

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

**FORM SD**

**SPECIALIZED DISCLOSURE REPORT**

**FIAT CHRYSLER AUTOMOBILES N.V.**

(Exact name of the registrant as specified in its charter)

**Netherlands**

**001-36675**

**61-1818372**

(State or other jurisdiction of  
incorporation or organization)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**25 St. James's Street  
London SW1A 1HA  
United Kingdom**

**Not applicable**

(Address of principal executive offices)

(Zip Code)

**Carl Smiley  
Chief Purchasing & Supply Chain Officer  
(248) 512-2950**

(Name and telephone number, including area code, of the  
person to contact in connection with this report.)

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

- Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2018.

## **Section 1 - Conflict Minerals Disclosure**

### **Item 1.01 Conflict Minerals Disclosure and Report**

Our Conflict Minerals Report for the calendar year ended December 31, 2018 is filed as Exhibit 1.01 to this Form SD and is publicly available at [https://www.fcagroup.com/en-US/investors/financial\\_regulatory/Pages/sec\\_filings.aspx](https://www.fcagroup.com/en-US/investors/financial_regulatory/Pages/sec_filings.aspx). The website and its content are not incorporated by reference into this report.

### **Item 1.02 Exhibit**

Our Conflict Minerals Report for the calendar year ended December 31, 2018 is filed as Exhibit 1.01 to this Form SD.

## **Section 2 - Exhibits**

### **Item 2.01 Exhibits**

Exhibit 1.01 - Conflict Minerals Report as required by Items 1.01 and 1.02 of this Form SD.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the duly authorized undersigned.

Date: May 31, 2019

Fiat Chrysler Automobiles N.V.  
(Registrant)

/s/ Carl Smiley

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Carl Smiley

Chief Purchasing & Supply Chain Officer

**Fiat Chrysler Automobiles N.V.**  
**Conflict Minerals Report**  
**For the Year Ended December 31, 2018**

This Conflict Minerals Report for the year ended December 31, 2018 (this “Report”) is intended to comply with Rule 13p-1 under the Securities Exchange Act of 1934 (the “Rule”). The Rule imposes certain reporting obligations on U.S. Securities and Exchange Commission registrants whose manufactured products contain “conflict minerals” which are necessary to the functionality or production of their products. Conflict minerals are defined as cassiterite, columbite-tantalite, gold, wolframite, and their derivatives, which are limited to tin, tantalum, tungsten, and gold (“3TG”).

Unless otherwise specified, the terms “we,” “us,” “our,” “FCA,” and the “Company” refer to Fiat Chrysler Automobiles N.V., a public limited liability company (*naamloze vennootschap*) organized under the laws of the Netherlands, together with its consolidated subsidiaries or any one or more of them, as the context may require.

### **Overview**

We are a global automotive group engaged in designing, engineering, manufacturing, distributing and selling vehicles, components and production systems worldwide through 102 manufacturing facilities and 46 research and development centers. We have operations in more than 40 countries and sell our vehicles directly or through distributors and dealers in more than 135 countries. We design, engineer, manufacture, distribute and sell vehicles for the mass-market under the Abarth, Alfa Romeo, Chrysler, Dodge, Fiat, Fiat Professional, Jeep, Lancia and Ram brands, and the SRT performance vehicle designation. For our mass-market vehicle brands, we have centralized design, engineering, development and manufacturing operations, which allow us to efficiently operate on a global scale. We support our vehicle shipments with the sale of related service parts and accessories, as well as service contracts, worldwide under the Mopar brand name for mass-market vehicles. In addition, we design, engineer, manufacture, distribute and sell luxury vehicles under the Maserati brand. We make available retail and dealer financing, leasing and rental services through our subsidiaries, joint ventures and commercial arrangements with third party financial institutions. In addition, we operate in the components and production systems sectors under the Teksid and Comau brands.

For the reporting period from January 1 to December 31, 2018, we conducted due diligence on the source and chain of custody of the 3TG necessary to the production of the products that we manufactured or contracted to manufacture. Our resulting reasonable country of origin inquiry concluded that 3TG in our products may have originated in the Democratic Republic of the Congo (the “DRC”), and adjoining countries (with the DRC, the “Covered Countries”) and are not from recycled or scrap sources.

### **Supply Chain Description**

We have a global supply chain and, as a result, many of our direct suppliers’ manufacturing operations are located outside of the U.S. and include entities not directly subject to the Rule. Additionally, we did not directly source 3TG from a smelter in 2018. Accordingly, we rely on our direct suppliers to provide information as to the origin of the 3TG contained in the parts and components supplied to us and we are subject to the accuracy of those responses.

