



The formation of Fiat Chrysler Automobiles

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I. Sector Overview

History of the automobile industry, with a closer look in the US

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From small shops to world domination....

- In the early to mid 1800s, the automotive industry was not much more than a collection of small boutiques producing a handful of cars a year.
- Soon **mass production and assembly lines** led to the creation of giants such as Daimler, Benz, Volkswagen, Peugeot, etc.

Change in industry dynamics in the 1980s

- The industry in the United States was dominated by domestic players until the 1980s, then an increased competition from imported cars - mainly from Japan and Europe
- Most of the domestic players failed to rise to the challenge and piled up exorbitant amounts of debt.

Current outlook

- Auto industry includes commercial vehicles and passenger cars, as the sales of passenger cars are forecasted to cross 74 million units by 2020 globally.
- Industry plays a significant force in the American economy



Main players of the industry

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DAIMLER



Fast Statistics

10% - 20%
Gross profit

Premium brands enjoy higher profit margins

3% - 5%
Net Margin

Competition

Passenger cars is the largest category
67MM - 19'



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Competition in the market

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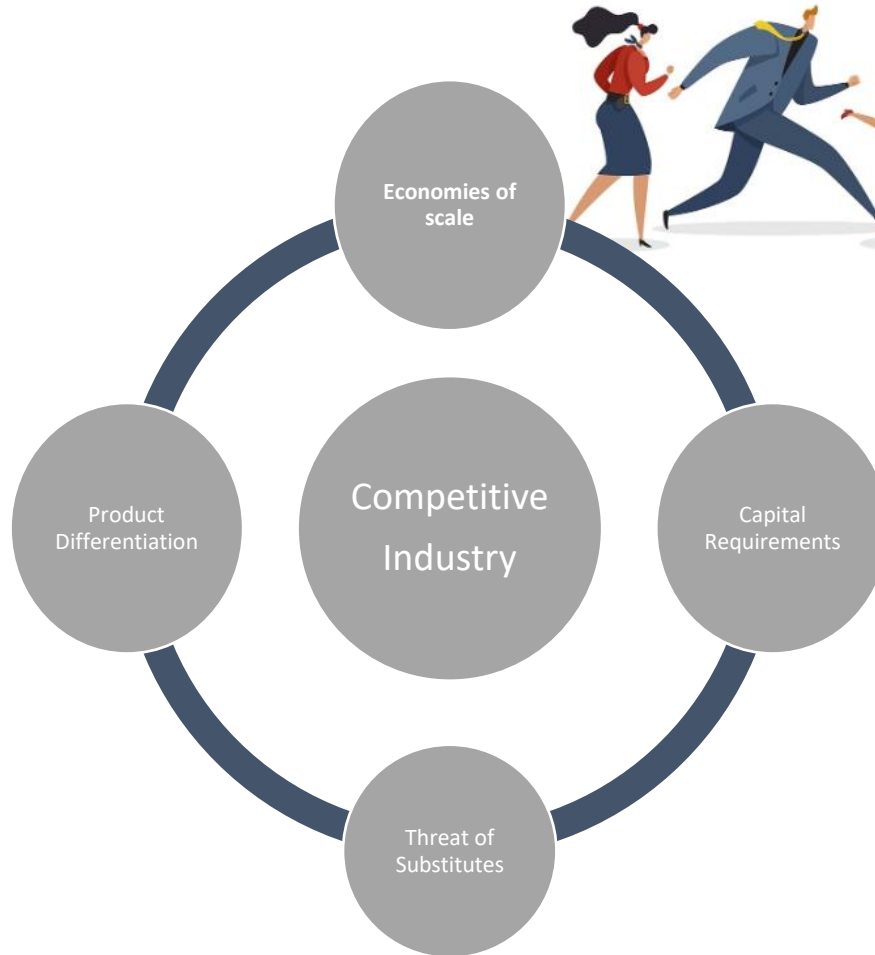
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The global credit crisis hit the industry hard

2008 Financial crisis

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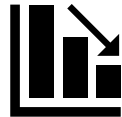
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- In 2008, General motors, Chrysler and ford, also known as “The Big Three automakers” asked Congress for financial aid in order for the companies to keep operating.



