO Afin Leasing Vostok LLC	Mosca	Russia	50,000,000	RUB	100.00	Afin Leasing AG	100.000	
OOO Iveco Russia	Mosca	Russia	868,545,000	RUB	100.00	Fiat Netherlands Holding N.V.	99.960	
						Afin Leasing AG	0.040	
S.A. Iveco Belgium N.V.	Groot	Belgium	6,000,000	EUR	100.00	Fiat Netherlands Holding N.V.	99.983	
						Iveco Nederland B.V.	0.017	
Seddon Atkinson Vehicles Ltd	Watford	United kingdom	41,700,000	GBP	100.00	Iveco Holdings Limited	100.000	
Société Charolaise de Participations S.A.	Vénissieux	France	2,370,000	EUR	100.00	Iveco Espana S.L.	100.000	
Société de Diffusion de Vehicules Industriels-SDVI S.A.S.	Trappes	France	7,022,400	EUR	100.00	Iveco France	100.000	
Transolver Service S.A.	Madrid	Spain	610,000	EUR	100.00	Iveco Partecipazioni Finanziarie S.r.l.	100.000	
Transolver Service S.p.A.	Torino	Italy	214,763	EUR	100.00	Iveco Partecipazioni Finanziarie S.r.l.	100.000	
UAB Afin Baltica (Lithuania)	Vilnius	Lituania	138,500	LTL	100.00	Afin Leasing AG	100.000	
Utilitaries & Véhicules Industriels Franciliens-UVIF SAS	La Garenne	France	1,067,500	EUR	100.00	Iveco France	100.000	
Zona Franca Alari Sepauto S.A.	Barcellona	Spain	520,560	EUR	51.87	Iveco Espana S.L.	51.867	
FPT Industrial								
FPT Industrial S.p.A.	Torino	Italy	100,000,000	EUR	100.00	Fiat Industrial S.p.A.	100.000	
2 H Energy S.A.S.	Fécamp	France	2,000,000	EUR	100.00	Fiat Industrial Finance France S.A.	100.000	
Componentes Mecanicos S.A.	Barcellona	Spain	1,135,037	EUR	100.00	Iveco Espana S.L.	100.000	
European Engine Alliance S.c.r.l.	Torino	Italy	32,044,797	EUR	100.00	FPT Industrial S.p.A.	100.000	
Fiat Powertrain Technologies Management (Shanghai) Co. Ltd.	Shanghai	China (Rep. Popolare)	2,000,000	USD	100.00	FPT Industrial S.p.A.	100.000	
Fiat Powertrain Technologies of North America, Inc.	Wilmington	USA	1	USD	100.00	FPT Industrial S.p.A.	100.000	
FPT - Powertrain Technologies France S.A.	Garchizy	France	73,444,960	EUR	100.00	Iveco France	97.200	
						Fiat Industrial Finance France S.A.	2.800	
FPT Industrial Argentina S.A.	Buenos Aires	Argentina	59,686,936	ARS	99.54	FPT Industrial S.p.A.	96.000	
						CNH Argentina S.A.	4.000	
Iveco Espana S.L. *(business FPT Industrial)*	Madrid	Spain	121,612,116	EUR	100.00	Fiat Netherlands Holding N.V.	100.000	
Iveco Latin America Ltda *(business FPT Industrial)*	Vila da Serra	Brazil	334,720,744	BRL	100.00	Iveco Espana S.L.	100.000	
Iveco Limited *(business FPT Industrial)*	Watford	United kingdom	117,000,000	GBP	100.00	Iveco Holdings Limited	100.000	
Iveco Magirus AG *(business FPT Industrial)*	Ulm	Germany	50,000,000	EUR	94.00	Fiat Netherlands Holding N.V.	88.340	
						Iveco S.p.A.	5.660	
Iveco Motorenforschung AG	Arbon	Switzerland	4,600,000	CHF	100.00	FPT Industrial S.p.A.	100.000	
Iveco Sweden A.B. *(business FPT Industrial)*	Arlov	Sweden	600,000	SEK	100.00	Fiat Netherlands Holding N.V.	100.000	
SAIC Fiat Powertrain Hongyan Co. Ltd.	Chongqing	China (Rep. Popolare)	580,000,000	CNY	60.00	FPT Industrial S.p.A.	30.000	
						SAIC IVECO Commercial Vehicle Investment Company Limited	60.000	

Investments of Fiat Industrial Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 30.56%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis								
Holdings Companies and Other companies								
Fiat Industrial Finance Europe S.A.	Luxembourg	Luxembourg	50,000,000	EUR	100.00	Fiat Industrial Finance S.p.A.	100.000	
Fiat Industrial Finance France S.A.	Trappes	France	1,000,000	EUR	100.00	Fiat Netherlands Holding N.V.	99.998	
Fiat Industrial Finance North America Inc.	Wilmington	USA	25,000,000	USD	100.00	Fiat Industrial Finance S.p.A.	100.000	
Fiat Industrial Finance S.p.A.	Torino	Italy	100,000,000	EUR	100.00	Fiat Industrial S.p.A.	100.000	
Fiat Netherlands Holding N.V.	Amsterdam	Netherlands	2,610,397,295	EUR	100.00	Fiat Industrial S.p.A.	100.000	
Associated Companies consolidated on a line-by-line basis under IFRS								
Trucks and Commercial Vehicles								
Iveco Capital Limited	Watford	United kingdom	3,000,100	GBP	49.00	Iveco Finanziaria S.p.A.	100.000	
Iveco Finance AG	Kloten	Switzerland	1,500,000	CHF	49.00	Iveco Finanziaria S.p.A.	100.000	
Iveco Finance GmbH	Heilbronn	Germany	75,775,000	EUR	49.00	Iveco Finanziaria S.p.A.	100.000	
Iveco Finance Holdings Limited	Basingstoke	United kingdom	1,000	EUR	49.00	Iveco Partecipazioni Finanziarie S.r.l.	49.000	
Iveco Finanziaria S.p.A.	Torino	Italy	220,000,000	EUR	49.00	Iveco Finance Holdings Limited	100.000	
Transolver Finance S.A.	Trappes	France	9,468,219	EUR	49.00	Iveco Finanziaria S.p.A.	100.000	
Transolver Services S.A.	Trappes	France	38,000	EUR	49.00	Iveco Finanziaria S.p.A.	100.000	

Investments of C&W Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 78.31%)

