

CNH GLOBAL N V
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INFORMATION DOCUMENT

prepared in accordance with article 70, paragraph 6, of Consob Regulation no. 11971 of May 14, 1999,

as subsequently amended

relating to the

CROSS-BORDER MERGER OF FIAT INDUSTRIAL S.P.A. WITH AND INTO FI CBM HOLDINGS N.V.

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Fiat Industrial S.p.A. Registered Office: Turin, Via Nizza 250 (Italy)

Share Capital: 1,919,433,144.74 Companies Register of Turin /Tax code: 10352520018

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Forward-looking statements

This Information Document contains certain forward-looking statements relating to both Fiat Industrial S.p.A. and FI CBM Holdings N.V. and their activities subsequent to completion of the Transaction. These statements are not historical fact and are based on current estimates and projections made by the companies party to the Transaction concerning future events and, by their nature, are subject to inherent risks and uncertainties. They relate to events and depend on circumstances that may or may not occur or exist in the future, and, as such, reliance should not be placed on them. Actual results may differ materially from those expressed in such statements as a result of a variety of factors, such as: volatility of commodity prices, changes in general economic conditions, economic growth and other changes in business conditions, changes in government regulation (in Italy or abroad), and many other factors, most of which are outside of the control of the companies party to the Transaction.

Table of Contents**SUMMARY PRO FORMA CONSOLIDATED AND PER SHARE DATA FOR THE ISSUER****(FIAT INDUSTRIAL S.P.A.) AND FOR THE MERGING COMPANY****(FI CBM HOLDINGS N.V.)**

The following table provides consolidated financial highlights at December 31, 2012 for Fiat Industrial group and pro forma consolidated financial highlights for the group that will be headed by FI CBM Holdings N.V. after the completion of the merger transaction described herein.

Given that the information provided is based on assumptions, it should be noted that if the transaction had taken place on the reference dates used for the pro forma figures rather than the effective date, the actual figures would not necessarily be the same as the pro forma figures provided. In addition, the pro forma figures are not forward-looking and should not be considered a forecast of future earnings for the groups headed by Fiat Industrial S.p.A. and FI CBM Holdings N.V. as they have been prepared for the sole purpose of providing an illustrative representation of the identifiable and objectively measurable effects of the FI Merger.

The information presented below is taken from the pro forma data presented in Section 5 and should be read in conjunction with the description of assumptions and methods used for preparation of the pro forma data and other information contained in those sections.

| | Year ended December 31, 2012 | | |
|---|---|--------------------------|--|
| | Consolidated Financial Statements Fiat Industrial Group (historic) | Pro-forma adjustments | Consolidated Financial Information: Merging Company (pro forma) |
| (million) | | | |
| Net revenues | 25,785 | | 25,785 |
| Trading profit/(loss) | 2,079 | | 2,079 |
| Operating profit/(loss) | 1,862 | | 1,862 |
| Profit/(loss) before tax | 1,485 | (14) | 1,471 |
| Profit/(loss) for the year | 921 | (9) | 912 |
| Profit/(loss) attributable to owners of the parent | 810 | 118 | 928 |
| Total assets | 38,937 | | 38,937 |
| Equity | 5,722 | | 5,722 |
| Equity attributable to owners of the parent | 4,935 | 708 | 5,643 |
| (per share data in) | | | |
| Per share data | | | |
| Earnings per share | 0.663 | 0.030 | 0.693 |
| Equity per share (attributable to owners of the parent) | 4.037 | 0.177 | 4.214 |

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DEFINITIONS

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| AFM | the Netherlands authority for the financial markets (<i>Stichting Autoriteit Financiële Markten</i>). |
| Borsa Italiana | Borsa Italiana S.p.A., with registered office in Piazza degli Affari 6, Milan, Italy. |
| Closing Date | the date to be specified by Fiat Industrial, NewCo and CNH, on which Fiat Industrial, CNH and NewCo will execute and deliver the relevant documentation required under Italian law and Dutch law, as the case may be, to properly consummate the Mergers. |
| Consob | the Italian authority for the financial markets and issuers (<i>Commissione Nazionale per le Società e la Borsa</i>). |
| CNH | CNH Global N.V., with registered office at World Trade Center Schiphol Airport, Schiphol Boulevard 217 1118 BH, Schiphol (Amsterdam), the Netherlands. |
| CNH Dividend | the special dividend declared to CNH stockholders in the amount of US\$10.00 per CNH common share and paid on December 28, 2012 to the holders of CNH common shares and allocated to a special reserve in respect of the dividend on the CNH common shares B, as resolved by the extraordinary shareholders meeting of CNH held on December 17, 2012. |
| CNH Exchange Ratio | the exchange ratio determined by the board of directors of CNH and the board of directors of NewCo in connection with the CNH Merger, as better described in the summary of this Information Document. |
| CNH Exchange Ratio Report | the expert report prepared by Mazars to the benefit of CNH pursuant to Section 2:328, paragraphs 1 and 2, of the Dutch Civil Code on the CNH Exchange Ratio. |
| CNH Merger | the merger, governed under Dutch law, of CNH with and into NewCo. |
| CNH Merger Effective Date | the date of effectiveness of the CNH Merger at 00.00 CET on the day following the date on which the deed of merger relating to the CNH Merger is executed before a civil law notary officiating in the Netherlands. |
| CNH Merger Plan | the merger plan relating to the CNH Merger prepared in accordance with Title 2.7 of the Dutch Civil Code and approved by the boards of directors of CNH and NewCo. |
| Demerger | the partial proportional de-merger of Fiat S.p.A. in favor of Fiat Industrial of the activities pertaining to the Agricultural and Construction Equipment, Trucks and Commercial Vehicles and to the Industrial & Marine division of the FPT Powertrain Technologies sector from the activities related to the Automobiles business as well as to the relevant Components and Production Systems, and effective as of January 1, 2011. |