- General Motors and Chrysler warned congress that bother the companies might face bankruptcy, causing 1 million job losses.



- Ford Motor stated that the company did not need funds since it had already cut costs, but it asked to be included so it wouldn't suffer by competing with companies who already had government subsidies.



- From 2008 to 2014, the U.S governments bailout program costed the government \$80.7 billion



Porter's five forces

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Threat of new Entrants: **LOW**

- Low threat of new entrants
- Upfront capital requirement makes entry harder
- Comply with many different government regulations
- Hard access to distribution channels

Competitive Rivalry: **HIGH**

- Low margins in the industry increases the pressure
- Already has major established players disputing market share
- Aggressive tactics of discounts and premium advantages/perks

Threat of substitutes: **Low**

- Daily commuters
- Better public transportation
- Cost of operating and maintenance

Bargaining power of buyers: **HIGH**

- Minimal switching costs
- Customer loyalty through design, quality and by offering competitive prices
- Low brand loyalty, readily comparable alternatives
- Price sensitive, consumers will buy from where the product is cheaper, benefits don't matter much here

Bargaining power of suppliers: **LOW**

- Low to moderate switching costs
- Majority of sellers are small
- Threat of forward integration is very low
- Have to follow rules set by the big brands

Consolidation trend

2008 Financial crisis

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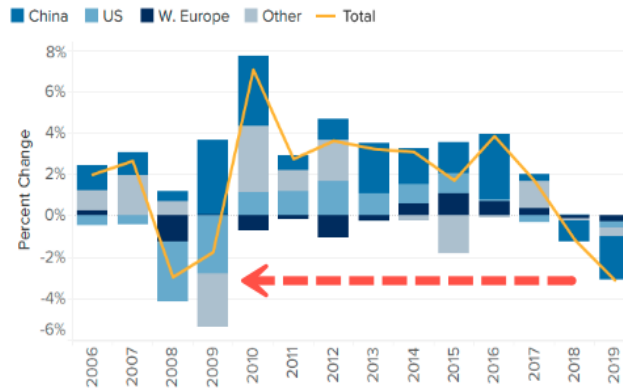
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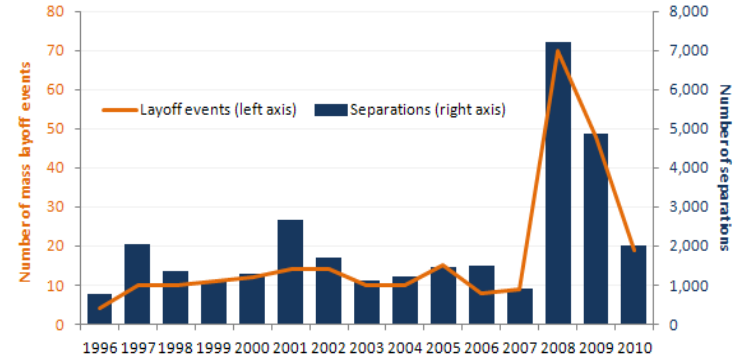
Global car sales: Annual change



SOURCE: Fitch Ratings, OICA, Haver Analytics. 2019 data is forecasted.



Extended mass layoffs, layoff events and separations, motor vehicle and parts dealers, 1996–2010



Source: U.S. Bureau of Labor Statistics

www.bls.gov

- The financial crisis was a very tough time for the whole world, the automobile sector was hit very hard and lost a lot of money as vehicle production declined by 3.7% in 2008 and 15.8% in 2009 (OICA, 2012).
- One of the main reasons the automobile sector died was due to less access to consumer credit, which led to financing of a high share of new vehicles in huge markets like the United States.
- Even the emerging markets were not spared as countries including China, India and Brazil, saw lower demand for new cars in 2008 compared to other years, but still saw their new vehicle sales continued to grow during the crisis.

Recent deals

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- In 2008, Tata motors bought Jaguar and Land Rover for \$2.3 billion.



- In 2012 Volkswagen paid \$5.6 billion to acquire, Porsche – another major deal in the industry



- In 2014, Volkswagen acquired Scania in a \$9.2-billion and took it off stock market

II.

