

Risks and uncertainties

MAIN RISKS AND UNCERTAINTIES TO WHICH EXOR S.p.A. AND ITS CONSOLIDATED SUBSIDIARIES ARE EXPOSED

RISKS ASSOCIATED WITH GENERAL ECONOMIC CONDITIONS

The earnings and financial position of EXOR and its principal investment holdings are particularly influenced by general economic conditions. The principal sectors of business are also subject to highly cyclical demand and tend to reflect the overall performance of the economy. In terms of severity, duration and scope, the recent financial crisis has caused the most severe economic recession since the Second World War. Moreover, the evolution of world monetary and financial market conditions and the associated uncertainties, especially in emerging markets, are highly volatile. The principal risks associated with a slowdown in the markets in which the subsidiaries and associates currently operate are: a) a decrease in demand; b) a decrease in the price of assets; c) a decrease in the value of investments. Therefore, it is not possible to provide any indication about the future trends of the above factors and variables.

RISKS ASSOCIATED WITH EXOR'S ACTIVITIES

EXOR carries out investment activities which involve typical risks such as high exposure to certain sectors or individual companies. The ability to access capital markets or other forms of financing and the related costs are dependent, among other things, on the credit rating. Any downgrade by the rating agencies could limit the Group's ability to access capital markets and increase the cost of financing. Standard & Poor's has confirmed EXOR's long-term and short-term debt ratings, respectively, at "BBB+" and "BBB-". EXOR's policy and that of the companies in the so-called Holdings System is to keep liquidity available in demand. However, in consideration of the current international financial market situation, market conditions which might affect the availability of liquidity could impact EXOR's earnings not only depend on the market value of its principal investment holdings but also on the dividend received from them. EXOR operates through its investments in subsidiaries and associates in Agricultural and Construction Equipment. At December 31, 2013, the investments in CNH Industrial (40.22% of share capital) and in Fiat (30.05% of share capital) were the most significant. EXOR and its subsidiaries and associates are exposed to fluctuations in currency and interest rates and use financial instruments to manage these risks. The subsidiaries and associates are generally exposed to credit risk which is managed by specific operating procedures. EXOR and its subsidiaries and associates are exposed to risks connected with the outcome of pending litigation. EXOR and its subsidiaries and associates are taxed on income in Italy and outside Italy; during the course of operations, the Group is exposed to changes in tax laws. The following paragraphs indicate the main specific risks and uncertainties of the companies in consolidation (Consolidated Financial Statements).

CNH INDUSTRIAL GROUP

Risks related to the business, strategy and operations

Gruppo CNH Industrial - Le condizioni generali dell'economia influenzano l'attività di CNH Industrial e delle sue società controllate.

CNH Industrial Group - Global economic conditions impact the business of CNH Industrial and its subsidiaries and associates.

The Group's earnings and financial position are, and will continue to be, influenced by various macroeconomic conditions.

Financial conditions in several regions continue to place significant economic pressures on existing and potential customers.

In addition, the continuation of adverse market conditions in certain businesses in which the Group participates may impact its earnings.

CNH Industrial Group - The Group is exposed to political, economic and other risks as a result of operating a global business.

The Group manufactures and sells its products and offers its services on several continents and in numerous countries.

changes in (and possibly conflicting) laws, regulations and policies that affect, among other things:

- import and export duties and quotas;
- currency restrictions;
- the design, manufacture and sale of the Group's products, including, for example, engine emissions;
- interest rates and the availability of credit to the Group's dealers and customers;
- property and contractual rights;
- where and to whom products may be sold;
- taxes;
- regulations from changing world organization initiatives and agreements;
- changes in the dynamics of the industries and markets in which the Group operates;
- varying and unpredictable needs and desires of customers;
- varying and unexpected actions of the Group's competitors;
- labor disruptions;
- disruption in the supply of raw materials and components;
- changes in governmental debt relief and subsidy program policies in certain significant markets such as emerging markets;
- war, civil unrest and terrorism.

Unfavorable developments in any one of these areas (which may vary from country to country) could have a material impact on the Group's earnings and financial position.

CNH Industrial Group - CNH Industrial is subject to extensive anti-corruption and antitrust laws and regulations.

CNH Industrial's worldwide operations must comply with all applicable laws, which may include the U.S. Foreign Corrupt Practices Act.

