

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 3)\***

**Archer Aviation Inc.**  
(Name of Issuer)

**Class A Common Stock, \$0.0001 par value per share**  
(Title of Class of Securities)

**03945R 102**  
(CUSIP Number)

**Giorgio Fossati, Taurusavenue 1, 2132 LS Hoofddorp, The Netherlands, +31 23 700 1511**  
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**June 23, 2023**  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [ ]

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

|           |  |           |   |
|-----------|--|-----------|---|
| <b>1</b>  | <b>Name of Reporting Person.</b><br>Stellantis N.V.  |           |   |
| <b>2</b>  | <b>Check the Appropriate Box if a Member of a Group (See Instructions)</b><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/> |           |   |
| <b>3</b>  | <b>SEC Use Only</b>  |           |   |
| <b>4</b>  | <b>Source of Funds (See Instructions):</b><br>AF and WC  |           |   |
| <b>5</b>  | <b>Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):</b> <input checked="" type="checkbox"/>            |           |   |
| <b>6</b>  | <b>Citizenship or Place of Organization</b><br>The Netherlands   |           |   |
|           | <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b>   | <b>7</b>  | <b>Sole Voting Power</b><br>11,234,903        |
|           |  | <b>8</b>  | <b>Shared Voting Power</b><br>10,248,226      |
|           |  | <b>9</b>  | <b>Sole Dispositive Power</b><br>11,234,903   |
|           |  | <b>10</b> | <b>Shared Dispositive Power</b><br>10,248,226 |
| <b>11</b> | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>21,483,129  |           |   |
| <b>12</b> | <b>Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)</b> <input type="checkbox"/>                       |           |   |
| <b>13</b> | <b>Percent of Class Represented by Amount in Row (11)</b><br>11.1%   |           |   |
| <b>14</b> | <b>Type of Reporting Person (See Instructions)</b><br>CO   |           |   |

|  |  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|--|--|--|----------|---------------------------------|--|----------|---|--|----------|--------------------------------------|--|-----------|--|
| <b>1</b>   | <b>Name of Reporting Person.</b><br>FCA US LLC   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>2</b>   | <b>Check the Appropriate Box if a Member of a Group (See Instructions)</b><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>3</b>   | <b>SEC Use Only</b>  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>4</b>   | <b>Source of Funds (See Instructions):</b><br>OO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>5</b>   | <b>Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):</b> <input checked="" type="checkbox"/>  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>6</b>   | <b>Citizenship or Place of Organization</b><br>Delaware  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <table border="1"> <tr> <td style="text-align: center;"><b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b></td> <td style="text-align: center;"><b>7</b></td> <td><b>Sole Voting Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>8</b></td> <td><b>Shared Voting Power</b><br/>1,671,202</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>9</b></td> <td><b>Sole Dispositive Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>10</b></td> <td><b>Shared Dispositive Power</b><br/>1,671,202</td> </tr> </table> | <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b> | <b>Sole Voting Power</b><br>-0- |  | <b>8</b> | <b>Shared Voting Power</b><br>1,671,202 |  | <b>9</b> | <b>Sole Dispositive Power</b><br>-0- |  | <b>10</b> | <b>Shared Dispositive Power</b><br>1,671,202 |
| <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b>   | <b>Sole Voting Power</b><br>-0-  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>8</b>   | <b>Shared Voting Power</b><br>1,671,202  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>9</b>   | <b>Sole Dispositive Power</b><br>-0-   |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>10</b>  | <b>Shared Dispositive Power</b><br>1,671,202   |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>11</b>  | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>1,671,202   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>12</b>  | <b>Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>13</b>  | <b>Percent of Class Represented by Amount in Row (11)</b><br>0.9%  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>14</b>  | <b>Type of Reporting Person (See Instructions)</b><br>OO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |

|  |  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|--|--|--|----------|---------------------------------|--|----------|---|--|----------|--------------------------------------|--|-----------|--|
| <b>1</b>   | <b>Name of Reporting Person.</b><br>FCA North America Holdings LLC   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>2</b>   | <b>Check the Appropriate Box if a Member of a Group (See Instructions)</b><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>3</b>   | <b>SEC Use Only</b>  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>4</b>   | <b>Source of Funds (See Instructions):</b><br>OO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>5</b>   | <b>Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>6</b>   | <b>Citizenship or Place of Organization</b><br>Delaware  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <table border="1"> <tr> <td style="text-align: center;"><b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b></td> <td style="text-align: center;"><b>7</b></td> <td><b>Sole Voting Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>8</b></td> <td><b>Shared Voting Power</b><br/>1,671,202</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>9</b></td> <td><b>Sole Dispositive Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>10</b></td> <td><b>Shared Dispositive Power</b><br/>1,671,202</td> </tr> </table> | <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b> | <b>Sole Voting Power</b><br>-0- |  | <b>8</b> | <b>Shared Voting Power</b><br>1,671,202 |  | <b>9</b> | <b>Sole Dispositive Power</b><br>-0- |  | <b>10</b> | <b>Shared Dispositive Power</b><br>1,671,202 |
| <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b>   | <b>Sole Voting Power</b><br>-0-  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>8</b>   | <b>Shared Voting Power</b><br>1,671,202  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>9</b>   | <b>Sole Dispositive Power</b><br>-0-   |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>10</b>  | <b>Shared Dispositive Power</b><br>1,671,202   |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>11</b>  | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>1,671,202   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>12</b>  | <b>Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>13</b>  | <b>Percent of Class Represented by Amount in Row (11)</b><br>0.9%  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>14</b>  | <b>Type of Reporting Person (See Instructions)</b><br>OO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |

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|--|--|--|----------|---------------------------------|--|----------|---|--|----------|--------------------------------------|--|-----------|--|
| <b>1</b>   | <b>Name of Reporting Person.</b><br>FCA Foreign Sales Holdco Ltd.  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>2</b>   | <b>Check the Appropriate Box if a Member of a Group (See Instructions)</b><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>3</b>   | <b>SEC Use Only</b>  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>4</b>   | <b>Source of Funds (See Instructions):</b><br>OO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>5</b>   | <b>Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>6</b>   | <b>Citizenship or Place of Organization</b><br>England and Wales   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <table border="1"> <tr> <td style="text-align: center;"><b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b></td> <td style="text-align: center;"><b>7</b></td> <td><b>Sole Voting Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>8</b></td> <td><b>Shared Voting Power</b><br/>1,671,202</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>9</b></td> <td><b>Sole Dispositive Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>10</b></td> <td><b>Shared Dispositive Power</b><br/>1,671,202</td> </tr> </table> | <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b> | <b>Sole Voting Power</b><br>-0- |  | <b>8</b> | <b>Shared Voting Power</b><br>1,671,202 |  | <b>9</b> | <b>Sole Dispositive Power</b><br>-0- |  | <b>10</b> | <b>Shared Dispositive Power</b><br>1,671,202 |
| <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b>   | <b>Sole Voting Power</b><br>-0-  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>8</b>   | <b>Shared Voting Power</b><br>1,671,202  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>9</b>   | <b>Sole Dispositive Power</b><br>-0-   |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>10</b>  | <b>Shared Dispositive Power</b><br>1,671,202   |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>11</b>  | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>1,671,202   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>12</b>  | <b>Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>13</b>  | <b>Percent of Class Represented by Amount in Row (11)</b><br>0.9%  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>14</b>  | <b>Type of Reporting Person (See Instructions)</b><br>OO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |

|           |  |           |  |
|-----------|--|-----------|--|
| <b>1</b>  | <b>Name of Reporting Person.</b><br>SFS UK 1 Limited   |           |  |
| <b>2</b>  | <b>Check the Appropriate Box if a Member of a Group (See Instructions)</b><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/> |           |  |
| <b>3</b>  | <b>SEC Use Only</b>  |           |  |
| <b>4</b>  | <b>Source of Funds (See Instructions):</b><br>OO   |           |  |
| <b>5</b>  | <b>Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e): <input type="checkbox"/></b>                       |           |  |
| <b>6</b>  | <b>Citizenship or Place of Organization</b><br>England and Wales   |           |  |
|           | <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b>   | <b>7</b>  | <b>Sole Voting Power</b><br>-0-              |
|           |  | <b>8</b>  | <b>Shared Voting Power</b><br>1,671,202      |
|           |  | <b>9</b>  | <b>Sole Dispositive Power</b><br>-0-         |
|           |  | <b>10</b> | <b>Shared Dispositive Power</b><br>1,671,202 |
| <b>11</b> | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>1,671,202   |           |  |
| <b>12</b> | <b>Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) <input type="checkbox"/></b>                       |           |  |
| <b>13</b> | <b>Percent of Class Represented by Amount in Row (11)</b><br>0.9%  |           |  |
| <b>14</b> | <b>Type of Reporting Person (See Instructions)</b><br>OO   |           |  |