Company Analysis

C H R Y S L E R



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1925



- Founded by Walter Chrysler

1926



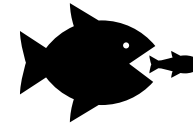
- Chrysler launched the Chrysler automobile
- 6-cylinder
- Cutting-edge Technology
- Affordable

1928 – 1960



- Acquisition of Dodge Bros.
- Europe expansion
- Chrysler Europe in 1967

1970- 1985



- In the late 1970s, first federal bail-out
- Introduced Mini-van

Early 1990s



- Excess plant capacity, fixed costs, expensive **labor contracts**
- Generous retiree benefits
- Fierce competition
- Partner to ensure survival

C H R Y S L E R



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1998



Daimler-Benz AG ("Daimler"), a German automaker, merged with Chrysler in 1998 to form DaimlerChrysler AG.



Total disaster and the merged company failed to generate profits

2007



Daimler sold (80.1%) to **Cerberus Capital Management L.P.**

Plan called for dramatic cost reductions

2008-2009

Global credit crisis affected sales, which plummeted

Liquidity was scarce

Failed attempt to partner with another large automotive OEM

\$4 billion bridge Loan (TARP)

Viability Plan

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Manufacturing Plants



- American Ingenuity and manufacturing
- High U.S Market penetration
- Robust and diversified portfolio

Portfolio

DODGE

Passenger, performance cars, minivans, crossovers and SUVs



RAM

Trucks and commercial vehicles

Jeep

Off-road vehicles, SUVs and crossovers



Luxury sedans and minivans

Introduction to Fiat

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Fabbrica Italiana Automobili Torino (Italian Automobile Company Turin) otherwise known as Fiat was first formed in 1899 by a group of businessmen and professionals from Turin who all had a mutual dream of an Italian automobile factory that could offer democratic mobility. In their first year they produced 24 vehicles called the Fiat 3/2HP.



Fiat 3/2HP

Fiat's growth was steady however due to World War I Fiat devoted itself to supplying the Allied Forces with weapons, aircrafts and vehicles. Fiat's aim was to address a potential market of the need for a small and cheap car. This market had been left untouched. Space was an issue in the cities therefore Fiat understood that what people needed was a two seater small car therefore the new 500 Topolino went under production to address that segment.



Fiat Group is divided into two companies

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Fiat S.p.A. consists of three business units:

1. Automobiles components
2. Production systems
3. Publishing and communications.

Fiat industrial consists of three business units as well:

1. Agricultural
2. Construction equipment; truck - commercial vehicles
3. FPT industrial. FPT industrial comprises the industrial and marine activities of Fiat Powertrain technologies.



Acquisitions and Principle businesses' of Fiat

Fiat Automobiles

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AUTOMOBILES

Fiat

Practical, versatile and responsive. Suited to customers who are increasingly in tune with environmental issues and technological innovation. The brand has a tradition of producing models that offer practical and affordable technological solutions and an unmistakable Italian design.

Alfa Romeo

Sportiness, technology, comfort and elegance all come together to create the distinctive personality and style that characterise Alfa Romeo, an historic Italian marque that celebrates its 100th anniversary in 2010. It continues to embody the values that have been recognised by generations of auto enthusiasts: agility, spirit, charm.

Lancia

Class and exclusivity, Lancia's perennial hallmarks. Its models have an elegance which adapts to everyday life and personifies an unmistakable Italian style. The ECOchic range represents an innovative concept in automobiles which are friendly to the environment, stylish but affordable, responsive but efficient.

Abarth

From its relaunch in 2007, Abarth was immediately synonymous with sporting emotion and grit. It has returned with a modern interpretation of all of its traditional products: such as the Grande Punto and the 500 Abarth, packed with technology and performance inspired by the world of motor racing, not to mention the legendary conversion kits.

Fiat Professional

This brand of light commercial vehicles was created to partner small and large companies in growing their businesses. Customers seeking productivity, ease of use and fuel efficiency rely on the know-how and innovation of Fiat Professional, an ally for businesses as they confront the challenges of the market.

