REMUNERATION REPORT

This Remuneration Report provides an overview of our remuneration policy and practices, its application in 2023, and proposed future changes. It has been approved by the Remuneration Committee of the Board of Directors.

Letter from the Chairperson of the Remuneration Committee

Dear Shareholders,

I present Stellantis' 2023 Remuneration Report on behalf of the Remuneration Committee of the Board of Directors. As a Board, we recognize remuneration can be a sensitive and complex issue for shareholders and wider stakeholders. The responsibility of retaining and attracting world class executives in a global corporation and ensuring an appropriate incentive structure, which delivers in the uncertain economic conditions we are living in, is challenging but it is a responsibility which we are fully committed to discharge in the interests of all stakeholders. Given the 80.4 percent approval of the 2022 Remuneration Report and 93 percent approval of the Remuneration Policy, we remain committed to continue our dialogue with our shareholders to understand and reflect shared feedback. ***In response to the feedback we received, we continue to improve the transparency of our Remuneration Report which reflects a number of changes made to our executive compensation program effective January 1, 2023.***

We consulted with 74 percent of our top fifty institutional shareholders over the course of two rounds of engagement throughout 2023 and in early 2024. We sought feedback on the 2023 AGM vote, changes made to the 2023 executive compensation incentive plans going forward and discussed alignment of the executive compensation program with the long-term Company strategy given best interests of shareholders in mind.

The conversations throughout the outreach process proved that many shareholders share our common views about our compensation philosophy and approach. The feedback we received from our shareholders led to the following changes of our executive compensation program and disclosure:

Executive Compensation changes made in 2023
• The LTI plan consists of 100% Performance Share Units ("PSUs" for the Executive Directors) beginning with the 2023 grant, as amended to the Remuneration Policy and approved by Shareholders at the 2023 AGM held on April 13, 2023.
• The Total Shareholder Return ("TSR") metric, beginning with the 2023 LTI grant, does not allow for any vesting/ payout for below-median performance.
• We improved our message as to how our global footprint is reflected in benchmarking our executive compensation with our peer group and how our incentives reflect the Company's bold strategy to transform itself to a sustainable mobility tech company – emphasizing the electrification and software of its vehicles, followed with its ambitious DARE FORWARD 2030 plan for carbon net zero in 2038 with single-digit percentage compensation of the remaining emissions.
• We enhanced the transparency of the Remuneration Report with more detail of setting our incentive performance targets and performance achievement, in particular that of the CEO Transformation Award's milestones/goals and how it is aligned with the Company's long-term strategy and shareholders' interests.

As we continue our journey in adding shareholder value, I hope that our shareholders vote in favor of this year's Remuneration Report. Based on our extensive consultation process with shareholders, we firmly believe that the changes introduced, and greater transparency, will be supported by shareholders.

I would like to thank our shareholders for their insights and engagement over the past two years and welcome their feedback on this year's Remuneration Report, which will be submitted for an advisory vote at our AGM on April 16, 2024. For more information, please refer to the AGM agenda at *www.stellantis.com*.

Wan Ling Martello

Chair, Remuneration Committee

Stellantis – An extraordinary point in our short history

The year 2021 was an unparalleled and unprecedented moment in time for Stellantis.

Not only did the Company, along with the rest of the world had to face the COVID pandemic challenges, but also we had to (1) merge two large global automotive organizations with very different global footprints and cultures, and (2) face an extraordinary shift in the industry to electrification and technology.

Throughout this remuneration report, you will find our Company performance across profitability, generating cash, total shareholder return, and the achievement of key electrification milestones. It is for these reasons our compensation program delivers fairly at a high level – only when the Company performs at a high level.

Our Company's Performance

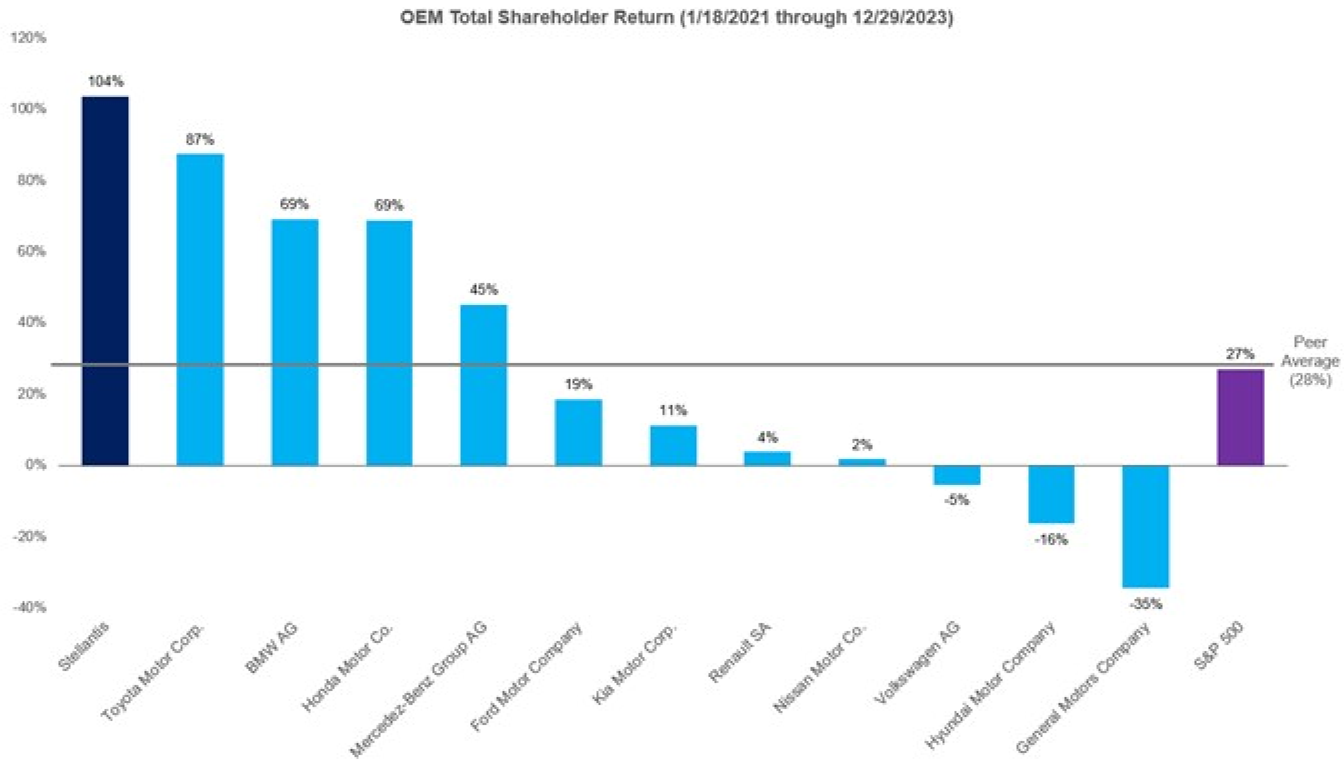
Since Stellantis was first formed on January 17, 2021, the Company has posted record results, accelerated the realization of merger synergies and built solid commercial performance. This has been driven by our clear focus on speed of execution since day one and continued throughout 2023 under the leadership of our CEO, all while leading the fast pace of transformation towards a sustainable tech mobility company.

After having unveiled its ambitious electrification and software plans in July 2021 with planned investments of more than €30 billion through 2025 and strong partnerships announced in battery technology, battery raw materials and software.