Name	Country	Capital Stock at 12/31/2012	Currency	% of Group Consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis							
Real Estate Services							
BIGeREALESTATE, Inc.	USA	N/A	USD	73.100%	Cushman & Wakefield, Inc.	73.100%	
Buckbee Thorne & Co.	USA	37,500	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
C & W Offshore Consulting, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
C & W Operacion Inmobiliaria, S.A.de C.V.	MEXICO	50,000	MXN	100.000%	Cushman & Wakefield, S. de RL de C.V.	99.996%	
					Cushman & Wakefield de Mexico, S.A. de C.V	0.004%	
Cushman & Wakefield	UNITED KINGDOM	N/A	GBP	99.000%	Cushman & Wakefield (UK) Ltd.	99.000%	
Cushman & Wakefield - Argentina S.A.	ARGENTINA	3,344,930	ARS	99.000%	Cushman & Wakefield Consultoria Imobiliaria Ltda	94.000%	
					Cushman & Wakefield of South America, Inc.	5.000%	
Cushman & Wakefield - Chile Negocios Inmobiliarios Limitada	CHILE	315,163,132	CLP	100.000%	Cushman & Wakefield Consultoria Imobiliaria Ltda	99.980%	
					Cushman & Wakefield of South America, Inc.	0.020%	
Cushman & Wakefield - Colombia Ltda	COLOMBIA	5,706,000	COP	100.000%	Cushman & Wakefield Consultoria Imobiliaria Ltda	99.895%	
					Cushman & Wakefield of South America, Inc.	0.105%	
Cushman & Wakefield - Serviços Gerais Ltda.	BRAZIL	10,000	BRL	100.000%	Cushman & Wakefield Consultoria Imobiliaria Ltda	99.990%	
					Cushman & Wakefield Luxembourg Holdings S.à.r.l.	0.010%	
Cushman & Wakefield - Sociedade de Mediacao Imobilaria, Lda	PORTUGAL	50,000	EUR	100.000%	Cushman & Wakefield (France Holdings) SAS	100.000%	
Cushman & Wakefield (7 Westferry Circus) Limited	UNITED KINGDOM	1	GBP	100.000%	Cushman & Wakefield Management Services (UK) Limited	100.000%	
Cushman & Wakefield (City) Limited	UNITED KINGDOM	1	GBP	100.000%	Cushman & Wakefield (EMEA) Limited.	100.000%	
Cushman & Wakefield (Hellas) Real Estate Agents and Consultants SA	GREECE	60,000	EUR	99.995%	Cushman & Wakefield (France Holdings) SAS	99.995%	
Cushman & Wakefield (HK) Limited	HONG KONG	100	HKD	100.000%	Cushman & Wakefield of Asia Limited	99.000%	
					Cushman & Wakefield of Asia Inc.	1.000%	
Cushman & Wakefield (Middle East) FZE	UNITED ARABIAN EMIRATES	1,000,000	USD	100.000%	Cushman & Wakefield (France Holdings) SAS	100.000%	
Cushman & Wakefield (NSW) Pty Limited	AUSTRALIA	4	AUD	100.000%	Cushman & Wakefield (Australia) Pty Limited	100.000%	
Cushman & Wakefield (S) Pte. Limited	SINGAPORE	20	SGD	100.000%	Cushman & Wakefield of Asia Limited	100.000%	
Cushman & Wakefield (Shanghai) Co., Ltd.	CHINA	1,800,000	CNY	100.000%	Cushman & Wakefield (China) Limited	100.000%	
Cushman & Wakefield (Vietnam) Limited	VIETNAM	4,000,000,000	VND	100.000%	Cushman & Wakefield Singapore Holdings Pte. Ltd.	100.000%	
Cushman & Wakefield (Warwick Court) Limited	UNITED KINGDOM	1	GBP	100.000%	Cushman & Wakefield Management Services (UK) Limited	100.000%	
Cushman & Wakefield/PREMISYS Colorado, Inc.	USA	80	USD	100.000%	Cushman & Wakefield/Premisys, Inc.	80.000%	
					Cushman & Wakefield, Inc.	20.000%	
Cushman & Wakefield/PREMISYS, Inc.	USA	97	USD	100.000%	Cushfield, Inc.	100.000%	
Cushman & Wakefield 111 Wall, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield 1180, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Asset Management Italy S.r.l.	ITALY	10,000	EUR	100.000%	Cushman & Wakefield Management Services (UK) Limited	100.000%	
Cushman & Wakefield Consultoria Imobiliaria Ltda	BRAZIL	2,586,444	BRL	97.990%	Cushman & Wakefield Luxembourg Holdings S.à.r.l	97.990%	
Cushman & Wakefield Consultoria Imobiliaria, Unipessoal, Lda.	PORTUGAL	N/A	EUR	100.000%	Cushman & Wakefield Sociedade de Mediacao Imobilaria, Lda	100.000%	
Cushman & Wakefield Corporate Finance Limited	UNITED KINGDOM	10,000	GBP	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield de Mexico, S.A. de C.V	MEXICO	100,000	MXN	100.000%	Cushman & Wakefield of North America, Inc.	50.000%	
					Cushman & Wakefield of the Americas, Inc.	50.000%	
Cushman & Wakefield Eastern, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Expertise SAS	FRANCE	37,000	EUR	100.000%	Cushman & Wakefield SAS	100.000%	
Cushman & Wakefield Gayrimenkul Danismanlik Mumessillik ve Turizm Hizmetleri Anonim Sirketi	TURKEY	1,798	TRY	89.900%	Cushman & Wakefield (France Holdings) SAS	89.800%	
					Healey & Baker Limited	0.050%	
					Cushman & Wakefield (EMEA) Limited	0.050%	
Cushman & Wakefield Global Services, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Hospitality Limited	UNITED KINGDOM	2	GBP	100.00%	Cushman & Wakefield (EMEA) Limited	100.000%	
Cushman & Wakefield India Private Limited	INDIA	336,447,800	INR	100.000%	Cushman & Wakefield Mauritius Holdings, Inc.	99.990%	
					Cushman & Wakefield of Asia Limited	0.010%	
Cushman & Wakefield International Investment Advisors, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield International Real Estate Kft.	HUNGARY	3,000,000	EUR	100.000%	Cushman & Wakefield (France Holdings) SAS	96.670%	
					Cushman & Wakefield Residential Limited	3.330%	
Cushman & Wakefield Investment Advisors K.K.	JAPAN	200	YEN	100.000%	C&W-Japan K.K.	100.000%	
Cushman & Wakefield Investors - Americas, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Investors (Finance) Limited	UNITED KINGDOM	36,000	GBP	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield Investors Limited	UNITED KINGDOM	1	GBP	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield Investors SAS	FRANCE	25,443	EUR	100.000%	Cushman & Wakefield Investors Limited	100.000%	
Cushman & Wakefield K.K.	JAPAN	200	YEN	100.000%	C&W-Japan K.K.	100.000%	
Cushman & Wakefield Korea Ltd.	SOUTH KOREA	100,000	KRW	100.000%	Cushman & Wakefield Singapore Holdings Pte. Limited	100.000%	
Cushman & Wakefield LLP	UNITED KINGDOM	N/A	GBP	99.000%	Cushman & Wakefield (UK) Limited	99.000%	
Cushman & Wakefield Loan.Net, Inc.	USA	20	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Ltd.	CANADA	11,000	CAD	100.000%	Cushman & Wakefield Canada Limited Partnership	100.000%	
Cushman & Wakefield Luxembourg	LUXEMBOURG	12,500	EUR	100.000%	Cushman & Wakefield (France Holdings) SAS	100.000%	
Cushman & Wakefield Management Corporation	USA	100,000	USD	100.000%	Cushman & Wakefield State Street, Inc.	100.000%	
Cushman & Wakefield Management Services (UK) Limited	UNITED KINGDOM	500	GBP	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield Negócios Imobiliários Ltda.	BRAZIL	775,000	BRL	99.990%	Cushman & Wakefield Consultoria Imobiliaria Ltda	99.990%	

Investments of C&W Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 78.31%)

Name	Country	Capital Stock at 12/31/2012	Currency	% of Group Consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis							
Cushman & Wakefield of Alabama, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Arizona, Inc.	USA	10	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Arkansas, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of California, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Colorado, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Connecticut, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Delaw are, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Europe, Inc.	USA	200	USD	100.000%	Cushman & Wakefield International, Inc.	100.000%	
Cushman & Wakefield of Florida, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Georgia, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Illinois, Inc.	USA	1	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Indiana, Inc.	USA	5	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Kentucky, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Long Island, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Maryland, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Massachusetts, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Michigan, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Minnesota, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Mississippi, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Missouri, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Nevada, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of New Hampshire, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of New Jersey, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of New York, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of North Carolina, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Ohio, Inc.	USA	500	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Oklahoma, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Oregon, Inc.	USA	1,010	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Pennsylvania, Inc.	USA	14	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of San Diego, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield of California, Inc.	100.000%	
Cushman & Wakefield of Tennessee, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Texas, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Virginia, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Washington D.C., Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield of Washington, Inc.	USA	50	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield One Court Square Cleaning, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield OOO	RUSSIA	8 788 898.90	RUR	100.000%	Cushman & Wakefield (France Holdings) SAS	99.000%	
					Cushman & Wakefield International, Inc.	1.000%	
Cushman & Wakefield Peru S.A.	PERU'	166,416	PEN	100.000%	Cushman & Wakefield Consultoria Imobiliaria Ltda	99.800%	
					Cushman & Wakefield of South America, Inc.	0.200%	
Cushman & Wakefield Polska SP z.o.o.	POLAND	135,588	PLN	100.000%	Cushman & Wakefield (France Holdings) SAS	100.000%	
Cushman & Wakefield Property Management Services India Private Limited	INDIA	100,000	INR	99.980%	Cushman & Wakefield India Private Limited	99.980%	
Cushman & Wakefield Property Management Services Ltd	HUNGARY	3,000,000	HUF	100.000%	Cushman & Wakefield International Real Estate Kft	100.000%	
Cushman & Wakefield Property Services Slovakia, s.r.o	SLOVAK REPUBLIC	N/A	EUR	100.000%	Cushman & Wakefield, s.r.o.	100.000%	
Cushman & Wakefield Property Tax Services Paralegal Professional Corporation	CANADA	N/A	CAD	100.000%	Cushman & Wakefield Ltd.	100.000%	
Cushman & Wakefield Regional, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Residential Limited	UNITED KINGDOM	1,000	GBP	100.00%	Cushman & Wakefield (EMEA) Limited	100.000%	
Cushman & Wakefield SAS	FRANCE	42,000	EUR	100.000%	Cushman & Wakefield (France Holdings) SAS	100.000%	
Cushman & Wakefield Securities, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefeild Sonnenblick Goldman of California Inc	USA	1	USD	100.000%	Cushman & Wakefield Sonnenblick -Goldman LLC	100.000%	
Cushman & Wakefield Sonnenblick- Goldman LLC	USA	N/A	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield State Street, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Stiles & Riabokobylko Management ZAO	RUSSIA	600	RUB	100.000%	Cushman & Wakefield (France Holdings) SAS	99.000%	
					Cushman & Wakefield International, Inc.	1.000%	
Cushman & Wakefield Thailand Limited	THAILANDIA	8,000,000	THB	99.999%	Cushman & Wakefield of Asia Limited	99.999%	
Cushman & Wakefield U.K. Limited Partnership	UNITED KINGDOM	N/A	GBP	100.000%	Cushman & Wakefield Luxembourg Holdings S.à.r.l	98.000%	
					Cushman & Wakefield Global Holdco Limited	2.000%	
Cushman & Wakefield V.O.F.	NETHERLAND	N/A	EUR	99.000%	Cushman & Wakefield, Netherlands B.V.	99.000%	
Cushman & Wakefield Valuation Advisory Services (HK) Limited	HONG KONG	2	HKD	100.000%	Cushman & Wakefield (HK) Limited.	100.000%	
Cushman & Wakefield Venezuela, S.A.	VENEZUELA	1,000,000	VEB	100.000%	Cushman & Wakefield Consultoria Imobiliaria Ltda	100.000%	
Cushman & Wakefield VHS Pte Limited	SINGAPORE	1	SGD	100.000%	Cushman & Wakefield (S) Pte Limited	100.000%	
Cushman & Wakefield Western, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Zarzadzanie SP z.o.o.	POLAND	50,000	PLN	99.000%	Cushman & Wakefield Polska SP z.o.o.	99.000%	
Cushman & Wakefield, Inc.	USA	100	USD	100.000%	Cushman & Wakefield Holdings, Inc.	100.000%	
Cushman & Wakefield, S. de R.L.de C.V.	MEXICO	16,200,000	MXN	100.000%	Cushman & Wakefield de Mexico, S.A. de C.V	99.994%	
					Cushman & Wakefield of the Americas, Inc.	0.006%	