Maserati

A marque which has always produced captivating and technologically advanced saloons derived from the world of competitive racing. In fact, Maserati has a long and proud racing heritage which continues today with the MC 12, winner of 12 FIA GT Championship titles over the last 5 years.

Ferrari

The road cars produced by the Maranello-based company are, by definition, the most prestigious example of Italian technology and craftsmanship: exclusive cars without equal. Their genealogy is inextricably linked to Ferrari's experience in competitive racing: Formula 1, in particular, where Team Ferrari is the only team to have participated in every world championship and also winner of the greatest number of titles (16 times winner of the Constructors' championship and 15 times winner of the Drivers' championship).

Acquisitions and Principle businesses' of Fiat

Fiat Components and Production Systems

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COMPONENTS AND PRODUCTION SYSTEMS

FPT Powertrain Technologies

The vehicles and equipment produced by the Group are powered by FPT Powertrain Technologies engines and transmissions. Technological excellence, a wide product range and an extensive worldwide presence make FPT a global leader in the powertrain sector. FPT has always sought solutions for sustainable mobility, achieving reduced pollution and consumption, while at the same time providing continuous improvements in performance and driving pleasure. Research and development activities are oriented toward the evolution of conventional engines, as well as engines which use alternative fuels, are bifuel or natural gas only, and hybrids.

Magneti Marelli

This international company is a leader in the design and production of state-of-the-art automotive systems and components: from lighting to engine control systems, from suspensions to electronic systems, from exhaust systems to components to the aftermarket and motorsport. Through a process of continuous innovation, Magneti Marelli seeks to leverage its know-how and the Group's skill-base in the area of electronics to develop intelligent systems and solutions which contribute to the evolution of safe and environmentally-sustainable mobility and also offer an enhanced passenger environment.

Teksid

Today, Teksid is the world's largest producer of grey and nodular iron castings. The company is constantly upgrading and improving the quality of production to meet the increasingly demanding needs of the automotive industry. It manufactures approximately 600 thousand tonnes per year of engine blocks, cylinder heads, engine components, transmissions parts, gearboxes and suspensions. Teksid's competitive advantages are based on: 80 years of experience; continuous technology upgrades; high level of automation; investment in research and development to improve quality standards; and, close integration with the product development activities of customers.

Comau

Comau makes "the machines that make machines": body welding and assembly robots, and machining and assembly for mechanical systems. Customers are delivered a turnkey solution which includes design, production, installation, production startup and maintenance. With 25 sites in more than 15 countries and 40 years of experience in the automotive sector, Comau is a leader in the development of innovative technology. Constant investment in research has enabled the Sector to position itself as a full-service provider of engineering solutions to the automotive industry, as well as the aerospace, petrochemical, steel and foundry industries.

Fiat Group around the World in 2009

Fiat has an extensive presence worldwide

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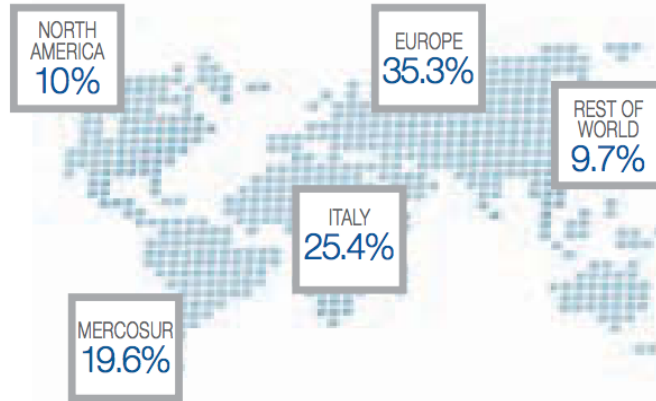
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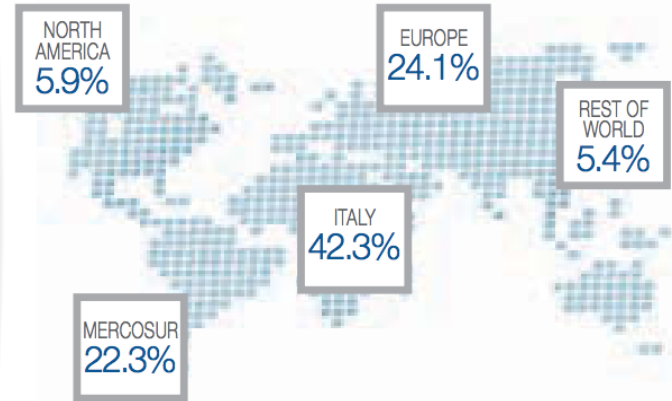
Post- acquisition