CNH Industrial Group - Difficulty in obtaining financing or refinancing existing debt could impact the Group's financial position.

The Group's future performance will depend on, among other things, its ability to repay or finance debt repayments.

The Group's ability to access the capital markets or other forms of financing and related costs are highly dependent on the credit rating.

CNH Industrial Group - The Group is subject to risks associated with exchange rate fluctuations, interest rate changes and credit risk.

The Group operates in numerous markets worldwide and is accordingly exposed to market risks stemming from changes in demand.

The Group uses various forms of financing to cover the funding requirements of its industrial activities and for financing its investments.

Consistent with its risk management policies, the Group seeks to manage currency and interest rate risk through the use of financial instruments.

The Group's financial services activities are also subject to the risk of insolvency of dealers and customers, as well as to credit risk.

CNH Industrial Group - The Group faces risks associated with its relationships with employees.

In many countries where the Group operates, Group employees are protected by various laws and/or collective bargaining agreements.

CNH Industrial Group - Reduced demand for equipment would reduce the Group's sales and profitability.

The performance of the agricultural equipment market is influenced, in particular, by factors such as:

- the price of agricultural commodities and the relative level of inventories;
- the profitability of agricultural enterprises;
- the demand for food products;
- agricultural policies, including aid and subsidies to agricultural enterprises provided by governments and international organizations.

In addition, unfavorable climatic conditions, especially during the spring, a particularly important period for general construction. The performance of the construction equipment market is influenced, in particular, by factors such as:

- public infrastructure spending;
- new residential and non-residential construction.

The performance of the trucks and commercial vehicles market is influenced, in particular, by factors such as:

- changes in global market conditions, including changes in levels of business investment and sales of construction equipment;
- public infrastructure spending.

The above factors can significantly influence the demand for agricultural and construction equipment, as well as the demand for trucks and commercial vehicles. Although the Group's business has not been influenced predominantly by any of the above factors individually:

CNH Industrial Group - The Group depends on key suppliers for certain raw materials, parts and components. The Group relies upon key suppliers for certain raw materials, parts and components. The Group cannot guarantee that these suppliers will continue to supply the Group on the same terms.

Certain companies within the Group use a variety of raw materials in their businesses, including steel, aluminum, plastic, rubber, and glass. CNH Industrial Group - Competitive activity, or failure by the Group to respond to actions by competitors, could have a material adverse effect on the Group's financial performance.

Substantially all of the Group's revenues are generated in highly competitive sectors that include the production of agricultural and construction equipment. CNH Industrial Group - Costs of ongoing compliance with, and failure to comply with, environmental laws and regulations could have a material adverse effect on the Group's financial performance.

The Group's products and activities are subject to numerous local, national and international environmental laws and regulations. CNH Industrial Group - A decrease in government incentives may adversely affect the Group's results.

Government initiatives to stimulate consumer demand for products sold by the Group, such as changes in tax treatment, could have a material adverse effect on the Group's financial performance. CNH Industrial Group - The Group's future performance depends on its ability to innovate and on market acceptance of its products.

The success of the Group's businesses depends on their ability to maintain or increase their market share in emerging markets. CNH Industrial Group - The Group's existing operations and expansion plans in emerging markets could entail significant risks.

The Group's ability to grow its businesses depends to an increasing degree on its ability to increase market share in emerging markets. CNH Industrial Group - Risks associated with the defined benefit pension plans and other post-employment obligations could have a material adverse effect on the Group's financial performance.

At December 31, 2013, CNH Industrial's defined benefit pension plans and other post-employment benefits had a net liability. To the extent that the Group's obligations under a plan are unfunded or underfunded, the Group will have to use cash or other assets to fund the obligations.

CNH Industrial Group - Dealer equipment sourcing and inventory management decisions could adversely affect the Group's financial performance. The Group's dealers carry inventories of finished products as part of ongoing operations and adjust those inventories based on demand.

CNH Industrial Group - Adverse economic conditions could place a financial strain on the Group's dealers and affect their ability to purchase equipment. Global economic conditions continue to place financial stress on many of the Group's dealers. Dealer financial performance is a key factor in the Group's ability to sell equipment.