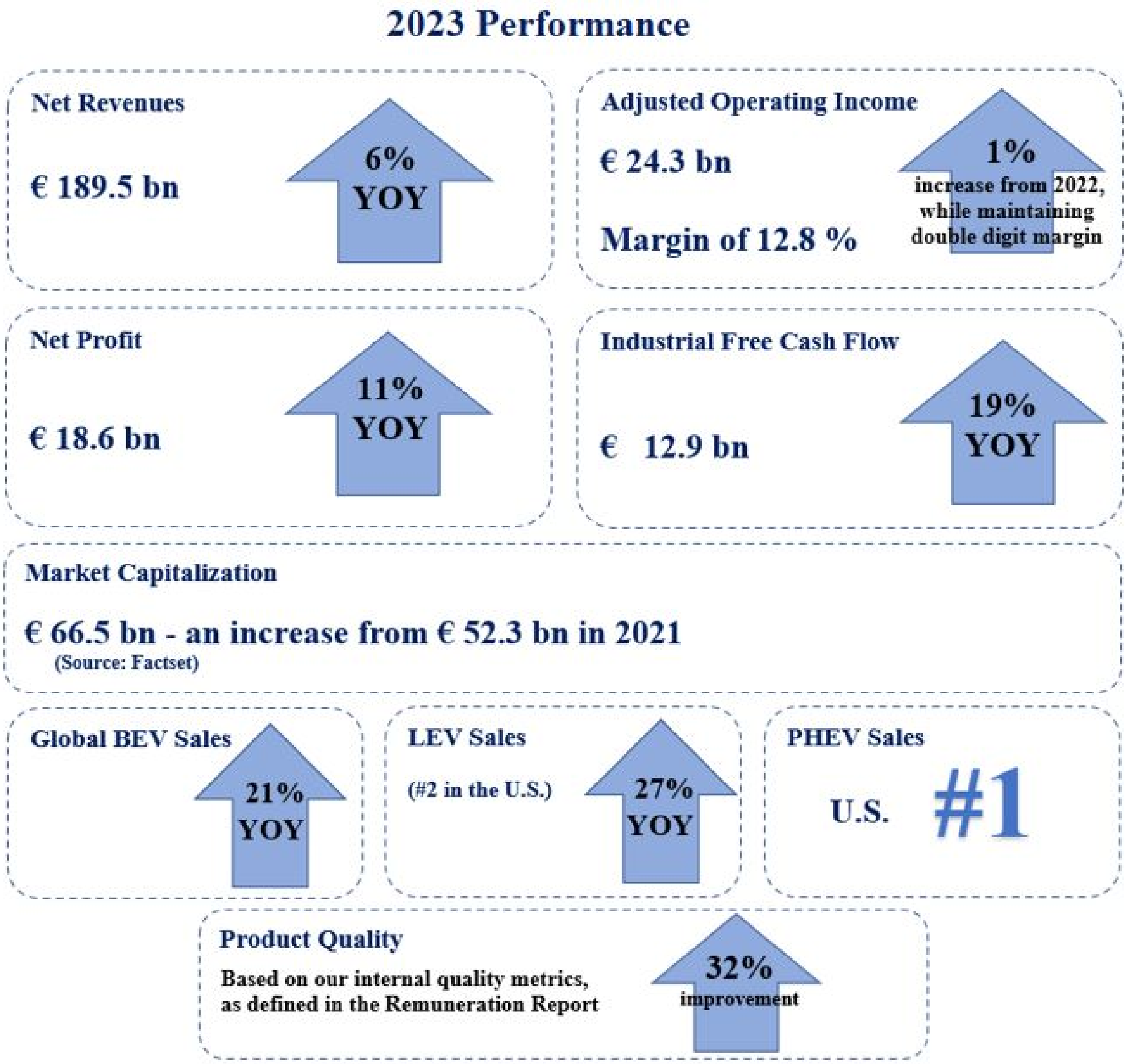
Stellantis presented in March 2022 its DARE FORWARD 2030 Plan: a bold strategic plan that paves the way for the Company to achieve carbon net zero by 2038 and build upon three fundamentals pillars that will lead the Company to achievement of it financial ambition of doubling our net revenues by 2030 (versus 2021) and sustaining double-digit adjusted operating income margins throughout the decade.

Extraordinary Total Shareholder Return

Since the inception of Stellantis in January 2021, the Company's share price has outperformed the industry's OEM peer average and the S&P 500 by a significant margin:



Stellantis continues to lead the industry in financial performance, as represented in our first half 2023 results, continuing through strong performance to the end of 2023:



How did we pay for our performance?

Our incentive programs are based on our pay-for-performance principles and includes all employees of the Company globally. Incentives based on performance come in the form of an annual bonus plan or a profit-sharing plan – plans that are based on achievement of strategic, annual goals. Our pay-for-performance approach in compensation covers all employees of the Company – where substantially all employees share in the success for the year. Furthermore, the profitable success of the Company is reflective of the cash dividends we provide to our shareholders.

The chart below provides a summary of the total performance incentives we paid to our employees as well as the total dividends declared from 2021 through 2023. Beginning in 2023, the Company implemented an employee share purchase plan ("Shares to Win") for employees in France and Italy. The Shares to Win program will be extended to employees in other countries in 2024 and beyond.

	2021	2022	2023	Total
Performance Incentives & Profit Sharing (in million €)	**€1,995**	**€2,047**	**€1,855**	**€5,897**
Employee Stock Purchase Plan - rollout in 2023 (in million €)	**—**	**—**	**€36**	**€36**
Dividends to Shareholders (in million €)	**€3,300**	**€4,200**	**€4,700[(1)]**	**€12,200**

(1) Subject to shareholder approval and is anticipated to be paid in 2024

Our Approach to Executive Remuneration

Clear alignment between executive rewards and shareholder interests is central to our Remuneration Policy. Our pay-for-performance philosophy has strong links between rewards and results for both our short-term and long-term incentive plans.

The Remuneration Committee has a clearly defined process for setting stretch targets for our incentive compensation plans and a framework for decision-making around executive remuneration. A third-party, independent consulting advisor provides recommendations and information on best market practices for remuneration structure and design. The Committee had extensive discussions, supported by its external advisor, to review the composition and key drivers of remuneration.

Facilitated by the announcement of our Dare Forward 2030 strategic plan targets in March 2022 and in line with the feedback from our shareholders, the details of the milestone targets set for the CEO Transformation Award will be disclosed beginning with this Remuneration Report. This approach is an important step toward further increasing transparency.

The Remuneration Committee determines executive remuneration on the basis of a set of principles (as shown in the table below) that demonstrate clear alignment with shareholder and other stakeholder interests with the responsibility to ensure that executive remuneration is closely aligned with financial and strategic performance.

Principles of Executive Remuneration	
Alignment with Stellantis Strategy	Compensation is strongly ***linked to the achievement*** of the Company’s disclosed performance targets.
Pay for Performance	Must ***reinforce our performance-driven culture and principles of meritocracy***. Majority of pay is ***linked directly to Company performance*** through both short and long-term variable pay.
Competitiveness	Compensation will be ***competitive*** against the comparable ***global*** market and set in a manner to ***attract, retain and motivate*** expert leaders and highly qualified executives. Considering competitiveness across both the European and U.S. talent market is essential given our global footprint.
Creating Long-term Shareholder Value	Performance targets triggering any variable compensation payment should ***align with the interests of shareholders and other stakeholders***.
Compliance	Compensation policies and practices are ***designed to comply*** with applicable laws and corporate governance requirements.
Risk Prudence	The compensation structure and design should ***avoid incentives that encourage unnecessary or excessive risks*** that could threaten the Company’s value.

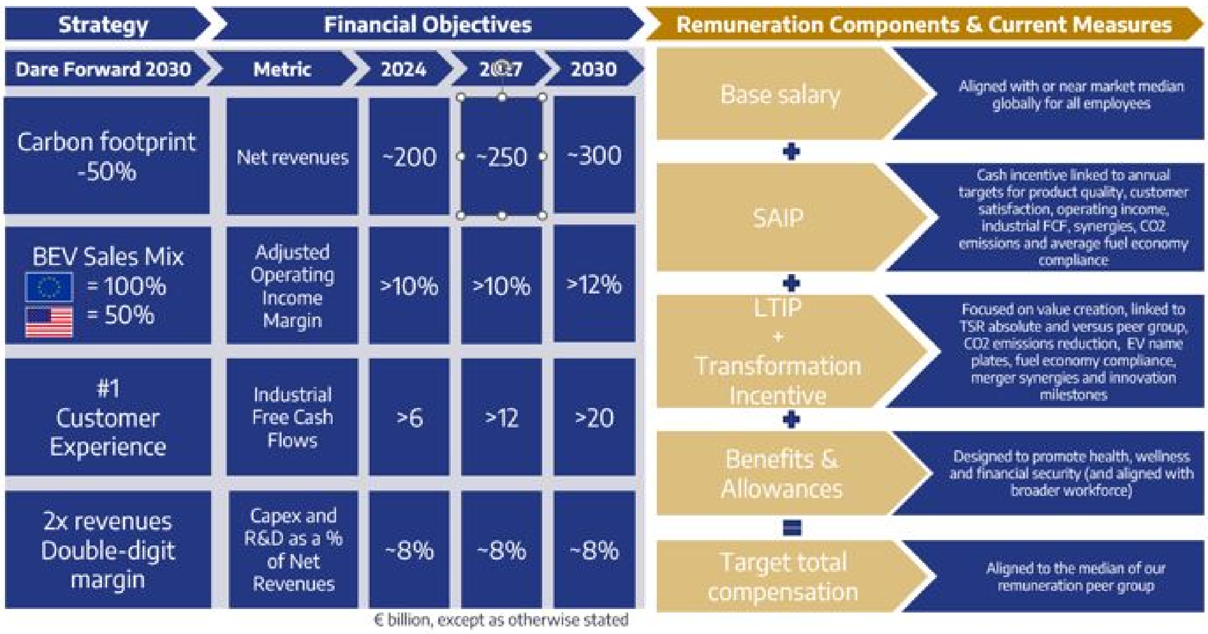
Our Executive Remuneration Framework

The table below provides a high-level summary of the core elements of the remuneration for our Executive Directors:

Remuneration Element	Key Feature	Alignment to Strategy and Shareholder Interests
Base Salary	Market-based fixed cash compensation set competitively to large global automobile manufacturers with the peer group.	Set at a level to attract, motivate and retain the best talents in global and/or regional markets.
Short Term Incentive Plan - Stellantis Annual Incentive Plan ("SAIP")	Paid annually in cash; the CEO's target opportunity is 200% of base salary and maximum opportunity is 400% of base salary. Board Chair is not eligible.	Incentivize delivery of performance against our pre-established and challenging annual strategic and financial goals.
LTI Plan	100% Performance Share Units (PSUs): Conditional rights on ordinary shares, with amounts earned subject to Company performance and a three-year vesting schedule.	Incentivize delivery of financial performance and creation of long-term sustainable value; demonstrates long-term alignment with shareholder interests. PSUs are 100% at-risk and contingent upon Stellantis' performance - no amounts are guaranteed.
Share Ownership and Retention Guidelines	Executive Directors: Six (6) x Annual Base Salary Required to retain one hundred percent (100%) of net, after-tax shares of Common stock issued upon vesting and settlement of any equity awards granted until the fifth (5th) anniversary of the grant date of such award. Shares owned outright and any unvested Restricted Stock Units (RSUs) are counted for purposes of satisfying the guideline. Unvested PSUs are not considered.	Establishes long-term alignment with shareholders; promotes focus on management of company risks.
Retirement Benefits	Defined contribution retirement savings plan that is available to the CEO and all employees in the country of employment. The Chairman participates in a retiree health care benefit plan.	Provides appropriate retirement savings designed to be competitive in the relevant market.
Other Benefits & Allowances	Executive Directors may receive usual and customary fringe benefits such as severance, company vehicles, security, medical insurance, tax preparation, financial consulting and tax equalization.	Recognizes competitive practices.
CEO Transformation Incentive (One-time, long-term award)	One-time cash incentive with payout upon the achievement of innovative milestones/goals during a five-year period (2021-2025).	Designed to achieve results within an aggressive timeline toward carbon neutrality in mobility and technology.
CEO Shareholder Return Incentive (One-time, long-term award)	One-time equity incentive with payout only if share price appreciates at least 80% for sixty consecutive days during a five-year period (2021-2025). 50% of any payout is subject to an additional 2-year holding period.	Directly aligned with Shareholder return on investment (absolute TSR).

Aligning Company Strategy with our Remuneration Framework

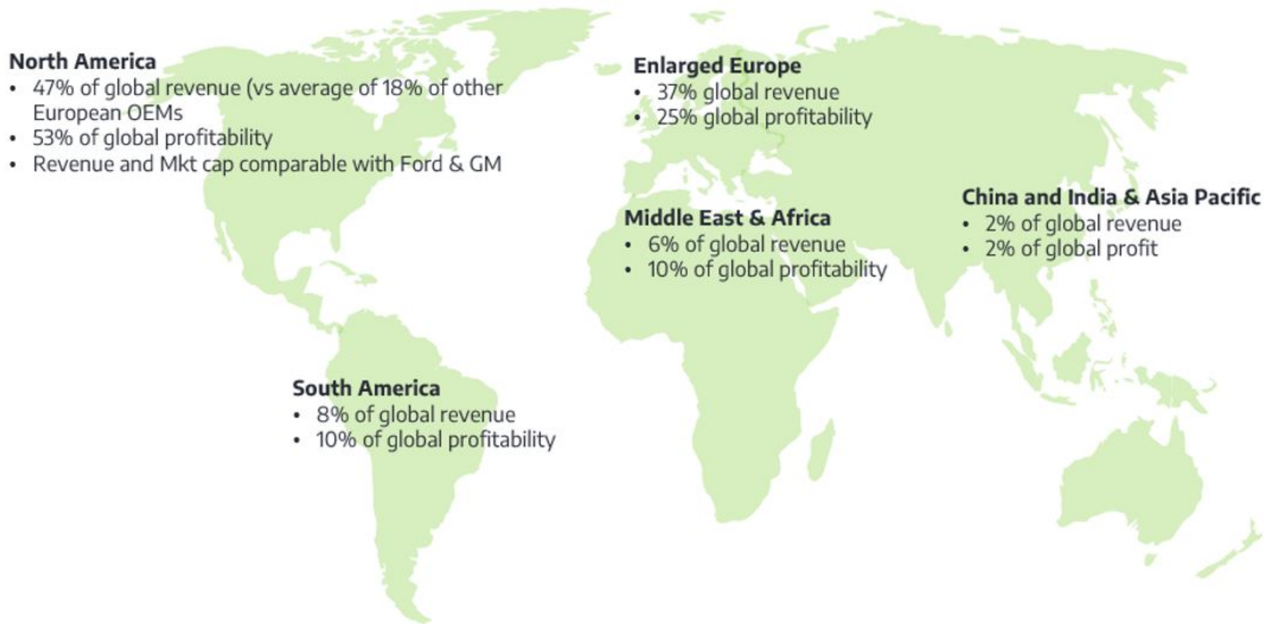
Our philosophy, approach and delivery of remuneration is strongly linked to the Company's performance and interests of our shareholders. All elements of our compensation structure are market-driven with a significant portion (88.9 percent) of overall compensation (base salary, short-term incentive and long-term incentive) subject to performance risk for our CEO. The long-term incentive, Transformation Award and Shareholder Return Award are aligned with the long-term success and sustainability of Stellantis as it competes in a dynamic industry undergoing a significant transformation driven by electrification and software technologies.



Our Compensation Peer Group

The Remuneration Committee reviews each year the compensation peer group for compensation comparisons and makes any updates as needed to align with the established criteria and Company strategy. Additional companies may be considered for benchmarking particular executive/director compensation when necessary.

The Committee strives to identify a peer group that best reflects all aspects of Stellantis' business and considers our global footprint, revenue, and market capitalization and/or enterprise value. It is important to note that to attract and retain our top executive talent, we need to consider a blend of both U.S. and European companies - as a significant portion of our business, revenue and profitability is driven by both regions. **Given its global footprint, Stellantis has to be considered a global company.**



The allocation of revenues and profitability does not reflect the allocation to the operating segments

In addition to including U.S. and European automobile manufacturers, our peer group includes U.S. and European companies with a global presence that have significant manufacturing and/or engineering operations. We do not limit our peer group to our industry alone because we believe compensation practices at other large global multinational companies affect our ability to attract and retain diverse talent.

For 2023, the peer group approved by the Remuneration Committee is shown below (unchanged from 2022):

U.S. Companies		European Companies	
• Boeing	• General Dynamics	• Airbus	• Renault
• Caterpillar	• General Electric	• ArcelorMittal	• Siemens
• Chevron	• General Motors	• BASF	• ThyssenKrupp
• Deere	• Honeywell	• BMW	• Total
• Exxon Mobil	• Lockheed Martin	• Continental	• Volkswagen
• Ford	• Raytheon Technologies	• Mercedes-Benz (formerly Daimler)	• Volvo

We review each element of compensation compared to the market and generally target our total direct compensation (base salary, annual bonus and long-term incentives, or for Non-Executive Directors - retainers, meeting fees, committee service) for Directors, on average, to be at or near market median. Although we include large global non-automotive companies in our peer group, the remuneration used to benchmark Executive Director remuneration considers only the similarly sized global automotive companies of our peer group (Volkswagen, Mercedes-Benz, BMW, Renault, Ford and General Motors).

In addition, we consider Stellantis' relative size and scope against those of our peers in assessing and setting our pay levels and program designs for our Directors. An individual compensation element or an individual's total direct compensation may be positioned above or below the market median because of his or her specific responsibilities, experience, and performance.

Pay for Performance

A key characteristic of Stellantis' Remuneration Policy is pay for performance. All elements of our compensation structure – base salary, incentive compensation and benefits – are benchmarked with our Peer Group and are designed to align in driving shareholder value.

We believe it is important to look at how our CEO's realizable pay compares to the Company's performance. To evaluate how the executive compensation program is delivering value for shareholders, we analyze the alignment between CEO pay with Company's performance (since 2021) relative to the Peer Group. Since the financial performance data of our peers is not publicly available at the time of this report's release, the pay-for-performance analysis reflects a one-year lag.

Given that 2021 was Stellantis' inaugural year, we considered actual total cash compensation (base and bonus) over a two-year average period (2021 and 2022). Long-term incentive compensation was not considered in the analysis (for Stellantis and the peer companies) since Stellantis did not have any post-merger granted LTI awards vest in 2021 and 2022 (merger to form Stellantis was in 2021).