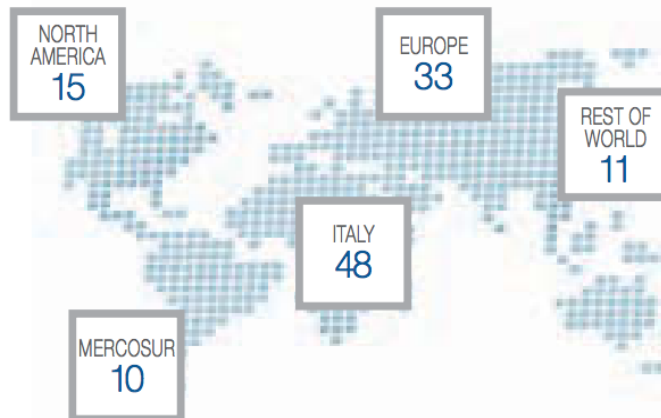
Revenues by Destination



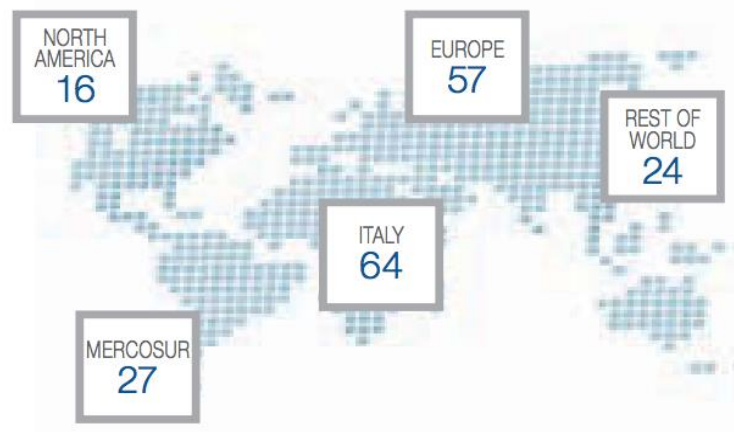
Employees Worldwide



R&D



Plants



III. The Deal

Chrysler's perspective

An emergency turned into an opportunity

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CHRYSLER



Financial Trouble

- Chrysler filed for bankruptcy in 2009
- Fiat had shown experience in handling financial difficulties in 2003/4 themselves
- Fiat has a strong capital base

R&D Synergies & Economies of Scope/Scale

- Gain access to Fiat's technological novelties and expertise
- Use Fiat's technology and vehicle platforms to build more fuel-efficient, small and midsize cars

Geographic Market Coverage

- access Fiat's European distribution networks
- gain a foothold in emerging markets → piggyback Fiat's existing sales and distribution structures



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Fiat's perspective

Cheaply gaining a foothold in the U.S. Market

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Chrysler's International Standing

- Chrysler being the 3rd largest US vehicle manufacturer with trusted international reputation

Legal Issues

- Already acquired a cheap majority to gain a foothold
- Due to a lawsuit, they then upgraded to 100%



Geographic Market Coverage

- Access Chrysler's U.S. sales and distribution network, returning to the only global market where it did not compete

R&D Synergies & Economies of Scope/Scale

- Due to a similar target group and recent environmental restrictions in the U.S., Fiat could take the lead in manufacturing new efficient cars

Timeline

Eventful and convoluted timeline... five years to be fully completed.