Investments of C&W Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 78.31%)

Name	Country	Capital Stock at 12/31/2012	Currency	% of Group Consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis							
Cushman & Wakefield, s. r. o.	CZECH REPUBLIK	100,000	EUR	80.000%	Cushman & Wakefield (France Holdings) SAS	80.000%	
				20.000%	Cushman & Wakefield Global Holdco Limited	20.000%	
PT Cushman & Wakefield Indonesia f/k/a PT Property Advisory Indonesia	INDONESIA	5,000	IDR	98.000%	Cushman & Wakefield Indonesia Holdings Private Limited	98.000%	
S.C. Cushman & Wakefield Romania S.R.L.	ROMANIA	1,000	RON	100.000%	Cushman & Wakefield (EMEA) Limited	99.000%	
					Healey & Baker Limited	1.000%	
SG Real Estate Securities LLC	USA	N/A	USD	100.000%	SG Securities Holdings LLC	100.000%	
SG Securities Holdings LLC	USA	N/A	USD	100.000%	Cushman & Wakefield Sonnenblick- Goldman LLC	100.000%	
The Apartment Group LLC	USA	200	USD	100.000%	Cushman & Wakefield of Georgia, Inc.	100.000%	
Asset Services							
Cushman & Wakefield Asset Management K.K.	JAPAN	11,900	JPY	100.000%	Cushman & Wakefield Investment Advisors K.K.	100.000%	
Cushman & Wakefield Asset Management, Inc.	USA	1,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Facilities Management Services	CANADA	1,000	CAD	100.000%	Cushman & Wakefield FM Limited Partnership	50.000%	
					Cushman & Wakefield Ltd.	50.000%	
Cushman & Wakefield FM Limited Partnership	CANADA	N/A	CAD	100.000%	Cushman & Wakefield Canada Limited Partnership	99.000%	
					Cushman & Wakefield GP Inc	1.000%	
Holding							
C & W-Japan K.K.	JAPAN	200	YEN	100.000%	Cushman & Wakefield International Inc.	100.000%	
Cushman & Wakefield (Australia) Pty Limited	AUSTRALIA	500,000	AUD	100.000%	Cushman & Wakefield Singapore Holdings Pte Limited	92.420%	
					Cushman & Wakefield Holding Pty Limited	7.580%	
Cushman & Wakefield (BVI) Inc	BRITISH VIRGIN ISLANDS	10,000	USD	100.000%	Cushman & Wakefield of Asia Limited.	99.990%	
					Cushman & Wakefield International Inc.	0.010%	
Cushman & Wakefield (China) Limited	HONG KONG	2	HKD	100.000%	Cushman & Wakefield of Asia Limited	100.000%	
Cushman & Wakefield (EMEA) Limited	UNITED KINGDOM	1	GBP	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield (France Holdings) SAS	FRANCE	7,910,207	EUR	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield (UK) Services Ltd.	UNITED KINGDOM	15,398,538	GBP	100.000%	Cushman & Wakefield Global Holdco Limited	100.000%	
Cushman & Wakefield Canada Limited Partnership	CANADA	N/A	CAD	100.000%	Cushman & Wakefield First Nova Scotia ULC	99.900%	
					Cushman & Wakefield Second Nova Scotia ULC	0.100%	
Cushman & Wakefield Capital Holdings (Asia)	BELGIUM	18,550	EUR	100.000%	Cushman & Wakefield of Asia Inc	99.990%	
					Cushman & Wakefield International Inc.	0.010%	
Cushman & Wakefield Dutch Holdings Cooperatie W.A	NETHERLAND	N/A	EUR	100.000%	Cushman & Wakefield, Inc.	97.810%	
					Cushman & Wakefield of South America Inc	2.190%	
Cushman & Wakefield Finance Subsidiary LLC	USA	29,018,000	USD		Cushman & Wakefield International Finance Subsidiary, Inc.	100.000%	
Cushman & Wakefield First Nova Scotia ULC	CANADA	37,803,970	CAD	100.000%	Cushman & Wakefield International Finance Subsidiary, Inc.	100.000%	
Cushman & Wakefield Global Holdco Limited	UNITED KINGDOM	N/A	EUR	100.000%	Cushman & Wakefield Luxembourg Holdings S.à.r.l	100.000%	
Cushman & Wakefield GP Inc.	CANADA	100	CAD	100.000%	Cushman & Wakefield Canada Limited Partnership	100.000%	
Cushman & Wakefield Holding Pty Limited	AUSTRALIA	1	AUD	100.000%	Cushman & Wakefield Singapore Holdings Private Limited	100.000%	
Cushman & Wakefield Holdings, Inc.	USA	58,573	USD	100.000%	C & W Group Inc	100.000%	
Cushman & Wakefield Indonesia Holdings Pte Ltd	SINGAPORE	100,000	SGD	60.000%	Cushman & Wakefield Singapore Holdings Pte Limited	60.000%	
Cushman & Wakefield Industrial Dutch Holdings B.V.	NETHERLAND	18,000	EUR	100.000%	Cushman & Wakefield Dutch Holdings Cooperatie W.A	100.000%	
Cushman & Wakefield International Finance Subsidiary, Inc	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield International, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Ireland Limited	IRELAND	1,000,000	EUR	100.000%	Cushman & Wakefield Luxembourg Holdings S.à.r.l	100.000%	
Cushman & Wakefield Luxembourg Holdings S.à.r.l	LUXEMBOURG	12,500	EUR	100.000%	Cushman & Wakefield Industrial Dutch Holdings B.V.	100.000%	
Cushman & Wakefield Mauritius Holdings, Inc.	MAURITIUS	500,000	USD	100.000%	Cushman & Wakefield of Asia Limited	100.000%	
Cushman & Wakefield New Canada Limited Partnership	CANADA	N/A	CAD	100.000%	Cushman & Wakefield Canada Limited Partnership	99.990%	
					Cushman & Wakefield Second Nova Scotia ULC	0.010%	
Cushman & Wakefield of Asia Limited	BRITISH VIRGIN ISLANDS	979,152	USD	59.710%	Cushman & Wakefield of Asia, Inc.	59.710%	
				25.000%	Cushman & Wakefield (BVI), Inc.	25.000%	
				15.290%	Cushman & Wakefield (EMEA) Limited	15.290%	
Cushman & Wakefield of Asia, Inc.	USA	200	USD	100.000%	Cushman & Wakefield International, Inc.	100.000%	
Cushman & Wakefield of North America, Inc.	USA	200	USD	100.000%	Cushman & Wakefield International, Inc.	100.000%	
Cushman & Wakefield of South America, Inc.	USA	100	USD	100.000%	Cushman & Wakefield International, Inc.	100.000%	
Cushman & Wakefield of the Americas, Inc.	USA	200	USD	100.000%	Cushman & Wakefield International, Inc.	100.000%	
Cushman & Wakefield Second Nova Scotia ULC	CANADA	100	CAD	100.000%	Cushman & Wakefield International Finance Subsidiary, Inc.	100.000%	
Cushman & Wakefield Singapore Holdings Pte. Limited	SINGAPORE	1,000	SGD	100.000%	Cushman & Wakefield of Asia Limited	100.000%	
Healey & Baker Limited	UNITED KINGDOM	2	GBP	100.000%	Cushman & Wakefield (EMEA) Limited	100.000%	
Insurance							
Nottingham Indemnity, Inc.	USA	100,000	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
REIT management							
Cushman & Wakefield Realty Advisors, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	

Investments of C&W Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 78.31%)