Executive Pay: Actual Total Cash Compensation – average of 2021 & 2022

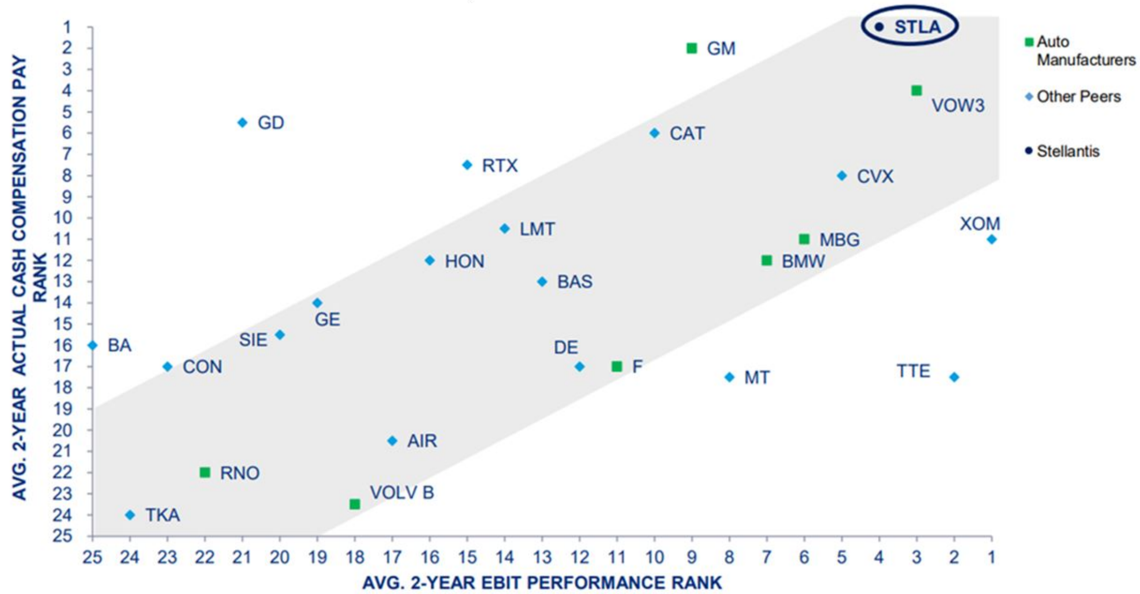
- Base salary received
- Actual short-term incentive bonus: Bonus amount earned based on 2021 & 2022 performance
- Long-term incentives and unique, one-time awards were not considered for Company and peers

Performance:

- Average 2021 & 2022 EBIT and Free Cash Flow as reported per each peer company's most recent fiscal year end

The following charts illustrate the relative percentile ranking of the average 2021and 2022 actual Total Annual Cash Compensation for Stellantis' CEO as compared to the average 2021 and 2022 EBIT and 2021 and 2022 Free Cash Flow. In summary, Stellantis' average 2021 and 2022 Operating Income (using EBIT) and Industrial Cash Flow (using Free Cash Flow) were among the highest in the peer group (fourth and fifth in the group, respectively) while our CEO's average 2021 and 2022 total annual cash compensation was the highest in the peer group.

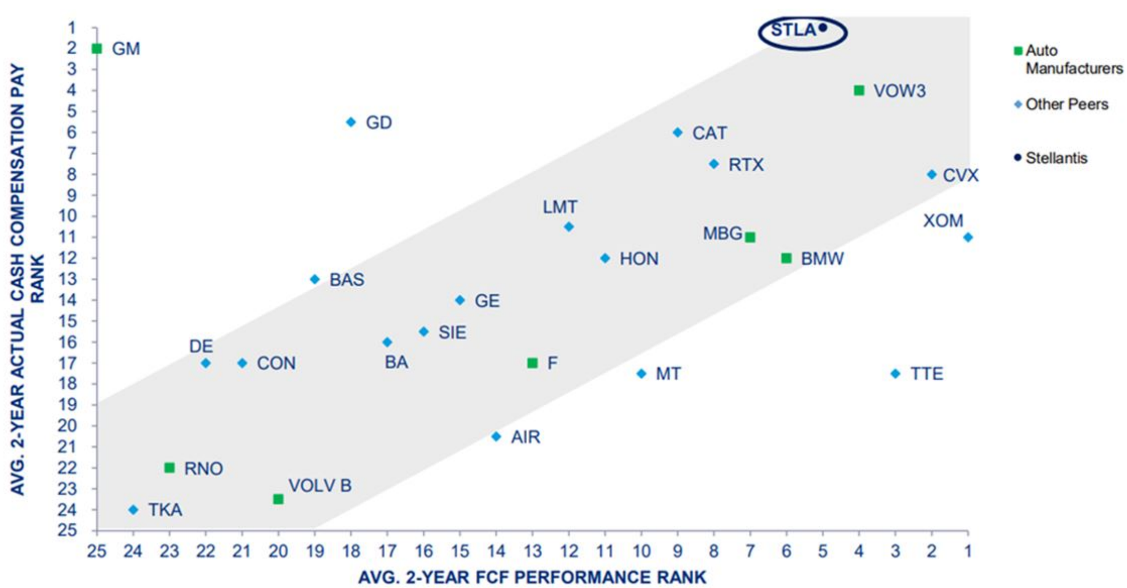
Pay for Performance Chart - EBIT



VOW3 = Volkswagen	GM = General Motors	MBG = Mercedes-Benz Group	F = Ford	BMW = BMW	RNO = Renault	VOLV B = Volvo	XOM = ExxonMobil	TTE = TotalEnergies SE	CVX = Chevron	BAS = BASF	MT = ArcelorMittal	GE = General Electric
SIE = Siemens	BA = Boeing	RTX = Raytheon Technologies	LMT = Lockheed Martin	AIR = Airbus	CAT = Caterpillar	DE = Deere	TKA = ThyssenKrupp	GD = General Dynamics	CON = Continental	HON = Honeywell	STLA = Stellantis	

The shaded area in each graph denotes pay for performance alignment. Based on the two-year average EBIT performance, Stellantis' CEO's average 2021& 2022 actual total cash compensation was aligned with its relative performance ranking.

Pay for Performance Chart – Cash Flow



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Risk Assessment

The Remuneration Committee reviews the compensation program on an ongoing basis to evaluate whether it supports the Company's Remuneration Policy and its principles annually. The Committee's compensation consultant reports a risk assessment of the executive compensation structure including, but not limited to, its incentive program design. Our compensation practices include the following, each of which we believe reinforces our compensation objectives:

What we do:	What we do not do:
• Pay for performance by structuring a significant percentage of target compensation in the form of variable, at risk compensation within Stellantis	• We do not offer remuneration which encourages our Executive Directors and non-Executive Directors to take any unnecessary or excessive risks or to act in their own interests
• Predetermined stretch performance goals for incentive pay programs	• We do not reward for performance below threshold
• We align goals and values organization-wide through incentive pay and rigorous performance management	• We do not have excessive pay programs
• Incorporate ESG goals into our short-term and long-term incentive plans	• We do not allow hedging, pledging or short-selling of our securities
• Market comparison of Executive Director and non-Executive Director remuneration against relevant peers	• We do not pay out guaranteed bonuses
• Conduct a rigorous and detailed analysis of CEO pay and Company performance against our peers	• We have no excessive perquisites
• We consider pay ratios within the Company in establishing Executive Directors' pay	
• Use of an independent compensation consultant reporting directly to the Remuneration Committee	
• We have robust stock ownership and share retention guidelines	
• We have clawback policies incorporated into our incentive plans	
• "Double-trigger" vesting of equity awards upon a change of control	

2023 Remuneration

The chart below shows the actual compensation (cash and vested equity awards) paid to our CEO for the year ended December 31, 2023 as compared to the amounts paid for the year ended December 31, 2022:

Year	Base Pay	Annual Bonus	Transformation Incentive	Vested LTI	Pension Contribution	Total
2023	**€2,000,000**	**€5,786,800**	**€10,000,000**	**€3,738,229**	**€1,946,700**	**€23,471,729**
2022	**€2,000,000**	**€7,480,000**	**€—**	**€3,073,489**	**€2,370,000**	**€14,923,489**

Table 1 provided below does not reflect the compensation actually paid to our CEO in 2023. The post-retirement benefits expense reflects pension contributions for deferred retirement income, and the fringe benefits show the value of Company payments for services or benefits provided under the terms of the CEO agreement and are considered competitive in the market. The long-term incentive (LTI) reflects the accounting expense recognized during each period – not the actual LTI awards received upon vesting. Under IFRS, an award with market-based vesting conditions, which is the case for the LTI with TSR targets, is fair valued at grant date. The grant date fair value of the award is then recognized as expense over the vesting period irrespective of whether the market-based vesting condition will be satisfied or not.