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2008 - 2009

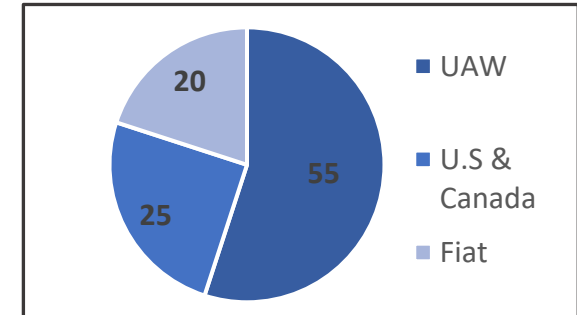
After a failed out-of-court restructuring Chrysler filed for Chapter 11 Protection and announced partnership with Fiat



Arthur J. Gonzalez approved Government restructuring plan and sale of Chrysler's assets

Chrysler's assets would be sold to a new entity named **"New Chrysler"** for **\$2 billion** under Section 363(b)(1) of the U.S Bankruptcy Code

NewCo Shareholder Structure (%)



Cerberus (80.1%) and Daimler (19.9%), would get equity wiped-out, for no further VEBA obligations

Value Distribution Under proposed plan of New Chrysler

		New Chrysler Payment to Old Chrysler	New Liabilities from Proposal	Total Recovery	
Total Value Available for Distribution:		\$ 2,000.00	\$ 13,590.00	\$ 15,590	
Probability of scenario:		100%			
Claim	Face Value (Millions)				Recovery on Face Value %
DIP	4500		\$ 500.00	\$ 500.00	11.11%
1st Lien	6900	\$ 2,000.00	\$ -	\$ 2,000.00	28.99%
2nd Lien	2000		\$ -	\$ -	0.00%
TARP	4000		\$ -	\$ -	0.00%
VEBA Loan	10600		\$ 4,590.00	\$ 4,590.00	43.30%

Timeline

Eventful and convoluted timeline... five years to be fully completed.

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The final steps..



2011

Following the purchase of the ownership interests held by Canada and the US Treasury, Fiat's stake in Chrysler increased to **55%**.

2013

In early 2013 Sergio Marchionne admitted that his efforts to **convince the VEBA Trust** to sell its 41.5% Chrysler stake had failed and there were rumors that **Chrysler was expected to IPO**

2014

In January, Fiat announced that it had completed **the full buyout of Chrysler**, making the U.S. business a wholly owned subsidiary of the Italian carmaker.

Synergies to be taken

U.S. business was a profit center for Fiat, but the two companies were still forced to manage their finances separately.



Sergio Marchionne was appointed as Fiat new CEO, replacing existing Robert Nardelli, after Chrysler emerged from Bankruptcy in 2009. Sergio Marchionne was a big proponent of the full merger