Name	Country	Capital Stock at 12/31/2012	Currency	% of Group Consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis							
Business Support Management							
Corporate Occupier Solutions (Greece) Monoprosopi E.P.E	GREECE	N/A	EUR	100.000%	Cushman & Wakefield Facilities Management Trading Limited	100.000%	
Corporate Occupier Solutions Romania SRL	ROMANIA	200	RON	100.000%	Cushman & Wakefield Facilities Management Trading Limited	95.000%	
					Cushman & Wakefield Facilities Management Limited	5.000%	
Corporate Occupier Solutions Sweden AB	SWEDEN	100,000	SEK	100.000%	Cushman & Wakefield Facilities Management Trading Limited	100.000%	
Cushman & Wakefield Facilities Management Denmark Aps	DENMARK	N/A	DKK	100.000%	Cushman & Wakefield Facilities Management Trading Limited	100.000%	
Cushman & Wakefield Facilities Management France SARL	FRANCE	8,000	EUR	100.000%	Cushman & Wakefield Facilities Management Trading Limited	100.000%	
Cushman & Wakefield Facilities Management Ireland Limited	IRELAND	100	EUR	100.000%	Cushman & Wakefield Facilities Management Trading Limited	100.000%	
Cushman & Wakefield Facilities Management Limited	UNITED KINGDOM	8,030	GBP	100.000%	Cushman & Wakefield (EMEA) Limited	100.000%	
Cushman & Wakefield Facilities Management SPRL	BELGIUM	18,550	EUR	100.000%	Cushman & Wakefield Facilities Management Trading Limited	100.000%	
Cushman & Wakefield Facilities Management Trading Limited	UNITED KINGDOM	1,000	GBP	100.000%	Cushman & Wakefield Facilities Management Limited	100.000%	
Cushman & Wakefield Facilities Management, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Building Management Services							
Cushfield Maintenance Corp.	USA	10	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushfield Maintenance West Corp.	USA	1,000	USD	100.000%	Buckbee Thorne & Co.	100.000%	
Cushfield, Inc.	USA	100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Asset Services Y.K.	JAPAN	60	JPY	100.000%	C&W-Japan K.K.	100.000%	
Cushman & Wakefield National Corporation	USA	5,100	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Others							
Cushman & Wakefield (Properties) Limited	UNITED KINGDOM	1	GBP	100.000%	Cushman & Wakefield (EMEA) Limited	100.000%	
Cushman & Wakefield (Resources) Limited	UNITED KINGDOM	N/A	GBP	100.000%	Cushman & Wakefield (EMEA) Limited	100.000%	
Cushman & Wakefield (UK) Ltd.	UNITED KINGDOM	15,398,536	GBP	100.000%	Cushman & Wakefield (UK) Services Ltd.	100.000%	
Cushman & Wakefield Advisory Asia (India) Private Limited	INDIA	N/A	INR	99.000%	Cushman & Wakefield Capital Holdings (Asia)	99.000%	
				1.000%	Cushman & Wakefield Capital Asia Limited	1.000%	
Cushman & Wakefield Capital Asia (HK) Limited	HONG KONG	100,000,000	HKD	100.000%	Cushman & Wakefield Capital Holdings (Asia)	100.000%	
Cushman & Wakefield Capital Asia Limited	HONG KONG	100	HKD	100.000%	Cushman & Wakefield of Asia, Inc.	100.000%	
Cushman & Wakefield Cleaning Services, Inc.	USA	200	USD	100.000%	Cushman & Wakefield, Inc.	100.000%	
Cushman & Wakefield Investments LLP	UNITED KINGDOM	306,000	GBP	51.000%	Cushman & Wakefield Ireland Limited	51.000%	
Cushman & Wakefield Investors Asia Ltd	HONG KONG	100,000,000	HKD	100.000%	Cushman & Wakefield Capital Holdings (Asia)	100.000%	
Cushman & Wakefield LP Limited	GRAND CAYMAN	N/A	USD	100.000%	Cushman & Wakefield Capital Holdings (Asia)	100.000%	
Cushman & Wakefield Netherlands B.V.	NETHERLAND	40,000	NLG	100.000%	Cushman & Wakefield (France Holdings) SAS	100.000%	
Cushman & Wakefield Operacion de Servicios, S.A. de C.V.	MEXICO	50,000	MXN	100.000%	Cushman & Wakefield, S. de RL de C.V.	99.996%	
					Cushman & Wakefield de Mexico, S.A. de C.V.	0.004%	
Cushman & Wakefield Servicios, S.A. de C.V	MEXICO	50,000	MXN	100.000%	Cushman & Wakefield, S. de RL de C.V.	99.996%	
					Cushman & Wakefield de Mexico, S.A. de C.V.	0.004%	
Cushman & Wakefield Spain Limited	UNITED KINGDOM	1,000	GBP	100.000%	Cushman & Wakefield, Inc.	100.000%	

Investments of Alpitour Group consolidated on a line-by-line basis (percentage of EXOR Group consolidation: 100.00%)

Name	Country	Capital Stock at 12/31/2011	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries consolidated on a line-by-line basis							
Hotel management							
ALPITOUR ESPANA S.L. UNIPERSONAL	SPAIN	22,751,000.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	PORTUGAL	2,494,000.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
ALPITOUR WORLD HOTELS & RESORTS S.P.A.	ITALY	140,385.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
BLUMARIN DE IMPORTAÇAO, SOCIEDAD UNIPESSOAL, S.A.	CAPE VERDE	5,000,000	CVE	100.000	BLUMARIN HOTELS, SOCIEDADE UNIPESSOAL, S.A.	100.000	
BLUMARIN HOTELS, SOCIEDADE UNIPESSOAL, S.A.	CAPE VERDE	2,500,000	CVE	100.000	ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	100.000	
BLUMARIN HOTELS SICILIA S.p.A.	ITALY	38,000,000.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
D.I. RESORTS PRIVATE LTD	MALDIVES	100,000	MVR	100.000	ALPITOUR S.p.A.	99.000	
					JUMBOTURISMO S.A. UNIPERSONAL	1.000	
EL-MASRIEN FOR HOTELS AND SHIPPING CONSTRUCTION	EGYPT	4,000,000	EGP	100.000	ITALIAN EGYPTIAN COMPANY FOR TOURISTIC INVESTMENT (S.A.E.)	100.000	
HARROW TRADING E INVESTIMENTOS SOCIEDADE UNIPESSOAL LDA	PORTUGAL	5,000.00	EUR	100.000	ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	100.000	
ITALIAN EGYPTIAN COMPANY FOR TOURISTIC INVESTMENT (S.A.E.)	EGYPT	4,536,000	EGP	100.000	ALPITOUR WORLD HOTELS & RESORTS S.P.A.	100.000	
LIDO ARENELLA di DI MAURO GIOVANNI Srl	ITALIA	100,000	EUR	100.000	BLUMARIN HOTELS SICILIA S.p.A.	100.000	
KIWENGWA STRAND HOTEL LTD.	TANZANIA	1,480,000,000	TZS	100.000	JUMBOTURISMO S.A. UNIPERSONAL	99.000	
					ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	1.000	
NETRADE S.P.A.	ITALY	300,000.00	EUR	100.000	ALPITOUR WORLD HOTELS & RESORTS S.P.A.	100.000	
ORIENT SHIPPING FOR FLOATING HOTELS	EGYPT	1,450,000	EGP	100.000	ITALIAN EGYPTIAN COMPANY FOR TOURISTIC INVESTMENT (S.A.E.)	100.000	
RENTHOTEL TRAVEL SERVICE S.A. UNIPERSONAL	SPAIN	1,562,860	EUR	100.000	JUMBOTURISMO S.A. UNIPERSONAL	100.000	
RIVIERA AZUL S.A. DE C.V.	MEXICO	50,000	MXP	96.000	HARROW TRADING E INVESTIMENTOS SOCIEDADE UNIPESSOAL LDA	96.000	
S.T. RESORTS PRIVATE LTD.	MALDIVES	100,000	MVR	50.000	ALPITOUR S.p.A.	50.000	
STAR RESORT & HOTELS COMPANY PVT LTD.	MALDIVES	1,000,000	MVR	100.000	ALPITOUR S.p.A.	99.000	
					JUMBOTURISMO S.A. UNIPERSONAL	1.000	
Distribution (travel agency)							
BLUE VIAGGI S.A.	SWITZERLAND	100,000.00	CHF	100.000	ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	100.000	
Incoming							
CONSORCIO TURISTICO PANMEX S.A. DE C.V.	MEXICO	50,000	MXP	70.000	ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	70.000	
JUMBO CANARIAS S.A. UNIPERSONAL	SPAIN	180,300.00	EUR	100.000	JUMBOTURISMO S.A. UNIPERSONAL	100.000	
JUMBO TOURS DOMINICANA S.A.	DOMINICAN REP	1,000,000	DOP	99.990	JUMBOTURISMO S.A. UNIPERSONAL	99.990	
					JUMBO TOURS ESPANA S.L. UNIPERSONAL	0.010	
JUMBO TOURS ESPANA S.L. UNIPERSONAL	SPAIN	904,505.00	EUR	100.000	JUMBOTURISMO S.A. UNIPERSONAL	100.000	
JUMBO TOURS FRANCE S.A.	FRANCE	37,000.00	EUR	99.940	JUMBOTURISMO S.A. UNIPERSONAL	99.940	
JUMBO TOURS MEXICO S.A. DE C.V.	MEXICO	50,000	MXP	98.000	JUMBOTURISMO S.A. UNIPERSONAL	98.000	
JUMBO TOURS TUNISIE S.A.	TUNISIA	105,000	TUD	49.983	JUMBOTURISMO S.A. UNIPERSONAL	49.983	
JUMBOTURISMO S.A. UNIPERSONAL	SPAIN	364,927.20	EUR	100.000	ALPITOUR S.p.A	100.000	
JUMBOTURISMO CABO VERDE, Agencia de Viagens e Turismo, SOCIEDADE UNIPESSOAL, S.A.	CAPE VERDE	5,000,000	CVE	100.000	JUMBOTURISMO S.A. UNIPERSONAL	100.000	
JUMBO MOROCCO INCOMING S.A.	MOROCCO	400,000	MAD	99.850	JUMBOTURISMO S.A. UNIPERSONAL	99.850	
PROMOTORA DE SERVICIOS TURISTICOS DE ESPANA EN MEXICO S.A. DE C.V.	MEXICO	50,000	MXP	98.000	JUMBOTURISMO S.A. UNIPERSONAL	98.000	
Tour operating							
ALPITOUR GROUP EGYPT FOR TOURISM S.A.E.	EGYPT	2,000,000	EGP	50.000	ALPITOUR S.p.A	50.000	
WELLTOUR Srl	ITALY	750,000.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
Insurance							
ALPITOUR REINSURANCE COMPANY LIMITED	IRELAND	2,500,000.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
VALORE SICURO S.R.L.	ITALY	100,000.00	EUR	100.000	ALPITOUR S.p.A.	100.000	
Aviation							
NEOS S.P.A.	ITALY	4,425,800.00	EUR	100.000	ALPITOUR S.p.A.	100.000	