Director’s Total Remuneration in 2023

The following table summarizes the remuneration of the members of the Board of Directors for the year ended December 31, 2023.

			Fixed Remuneration		Variable Remuneration						
Directors of Stellantis	**Office Held**	**Year**	**Base salary/ Fees**	**Fringe benefits**	**Short-term incentive**	**Long-term incentive**	**Post Retirement Benefits Expense**	**Other Compensation**	**Total Remuneration**	**Proportion of Fixed Remuneration**	**Proportion of Variable Remuneration**
ELKANN, John Philipp	Chairman	2023	**€ 924,404**	**€ 684,230** *(1)*		**€ 3,214,886** *(2)*			**€ 4,823,520**	**33%**	**67%**
		2022	951,519	1,124,290		3,774,242			5,850,051	35%	65%
TAVARES, Carlos	CEO	2023	**2,000,000**	**634,697** *(1)*	**€5,786,800**	**26,125,828** *(3)*	**€ 1,946,700**		**36,494,025**	**7%**	**93%**
		2022	2,000,000	14,345	7,480,000	11,594,661	2,370,000		23,459,006	9%	91%
PEUGEOT, Robert	Vice Chairman	2023	**205,000**	**11,927** *(4)*					**216,927**	**100%**	**—%**
		2022	205,000	14,595					219,595	100%	—%
AGNELLI, Andrea[5]	Director	2023	**60,000**	**2,644** *(4)*					**62,644**	**100%**	**—%**
		2022	210,000	13,022					223,022	100%	—%
CASTRIES, Henri de	Director	2023	**275,000**	**11,924** *(4)*					**286,924**	**100%**	**—%**
		2022	275,000	15,010					290,010	100%	—%
CICCONI, Fiona Clare	Director	2023	**215,632**	**18,846** *(4)*					**234,478**	**100%**	**—%**
		2022	210,000	17,611					227,611	100%	—%
DUFOURCQ, Nicolas[6]	Director	2023	-	-					-		
		2022	-	-					-		
GODBEHERE, Ann Frances	Director	2023	**225,000**	**510** *(4)*					**225,510**	**100%**	**—%**
		2022	225,000	3,106					228,106	100%	—%
MARTELLO, Wan Ling	Director	2023	**220,000**	**25,960** *(4)*					**245,960**	**100%**	**—%**
		2022	220,000	14,440					234,440	100%	—%
RIBADEAU-DUMAS, Benoit[7]	Director	2023	—	—					—	—%	—%
SAINT-EXUPERY, Jacques	Director	2023	**200,000**	**—** *(4)*					**200,000**	**100%**	**—%**
		2022	200,000	1,853					201,853	100%	—%
SCOTT, Kevin	Director	2023	**205,000**	**25,960** *(4)*					**230,960**	100%	—%
		2022	205,000	13,702					218,702	100%	—%
			4,530,036	**1,416,698**	**5,786,800**	**29,340,714**	**1,946,700**	**—**	**43,020,948**		

(1) Fringe benefits include the use of company-provided transportation, tax-equalization services and insurance premiums. For Mr. Elkann, the fringe benefits of €684,230 include €430,760 for company-provided transportation, €244,920 in tax equalization benefits for the use of company-provided transportation, €1,410 in tax services and €7,140 of insurance premiums. For Mr. Tavares, the fringe benefits of €634,697 includes €2,760 for a company-provided vehicle, €620,564 in tax equalization benefits of compensation received in 2022 due to his employment status in the Netherlands and France, €3,623 of health care insurance premiums and €7,750 of death & disability insurance premiums
(2) The stated amounts represent the Company's 2023 expense relating to the grants issued to the Chairman under the Stellantis N.V Equity Incentive Plan (or successor plan)
(3) The stated amount includes €11,832,738 of expense relating to the grants issued to the CEO under the Stellantis N.V. Equity Incentive Plan (or successor plan), and €14,293,090 relating to the CEO Transformation Incentive 2021 – 2025 Award, which consists of €10,000,000 paid to the CEO in 2023 due to the achievement of 3 Innovative Milestones and €4,293,090 of expense relating to the Shareholder Return Incentive. More information about the CEO Transformation Award 2021-2025 can be found in the CEO Transformation Incentive 2021-2025 section of the Remuneration Report
(4) The stated amounts include the use of transport and tax services
(5) Mr. Agnelli was a Director of Stellantis from January 1, 2023 to April 12, 2023

(6) In accordance, with internal regulations of Bpifrance S.A., the Company at which Mr. Dufourcq serves as Chief Executive Officer and Executive Director, Mr. Dufourcq does not receive any remuneration for the performance of his duties as a Director of Stellantis
(7) Mr. Ribadeau-Dumas was appointed Director of Stellantis effective April 13, 2023. In accordance with Mr. Ribadeau-Dumas's agreement with Exor N.V., non-executive directors, having a seat on behalf of Exor N.V. are not paid their respective director compensation and that such compensation is paid directly to Exor N.V.. An amount of €149,577 was paid to Exor N.V. in accordance with the agreement

Base Salary

We provide competitive base salaries to compensate our Executive Directors for their primary roles and responsibilities, and to provide a stable level of annual compensation. Actual salary levels are based on the Executive Director’s role, level of responsibility, experience, individual performance, future potential and market value

Executive Director	2023 Annual Base Salary
John Elkann, Chairman	$1,000,000
Carlos Tavares, Chief Executive Officer	€2,000,000

There were no increases in the annual base salary to the Executive Directors in 2023, nor planned for 2024.

2023 Stellantis Annual Incentive Plan (“SAIP”)

The SAIP provides approximately 54,500 employees, including our CEO, with a cash incentive for the achievement of specific annual targets for a set of financial and non-financial performance measures. The SAIP target and maximum opportunity for our Executive Directors is shown below:

Executive Director	2023 Annual Incentive Target Opportunity (as a % of base pay)		
	Threshold	Target	Maximum
John Elkann, Board Chair	Not Eligible	Not Eligible	Not Eligible
Carlos Tavares, Chief Executive Officer	50%	200%	400%

All performance-related goals were approved by the Remuneration Committee before the end of the first quarter of 2023. Goals include both financial and strategic goals important for Company to achieve during 2023. Financial goals are based on the annual budget developed in-line with the long-term Dare Forward 2030 strategic plan. The 2023 SAIP also included a payout trigger whereby if the triggering metric is not achieved during the performance year, no annual incentive is payable - regardless of whether the other financial or non-financial metrics performed above the respective thresholds.

2023 Payout Trigger

For any SAIP award to be paid, the Company must have positive Free Cash Flow for 2023. If this trigger is not achieved, no SAIP is paid, regardless of achievement of any of the other metrics.

2023 SAIP Metrics

Measure	Weighting	How performance is calculated
Adjusted Operating Income (AOI)	25%	SAIP financial targets are based on the annual budget developed in-line with the long-term Dare Forward 2030 strategic plan.
Industrial Free Cash Flow	25%	
Synergies (less implementation costs)	20%	
ESG Metric: LEV Market Share EU & Mix U.S.	15%	ESG metric reflecting an increasing volume of electrified mobility
Quality	15%	Measured by product quality rates and service quality customer satisfaction. Goals set at beginning of the performance year which reflect improvement from prior year.

Performance below the threshold will result in a zero payout for that particular metric.

Adjusted Operating Income ("AOI")

Adjusted operating income: Adjusted operating income/(loss) excludes from Net profit/(loss) from continuing operations adjustments comprising restructuring and other termination costs, impairments, asset write-offs, disposals of investments and unusual operating income/(expense) that are considered rare or discrete events and are infrequent in nature, as inclusion of such items is not considered to be indicative of the Company's ongoing operating performance, and also excludes Net financial expenses/(income) and Tax expense/(benefit).

Effective from January 1, 2023, our Adjusted operating income/(loss) includes Share of the profit/(loss) of equity method investees. The comparatives for the years ended December 31, 2022 and 2021, have been adjusted accordingly. This change was implemented as management believes these results are becoming increasingly relevant due to the number of partnerships Stellantis has recently engaged in, and will continue to engage in in the future, around electrification and other areas critical to the future of mobility.

Unusual operating income/(expense) are impacts from strategic decisions as well as events considered rare or discrete and infrequent in nature, as inclusion of such items is not considered to be indicative of the Company's ongoing operating performance. Unusual operating income/(expense) includes, but may not be limited to:

- Impacts from strategic decisions to rationalize Stellantis' core operations;
- Facility-related costs stemming from Stellantis' plans to match production capacity and cost structure to market demand; and
- Convergence and integration costs directly related to significant acquisitions or mergers.