CNH Industrial Group - The Group may not be able to realize anticipated benefits from any acquisitions and, further, may incur unexpected costs. A principal purpose of the Merger is to create a single class of liquid stock which, among other things, provides for the following synergies:

- technological and product synergies, economies of scale and cost reductions not occurring as expected;
- unexpected liabilities;
- incompatibility in processes or systems;
- unexpected changes in laws or regulations;
- inability to retain key employees;
- inability to source certain products;
- increased financing costs and inability to fund such costs;
- significant costs associated with terminating or modifying alliances;
- problems in retaining customers and integrating operations, services, personnel and customer bases.

If problems or issues were to arise among the parties to one or more strategic alliances for managerial, financial or other reasons, the Group's financial performance could be adversely affected. CNH Industrial Group - Risks associated with the termination of CNH Global's strategic alliance with Kobelco Construction Machinery Co., Ltd. (Kobelco) could have a material adverse effect on the Group's financial performance.

Effective December 31, 2012, CNH Global and Kobelco Construction Machinery Co., Ltd. (Kobelco) terminated their strategic alliance. CNH Industrial Group - The Group's business operations may be impacted by various types of claims, lawsuits and other legal proceedings.

The companies within the Group are involved in various product liability, warranty, product performance, asbestos and other claims. CNH Industrial Group - The agricultural equipment industry is highly seasonal, which causes the Group's results to fluctuate significantly.

Farmers traditionally purchase agricultural equipment in the spring and fall, the main planting and harvesting seasons. Estimated retail demand may exceed or be exceeded by actual production capacity in any given calendar quarter.

To the extent the Group's production levels (and timing) do not correspond to retail demand, it may have too much inventory or be unable to meet demand. CNH Industrial Group - Restrictive covenants in the Group's debt agreements could limit its financial and operational flexibility.

The indentures governing the majority of the Group's outstanding public indebtedness, and other credit agreements, contain restrictive covenants that could:

- incur additional indebtedness;
- make certain investments;
- enter into certain types of transactions with affiliates;
- sell certain assets or merge with or into other companies;
- use assets as security in other transactions;
- enter into sale and leaseback transactions.

Although CNH Industrial does not believe any of these covenants presently materially restrict its operations, a breach of any of these covenants could have a material adverse effect on the Group's financial performance. CNH Industrial Group - The Group has significant outstanding indebtedness, which may limit its ability to obtain financing.

As of December 31, 2013, the Group had an aggregate of €21,714 million (including €17,087 million relating to the Group's debt). The Group may not be able to secure additional funds for working capital, capital expenditures, debt service or other purposes.

- the Group may need to use a portion of its projected future cash flow from operations to pay principal or interest on its debt;
- the Group may be more financially leveraged than some of its competitors, which could put it at a competitive disadvantage;
- the Group may not be able to adjust rapidly to changing market conditions, which may make it more vulnerable to economic downturns;
- the Group may not be able to access the capital markets on favorable terms, which may adversely affect its financial performance.

These risks are exacerbated by the ongoing volatility in the financial markets resulting from perceived strains on the global economy. Among the anticipated benefits of the Merger is the expected reduction in funding costs over time due to improved access to capital markets.

CNH Industrial Group - Risks related to increased information technology security threats. The Group relies upon information technology systems and networks in connection with a variety of business activities.

In order to manage such risks, the Group implemented its Information Security System, an integrated set of policies and procedures. Despite the Group's efforts, a failure or breach in security could expose the Group and its customers, dealers and other stakeholders to significant risks.

CNH Industrial Group - The loss of members of senior management could have an adverse effect on the business.

The Group's success is largely dependent on the ability of its senior executives and other members of management.

Risks related to financial services activities

The Group offers a wide range of financial services and products to dealers and customers. In particular, and based on the above, the following risks associated with the Group's financial services activities should be considered:

In light of the above, the following risks associated with the Group's financial services activities should be considered:

CNH Industrial Group - Credit risk

Fundamental to any organization that extends credit is the credit risk associated with its customers/borrowers. This risk is influenced by:

- relevant industry and general economic conditions;
- the availability of capital;
- interest rates (and changes in the applicable rates);
- the experience and skills of the customer's management team;
- commodity prices;
- political events;
- the weather;
- the value of the collateral securing the extension of credit.