Financial Parameters

2014 Final stake acquisition

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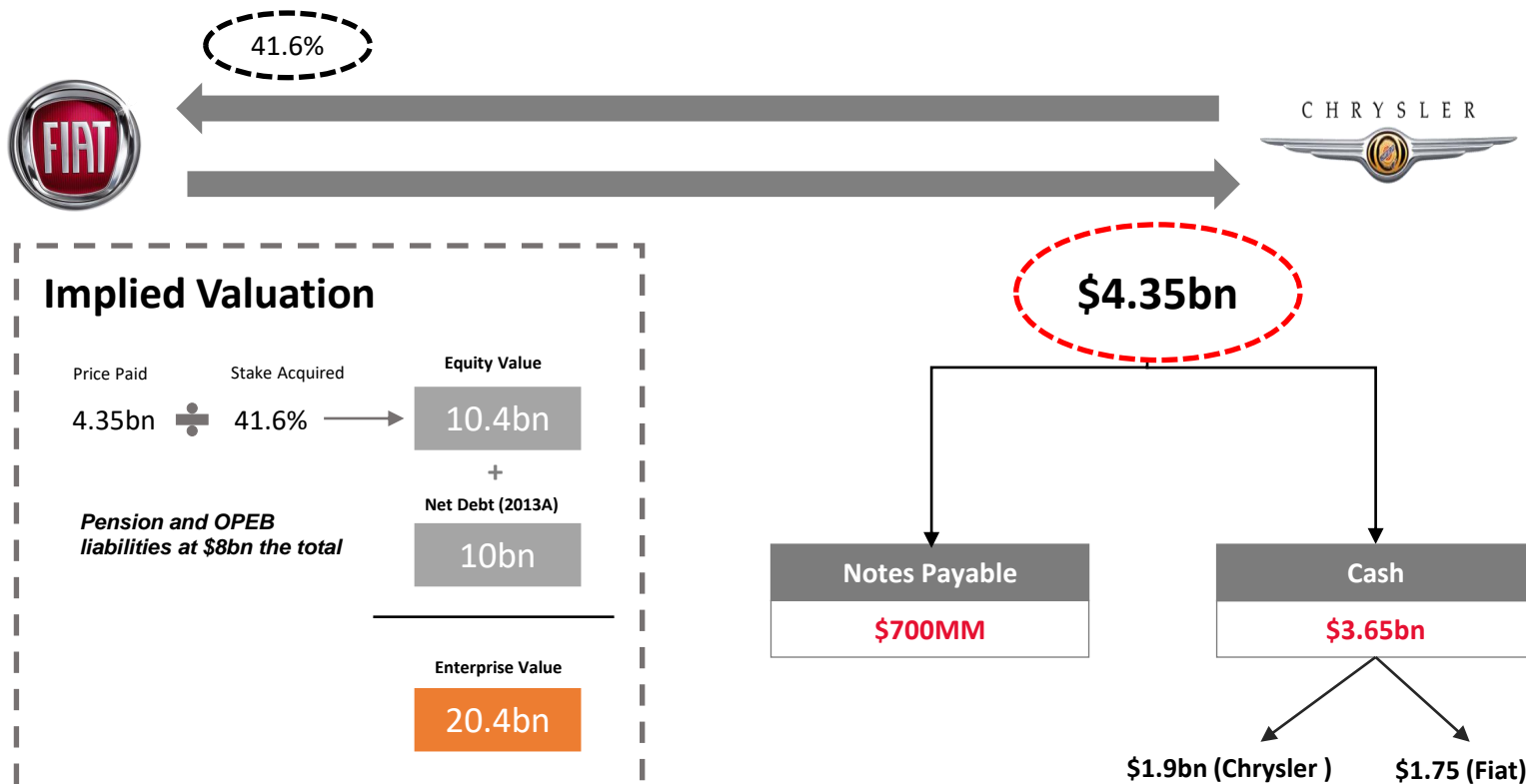
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Fast Statistics

Accretive deal

Market expected Fiat to pay up to \$5bn

15% addition to Fiat's implicit share value

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Post-Acquisition with Marchionne



July 14, 2015

Fiat Chrysler Automobiles chief executive Sergio Marchionne and Dennis Williams, President of the United Auto Workers (UAW) entered into negotiations.

January 8, 2017

Chrysler planned to add 2,000 jobs and invest \$1 billion to manufacture the Jeep Wagoneer and Grand Wagoneer and to make a new Jeep Wrangler pickup at its Toledo Assembly South Plant in Toledo, Ohio by 2020.

January 13, 2017

FCA under investigation by the due to allegedly failing to disclose software that violated emissions standards and allowed vehicles to exceed pollution limits. FCA "used a 'defeat device' to circumvent emission controls" in more than 100,000 vehicles between 2014 and 2016.



July 21, 2018

FCA's CEO Marchionne was suddenly replaced in all of his positions at FCA, Ferrari, SGS and CNH following emergency meetings of each respective company's board of directors the day before

Marchionne Saved the Day

Last year, the combined company sold 2 million vehicles in the United States, more than double its sales in the dark days of 2009. Globally, FCA sold 4.7 million cars last year.



Post-Acquisition

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5-Year Plan

Expects sales will increase to **7 million units**, revenues to **€132 billion**, net income to **€5 billion** and industrial debt will peak at **€11 billion** in **2015**, and then reduce to €0.5-1 billion by end of 2018

Global growth will be focused around Jeep, due to its high visibility globally as well as the growing SUV market in developing markets.

Alfa Romeo will become the company's premium marque to compete with Mercedes-Benz, BMW, and Audi, while Maserati will be the company's ultra-luxury brand to compete with Bentley and Rolls-Royce.

