

# EXTRAORDINARY GENERAL MEETING

4 JANUARY 2021



# 1<sup>st</sup> RESOLUTION : REVIEW AND APPROVAL OF THE CONTEMPLATED CROSS-BORDER MERGER BY WAY OF ABSORPTION OF THE COMPANY BY FCA N.V.

## THE EXTRAORDINARY GENERAL MEETING (subject to approval of the 2<sup>nd</sup> resolution):

- **APPROVES** the Cross-Border Merger that will take effect after the satisfaction (or the waiver) of conditions precedent
- **APPROVES** the Cross-Border Merger Terms defining the conditions of the Cross-Border Merger and of the transfer by the Company of all its assets and liabilities to FCA
- **APPROVES** the terms and conditions for the setting of the effective time of the Cross-Border Merger
- **APPROVES** the universal transfer of all of the Company's assets and liabilities (*transmission universelle de patrimoine*) to FCA
- **APPROVES** the merger consideration in exchange for the contribution pursuant to the Cross-Border Merger : each ordinary share of the Company, shall be exchanged for 1.742 common shares of FCA

**THIS RESOLUTION HAS BEEN APPROVED WITH THE MAJORITY OF 99.85% OF THIS EXTRAORDINARY GENERAL MEETING**

## 2<sup>nd</sup> RESOLUTION : REMOVAL OF THE DOUBLE VOTING RIGHTS

### THE EXTRAORDINARY GENERAL MEETING:

- **APPROVES** the removal, subject to the definitive completion of the Cross-Border Merger at the Effective Time, of the double voting rights which will be attached to the PSA Ordinary Shares
- **ACKNOWLEDGES** that as a result of this resolution and of the second resolution submitted to the Special Meeting of shareholders entitled to double voting rights, each PSA Ordinary Share will entitle its holder to one voting right as of the Effective Time of the Merger

**THIS RESOLUTION HAS BEEN APPROVED WITH THE MAJORITY OF 99.97% OF THIS EXTRAORDINARY GENERAL MEETING**

## 3<sup>rd</sup> RESOLUTION : POWERS FOR FORMALITIES

- **THE EXTRAORDINARY GENERAL MEETING** gives all powers to the holder of an original, a copy or a certified extract of the minutes of this Extraordinary General Meeting in order to carry out any legal submission, publicity or any other formalities or have them carried out.

**THIS RESOLUTION HAS BEEN APPROVED WITH THE MAJORITY OF > 99.99% OF THIS EXTRAORDINARY GENERAL MEETING**