Deterioration in the quality of the Group's financial assets, an increase in delinquencies or defaults, or a reduction in the value of the collateral securing the repayment of loans.

When loans default and the Group's financial services businesses repossess collateral securing the repayment of loans, the Group may not realize the full value of the collateral.

CNH Industrial Group - Funding risk

The Group's financial services businesses have traditionally relied upon the asset-backed securitization (ABS) market for financing.

As the Group's financial services businesses finance a significant portion of the Group's sales of equipment, the Group's access to the ABS market is critical to its operations.

To maintain competitiveness in the capital markets and to promote the efficient use of various funding sources, the Group may be required to diversify its funding sources.

CNH Industrial Group - Repurchase risk

In connection with the Group's ABS transactions, the Group makes customary representations and warranties regarding the quality of the underlying assets.

CNH Industrial Group - Regulatory risk

The operations of the Group's financial services businesses are subject, in certain instances, to supervision and regulation by various government agencies.

- regulate credit granting activities, including establishing licensing requirements;
- establish maximum interest rates, finance and other charges;
- regulate customers' insurance coverage;
- require disclosures to customers;
- govern secured and unsecured transactions;
- set collection, foreclosure, repossession and claims handling procedures and other trade practices;
- prohibit discrimination in the extension of credit and administration of loans;
- regulate the use and reporting of information related to a borrower.

To the extent that applicable laws are amended or construed differently, new laws are adopted to expand the scope of regulation, the Group's operations may be adversely affected.

CNH Industrial Group - Potential Impact of the Dodd-Frank Act

The various requirements of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act") may have a material impact on the Group's financial services businesses.

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Other risks

CNH Industrial Group - CNH Industrial intends to operate in a manner to be treated as resident in the UK for tax purposes.

CNH Industrial is not incorporated in the UK; therefore, in order to be resident in the UK for tax purposes its central management and control must be in the UK.

Even if CNH Industrial's central management and control are in the UK, CNH Industrial would normally be resident in Italy for tax purposes.

Residence of CNH Industrial for Italian tax purposes is also largely a question of fact and based on all circumstances.

CNH Industrial Group - The Group's businesses may be affected by unfavorable weather conditions, climate change and other factors.

Poor, severe or unusual weather conditions caused by climate change or other factors, particularly during the production of agricultural products, could have a material impact on the Group's operations.

Facilities, digital assets, and operational risks, equipment failures, power outages, computer breaches, and other risks could have a material impact on the Group's operations.

CNH Industrial Group - Changes in demand for food and alternate energy sources could impact the Group's revenues.

Changing worldwide demand for farm outputs to meet the world's growing food and alternative energy demands could have a material impact on the Group's revenues.

Finally, changes in governmental policies regulating bio-fuel utilization could affect demand for the Group's equipment.

CNH Industrial Group - The Group is subject to negative conditions in the financial markets and the cyclical nature of the capital goods sector.

More than other sectors, producers in the capital goods sector are subject to:

- the condition of financial markets, in particular, the ability to access the ABS market and prevailing interest rates;
- cyclicality, which can cause sudden (and sometimes material) declines in demand, with negative effects on the Group's revenues.

CNH Industrial Group - CNH Industrial, as successor to Fiat Industrial S.p.A. (the "Fiat Industrial"), is jointly liable with Fiat Industrial for the obligations of Fiat Industrial.

Fiat Industrial was formed as a result of the demerger of Fiat S.p.A. in favor of Fiat Industrial S.p.A. (the "Demerger").

FIAT GROUP

Fiat Group - The Group's profitability depends on reaching certain minimum vehicle sales volumes. If vehicle sales are below these volumes, the Group's profitability will be negatively impacted.

The Group's success requires it to achieve certain minimum vehicle sales volumes. As is typical for an automotive manufacturer, the Group's revenues are highly dependent on vehicle sales.

Fiat Group - The businesses of the Group are affected by global financial markets and general economic and market conditions.

The Group's earnings and financial position may be influenced by various macroeconomic factors, including changes in interest rates, inflation, and currency exchange rates.

Beginning in 2008, global financial markets have experienced severe disruptions, resulting in a material deterioration in the Group's financial position.

In Europe, in particular, despite measures taken by several governments and monetary authorities to provide financial support, the economic situation remains weak.