Investments of the Holdings System accounted for by the equity method

Name	Country	Capital Stock at 12/31/2011	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Associated companies accounted for by the equity method							
Holding							
SEQUANA S.A.	FRANCE	74,317,503	EUR	28.24	EXOR S.A.	28.244	
Real Estate							
ALMACANTAR S.A.	LUXEMBOURG	275,679,445	GBP	36.30	EXOR S.A.	36.303	

Investments of Fiat Group accounted for by the equity method (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Jointly-controlled entities accounted for using the equity method								
Fiat Group Automobiles								
FGA CAPITAL S.p.A.	Torino	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	Belgio	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	Dublino	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	Dublino	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	
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.	Varsavia	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.	Varsavia	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.	Varsavia	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.	Torino	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 *(business Fiat Group Automobiles)*	Ranjangaon	India	19,199,279,000	INR	50.00	Fiat Group Automobiles S.p.A.	50.000	
G.E.I.E. Gisevel	Parigi	France	15,200	EUR	50.00	Fiat France	50.000	
G.E.I.E.-Sevelind	Parigi	France	15,200	EUR	50.00	Fiat France	50.000	
GAC FIAT Automobiles Co. Ltd. *(business Fiat Group Automobiles)*	Changsha	China (Rep. Popolare)	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	
PLATFORM Arastirma Gelistirme Tasarim ve Ticaret A.S.	Bursa	Turkey	1,000,000	TRY	37.48	Tofas-Turk Otomobil Fabrikasi Tofas A.S.	99.000	
Società Europea Veicoli Leggeri-Sevel S.p.A.	Atessa	Italy	68,640,000	EUR	50.00	Fiat Group Automobiles S.p.A.	50.000	
Société Européenne de Véhicules Légers du Nord-Sevelnord Société Anonyme	Parigi	France	80,325,000	EUR	50.00	Fiat France	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	618,999,980	INR	50.00	Magneti Marelli S.p.A.	50.000	
JCMM Automotive d.o.o. Beograd, Francuska 27	Belgrado	Serbia	500	EUR	50.00	Plastic Components and Modules Automotive S.p.A.	50.000	
Magneti Marelli Motherson Auto System Limited	Nuova Delhi	India	970,000,000	INR	50.00	Magneti Marelli Motherson India Holding B.V.	39.175	100.000
						Magneti Marelli S.p.A.	30.412	0.000
Magneti Marelli Motherson India Holding B.V.	Amsterdam	Netherlands	2,000,000	EUR	50.00	Magneti Marelli S.p.A.	50.000	
Magneti Marelli SKH Exhaust Systems Private Limited	Nuova Delhi	India	95,000,000	INR	50.00	Magneti Marelli S.p.A.	50.000	
SAIC MAGNETI MARELLI Powertrain Co. Ltd	Shanghai	China (Rep. Popolare)	12,000,000	EUR	50.00	Magneti Marelli S.p.A.	50.000	
SKH Magneti Marelli Exhaust Systems Private Limited	Nuova Delhi	India	95,450,000	INR	46.62	Magneti Marelli S.p.A.	46.621	50.000
tema.mobility	Torino	Italy	850,000	EUR	50.00	Magneti Marelli S.p.A.	50.000	
Zhejiang Wanxiang Magneti Marelli Shock Absorbers Co. Ltd.	Zhenjiang-Jangsu	China (Rep. Popolare)	100,000,000	CNY	50.00	Magneti Marelli S.p.A.	50.000	
Fiat Powertrain								
Fiat India Automobiles Limited *(business Fiat Powertrain)*	Ranjangaon	India	19,199,279,000	INR	50.00	Fiat Group Automobiles S.p.A.	50.000	
FIAT POWERTRAIN TECHNOLOGIES SOLLERS Investment Company B.V.	Amsterdam	Netherlands	250,000	EUR	50.00	Fiat Powertrain Technologies SpA	50.000	
FIAT POWERTRAIN TECHNOLOGIES SOLLERS Limited Liability Company	Zavolzhje	Russia	10,000	RUB	50.00	FIAT POWERTRAIN TECHNOLOGIES SOLLERS Investment Company B.V.	100.000	
GAC FIAT Automobiles Co. Ltd. *(business Fiat Powertrain)*	Changsha	China (Rep. Popolare)	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	USA	1,000	USD	50.00	VM Motori S.p.A.	100.000	
Metallurgical Products								
Hua Dong Teksid Automotive Foundry Co. Ltd.	Zhenjiang-Jangsu	China (Rep. Popolare)	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	USA	3,000,000	USD	100.00	Fiat Group Automobiles S.p.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	
Italcar SA	Casablanca	Morocco	28,000,000	MAD	99.94	Fiat Group Automobiles Maroc S.A.	99.986	
Motor Village Austria GmbH	Vienna	Austria	37,000	EUR	100.00	Fiat Group Automobiles Austria GmbH	100.000	
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	53.50	Chrysler Austria GmbH	100.000	
Alhambra Chrysler Jeep Dodge, Inc. in liquidazione	Wilmington	USA	1,272,700	USD	53.50	Chrysler Group LLC	100.000	
Bessemer Chrysler Jeep Dodge, Inc. in liquidazione	Wilmington	USA	3,590,000	USD	53.50	Chrysler Group LLC	100.000	
CG EC1 LLC	Wilmington	USA	0	USD	53.50	Chrysler Group LLC	100.000	
Chrysler Group Taiwan Sales Ltd.	Taipei	China Naz. Taiwan	229,500,000	TWD	27.29	Chrysler Group LLC	51.000	
Chrysler Jeep Ticaret S.A.	Istanbul	Turkey	5,357,000	TRY	53.46	Chrysler Group LLC	99.920	
Downriver Dodge, Inc.	Wilmington	USA	604,886	USD	53.50	Chrysler Group LLC	100.000	
Gulfgate Dodge, Inc.	Wilmington	USA	1,258,306	USD	53.50	Chrysler Group LLC	100.000	
Gwinnett Automotive Inc.	Wilmington	USA	3,505,019	USD	53.50	Chrysler Group LLC	100.000	
La Brea Avenue Motors, Inc.	Wilmington	USA	7,373,800	USD	53.50	Chrysler Group LLC	100.000	
McKinney Dodge, Inc.	Wilmington	USA	2,858,463	USD	53.50	Chrysler Group LLC	100.000	
North Tampa Chrysler Jeep Dodge, Inc.	Wilmington	USA	1,014,700	USD	53.50	Chrysler Group LLC	100.000	
Superstition Springs Chrysler Jeep, Inc.	Wilmington	USA	675,400	USD	53.50	Chrysler Group LLC	100.000	