For the year ended December 31, 2021, Pro Forma Adjusted operating income includes the Adjusted operating income of FCA for the period January 1 - January 16, 2021.

Industrial Free Cash Flow

Industrial free cash flows: is our key cash flow metric and is calculated as Cash flows from operating activities less:

(i) cash flows from operating activities from discontinued operations;

(ii) cash flows from operating activities related to financial services, net of eliminations;

(iii) investments in property, plant and equipment and intangible assets for industrial activities and

(iv) contributions of equity to joint ventures and minor acquisitions of consolidated subsidiaries and equity method and other investments;

and adjusted for: (i) net intercompany payments between continuing operations and discontinued operations; (ii) proceeds from disposal of assets and (iii) contributions to defined benefit pension plans, net of tax.

The timing of Industrial free cash flows may be affected by the timing of monetization of receivables, factoring and the payment of accounts payables, as well as changes in other components of working capital, which can vary from period to period due to, among other things, cash management initiatives and other factors, some of which may be outside of the Company's control.

Refer to *"FINANCIAL OVERVIEW - Non-GAAP Financial Measures*" included elsewhere in this report for additional information.

Synergies (less implementation costs)

This is a crucial goal to ensure we deliver value from the merger between FCA N.V. and PSA Groupe. Synergies are measured net of implementation costs and considered on a cash basis. After three years of integration from the merger, Synergies will no longer be a metric in the short-term incentive plan beginning 2024. The Company continues to identify and implement synergies and efficiencies resulting from the merger (and beyond) which may impact financial results.

LEV Market Share (EU) and Mix (U.S.)

For 2023, an ESG metric was added to the annual incentive plan reflecting our Dare Forward 2030 strategy in carbon neutrality. Each of the two metrics results from our largest global markets in Enlarged Europe and North America to drive the transformation to electrification.

- LEV Mix U.S. = LEV mix production (consistent with U.S. compliance standard) for Passenger Cars + Light Duty Trucks (ratio PHEV/BEV production vs total production)

- LEV Market Share EU PC + LCV parity vs Global Market = PHEV/BEV/FCEV Passenger Cars + Light Commercial Vehicle registrations in the LEV market against global Stellantis Market Share. "Parity" is the difference between Stellantis LEV market share and Stellantis global market share.

    - PHEV: Plug-in Hybrid Electric Vehicle

    - BEV: Battery Electric Vehicle

    - FCEV: Fuel Cell Electric Vehicle

Quality

Quality is an extremely important metric for the Company as it establishes the trust between the Company and our customers. Failure in product quality will impact future revenues and cannot be compromised. Our Quality metric in the SAIP is broken down into two measurements - product quality rates and service quality customer satisfaction and is based on continuous improvements to be "best-in-class" within the industry.

- **Failure Rate** corresponds to number of incidents after 3 months in service (repaired under warranty in the network). Based on feedback from customers on models marketed by Company globally and regarding the number of cars produced during the same period.

- **Customer satisfaction** rate for new vehicles ("NV") & after sales ("AFS") correspond to the percentage of customers who rated their experience by giving a recommendation quote.

2023 Annual Bonus Performance Target Setting

The Remuneration Committee selects ambitious targets using the year's annual budget which considers opportunities and headwinds facing the Company and industry. Included in the review process is a comparison with prior year's goal-setting and actual results. The chart below shows how the 2023 SAIP targets compare with 2022 targets and actual performance. The 2023 performance targets and maximums represent a continuation of the positive results achieved in 2022 while continuing to invest for Dare Forward 2030 targets.

Metric	2022 Targets	2022 Actual Performance	2023 Targets
AOI	Threshold: 9.0% Target: 10.0% Maximum: 12.1%	13.0%	Threshold: 10.0% Target: 12.5% Maximum: 14.0%
Industrial Free Cash Flow	Threshold: €2.5bn Target: €3.5b Maximum: €8.1bn	€10.8bn	Threshold: €6.0bn Target: €7.0b Maximum: €10.0bn
Synergies (less implementation costs)	Threshold: €3.6bn Target: €4.5b Maximum: €5.0bn	€7.1bn	Threshold: €7.1bn Target: €7.5b Maximum: €8.1bn
LEV • Market Share (EU) • Mix (U.S.	N/A New Metric	N/A New Metric	Refer to below table for target and performance ranges
Quality • Failure Rate • Customer Satisfaction	Not Disclosed	Not Disclosed	• Threshold performance generally set at prior year's 2022 actual performance results • Failure Rate target set at a stretch 22.5% improvement from 2022 actual performance results

2023 SAIP Performance Results

In 2023, the Company achieved the payout trigger with a positive free cash flow. As a result, the amount of the 2023 SAIP payable to the CEO was determined as follows:

SAIP Performance Metric	Weight	Threshold	Target	Maximum	Actual	SAIP Result
Adjusted Operating Income	25%	10.0%	12.5%	14.0%	12.84%	122.7%
Industrial Free Cash Flow	25%	€6.0bn	€7.0bn	€10.0bn	€12.9bn	200%
Synergies	20%	€7.1bn	€7.5bn	€8.1bn	€8.4bn	200%
Low Emissions Vehicles						
Market Share - EU	7.5%	Parity - 4.1	Parity	Parity + 1.5	Parity - 4.0	51.2%
Mix - U.S.	7.5%	6.6%	13.3%	14.5%	13.5%	116.7%
Quality – 3 metrics						
Failure Rate 3MIS kppm	8%	ND*	ND*	ND*	ND*	93%
Customer Satisfaction – NPS NV	3.5%	ND*	ND*	ND*	ND*	50%
Customer Satisfaction – NPS AFS	3.5%	ND*	ND*	ND*	ND*	63%
Total Payout Percentage:						**144.67%**

* *Quality metrics information is deemed* to be commercially sensitive information and the Company has decided to not disclose the specific performance ranges and results

The performance results determine the amount of the SAIP award for the CEO by multiplying the Base Pay by 200 percent (SAIP Target Opportunity Level) and the payout percentage above. The table below provides the payout of the CEO's 2023 SAIP relative to the incentive plan's performance/payout range.

	Base Salary	Annual Cash Bonus Range				Actual 2023 SAIP Payout
		Below Threshold	Threshold	Target	Maximum	
Carlos Tavares	€2,000,000	€ 0	€2,000,000	€4,000,000	€8,000,000	€5,786,800

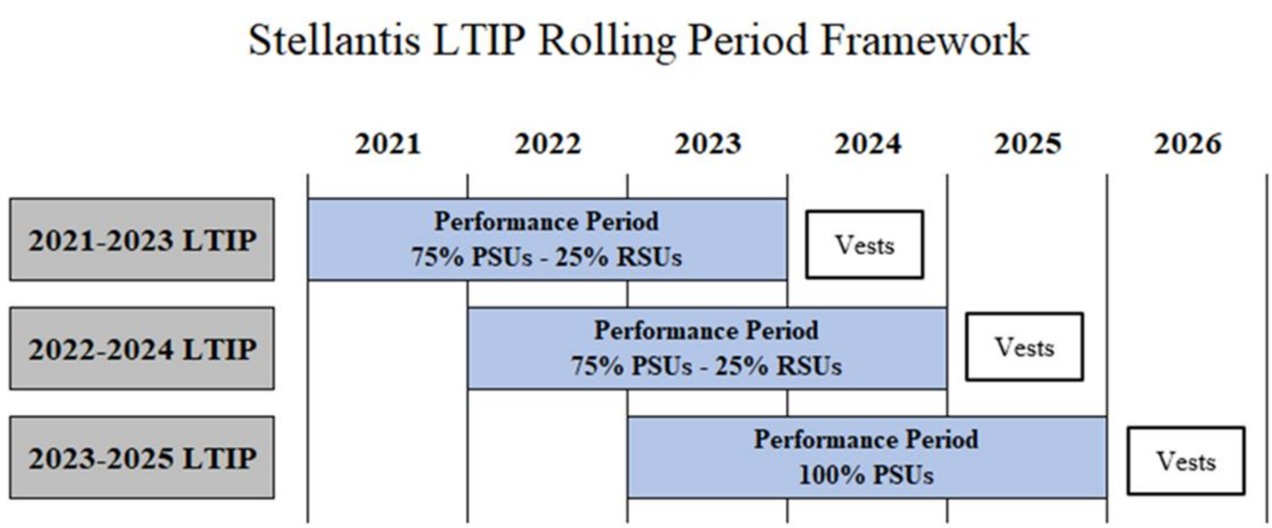
LTI Plan

Our equity-based incentive awards are tied to Company performance and the future value of our common stock. These awards are intended to focus executive behavior on our longer-term interests because today's business decisions affect the Company over several years.