Following the Group's acquisition of control of Chrysler and subsequent acquisition of 100 percent of Chrysler, the Group's financial position has improved.

In addition, slower expansion is also being experienced in major emerging countries, such as China, Brazil and India.

In general, the automotive sector has historically been subject to highly cyclical demand and tends to reflect the general economic conditions.

In addition to slow economic growth or recession, other economic circumstances, such as increases in energy prices, could have a material impact on the Group's revenues.

Fiat Group - The Group's future performance depends on its ability to enrich the Group's product portfolio and expand its international reach.

The success of the Group's businesses depends, among other things, on their ability to maintain or increase their market share.

Fiat Group - The automotive industry is highly competitive and cyclical and the Group may suffer from those factors.

Substantially all of the Group's revenues are generated in the automobile industry, which is highly competitive, and the Group's revenues are highly dependent on vehicle sales.

Competition, particularly in pricing, has increased significantly in the Group's industry in recent years. In addition, the Group's competitors may respond to these conditions by attempting to make their vehicles more attractive.

The Group's competitors may respond to these conditions by attempting to make their vehicles more attractive and by offering more financing options.

In the automotive business, sales to end-customers are cyclical and subject to changes in the general economic conditions.

Fiat Group - The Group may be unsuccessful in efforts to expand the international reach of some of its brands to new markets.

The Group's growth strategies include significant investments designed to expand several brands believed to have significant growth potential. Fiat Group - Fiat's current credit rating is below investment grade and any further deterioration may significantly impact the Group's ability to access the capital markets or other forms of financing and the related costs depend, among other things, on the ratings. The rating agencies review these ratings regularly and, accordingly, new ratings may be assigned to Fiat during the course of the year. In addition, the ratings agencies separately review and rate Chrysler on a stand-alone basis and it is possible that the ratings for Fiat Group - The Group may not be able to realize anticipated benefits from any acquisitions and challenges as a result of the integration. The Group may engage in acquisitions or enter into, expand or exit from strategic alliances which could involve

- technological and product synergies, economies of scale and cost reductions not occurring as expected;
- unexpected liabilities;
- incompatibility in processes or systems;
- unexpected changes in laws or regulations;
- inability to retain key employees;
- inability to source certain products;
- increased financing costs and inability to fund such costs;
- significant costs associated with terminating or modifying alliances;
- problems in retaining customers and integrating operations, services, personnel, and customer bases.

If problems or issues were to arise among the parties to one or more strategic alliances for managerial, financial or other reasons, Fiat Group - The Group may not achieve the expected benefits from the integration with Chrysler.

The acquisition of 100% of the equity in Chrysler and the related integration of the two businesses is intended to create synergies. The ability to realize the benefits of the integration is critical for the Group to compete with other automakers. If the integration is not successful, as a result, any adverse development for Chrysler or Fiat, or the failure of the Group to achieve the intended benefits from the integration, could have a material adverse effect on the Group's financial performance.

Fiat Group - The Group's business operations may be impacted by various types of claims, lawsuits, and other legal proceedings. The Group is involved in various product liability, warranty, product performance, asbestos, personal injury, environmental and other claims. The Group estimates such potential claims and contingent liabilities and, where appropriate, records provisions for such liabilities.

Fiat Group - The Group may be exposed to shortfalls in Chrysler's pension plans.

Chrysler's defined benefit plans are currently underfunded and its pension funding obligations may increase significantly. To determine the appropriate level of funding and contributions to its defined benefit plans, as well as the investment strategy, the Group calculates the actuarial value of obligations and the actuarial value of assets.

As a result of the integration, Fiat Group - Fiat may become subject to certain US legal requirements. The Pension Benefit Guaranty Corporation (PBGC) is an independent agency of the United States government that insures the pension obligations of companies that are members of the Pension Benefits Guaranty Corporation.

Fiat Group - The Group may not be able to provide adequate access to financing for its dealers and retail customers.

The Group's dealers enter into wholesale financing arrangements to purchase vehicles to hold in inventory and sell to retail customers. Unlike many of its competitors, the Group does not own and operate its own finance company dedicated solely to financing its dealers. Any independent financing services provider will face other demands on its capital, including the need or desire to provide financing to other customers.

Additionally, if consumer interest rates increase substantially or if financing service providers tighten lending standards, the Group's dealers may be unable to obtain financing from independent financing services providers.