Fiat (which will remain the company's mainstream brand outside North America) and Ram Trucks will remain largely unchanged



Outcome

In 2015 worldwide shipments were **4.6 million units**, revenues totaled **€113.2 billion**, up 18% (+6% at constant exchange rates, or CER), adjusted EBIT was **€5.3 billion**, up 40% and Adjusted net profit was **€2.0 billion**, up 91%.

Jeep Renegade, Jeep Grand Cherokee refreshed with celebrities, Jeep Renegade refreshed, a new Jeep Wrangler, new Grand Cherokee, luxury Grand Wagoneer to compete with Mercedes and Range Rover

“refocus the portfolio of actions for the brand to segments and geographies where we have successfully competed.”
Alfa Romeo struggled to gain traction in the U.S. market

Fiat did not do well in U.S. market. New-vehicle market is losing traction.
FCA relies on trucks for 90 percent of its sales in 2018.

Board of Directors

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CHAIRMAN



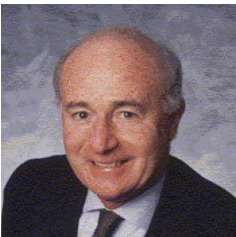
**John
Elkann**



**Ruth J.
Simmons**



**Ruth J.
Simmons**



**Tiberto
Brandolini
d'Adda**

CEO



**Sergio
Marchionne**



**Patience
Wheatcroft**



**Valerie
Mars**



**Andrea
Agnelli**



**Ronald L.
Thompson**



**Ermenegil
do Zegna**



**Stephen
M. Wolf**

Culture Under Marchionne

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We met at one of the darkest moments for our company and it was his intellect, perseverance and leadership that saved Fiat. He also achieved a remarkable turnaround at Chrysler and, through his courage in forging the cultural integration of the two companies, he established the foundations for a more secure and brighter future for us to take forward. For what Sergio has been able to accomplish, turning the impossible into the possible, we will be forever grateful.

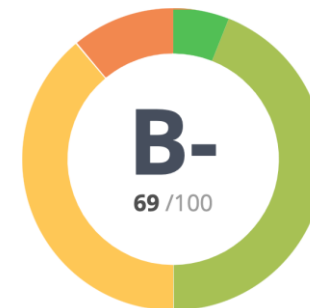
What is most positive about the culture and environment at your company?

// **Bringing everyone with culture backgrounds together and becoming a close bit family.**

[Environment](#) review from **Product Dept** · Posted 8 months ago

// **Many changes have been made to balance work and family life. More can be done, but it is a good start, finally.**

[Environment](#) review · Posted 9 months ago



Last updated months ago

Fiat Chrysler Automobiles (FCA)'s Company Culture, Scored on 18 Different Metrics

Overall Culture at Fiat Chrysler Automobiles (FCA) is rated a **B-**

[Females](#) score it a **C+** 66 / 100

Diversity score is a **B-** 70 / 100

Financials

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Market Summary > Fiat Chrysler Automobiles NV

NYSE: FCAU

+ Follow

8.00 USD **+0.060 (0.76%)** ↑

Apr 24, 4:02 PM EDT · Disclaimer

1 day

5 days

1 month

6 months

YTD

1 year

5 years

Max



All Time Low: \$6.11 USD

All Time High \$24.81 USD

Financials: A Success?

Sector Overview

History

Competitive Landscape

Market Dynamics

Consolidation Trend

Company Analysis

Chrysler (Target)

Fiat (Acquirer)

Deal Analysis

Fiat's Perspective

Chrysler Perspective

Timeline

Financial Parameters

Post-acquisition



	2014	2015
Revenue	\$96,090,000,000	\$110,595,000,000
Net Profits	\$632,000,000	\$377,000,000

Lawsuit

FCA US and Fiat Chrysler Automobiles agreed to pay \$40 million to settle for a class action lawsuit in which FCA misled investors about the number of vehicles sold each month in the United States

Market Value

Market value of Fiat from June 2004 to January 2018 rose from \$5.8 billion to \$71.4 billion.

Earnings

Fiat-Chrysler has reported steady earnings but lags its rivals in China and is experiencing a slowdown in profit in North America, given that $\frac{3}{4}$ of its profits are from North America (NYT)



FIAT CHRYSLER AUTOMOBILES

Thank you!
Q&A