### **Reasonable Country of Origin Inquiry (“RCOI”)**

Our RCOI employed a combination of measures to determine whether the 3TG in our products originated from the Covered Countries or came from recycled or scrap sources. Our primary means of determining country of origin of 3TG was by conducting a survey of our direct production, service, and after-market part suppliers using the Responsible Minerals Initiatives (“RMI”) Conflict Minerals Reporting Template (“CMRT”) and the iPoint Conflict Minerals Platform (“iPCMP”).

### **Due Diligence Design**

As outlined in the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas Third Edition guidelines (“OECD Guidance”), the internationally recognized standard on which our system is based. We support an industry-wide approach to addressing conflict minerals throughout the supply chain. As part of this approach, we collaborate with others in the industry through its participation in the RMI, formerly known as the Conflict-Free Sourcing Initiative. We relied on data obtained through our membership in the RMI (member ID: FCAG) for certain statements in this declaration.

Our due diligence measures are designed to:

1. establish strong company management systems;
2. identify and assess conflict mineral risks in our supply chain;
3. design and implement strategies to respond to identified conflict mineral risks;
4. contribute to independent third-party audits of the due diligence practices of 3TG smelters and refiners by participating in industry organizations; and
5. report annually on supply chain due diligence.

## **Due Diligence Measures Performed**

### **1. Establish Strong Company Management Systems**

#### **1.1 Policies**

In addition to the Company's global human rights and forced labor policies, we have adopted the following global responsible sourcing and conflict minerals policy:

##### ***Foreword***

*FCA is firmly convinced that the respect and support of fundamental human rights is essential for building a better future for our Company and the communities in which we do business. This belief is expressed in the FCA Human Rights Guidelines, which the Group promotes within its sphere of influence, expecting its suppliers, contractors and other business partners to adhere to these standards.*

*To support this conviction, FCA is committed to responsible sourcing and avoids knowingly using minerals that may be linked to human rights abuses. This commitment includes Conflict Minerals, currently designated as tin, tungsten, tantalum and gold (3TG) from conflict-affected and high risk areas.*

##### ***Conflict Minerals***

*FCA makes reasonable efforts to trace the source of any Conflict Minerals contained in products that we manufacture or contract to manufacture.*

*We seek to avoid knowingly using Conflict Minerals from sources that support or fund inhumane treatment of workers, including human trafficking, slavery, forced labor, child labor, torture and war crimes. FCA reports annually to applicable government agencies regarding Conflict Minerals.*

*This policy is not intended to ban procurement of Conflict Minerals or other products that originate in conflict-affected and high risk areas, but to promote sourcing from responsible sources within those regions.*

##### ***Due Diligence Framework for Conflict Minerals***

*The Company has developed a set of processes to facilitate compliance with applicable laws mandating disclosure of the sources of Conflict Minerals contained in our products.*

*The Company will make reasonable efforts:*

- a) to know, and to require FCA suppliers to disclose to the Company, the sources of Conflict Minerals used in its products; and*
- b) to eliminate procurement, as soon as commercially practicable, of products containing Conflict Minerals obtained from sources that fund or support inhumane treatment.*

*FCA's suppliers are expected to assist the Company in complying with the disclosure requirements of applicable laws. Our standard terms and conditions impose a specific duty on our suppliers to provide information regarding the smelters in their supply chain.*

*In accordance with the Organisation for Economic Co-operation and Development (OECD) Guidance, FCA has implemented an internal management system by establishing an internal oversight committee, joining industry associations, and working to increase supplier engagement.*

*Our direct suppliers are requested to complete the FCA Conflict Minerals Reporting Template to report their use of 3TG, the processing smelter or refiner, and the country and mine of origin. FCA direct suppliers are expected to request necessary Conflict Minerals information from their own supply chain. If a supplier's response indicates that its products do not include 3TG, the supplier must certify this information.*

*Further due diligence is performed by comparing supplier responses with FCA internal systems to cross-check which materials are contained in a supplier's products and identify response discrepancies that may require additional follow-up with the supplier.*

*As a member of the Responsible Minerals Initiative, we also leverage due diligence conducted by the Conflict-Free Smelter Program (CFSP).(\*) The CFSP uses third-party auditors to ensure that participating smelters and refiners are properly identifying their chain of custody and source of 3TG. A smelter or refiner is found to be CFSP-compliant if an independent auditor has verified that the smelter or refiner's 3TG originated from conflict free mines and trading.*

### **Submitting a Concern**

*For the reporting of alleged violations, FCA has dedicated channels to provide a common, worldwide and independent intake via telephone and web. The FCA Ethics Helpline website provides country-specific instructions on how to report potential forms of misconduct. It can be found at this link: <https://secure.ethicspoint.eu/domain/media/en/gui/102375/index.html>.*

\* The Conflict-Free Smelter Program is now known as the Responsible Minerals Assurance Process.