Investments of Fiat Group accounted for by the equity method (percentage of EXOR Group consolidation: 30.33%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries accounted for using the equity method								
Components								
Cofap Fabricadora de Pecas Ltda	Santo Andre	Brazil	75,720,716	BRL	68.26	Magneti Marelli do Brasil Industria e Comercio SA	68.350	
Holding companies and Other companies								
Fabbrica Italia Mirafiori S.p.A.	Torino	Italy	200,000	EUR	100.00	Fiat Partecipazioni S.p.A.	100.000	
Fast-Buyer S.p.A.	Torino	Italy	500,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Fiat (China) Business Co., Ltd.	Pechino	China (Rep. Popolare)	3,000,000	USD	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Financière Pegaso France S.A. société en liquidation	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	Torino	Italy	300,000	EUR	99.54	Fiat Gestione Partecipazioni S.p.A.	66.000	
						Fiat Group Automobiles S.p.A.	16.000	
						Comau S.p.A.	3.000	
						Fiat Powertrain Technologies SpA	3.000	
						Fiat S.p.A.	3.000	
						Fiat Services S.p.A.	3.000	
						Magneti Marelli S.p.A.	3.000	
						Teksid S.p.A.	3.000	
Iveco Motors of China Limited in liquidazione	Shanghai	China (Rep. Popolare)	300,000	USD	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Iveco S.P.R.L.	Kinshasa	Congo (Rep. Dem. 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 liquidazione	Rivoli	Italy	9,544,080	EUR	99.79	Fiat Partecipazioni S.p.A.	99.785	
Associated companies accounted for using the equity method								
Fiat Group Automobiles								
Utymat 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.	Il Cairo	Egypt	6,000,000	USD	26.22	Chrysler Group LLC	49.000	
Global Engine Alliance LLC	Wilmington	USA	1,500,000	USD	17.83	Chrysler Group LLC	33.330	
Fiat Powertrain								
Hangzhou IVECO Automobile Transmission Technology Co., Ltd.	Hangzhou	China (Rep. Popolare)	240,000,000	CNY	33.33	Fiat Gestione Partecipazioni S.p.A.	33.333	
Haveco Automotive Transmission Co. Ltd.	Zhajiang	China (Rep. Popolare)	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.	Genova	Italy	3,000,000	EUR	40.00	Editrice La Stampa S.p.A.	40.000	
To-dis S.r.l.	Torino	Italy	510,000	EUR	45.00	Editrice La Stampa S.p.A.	45.000	
Holding companies and other companies								
Iveco-Motor Sich, Inc.	Zaporozhye	Ukraine	26,568,000	UAH	38.62	Fiat Gestione Partecipazioni S.p.A.	38.618	
Otoyol Sanayi A.S. in liquidazione	Samandira-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.	Milano	Italy	762,019,050	EUR	10.09	Fiat S.p.A.	10.093	10.497

Investments of Fiat Industrial Group accounted for by the equity method (percentage of EXOR Group consolidation: 30.56%)

Name	Registered office	Country	Capital Stock	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries accounted for using the equity method								
Agricultural and Construction Equipment								
Farmers New Holland Inc.	Wilmington	USA	800,000	USD	88.38	CNH America LLC	100.000	
Jackson New Holland, Inc.	Wilmington	USA	371,000	USD	83.38	CNH America LLC	94.340	
Mid State New Holland, Inc.	Wilmington	USA	400,000	USD	77.33	CNH America LLC	87.500	
Northside New Holland Inc.	Wilmington	USA	250,000	USD	61.58	CNH America LLC	69.680	
Ridgeview New Holland Inc.	Wilmington	USA	534,000	USD	50.80	CNH America LLC	57.472	
Sunrise Tractor & Equipment Inc.	Wilmington	USA	691,000	USD	88.38	CNH America LLC	100.000	
Trucks and Commercial Vehicles								
Carrosserie Iveco Provence E.u.r.l.	Vitrolles	France	10,000	EUR	100.00	Iveco Participations s.a.s.	100.000	
Iveco Colombia S.a.s.	Santa Fe' de Bogota	Colombia	7,596,249,000	COP	100.00	Iveco Venezuela C.A.	99.990	
						Iveco Latin America Ltda	0.010	
Iveco Participations s.a.s.	Trappes	France	468,656	EUR	100.00	Iveco France	100.000	
Iveco Provence Cars et Bus E.u.r.l.	Vitrolles	France	15,000	EUR	100.00	Iveco Participations s.a.s.	100.000	
Iveco Provence Location E.u.r.l.	Trappes	France	48,000	EUR	100.00	Iveco Participations s.a.s.	100.000	
Iveco Provence s.a.s.	Trappes	France	2,371,200	EUR	100.00	Iveco Participations s.a.s.	100.000	
La Garde Chaberte S.C.I.	Trappes	France	2,000	EUR	100.00	Iveco Participations s.a.s.	99.500	
						Iveco France	0.500	
Le Logis De Villeneuve S.C.I.	Trappes	France	2,000	EUR	100.00	Iveco Participations s.a.s.	99.500	
						Iveco France	0.500	
Les Estroublans 2 S.C.I.	Trappes	France	2,000	EUR	100.00	Iveco Participations s.a.s.	99.500	
						Iveco France	0.500	
Les Estroublans de Vitrolle S.C.I.	Trappes	France	2,000	EUR	100.00	Iveco Participations s.a.s.	99.500	
						Iveco France	0.500	
Les Paluds D`Aubagne S.C.I.	Trappes	France	2,000	EUR	100.00	Iveco Participations s.a.s.	99.500	
						Iveco France	0.500	
Provence Distribution Services S.a.r.l.	Aix les Milles	France	400,000	EUR	100.00	Iveco Participations s.a.s.	100.000	
Puget Les Plaines S.C.I.	Trappes	France	132,631	EUR	100.00	Iveco Provence s.a.s.	99.885	
						Iveco France	0.115	
Jointly-controlled entities accounted for using the equity method								
Agricultural and Construction Equipment								
Case Mexico S.A. de C.V.	San Pedro	Mexico	810,000	MXN	44.19	CNH de Mexico SA de CV	100.000	
Case Special Excavators N.V.	Zedelgem	Belgium	1,100,000	EUR	44.19	CNH Global N.V.	50.000	
CNH Comercial, SA de C.V.	San Pedro	Mexico	160,050,000	MXN	44.19	CNH de Mexico SA de CV	100.000	
CNH de Mexico SA de CV	San Pedro	Mexico	165,276,000	MXN	44.19	CNH Global N.V.	50.000	
CNH Industrial S.A. de C.V.	San Pedro	Mexico	200,050,000	MXN	44.19	CNH de Mexico SA de CV	100.000	
CNH Servicios Comerciales, S.A. de C.V., SOFOM, E.N.R.	San Pedro	Mexico	50,000,000	MXN	43.31	CNH Global N.V.	49.000	
CNH Servicios Corporativos S.A. de C.V.	San Pedro	Mexico	375,000	MXN	44.19	CNH de Mexico SA de CV	99.999	
New Holland HFT Japan Inc.	Sapporo	Japan	240,000,000	JPY	44.19	CNH Global N.V.	50.000	
Turk Traktor Ve Ziraat Makineleri A.S.	Ankara	Turkey	53,369,000	TRY	33.14	CNH Osterreich GmbH	37.500	
Trucks and Commercial Vehicles								
Iveco - Oto Melara Società consortile r.l.	Roma	Italy	40,000	EUR	50.00	Iveco S.p.A.	50.000	
Iveco Acentro S.p.A.	Cagliari	Italy	3,000,000	EUR	50.00	Iveco S.p.A.	50.000	
Iveco Orecchia S.p.A.	Torino	Italy	8,000,000	EUR	50.00	Iveco S.p.A.	50.000	
Naveco (Nanjing IVECO Motor Co.) Ltd.	Nanjing	China (Rep. Popolare)	2,527,000,000	CNY	50.00	Iveco S.p.A.	50.000	
SAIC IVECO Commercial Vehicle Investment Company Limited	Shanghai	China (Rep. Popolare)	160,000,000	USD	50.00	Iveco S.p.A.	50.000	
SAIC Iveco Hongyan Commercial Vehicles Co, Ltd.	Chongqing	China (Rep. Popolare)	500,000,000	CNY	33.50	SAIC IVECO Commercial Vehicle Investment Company Limited	67.000	
Transolver Finance Establecimiento Financiero de Credito S.A.	Madrid	Spain	9,814,931	EUR	50.00	Fiat Netherlands Holding N.V.	50.000	
Associated companies accounted for using the equity method								
Agricultural and Construction Equipment								
Al-Ghazi Tractors Ltd	Karachi	Pakistan	214,682,226	PKR	38.15	CNH Global N.V.	43.169	
CNH Capital Europe S.a.S.	Puteaux	France	88,482,297	EUR	44.10	CNH Global N.V.	49.900	
Employers Health Initiatives LLC	Wilmington	USA	790,000	USD	44.19	CNH America LLC	50.000	
Farm FZCO	Jebel Ali	United Arabian Emirates	6,600,000	AED	25.44	CNH Italia s.p.a.	28.788	
Kobelco Construction Machinery Co. Ltd.	Tokyo	Japan	16,000,000,000	JPY	17.68	CNH Global N.V.	20.000	
Trucks and Commercial Vehicles								
GEIE V.IV.RE	Boulogne	France	0	EUR	50.00	Iveco S.p.A.	50.000	
IVECO-AMT Ltd.	Miass	Russia	65,255,056	RUB	33.33	Fiat Netherlands Holding N.V.	33.330	
V.IVE.RE Gruppo Europeo di Interesse Economico	Torino	Italy	0	EUR	50.00	Iveco S.p.A.	50.000	