|  |  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|--|--|--|----------|---------------------------------|--|----------|---|--|----------|--------------------------------------|--|-----------|--|
| <b>1</b>   | <b>Name of Reporting Person.</b><br>Stellantis Europe S.p.A. (formerly known as FCA Italy S.p.A.)  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>2</b>   | <b>Check the Appropriate Box if a Member of a Group (See Instructions)</b><br>(a) <input type="checkbox"/><br>(b) <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>3</b>   | <b>SEC Use Only</b>  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>4</b>   | <b>Source of Funds (See Instructions):</b><br>WC   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>5</b>   | <b>Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e):</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>6</b>   | <b>Citizenship or Place of Organization</b><br>Italy   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <table border="1"> <tr> <td style="text-align: center;"><b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b></td> <td style="text-align: center;"><b>7</b></td> <td><b>Sole Voting Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>8</b></td> <td><b>Shared Voting Power</b><br/>8,577,024</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>9</b></td> <td><b>Sole Dispositive Power</b><br/>-0-</td> </tr> <tr> <td></td> <td style="text-align: center;"><b>10</b></td> <td><b>Shared Dispositive Power</b><br/>8,577,024</td> </tr> </table> | <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b> | <b>Sole Voting Power</b><br>-0- |  | <b>8</b> | <b>Shared Voting Power</b><br>8,577,024 |  | <b>9</b> | <b>Sole Dispositive Power</b><br>-0- |  | <b>10</b> | <b>Shared Dispositive Power</b><br>8,577,024 |
| <b>Number<br/>of Shares<br/>Beneficially<br/>Owned by<br/>Each<br/>Reporting<br/>Person With</b> | <b>7</b>   | <b>Sole Voting Power</b><br>-0-  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>8</b>   | <b>Shared Voting Power</b><br>8,577,024  |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>9</b>   | <b>Sole Dispositive Power</b><br>-0-   |          |                                 |  |          |   |  |          |                                      |  |           |  |
|  | <b>10</b>  | <b>Shared Dispositive Power</b><br>8,577,024   |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>11</b>  | <b>Aggregate Amount Beneficially Owned by Each Reporting Person</b><br>8,577,024   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>12</b>  | <b>Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)</b> <input type="checkbox"/>   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>13</b>  | <b>Percent of Class Represented by Amount in Row (11)</b><br>4.4%  |  |          |                                 |  |          |   |  |          |                                      |  |           |  |
| <b>14</b>  | <b>Type of Reporting Person (See Instructions)</b><br>CO   |  |          |                                 |  |          |   |  |          |                                      |  |           |  |

**EXPLANATORY NOTE**

This Amendment No. 3 (this “Amendment”) amends and supplements the Schedule 13D filed by the Reporting Persons on May 9, 2023, as subsequently amended by Amendment No. 1 filed with the SEC on May 22, 2023 and Amendment No. 2 filed with the SEC on June 27, 2023 (the “Schedule 13D”).

This Amendment No. 3 is being filed solely to correct the number of shares over which Stellantis has beneficial ownership by virtue of having sole voting and sole dispositive power from 9,985,264, as reflected in Amendment No. 2, to 11,234,903, which thus results in Stellantis’ total number of shares beneficial owned being 21,483,129. The additional shares 1,249,639 shares were purchased in the open market on May 22, 2023.

Except as specifically provided herein, this Amendment does not modify any of the information previously reported on the Schedule 13D. Capitalized terms not otherwise defined in this Amendment shall have the same meanings ascribed to them in the Schedule 13D.

**Item 5. Interest in Securities of the Issuer**

(a) and (b) See Items 7-13 of the cover pages and Item 3 above.

The percentage calculations herein are based upon the statement in the Issuer’s Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2023, as filed with the SEC on May 11, 2023, that there were 184,792,680 shares of Class A Common Stock of the Issuer outstanding as of May 5, 2023, and also take into account (i) the 6,337,039 shares of Class A Common Stock of the Issuer issued to Stellantis as described in Item 5(c) of this Amendment, (ii) the 1,671,202 shares of Class A Common Stock issuable upon exercise of the FCA US Warrant and (iii) the 1,077,024 shares of Class A Common Stock issuable upon exercise of the FCA Italy Warrant.

(c) On June 23, 2023, the Issuer issued and sold 6,337,039 shares of Class A Common Stock to Stellantis for an aggregate purchase price of \$24,999,999.08 (\$3.94506 per share). This transaction was consummated pursuant to the Forward Purchase Agreement (as defined in Item 6) and represents the Forward Purchase Closing relating to Milestone 1 (each term, as defined in the Forward Purchase Agreement).

On May 22, 2023, Stellantis purchased 1,249,639 shares of Class A Common Stock in the open market, through a broker, for a purchase price per share of \$3.2485.

(d) Pursuant to the Forward Purchase Agreement, so long as Stellantis or its affiliates beneficially own Class A Common Stock equal to at least 12.5% of the Issuer’s outstanding Class A Common Stock, it will have the right to nominate one individual for election to the Board as a Class II director at the Issuer’s annual meeting of stockholders to occur in 2026 through the date of the Issuer’s annual meeting of stockholders in 2029. Thus, so long as Stellantis’ designated director remains on the Issuer’s board, such director will participate in any board decisions regarding the receipt of dividends from, or the proceeds from the sale of, the Issuer’s Common Stock.

(e) Not applicable.



**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 20, 2023

STELLANTIS N.V.

By: /s/ Giorgio Fossati

\_\_\_\_\_  
Name: Giorgio Fossati

Title: General Counsel

FCA US LLC

By: /s/ Giorgio Fossati

\_\_\_\_\_  
Name: Giorgio Fossati

Title: Attorney-in-Fact

FCA NORTH AMERICA HOLDINGS LLC

By: /s/ Giorgio Fossati

\_\_\_\_\_  
Name: Giorgio Fossati

Title: Attorney-in-Fact

FCA FOREIGN SALES HOLDCO LTD.

By: /s/ Giorgio Fossati

\_\_\_\_\_  
Name: Giorgio Fossati

Title: Attorney-in-Fact

SFS UK 1 LIMITED

By: /s/ Giorgio Fossati

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Name: Giorgio Fossati

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