



**Fiat S.p.A.**  
Registered Office: 250 Via Nizza, Turin (Italy)  
Share Capital: € 6,377,262,975  
Turin Companies Register/Tax Code: 00469580013

## **NOTICE OF SPECIAL SHAREHOLDER MEETING**

Holders of preference shares are hereby given notice of the Special Shareholder Meeting to be held at Centro Congressi Lingotto, 280 Via Nizza, Turin at 10 a.m. on 25 March 2010 at first call, on 27 March at second call or on 29 March at third call, to vote on the following

### **Agenda**

Election of the Common Representative for the holders of preference shares and determination of his/her compensation.

Given the Company's shareholder composition and past precedent, it is expected that the Special Meeting will be duly convened and may validly vote on 29 March 2010.

The report relative to the Agenda will be made available at the Company's registered office, at Borsa Italiana S.p.A. and on the Company's website ([www.fiatgroup.com](http://www.fiatgroup.com)) on or before the legal deadline. Entitled parties may request a copy.

### **Notice**

Company share capital is composed of 1,092,247,485 ordinary shares, 103,292,310 preference shares and 79,912,800 savings shares. Only holders of the 103,292,310 preference shares shall have the right to vote.

In accordance with Article 8 of the By-laws, holders of voting rights who have obtained documentary evidence from an authorised intermediary certifying that their shares were deposited at least two business days prior to the date of the meeting, with the Company being notified in the manner required by law, are entitled to attend the Meeting or be represented by proxy. To facilitate verification of their entitlement to vote, shareholders are requested to show a copy of that notification to the Company which, pursuant to law, the intermediary is obliged to make available to them. The same notification, duly signed, may also be used to elect representation by proxy. Shareholders representing, jointly or individually, at least one-fortieth of share capital may, within 5 days of the publication of this notice, request additions to the agenda, submitting the proposed items in writing. Additions relating to matters that by law are subject to motions put forward by the Board of Directors, or are based on plans or reports prepared by the Board are not admissible. In the event of additions to the meeting agenda, an amended list of agenda items will be published in accordance with the procedure applicable for publication of this notice.

The Common Representative Prof. Oreste Cagnasso

**E-mail: [serviziotitoli@fiatgroup.com](mailto:serviziotitoli@fiatgroup.com)**

**Toll-free number (in Italy): 800-804027**