## **1.2 Internal Management**

In addition to a conflict minerals compliance program led by our purchasing department, a cross-functional conflict minerals oversight committee provides expertise and feedback. A designated conflict minerals champion leads our conflict minerals oversight committee and each of our regions and affiliates has designated a conflict minerals team lead to ensure engagement. Our conflict minerals working group includes representatives from supplier relations, materials engineering, legal, sustainability, communications and purchasing.

We are also an active participant in the Automotive Industry Action Group ("AIAG"), an industry association of original equipment manufacturers ("OEMs") and large suppliers, and are a member of various AIAG work groups, and sub-groups including the responsible materials work group, that meet regularly to facilitate comprehensive and efficient compliance with conflict minerals regulation. Additionally, we are an active member of the RMI, an industry program that helps manage risk by improving supply chain transparency with regard to conflict minerals. Both the AIAG and RMI are actively involved with auditing and validating the conformance of OECD Guidance of smelters and refiners.

## **1.3 Control and Transparency Systems over Conflict Mineral Supply Chain**

We did not have a direct relationship in 2018 with any of the smelters and refiners of the 3TG in our products. As a result, we have continued to take actions to improve transparency in our supply chain through industry initiative participation with RMI and certain other cross industry collaboration groups.

The control systems we have in place include, but are not limited to, a dedicated e-mail address for conflict minerals information, supplier response retention in the iPCMP and a smelter outreach program through AIAG and RMI. We also use the "CM3" document through AIAG, which lays out procedures across the automotive sector for a uniform central system to implement 3TG supply chain compliance.

## **1.4 Supplier Engagement**

Active engagement with our supply chain is a top priority. In addition to direct communication, we actively participate in

supplier trainings, the AIAG Responsible Materials Work Group and the RMI.

In 2018, we organized conflict minerals training classes in Shanghai, China, Turin, Italy and Auburn Hills, Michigan for our suppliers. These trainings include instructions to suppliers regarding development of their own conflict minerals compliance program, the process for properly responding to the CMRT, and methods for engagement with their own supply base.

We have actively participated in the continuing development of AIAG training materials for the automotive supply base, including the development of industry criteria for assessing supplier responses. Additionally, as participants in AIAG we continued to survey our supply chain and, with the help of experts, analyze the data to determine where we can best support more efficient and effective reporting. Finally, through the AIAG's Smelter Engagement Team, we encouraged smelters to join the Responsible Minerals Assurance Process ("RMAP").

### **1.5 Grievance Mechanism**

We have direct and anonymous grievance procedures whereby employees and suppliers can report violations of our policies.

## **2. Identify and Assess Risks in the Supply Chain**

In addition to the due diligence processes discussed above, we used the iPCMP, a web-based reporting tool developed in partnership with AIAG, and CMRT tools to ask our direct suppliers to report their use of 3TG, the processing smelter or refiner and the country and mine of origin. If a supplier's response indicated that its products do not include 3TG, we asked the supplier to confirm this information.

Each supplier response is validated against a set of standards to ensure all responses are aligned with our policy and to ensure suppliers are aware of our expectations.

Each supplier-received CMRT smelter list is analyzed against the RMAP smelter list to confirm the status. If any discrepancies are detected, the list of concerns are transmitted to suppliers with a request to take action to verify smelter information.

### **2.1 Industry Driven Program**

We work closely with other OEMs and large suppliers as active members of the AIAG and RMI. In addition, we are financial supporters of the RMI and the AIAG responsible materials work group. The AIAG conflict minerals work group was formed to bring together suppliers, OEMs and service providers to understand the impact of the Rule and support implementation across the automotive supply chain. We are also actively engaged in the RMI due diligence committee and RMAP. RMAP takes a unique approach to helping companies make informed choices about responsibly sourced minerals in their supply chains. We also co-chair the AIAG smelter engagement team, which conducts outreach encouraging smelters to participate in smelter audits.