To the extent that a financing services provider is unable or unwilling to provide sufficient financing at competitive rates, the Group's vehicle sales may be adversely affected.

Fiat Group - Vehicle sales depend heavily on affordable interest rates for vehicle financing.

In certain regions, financing for new vehicle sales has been available at relatively low interest rates for several years. Fiat Group - Limitations on the Group's liquidity and access to funding may limit its ability to execute its business strategy.

The Group's future performance will depend on, among other things, its ability to finance debt repayment obligations. Fiat Group - The Group's ability to achieve cost reductions and to realize production efficiencies is critical to maintaining its competitive position.

The Group is continuing to implement a number of cost reduction and productivity improvement initiatives in order to achieve its target cost reductions. Fiat Group - Product recalls may result in direct costs and loss of vehicle sales that could have material adverse effects on the Group's financial performance.

From time to time, the Group has been required to recall vehicles to address performance, compliance or safety issues. Fiat Group - Failure to maintain adequate financial and management processes and controls could lead to errors in financial reporting.

The Group continuously monitors and evaluates changes in its internal controls over financial reporting. In support of this effort, the Group has implemented various measures to improve its internal controls over financial reporting.

Fiat Group - The Group is subject to risks relating to international markets and exposure to changes in local conditions. The Group is subject to risks inherent to operating globally, including those related to:

- exposure to local economic and political conditions;
- import and/or export restrictions;
- multiple tax regimes, including regulations relating to transfer pricing and withholding and other taxes on income;
- foreign investment and/or trade restrictions or requirements, foreign exchange controls and restrictions on currency convertibility;
- the introduction of more stringent laws and regulations.

Unfavorable developments in any one of these areas (which may vary from country to country) could have a material adverse effect on the Group's financial performance.

Fiat Group - Developments in emerging market countries may adversely affect the Group's business. The Group operates in a number of emerging markets, both directly (e.g., Brazil and Argentina) and through joint ventures.

The Group continues to increase its presence in emerging markets such as China and India through a series of acquisitions and investments. Fiat Group - Laws, regulations and governmental policies, including those regarding increased fuel economy requirements, may impact the Group's business.

In order to comply with government regulations related to fuel economy and emissions standards, the Group may be required to invest in research and development. Government initiatives to stimulate consumer demand for products sold by the Group, such as changes in tax treatment, may also impact the Group's business.

Fiat Group - Labor laws and labor unions could impact the ability of the Group to increase the efficiency of its operations. Substantially all of the Group's production employees are represented by trade unions, are covered by collective bargaining agreements and are subject to labor laws and labor unions.

Fiat Group - Amounts required to develop and commercialize vehicles incorporating sustainable technologies for use in emerging markets may impact the Group's business. The Group's product strategy is driven by the objective of achieving sustainable mobility by reducing the environmental impact of its vehicles.

In many cases, technological and cost barriers limit the mass-market potential of sustainable natural gas and other alternative fuels. Fiat Group - The Group depends on its relationships with suppliers.

The Group purchases raw materials and components from a large number of suppliers and depends on service providers for certain services. Fiat Group - Risks associated with increases in costs, disruptions of supply or shortages of raw materials.

The Group uses a variety of raw materials in its business including steel, aluminum, lead, resin and copper, and other materials. As with raw materials, the Group is also at risk for supply disruption and shortages in parts and components for its vehicles.

Any interruption in the supply or any increase in the cost of raw materials, parts, components and systems could have a material adverse effect on the Group's financial performance. Fiat Group - The Group is subject to risks associated with exchange rate fluctuations, interest rate changes, credit

The Group operates in numerous markets worldwide and is exposed to market risks stemming from fluctuations in currency exchange rates. The Group uses various forms of financing to cover funding requirements for its industrial activities and for financial services. The Group seeks to manage risks associated with fluctuations in currency and interest rates through financial derivatives. The Group's financial services activities are also subject to the risk of insolvency of dealers and end-customers. Fiat Group - The Group's success largely depends on the ability of its current management team to operate and execute its strategy. The Group's success largely depends on the ability of its senior executives and other members of management to execute their responsibilities. Fiat Group - The Group has significant outstanding indebtedness, which may limit its ability to obtain additional financing. The extent of the Group's indebtedness could have important consequences on its operations and financial results.