The Remuneration Policy sets out the operation of the LTI Plan. The design incorporates annual rolling grants directly linked to a three-year performance and vesting period. The process for setting targets for the LTI Plan starts with our Company strategy, which is generally formulated every three years, and our three-year financial plan, which is updated annually.

The annual LTI Plan award value for 2021 and 2022 grants consists of 75 percent of PSUs and the other 25 percent through restricted stock units (RSUs). As requested by our Shareholders during our 2022-2023 outreach campaign, grant awards beginning with the 2023-2025 LTI Plan consist of 100 percent PSUs for our Executive Directors and top management.

Each PSU and RSU award cliff vests after three years.



The LTI Plan covers approximately 2,250 employees, including our Executive Directors. The LTI Plan target opportunity for our Executive Directors is determined as a percentage of base pay as shown below:

Executive Director	2023 Long-Term Incentive Opportunity	
	Target Opportunity	Maximum Opportunity
John Elkann, Board Chair	300% of base salary	390% of base salary
Carlos Tavares, Chief Executive Officer	600% of base salary	780% of base salary

Long Term Incentive Plans: Performance Share Units

The process for setting targets for the LTI Plan starts with our Company strategy, which is generally formulated every three years, and our three-year financial plan, which is updated annually.

The actual payout of PSUs depends on meeting strategic, long term Company performance goals. The 2021-2023 LTI and 2022-2024 LTI Plans maintained the same performance metrics for PSUs. There were some changes made to the performance metrics for the 2023-2025 LTI Plan.

2021-2023 & 2022-2024 LTI PSU Metrics		
Measure	**Weighting**	**How performance is calculated**
Relative Total Shareholder Return	40%	Relative TSR performance as compared to peer group of companies. over a 3-year period
Synergies (less implementation costs)	40%	Cumulative cash synergies net of implementation costs realized over the three-year period. Maximum payout for this metric is 100%.
The CO_2 emissions reduction metric (weighted at 20% of the LTI) has two components equally weighted:		
CAFE Compliance	10%	Must be compliant in each year of the 3-year period with the Europe Corporate Average Fuel Economy (CAFE). Failure to comply in any one year will result in no payout for this metric.
Electrification of Vehicle Nameplates	10%	Projected number of EV nameplates at the end of a 3-year period. Maximum payout for this metric is 100%.

The 2023-2025 LTI plan metrics were changed to focus on company profitability over a longer-term basis while continuing the focus with long-term growth with vehicle electrification across our brands. Driving performance of AOI and electrification of our vehicles are critical on both an operational and strategic level – hence the reason why these performance metrics, each having their own dynamics with different time horizons, are used in both the short-term and long-term incentive plans.

2023-2025 LTI PSU Metrics		
Measure	**Weighting**	**How performance is calculated**
Relative Total Shareholder Return	30%	Relative TSR performance as compared to peer group of companies. over a 3-year period; no payout below median performance.
Adjusted operating income (3-yr period)	40%	Cumulative cash synergies net of implementation costs realized over the three-year period. Maximum payout for this metric is 100%.
Electrification of Vehicle Nameplates	30%	Projected number of EV nameplates at the end of a 3-year period. Maximum payout for this metric is 100%.

Total Shareholder Return

The relative TSR Metric constitutes a market performance condition relative to eleven of the larger OEMs ("TSR Peer Group") and a payout scale subject to certain thresholds depending on the stock price appreciation plus dividends and any other shareholder distribution over each cumulative performance period of the Company in comparison with the companies forming part of the TSR Peer Group.

The TSR Peer Group consists of Volkswagen AG, Toyota Motor Corporation, Mercedes-Benz, General Motors Company, Ford Motor Company, Honda Motor Co. Ltd., BMW Group, Nissan Motor Corporation, The Hyundai Motor Company, Renault SA, and Kia Motors Corporation.

The tables below shows the payout scales for the three rolling period LTI plans. Based on feedback received during our Shareholder outreach campaign, the payout scale for TSR was changed for 2023-2025 LTI plan as shown below:

2021-2023 LTI & 2022-2024 LTI
TSR Payout Scale

Stellantis Rank	Payout % of Target
1st	200%
2nd	175%
3rd	150%
4th	125%
5th	100%
6th	75%
7th	50%
8th	25%
9th	—%
10th	—%
11th	—%
12th	—%

2023-2025 LTI
TSR Payout Scale

Stellantis Rank	Payout % of Target
1st	200%
2nd	180%
3rd	160%
4th	140%
5th	120%
6th	100%
7th	—%
8th	—%
9th	—%
10th	—%
11th	—%
12th	—%

Payout scales based on relative TSR performance during the respective 3-year performance period.

Merger Synergies less implementation costs: 2021-2023 LTI & 2022-2024 LTI plans only

The metric related to merger synergies less implementation costs on a cash basis; provides for a 50 percent payout of the target amount and shall be met if the Company reaches threshold performance of the synergy target, up to a maximum of 100 percent payout at target achievement. Note that this merger synergies metric will no longer be included in the LTI Plan design beginning with the 2023 LTI grant.

ESG Metric: CO_2 Emissions Reduction – CAFE Compliance (2021-2023 LTI & 2022-2024 LTI plans only) and Electrification of Vehicle Nameplates

The CO_2 emissions reduction metric has two components equally weighted: Europe Corporate Average Fuel Economy ("CAFE") Compliance and a goal to increase the percentage of electrical vehicle nameplates in the U.S. and European markets.

For a payout to occur under the CAFE Compliance, the Company must remain compliant in each of 2021, 2022 and 2023 calendar years. If the Company misses in any one year, there will be no payout for this metric.

The target for the electrification of vehicle nameplates is based on the availability of battery electric vehicles, plug-in hybrid electric vehicles, and hybrid electric vehicles in the U.S. and European markets. A payout of 50 percent will occur when threshold performance is achieved, up to a maximum of 100 percent payout at target achievement.

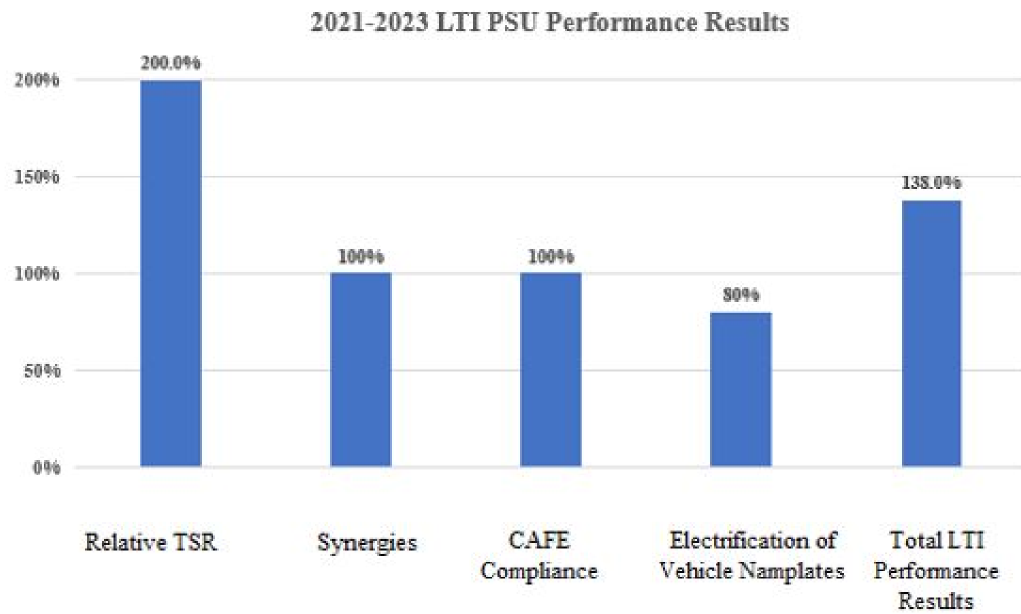
Adjusted operating income (3-year period): 2023-2025 LTI only

The measurement of adjusted AOI is the same as described in the short-term incentive plan but using an average over a three-year performance period beginning January 1, 2023 through December 31, 2025.

2021-2023 LTI Plan Results

The performance period of the 2021 PSU grant ended on December 31, 2023. The plan's structure and design are shown below along with the performance metric results. The LTI plan's goals were established in early 2021 covering a three-year performance period.

The 2021-2023 PSU results are shown in the chart below. It indicates overall achievement of 138% of target performance for the 2021-2023 performance period. The Committee certified the 2021-2023 LTI PSU final awards to the CEO and Board Chair at 138% of the target level that was achieved.