## **3. Design and Implement a Strategy to Respond to Risks**

We have a two-pronged strategy for responding to identified risks in our supply chain. First, our policy statement, discussed above, promotes responsible sourcing from the Covered Countries. Second, while we request that all direct suppliers respond to the survey, we targeted "high-priority" suppliers representing a significant majority of our procurement activities and have an internal escalation process to ensure responses from these high-priority suppliers. Additionally, our standard terms and conditions impose a specific duty on our suppliers to provide information regarding the smelters in their supply chain.

## **4. Carry out Independent Third-Party Audit of Smelter/Refiner's Due Diligence Practices**

As stated above, we are active financial supporters of RMI and we support the RMAP, which performs independent third-party audits of smelters and refiners. We do not have a direct relationship with 3TG smelters or refiners and do not perform or direct audits of these entities within our supply chain.

## **5. Report Annually on Supply Chain Due Diligence**

This report is publicly available at [https://www.fcagroup.com/en-US/investors/financial\\_regulatory/Pages/sec\\_filings.aspx](https://www.fcagroup.com/en-US/investors/financial_regulatory/Pages/sec_filings.aspx)

## Due Diligence Results:

### Survey Responses

Survey responses were reviewed against AIAG criteria and our processes to identify necessary further engagement with our suppliers. We have also worked directly with suppliers to obtain accurate and complete responses. However, our survey process continued to face various fundamental challenges.

First, certain of our direct suppliers treat the identity of their suppliers as proprietary information, and are therefore resistant to disclosing specific information regarding the origin of materials in their parts or components.

Second, although our efforts in 2018 continued to focus on reducing the number of duplicates and obtaining high quality responses, supplier responses continue to include non-conformant smelters, numerous duplicate smelters or refiners or named companies that are not smelters or refiners.

Third, the vast majority of supplier responses received provided data at a company or divisional level. As a result, we cannot be certain that the smelter or refiner names provided by a direct supplier, to the extent they are actual smelters or refiners, supplied 3TG for parts and components supplied to us rather than to a different customer of that supplier. Accordingly, we are unable to validate that specific smelters or refiners are actually in our supply chain.

### Efforts to Determine Mine or Location of Origin

The survey we provided our suppliers included a request for mine or location of origin for the 3TG in their parts and components. When a supplier cannot directly obtain information beyond smelter or refiner name, we consult the RMAP to determine the country of origin and whether the smelter or refiner has been validated as conflict free. Below is a summary of the mineral country of origin information collected as a result of our survey process:

Andorra	France	Macedonia	Russian Federation	United Arab Emirates
Australia	Germany	Malaysia	Saudi Arabia	United Kingdom
Austria	Hong Kong	Mexico	Singapore	United States of America
Belgium	Hungary	Mozambique	South Africa	Uzbekistan
Belize	India	Myanmar	Spain	Vietnam
Bolivia	Indonesia	Netherlands	Sudan	Zambia
Brazil	Italy	New Zealand	Sweden	Zimbabwe
Canada	Japan	Norway	Switzerland	
Chile	Kazakhstan	Panama	Taiwan (Province of China)	
China	Korea (Republic of)	Peru	Thailand	
Czech Republic	Kyrgyzstan	Philippines	Turkey	
Estonia	Lithuania	Poland	Uganda	

### Smelters or Refiners

The smelters and refiners in our supply chain are based, and source their raw materials, across the globe. We believe that these smelters and refiners often mix raw materials from different countries to create the smelted or refined 3TG used in our products. Depending on the smelter or refiner's location, the subject 3TG may be sold to commodity exchanges where smelter or refiner identity is confidential or unknown. Additionally, the total list of smelters and refiners provided by our suppliers greatly exceeded the number of known smelters and refiners and many suppliers included overlapping and duplicative information.

As discussed above, the responses provided by our direct suppliers were at the company or division level for all parts or components sent to their customers. Therefore, we cannot accurately assess whether a supplier's listed smelters and refiners were used for the parts or components specifically supplied to us. Since, we are not able to establish a direct link between our products and particular smelters or refiners, we have not provided a delineated list of smelters and refiners.

### Steps Taken or That Will Be Taken to Mitigate Risk and Improve Due Diligence

In addition to the activities described under "Due Diligence Measures Performed" above, we plan to further refine our due diligence processes and risk management activities, and increase our supplier education activities in order to enhance the

quality of information we receive and improve our ability to determine the source and chain of custody of 3TG in our supply chain.