- the Group may not be able to secure additional funds for working capital, capital expenditures, debt service and other needs;
- the Group may need to use a portion of its projected future cash flow from operations to pay principal and interest on its debt;
- the Group may be more financially leveraged than some of its competitors, which could put it at a competitive disadvantage;
- the Group may not be able to adjust rapidly to changing market conditions, which may make it more vulnerable to economic downturns.

These risks may be exacerbated by volatility in the financial markets, particularly those resulting from perceived uncertainty about the economic outlook. Among the anticipated benefits of the corporate reorganization announced in January 2014 is the expected reduction of the Group's debt. Even after the acquisition by Fiat, Chrysler continues to manage financial matters, including funding and cash requirements. Furthermore, certain bonds issued by Fiat include covenants that may be affected by circumstances related to the Group's operations. In addition, one of Fiat's existing revolving credit facilities, expiring in July 2016, provides for some limits on Fiat's ability to incur additional debt. Fiat Group - Restrictive covenants in the Group's debt agreements could limit its financial and operating flexibility. The indentures governing certain of the Group's outstanding public indebtedness, and other credit agreements

- incur additional debt;
- make certain investments;
- enter into certain types of transactions with affiliates;
- sell certain assets or merge with or into other companies;
- use assets as security in other transactions;
- enter into sale and leaseback transactions.

Fiat Group - Risk associated with restrictions arising out of Chrysler's debt instruments. Chrysler is party to a credit agreement for certain senior secured credit facilities and an indenture for two series of senior unsecured debt. In particular, in January 2014, Chrysler paid a distribution of \$1.9 billion to its members. With certain exceptions, these restrictive covenants could have an adverse effect on the Group's business by limiting its ability to take certain actions. If Chrysler is unable to comply with these covenants, its outstanding indebtedness may become due and payable. In addition, compliance with certain of these covenants could restrict Chrysler's ability to take certain actions that may be necessary for its business. Should Chrysler be unable to undertake strategic initiatives due to the covenants provided for by the above instruments, this could have an adverse effect on the Group's business. C&W Group

The following is a summary of the risks and uncertainties that could potentially have a significant impact on the Group's business. Additional risks and uncertainties not presently known to C&W or that C&W currently believes to be immaterial are also possible.

- C&W ? Risks associated with general economic conditions
C&W's success depends, in part, on the basic strength of the real estate markets in which C&W operates. Periods of economic downturn can result in a general decline in acquisition, disposition and leasing activity, increased competition and reduced demand for C&W's services.
- C&W ? Risks associated with C&W's credit facility
C&W's credit agreement imposes operating and other restrictions on C&W and many of its subsidiaries which may limit their ability to take certain actions.
- C&W ? Risks associated with seasonality
A significant portion of C&W's revenue is seasonal which can affect C&W's ability to compare financial conditions over time.
- C&W ? Risks associated with the impairment of C&W's goodwill and other intangible assets
In connection with EXOR's acquisition of Cushman & Wakefield, Inc. in 2007 and as a result of subsequent acquisitions, C&W has recorded significant amounts of goodwill and other intangible assets.
- C&W ? Risks associated with currency fluctuation
C&W's revenue from non-U.S. operations is denominated primarily in the local currency where the associated real estate services are provided.
- C&W ? Risks associated with litigation
C&W's licensed employees and the licensed employees of C&W's global subsidiaries are subject to statutory and common law claims.
- C&W ? Risks associated with competition
C&W competes across a variety of business disciplines within the commercial real estate services industry. Although C&W has a strong market position, it may face increased competition.
- C&W - Risks associated with ability to attract and retain qualified and experienced employees
C&W's continued success is highly dependent upon the efforts of its executive officers and other key employees.
- C&W ? Risks associated with operations in multiple jurisdictions with complex and varied tax regimes
C&W operates in many jurisdictions with complex and varied tax regimes and is subject to different forms of taxation.
- C&W ? Risks associated with the protection of C&W's intellectual property
C&W's business depends, in part, on C&W's ability to identify and protect proprietary information and other intellectual property.
- C&W - Risks associated with non-compliance with policies and Global Code of Business Conduct
The global nature of C&W's business makes it challenging to communicate the importance of adherence to C&W's policies and Global Code of Business Conduct.
- C&W ? Risks associated with the security of C&W's information and technology networks, including personally identifiable information
C&W collects and stores sensitive data such as personally identifiable information of C&W's employees, clients and other third parties. In order to manage such risks, C&W has recently deployed a third-party Managed Security Service to monitor and protect its information technology systems.

