

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

**FORM 144**

**NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** Transmits for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker

<b>OMB APPROVAL</b>	
OMB Number: 3235-0101	
Expires: June 30, 2020	
Estimated average burden hours per response: 1.00	

<b>SEC USE ONLY</b>	
DOCUMENT SEQUENCE NO.	

CUSIP NUMBER
--------------

WORK LOCATION
---------------

TELEPHONE NO.	
Area Code <b>44(0)</b>	Number <b>2077660311</b>

1 (a) NAME OF ISSUER (Print type or print)		(b) IRS IDENT. NO.	(c) S.E.C. FILE NO.	WORK LOCATION	
<b>Fiat Chrysler Automobiles N.V.</b>		<b>98-1238855</b>	<b>001-36675</b>		
1 (a) ADDRESS OF ISSUER	STREET	CITY	STATE	ZIP CODE	
<b>25 St. James's St, London, United Kingdom SW1A 1HA</b>					
2 (a) NAME OF PERSON FOR WHOM ACCOUNT THE SECURITIES ARE TO BE SOLD		(b) RELATIONSHIP TO ISSUER	(c) ADDRESS		
<b>Richard Palmer</b>		<b>CFO</b>	<b>25 St. James's Street, London, United Kingdom SW1A 1HA</b>		

**INSTRUCTION:** The person filing this notice should contact the Issuer to obtain the IRS Identification Number and the SEC File Number.

3 (a)	3 (b)	SEC USE ONLY	3 (c)	3 (d)	3 (e)	3 (f)	3 (g)
Title of the Class of Securities To Be Sold	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	Broker-Dealer FID Number	Number of Shares or Other Units To Be Sold (See Item 3(c))	Approximate Market Value (See Item 3(d))	Number of Shares or Other Units Outstanding (See Item 3(e))	Approximate Date of Sale (See Item 3(f))	Name of Each Securities Exchange
<b>COMMON</b>	<b>Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza, 38<sup>th</sup> Floor, New York, NY 10004</b>		<b>6,987</b>	<b>\$ 56,385</b>	<b>2017.85M</b>	<b>5/19/2020</b>	<b>NYSE</b>

**INSTRUCTIONS:**

1. (a) Name of issuer
- (b) Issuer's IRS Identification Number
- (c) Issuer's S.E.C. file number, if any
- (d) Issuer's address, including zip code
- (e) Issuer's telephone number, including area code

2. (a) Name of person for whom account the securities are to be sold
- (b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder or member of immediate family of any of the foregoing)
- (c) Such person's address, including zip code

3. (a) Title of the class of securities to be sold
- (b) Name and address of each broker through whom the securities are intended to be sold
- (c) Number of shares or other units to be sold (if debt securities, give the approximate face amount)
- (d) Approximate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
- (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof
- (f) Approximate date when the securities are to be sold
- (g) Name of each securities exchange, if any, on which the securities are intended to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



# TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Type of Security	Date You Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Amount of Payment
Common	5/11/20	Employee Stock Plan	Fiat Chrysler Automobiles N.V.	76,921	N/A	N/A

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in this table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments, describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

# TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
-None-				

**REMARKS:**

## INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (c) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

May 19, 2020

**Signature, Date**

CHARTERED FINANCIAL INSTITUTION OR MEMBER OF FINANCIAL INSTITUTIONS

## ATTENTION:

The person for whose account the securities in which this notice relates are to be sold hereby represents, by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 144-1 under the Exchange Act, by signing this form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

**Signature of Registered Person**

The notice shall be signed by the person for whose account the securities are to be sold, or by one copy of the notice shall be manually signed, copy copies are manually signed shall have typed or printed signature.

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001).**