Investments of C&W Group accounted for by the equity method (percentage of EXOR Group consolidation: 78.31%)

Name	Country	Capital Stock at 12/31/2012	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Jointly-controlled entities accounted for using the equity method							
Others							
SWIP & CWI Luxembourg (No. 1) Management Company S.à r.l.	LUXEMBOURG	125,000	EUR	50.000%	Cushman & Wakefield Investors (Finance) Limited	50.000%	
SWIP & CWI Luxembourg (No. 1) Holding Company S.à r.l.	LUXEMBOURG	222,000	EUR	50.000%	SWIP & CWI Luxembourg (No. 1) Management Company S.à r.l.	100.000%	
PURetail Paris rue d'Amsterdam S.à r.l.	LUXEMBOURG	12,500	EUR	50.000%	SWIP & CWI Luxembourg (No. 1) Holding Company S.à r.l.	100.000%	
PURetail Düsseldorf Kasernenstr 1 GmbH	GERMANY	25000	EUR	50.000%	SWIP & CWI Luxembourg (No. 1) Holding Company S.à r.l.	100.000%	

Investments of Alpitour Group accounted for by the equity method (percentage of EXOR Group consolidation: 100.00%)

Name	Country	Capital Stock at 12/31/2011	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Jointly-controlled entities accounted for using the equity method							
AGENZIA VIAGGI SAUGO S.r.l.	ITALY	20,938.00	EUR	50.000	WELCOME TRAVEL GROUP S.p.A.	100.000	
WELCOME TRAVEL GROUP S.P.A.	ITALY	17,147,216	EUR	50.000	ALPITOUR S.P.A.	50.000	
Associated companies accounted for using the equity method							
Hotel management							
BLUE DIVING MEXICO S.A. DE C.V.	MEXICO	50,000	MXP	49.000	JUMBOTURISMO S.A. UNIPERSONAL	49.000	
Incoming							
HOY VIAJAMOS S.A.	SPAIN	732,032.74	EUR	28.629	JUMBOTURISMO S.A. UNIPERSONAL	28.629	
ITALO HISPANA DE INVERSIONES S.L.	SPAIN	3,005.06	EUR	30.000	ALPITOUR S.p.A.	30.000	
JUMBO TOURS CARIBE S.A.	MEXICO	50,000	MXP	50.000	JUMBOTURISMO S.A. UNIPERSONAL	50.000	
PANAFRICAN SERVICE S.A.R.L.	TUNISIA	10,500	TND	50.000	ALPITURISMO SERVICES OF TOURISM, SOCIEDADE UNIPESSOAL, LDA	50.000	
PEMBA S.A.	SPAIN	510,809.20	EUR	25.000	JUMBOTURISMO S.A. UNIPERSONAL	25.000	
VIAJES MEDYMAR S.L.	SPAIN	60,101.21	EUR	30.000	ALPITOUR S.p.A.	30.000	

Investments of the Holdings System valued at cost

Name	Country	Capital Stock at 12/31/2011	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Associated companies valued at cost							
JARDINE ROTHSCHILD ASIA CAPITAL (MAURITIUS) LTD	MAURITIUS	5,790,000	USD	33.33	EXOR S.A.	33.333	

Investments of Fiat Group valued at cost

Name	Registered office	Country	Capital stock	Currency	% of Group consolidation	Interest held by	% interest held	% of voting rights
Subsidiaries valued at cost								
Fiat Group Automobiles								
0914098 BC Unlimited Liability Company	Vancouver	Canada	1,000	USD	100.00	FIAT NORTH AMERICA LLC	100.000	
CANADA CH INVESTMENT CORPORATION	Toronto	Canada	0	CAD	100.00	0914098 BC Unlimited Liability Company	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	Torino	Italy	120,000	EUR	51.00	Fiat Group Automobiles S.p.A.	51.000	
Consorzio Servizi Balocco	Torino	Italy	10,000	EUR	91.37	Fiat Group Automobiles S.p.A.	77.800	
						Ferrari S.p.A.	5.300	
						Fiat Powertrain Technologies SpA	4.500	
						Maserati S.p.A.	2.800	
						Abarth & C. S.p.A.	1.500	
FAS FREE ZONE Ltd. Kragujevac	Kragujevac	Serbia	500	EUR	66.67	FIAT AUTOMOBILES SERBIA DOO KRAGUJEVAC	100.000	
FGA Russia S.r.l.	Torino	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	China (Rep. Popolare)	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	138,018,750	RUB	100.00	FGA Russia S.r.l.	99.059	
						Fiat Gestione Partecipazioni S.p.A.	0.941	
Chrysler								
Banbury Road Motors Limited	Slough Berkshire	United Kingdom	1,000	GBP	53.50	Chrysler UK Limited	100.000	
CarCo Intermediate Mexico LLC	Wilmington	USA	1	USD	53.50	Chrysler Mexico Investment Holdings Cooperatie U.A.	100.000	
CG Co-Issuer Inc.	Wilmington	USA	100	USD	53.50	Chrysler Group LLC	100.000	
CHRYSLER GROUP DUTCH OPERATING LLC	Wilmington	USA	0	USD	53.50	CNI CV	100.000	
Chrysler Netherlands Holdings Cooperatie U.A.	Amsterdam	Netherland	0	EUR	53.50	CNI CV	99.000	
						CHRYSLER GROUP DUTCH OPERATING LLC	1.000	
Chrysler Receivables 1 Inc.	Windsor	Canada	100	CAD	53.50	Chrysler Canada Inc.	100.000	
Chrysler Receivables 2 Inc.	Windsor	Canada	100	CAD	53.50	Chrysler Canada Inc.	100.000	
Chrysler Receivables Limited Partnership	Windsor	Canada	0	CAD	53.50	Chrysler Canada Inc.	99.990	
						Chrysler Receivables 1 Inc.	0.005	
						Chrysler Receivables 2 Inc.	0.005	
Chrysler UK Pension Trustee Limited	Slough Berkshire	United Kingdom	1	GBP	53.50	Chrysler UK Limited	100.000	
CNI CV	Amsterdam	Netherland	0	EUR	53.50	Chrysler Group LLC	99.000	
						Chrysler Group Minority LLC	1.000	
Fundacion Chrysler de Mexico I.A.P.	Santa Fe	Mexico	0	MXN	53.50	Chrysler de Mexico S.A. de C.V.	100.000	
The Chrysler Foundation	Bingham Farms	USA	0	USD	53.50	Chrysler Group LLC	100.000	
Ferrari								
Ferrari (Suisse) SA in liquidazione	Nyon	Switzerland	0	CHF	90.00	Ferrari S.p.A.	100.000	
Scuderia Ferrari Club S.c. a r.l.	Maranello	Italy	105,000	EUR	84.86	Ferrari S.p.A.	94.286	
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 (India) Limited in liquidazione	Pune	India	125,000,000	INR	99.99	Magneti Marelli S.p.A.	100.000	
Magneti Marelli Comandos Mecanicos Industria e Comercio Ltda	Itauna	Brazil	1,000	BRL	99.99	Magneti Marelli Sistemas Automotivos Industria e Comercio Ltda	99.900	
						Fiat do Brasil S.A.	0.100	
Sistemi Comandi Meccanici Otomotiv Sanayi Ve Ticaret A.S.	Bursa	Turkey	90,000	TRY	99.95	Magneti Marelli S.p.A.	99.956	
Production Systems								
Consorzio Fermag in liquidazione	Bareggio	Italy	144,608	EUR	68.00	Comau S.p.A.	68.000	
Holding companies and other companies								
Fiat Common Investment Fund Limited	Londra	United Kingdom	2	GBP	100.00	Fiat U.K. Limited	100.000	
Fiat Oriente S.A.E. in liquidazione	Il Cairo	Egypt	50,000	EGP	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
Fiat Partecipazioni India Private Limited	Nuova Delhi	India	28,605,400	INR	100.00	Fiat Gestione Partecipazioni S.p.A.	99.825	
						Fiat Group Purchasing S.r.l.	0.175	
Fiat Services d.o.o. Kragujevac. Kosovska 4. Kragujevac	Kragujevac	Serbia	150,000	EUR	100.00	Fiat Services S.p.A.	100.000	
Fides Corretagens de Seguros Ltda	Belo Horizonte	Brazil	365,525	BRL	100.00	Rimaco S.A.	99.998	
Isvor Fiat India Private Ltd. in liquidazione	Nuova Delhi	India	1,750,000	INR	99.54	Isvor Fiat Società consortile di sviluppo e addestramento industriale per Azioni	100.000	
Subsidiaries valued at cost								
New Business 27 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 28 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 29 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 30 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 31 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 32 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 33 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
New Business 34 S.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Gestione Partecipazioni S.p.A.	100.000	
OOO Sadi Rus	Nizhniy Novgorod	Russia	2,700,000	RUB	100.00	Sadi Polska-Agencja Celna Sp. z o.o.	90.000	
						Fiat Services Polska Sp. z o.o.	10.000	
Orione-Società Industriale per la Sicurezza e la Vigilanza Consortile per Azioni	Torino	Italy	120,000	EUR	97.51	Fiat Gestione 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	