Juventus Football Club
Juventus Football Club - Risks associated with general economic conditions
Overall, Juventus' financial position, income statement and cash flows are affected by general economic conditions. Juventus Football Club - Risks associated with the sponsorship market
From a general viewpoint, the crisis which has hit financial markets in recent years and the consequent ongoing uncertainty have had a negative impact on Juventus' financial position. Juventus Football Club - Risks associated with the ability to attract human capital?
Achieving sports and economic results depends on the ability to attract and keep top quality managers, players and staff. Juventus Football Club - Risks associated with funding requirements
Numerous factors affect Juventus' financial position. In particular, these include the fulfillment of sports and business obligations.

Juventus Football Club - Risks associated with business sector

Players' registration rights represent the company's main factor of production. Sports activities are subject to market fluctuations. In addition, given that the business also focuses on the commercial exploitation of the trademark, trademark infringement represents a risk.

Juventus Football Club - Risks associated with the Transfer Campaign

The company's business and financial performance are affected significantly by the acquisitions and disposals of players.

Juventus Football Club - Risks related to relations with footballers

Like all its main competitors, the company has been faced with a significant increase in salaries and bonuses for players. It cannot be excluded that these trends may continue in future years, affecting the company's strategy and the financial results.

For the relations in question, it is important to underline the risk connected with a failure of footballers who are not performing as expected.

Juventus Football Club ? Risks associated with any unlawful behavior of registered players

As current sports regulations hold football clubs liable for certain behavior of its players, the possibility that the club may be held liable for such behavior represents a risk.

Juventus Football Club - Risks associated with radio and television rights

The company's revenue represents a large part of its income derived from the sale of radio and television rights, and the distribution of these rights represents a risk. Moreover, in recent years live streaming and piracy on Internet have caused and continue to cause the loss of revenue.

Juventus Football Club ? Risks associated with digital media

The company has adopted appropriate procedures and rules of conduct to manage media relations. However, the rapid evolution of digital media represents a risk.

Juventus Football Club - Risks associated with management of the company-owned stadium

Starting with the 2011/2012 season, Juventus became the first Italian club to own its stadium. Management of the new stadium and public parking areas during events may also lead to unexpected costs, in addition to the risk of injury to spectators.

Juventus Football Club ? Risks associated with the no-fault liability of football clubs

Under current regulations, football clubs have a no-fault liability in relation to certain acts of their registered players and staff.

Juventus Football Club - Risks associated with fluctuations in interest rates and exchange rates

Juventus uses various forms of funding to assure the cash flow needed for its business. These include credit lines, bank deposits, and bonds.

Juventus conducts almost all its purchase and sale transactions in euro. As a result, the company is not exposed to significant exchange rate risk.

Juventus Football Club - Risks associated with the missed qualification for sports tournaments

Championship, while the performance is significantly affected by both directly and indirectly, by the results achieved in the previous season.

Juventus Football Club - Risks associated with Financial Fair Play

The UEFA Executive Committee recently approved the European-wide introduction of a licensing system for football clubs. Financial Fair Play is based on the break-even principle, according to which the clubs can participate in European competitions if they meet the following requirements:

- financial statements certified by an independent auditor demonstrating that the club is a going concern
- non-negative equity;
- no overdue payables towards football clubs, employees, and/or social/tax authorities;
- a positive break-even result, demonstrating compliance with the break-even rule, for the two years preceding the current season.

The company has obtained the UEFA license to play in European championships for the 2013/2014 football season.

Juventus Football Club - Risks associated with the outcome of pending litigation

With the assistance of its legal advisers, the company manages and constantly monitors all current disputes and litigation.

Future negative effects, both minor and major, on Juventus' financial position, income statement and cash flow are possible.

Juventus Football Club ? Risks associated with tax litigation

Considering the specific nature of the football industry and in particular of the transactions regulating the Transfer Market, the company is exposed to tax litigation.

Periodi correlati:

FY 2012

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