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| Dutch Civil Code | the Dutch civil code (<i>Burgerlijk Wetboek</i>). |
| Effective Date | the date of effectiveness of the Mergers. |
| Election Form | the election form that will be made available on Fiat Industrial website, which shall be completed, signed and submitted in order to request the allocation of the Special Voting Shares in connection with the FI Merger. |
| Exchange Ratio Reports | the reports prepared by RE&Y and Mazars as to the FI Exchange Ratio and the CNH Exchange Ratio, respectively. |
| Exchange Ratios | jointly, the FI Exchange Ratio and the CNH Exchange Ratio. |
| Exor | Exor S.p.A., with registered office in Via Nizza 250, Turin, Italy. |
| FI Exchange Ratio | the exchange ratio determined by the board of directors of Fiat Industrial and the board of directors of NewCo in connection with the FI Merger, as better described in the summary of this Information Document. |
| FI Exchange Ratio Report | the expert report prepared by RE&Y for the benefit of Fiat Industrial pursuant to article 2501- <i>sexies</i> of the Italian Civil Code and article 9 of the Legislative Decree 108 on the FI Exchange Ratio. |
| FI Merger | the cross-border merger of Fiat Industrial with and into NewCo. |
| FI Merger Effective Date | the date of effectiveness of the FI Merger at 00.00 CET on the day following the date on which the deed of merger relating to the FI Merger is executed before a civil law notary officiating in the Netherlands. |
| FI Merger Plan | the common cross-border merger plan relating to the FI Merger prepared in accordance with article 6 of Legislative Decree 108 and Title 2.7 of the Dutch Civil Code and approved by the boards of directors of Fiat Industrial and NewCo. |
| Fiat Group | Fiat S.p.A. and its subsidiaries. |
| Fiat Industrial | Fiat Industrial S.p.A., with registered in Via Nizza 250, Turin, Italy. |
| Fiat Industrial Group or Group | Fiat Industrial S.p.A. and its subsidiaries prior to the Transaction or the successor of Fiat Industrial S.p.A. resulting from the Transaction and its subsidiaries, as the case may be. |
| FNH | Fiat Netherlands Holding N.V., with registered office in Amsterdam, the Netherlands, and principal office address at World Trade Center Schiphol Airport, Schiphol Boulevard 217 1118 BH, Schiphol, Amsterdam, the Netherlands. |
| FNH Merger | the cross-border merger of FNH with and into Fiat Industrial, resolved by the board of directors of Fiat Industrial on May 28, 2013 pursuant to article 2505 of the Italian Civil Code. |

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| FNH Merger Plan | the common cross-border merger plan relating to the FNH Merger prepared in accordance with article 6 of Legislative Decree 108 and Title 2.7 of the Dutch Civil Code and approved by the boards of directors of Fiat Industrial and FNH. |
| Information Document | this information document prepared and approved by the board of directors of Fiat Industrial pursuant to article 70, paragraph 6, of the Issuers' Regulation. |
| International Financial Reporting Standards or IFRS | the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and adopted by the European Union including all interpretations issued by the IFRS Interpretations Committee. |
| Issuers' Regulation | the regulation for issuers adopted by Consob through resolution no. 11971 of May 14, 1999. |
| Italian Civil Code | the Italian civil code adopted through the decree no. 262 of March 16, 1942. |
| Italian Financial Act | the Italian Legislative Decree no. 58 of February 24, 1998. |
| Legislative Decree 108 | the Italian Legislative Decree no. 108 of May 30, 2008. |
| Loyalty Register | the section of NewCo's shareholders register reserved for the registration of NewCo Common Shares that are Qualifying Common Shares, or are purported to become Qualifying Common Shares after an uninterrupted period of at least three years after registration. |
| Market Rules | rules applicable to markets organized and managed by Borsa Italiana S.p.A. applicable as June 3, 2013. |
| Mazars | Mazars Paardekooper Hoffman N.V. |
| Mergers or Transaction | jointly, the FI Merger and the CNH Merger. |
| Merger Agreement | the merger agreement executed on November 25, 2012 by and between Fiat Industrial, NewCo, FNH and CNH. |
| MTA | the Mercato Telematico Azionario |