(**) Assets held for sale

Investments of Fiat Group valued at cost

Name	Registered office	Country	Capital stock	Currency	% of Group consolidation	Interest held by	% interest held	% of voting rights
Associated companies valued at cost								
Fiat Group Automobiles								
Consorzio per la Reindustrializzazione Area di Arese S.r.l. in liquidazione	Arese	Italy	20,000	EUR	30.00	Fiat Group Automobiles S.p.A.	30.000	
Consorzio Prode	Napoli	Italy	51,644	EUR	20.00	Elasis-Società Consortile per Azioni	20.000	
Consorzio Scuola Superiore per l'Alta Formazione Universitaria Federico II in liquidazione	Napoli	Italy	127,500	EUR	20.00	Elasis-Società Consortile per Azioni	20.000	
Fidis Rent GmbH	Francoforte	Germany	50,000	EUR	49.00	Fiat Group Automobiles Germany AG	49.000	
Innovazione Automotive e Metalmeccanica 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 liquidazione	Mumbai	India	43,300,200	INR	50.00	FGA Investimenti S.p.A.	50.000	
Chrysler								
United States Council for Automotive Research LLC	Southfield	USA	100	USD	17.83	Chrysler Group LLC	33.330	
Ferrari								
Senator Software Gmbh	Monaco	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	Torino	Italy	40,000	EUR	24.25	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.	Torino	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.	Torino	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	
						Fiat Powertrain Technologies SpA	5.000	
						Magneti Marelli S.p.A.	5.000	
Consorzio Parco Industriale di Chivasso	Chivasso	Italy	51,650	EUR	37.90	Fiat Partecipazioni S.p.A.	27.000	
						Plastic Components and Modules Automotive S.p.A.	10.900	
Consorzio per lo Sviluppo delle Aziende Fornitrici in liquidazione	Torino	Italy	241,961	EUR	21.34	Fiat Gestione Partecipazioni S.p.A.	10.672	
						Fiat Group Automobiles S.p.A.	10.672	
FMA-Consultoria e Negocios Ltda	San Paolo	Brazil	1	BRL	50.00	Fiat do Brasil S.A.	50.000	
Maxus MC2 S.p.A.	Torino	Italy	219,756	EUR	20.00	Fiat Partecipazioni S.p.A.	20.000	
MB Venture Capital Fund I Participating Company F N.V.	Amsterdam	Netherland	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	
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	5.319	
						C.R.F. Società Consortile per Azioni	5.213	
Consorzio Technapoli	Napoli	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 liquidazione	Roma	Italy	441,652	EUR	13.11	Plastic Components and Modules Holding S.p.A.	13.110	
Holding companies and Other companies								
Consorzio Lingotto	Torino	Italy	9,612	EUR	16.90	Fiat Partecipazioni S.p.A.	11.500	
						Fiat S.p.A.	5.400	
Ercole Marelli & C. S.p.A. in liquidazione	Milano	Italy	9,633,000	EUR	13.00	Fiat Partecipazioni S.p.A.	13.000	
Expo 2000 - S.p.A. in liquidazione	Torino	Italy	2,205,930	EUR	18.95	Fiat Gestione Partecipazioni S.p.A.	18.949	
Fin.Priv. S.r.l.	Milano	Italy	20,000	EUR	14.29	Fiat S.p.A.	14.285	

Investments of Fiat Industrial Group valued at cost

Name	Registered office	Country	Capital stock	Currency	% of Group consolidation	Interest held by	% interest held	% of voting rights
Subsidiaries valued at cost								
Agricultural and Construction Equipment								
Case Construction Equipment, Inc.	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
Case IH Agricultural Equipment, Inc.	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
Fermec North America Inc.	Wilmington	USA	5	USD	88.38	CNH America LLC	100.000	
International Harvester Company	Wilmington	USA	1,000	USD	88.38	CNH America LLC	100.000	
J.I. Case Company Limited	Basildon	United Kingdom	2	GBP	88.38	Case United Kingdom Limited	100.000	
New Holland Agricultural Equipment S.p.A.	Torino	Italy	120,000	EUR	88.38	CNH Italia s.p.a.	100.000	
New Holland Australia Pty Ltd	St. Marys	Australia	1	AUD	88.38	CNH Australia Pty Limited	100.000	
New Holland Construction Equipment S.p.A.	Torino	Italy	120,000	EUR	88.38	CNH Italia s.p.a.	100.000	
RosCaseMash	Saratov	Russia	0	RUB	33.81	Case Equipment Holdings Limited	38.250	51.000
Trucks and Commercial Vehicles								
Altra S.p.A.	Genova	Italy	516,400	EUR	100.00	Iveco S.p.A.	100.000	
M.R. Fire Fighting International S.A.	Brasov	Romenia	35,000,000	RON	64.17	Iveco Magirus Brandschutztechnik GmbH	74.000	
						GmbH	1.000	
						Iveco Magirus Fire Fighting GmbH	1.000	
MVPC LLC	Mosca	Russia	10,000	RUB	50.00	OOO Iveco Russia	50.000	
Holdings companies and Other companies								
New Industrial Business 1 s.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Industrial S.p.A.	100.000	
New Industrial Business 2 s.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Industrial S.p.A.	100.000	
New Industrial Business 3 s.r.l.	Torino	Italy	50,000	EUR	100.00	Fiat Industrial S.p.A.	100.000	
Associated companies valued at cost								
Agricultural and Construction Equipment								
Consorzio Nido Industria Vallesina	Ancona	Italy	53,903	EUR	34.23	CNH Italia s.p.a.	38.728	
Trucks and Commercial Vehicles								
Sotra S.A.	Abidjan	Costa D'Avorio	3,000,000,000	XOF	39.80	Iveco France	39.800	
Trucks & Bus Company	Tajoura	Lybia	96,000,000	LYD	25.00	Iveco Espana S.L.	25.000	
Other comapnies valued at cost								
Agricultural and Construction Equipment								
Consorzio per lo Sviluppo delle Aziende Fornitrici in liquidazione	Torino	Italy	241,961	EUR	9.43	CNH Italia s.p.a.	10.672	
Nuova Didactica S.c. a r.l.	Modena	Italy	112,200	EUR	10.85	CNH Italia s.p.a.	12.273	
Polagris S.A.	Pikieliszki	Lituania	1,133,400	LTL	9.77	CNH Polska Sp. z o.o.	11.054	
Holdings companies and Other companies								
CODEFIS Società consortile per azioni	Torino	Italy	120,000	EUR	17.37	CNH Capital U.K. Ltd	14.000	
						Iveco Partecipazioni Finanziarie S.r.l.	5.000	
Fiat-Revisione Interna S.c.p.a.	Torino	Italy	300,000	EUR	16.00	Fiat Industrial S.p.A.	16.000	

Investments of C&W Group valued at cost

Name	Country	Capital Stock at 12/31/2011	Currency	Interest held by	% of interest held	% of voting rights
Other investments valued at cost						
REAL ESTATE SERVICES						
NorthMarq Real Estate Services, LLC	USA	N/A	USD	Cushman & Wakefield of Minnesota, Inc.	12%	

Investments of Alpitour Group valued at cost

Name	Country	Capital Stock at 12/31/2011	Currency	% of Group consolidation	Interest held by	% of interest held	% of voting rights
Subsidiaries valued at cost							
Incoming							
CALOBANDE S.L. UNIPERSONAL	SPAIN	453,755.00	EUR	100.000	JUMBOTURISMO S.A. UNIPERSONAL	100.000	
Associated companies valued at cost							
Distribution (Travel agency)							
AIRPORTS & TRAVEL S.r.l.	ITALY	50,000.00	EUR	24.500	WELCOME TRAVEL GROUP S.p.A.	49.000	
WELCOME TRAVEL SUD S.R.L.	ITALY	100,000.00	EUR	25.000	WELCOME TRAVEL GROUP S.p.A.	50.000	

Significant investments of the Holdings System

Name	Country	Capital Stock at 12/31/2011	Currency	Interest held by	% of interest held	% of voting rights
Holding companies						
BANIJAY HOLDING S.A.S.	FRANCE	2,057,501	EUR	EXOR S.A.	17.088	
GRUPPO BANCA LEONARDO S.p.A.	ITALY	305,673,133	EUR	EXOR S.A.	17.404	
SGS S.A.	SWITZERLAND	7,822,436	CHF	EXOR S.A.	15.000	