	Relative TSR	Synergies	CAFE Compliance	Electrification of Vehicle Namplates		
Weighting	40%	40%	10%	10%		
Threshold	Rank #8	€3.8 bn	Compliant	45%		
Target	Rank #5	€4.8 bn	Compliant	56%		
Maximum	Rank #1	N/A	N/A	N/A		
Performance Result	Rank #1	€18.8 bn	Compliant	51%		
Weighted Result	80% +	40% +	10% +	8%	=	138%

The table below summarizes the number of PSUs awarded from the 2021-2023 LTI plan to our Executive Directors based on the plan's performance of 138 percent of target. The shares will be distributed in May 2024. Note that the value of this award has been reflected in Table 1 of this Remuneration Report.

Executive Director	2021-2023 Long-Term Incentive PSUs Awarded	
	PSUs awarded in 2021	PSUs to be distributed in May 2024 (based on 138% performance)
John Elkann, Board Chair	127,900	176,502
Carlos Tavares, Chief Executive Officer	612,700	845,526

Because the 2022 and 2023 PSU grants have a three-year performance period, performance objectives and performance results will not be disclosed until the end of the respective performance periods. We are not disclosing the 2022 & 2023 LTI PSU objectives now because such information would provide competitors with insight into our business plan that could substantially harm Stellantis' business interests. At the time the Remuneration Committee approved these targets, the Committee believed the targets to be ambitious and achievable while incentivizing executives to exceed expectations.

CEO Transformation Incentive 2021-2025

Beginning in 2021, Stellantis launched its bold strategy to transform itself to a sustainable mobility tech company – emphasizing the electrification and software of its vehicles, followed with its ambitious DARE FORWARD 2030 plan for carbon net zero in 2038 with single-digit percentage compensation of the remaining emissions.

Given the challenges that the automotive industry is facing with the transformation in global mobility, technology and the electrification of vehicles, and in recognition of Mr. Tavares' essential role in leading Stellantis through the merger, on June 30, 2021, as provided under the terms of the Remuneration Policy, the Remuneration Committee recommended, and the Board approved, a one-time transformation incentive for the CEO. The design of the incentive, through the Remuneration Committee's comprehensive and thoughtful consideration, reflects direct alignment between the Company's direction of delivering value to shareholders through the critical merger and integration period while successfully positioning the Company as a global leader in the innovation of electrification of mobility in the industry. It was for this reason that the one-time incentive was defined and awarded in 2021 (after the creation of Stellantis from the merger) - to lock-in long-term goals over a critical five-year performance period.

€ 30 billion

in Company investment of electrification and technology

To be a leader in the industry

Maximum payout (meeting all seven milestones) of the Transformation Incentive is 0.167% of the investment

The transformation incentive award consists of a cash reward ("Transformation Incentive") upon the achievement of significant and strategic innovation milestones over a five-year period and an equity reward ("Shareholder Return Incentive") based on creating shareholder value through stock appreciation. Both rewards are considered "at-risk" with aggressive target setting in a very demanding context for the industry.

Transformation Incentive

The Transformation Incentive provides 250,000 performance cash units ("PCUs") with a target value of €25,000,000. The amount of the incentive is determined upon the achievement of up to seven (7) key innovative milestones in the development and execution of software engineering advancements and vehicle electrification by December 31, 2025. No incentive is paid until the second milestone is achieved. The following chart shows the direct linkage between the performance-based milestones and our long-term strategic Dare Forward objectives. These milestones form the foundation in our journey towards meeting our long-term objectives by 2030 and Carbon Net Zero with single-digit percentage compensation of the remaining emissions by 2038.

As requested by our Shareholders during our 2022-2023 outreach campaign, we have disclosed the seven strategic milestones of the Transformation award below.

Key Milestones to transform Stellantis through Dare Forward 2030, into a sustainable tech mobility Company; to offer a clean, safe and affordable mobility

Electrification Commitment

- Master technology leadership and value chain through ACC milestone achievements
  - Innovative approaches to develop **the first competitive solid state battery technology**
- Launch breakthrough e-motors made at Nidec
  - Transform our technology and manufacturing plants to achieve an efficient **electric engine at competitive cost**
- Produce benchmark eDCT electrified
  - A single **eDCT** modular concept to ensure best performance of both Mild Hybrid and Electric vehicles on the market
- Exceed customer expectation with **eCMP** (Common Modular Platform) increase range to 400 km and **eVMP** (Vehicles Modular Platform) extend range to 600 km
  - Begin vehicle production of EV platforms of improved range efficiency
- Achieve European LEV sales mix above 15%
  - **European leader on the LEV market**

Technology Commitment

- Create the condition to secure project with license WAYMO
  - Strategic partnership achieved to ensure Waymo L4 technology in onboard and management of the appropriate path to upskill and reskill Stellantis internal resources to support the integration and use of fully **autonomous vehicles technology**
- Achieve **over the Air Software update** of Vehicles
  - Increase the attractiveness and residual values of our vehicles; additional revenue opportunities over our vehicles' life cycle

Any cash award will be paid after the respective vesting and achievement of the above milestone(s) as reviewed and approved by the Remuneration Committee. The process for validating the achievement of each milestone includes the following:

1.	Milestone Validation	• Company's Human Resources and the business owner responsible for the milestone confirms that the milestone was achieved. • Minutes/documentation necessary to support achievement, subject to internal audit verification.
2.	Milestone Assessment	• Detailed information about milestone achievement provided to Remuneration Committee for review and assessment.
3.	Committee Validation	• Committee makes determination that milestone was successfully achieved (vesting of the award).
4.	Incentive Payout	• Incentive is settled in cash no later than sixty days from vesting event. • CEO must remain in continuous employment throughout the achievement of each milestone.

The payout schedule for the Transformation Incentive award is shown below:

Innovative Milestone Achieved during the 5-year Performance Period	Cash Award (percentage of Target Value)
0-1	0%
2	20%
3	40%
4	80%
5	120%
6	160%
7	200%

CEO Transformance Incentive Results

The Company has accelerated its efforts in the transformation to electrification and technology within the industry. Given the five-year performance period for meeting the milestones, as of December 31, 2023, three of the seven milestones have been achieved and approved by the Remuneration Committee. Achieving these three milestones to date shows significant progress in the Company's journey in transforming to global leader in electrification and technology, which in turn create long-term stability within the industry and creates shareholder value.

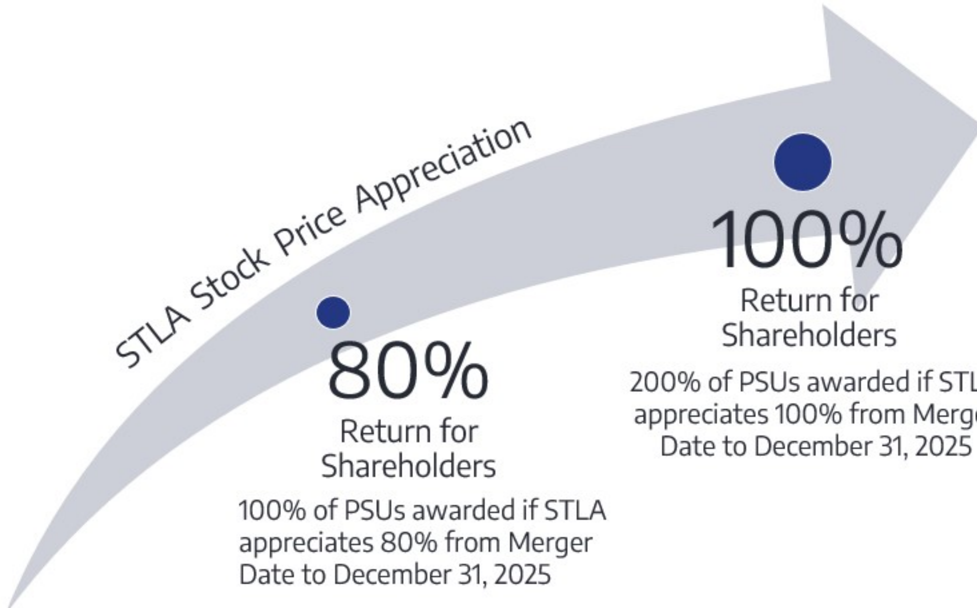
At the end of 2023, nearly one-third of our product portfolio was battery electric, and in 2024 the Company intends to have an additional 18 BEVs launched, for a total of 48 electric models. This product offensive will support the big electrification push in North America and strengthen our European position.

Milestone Achieved	Significance to Long-Term Strategy	Stellantis Sustainability and Future
European LEV sales mix at 15% *(achieved in 2022)*	• In 2020, the European LEV sales mix was 6.7% • Industry is transforming away from carbon-emitting internal combustion engines	• Beginning of the journey to become a global leader in electrification and mobility • Drive Stellantis in the LEV (BEV/PHEV) competition to be a top player in industry
First start of production of e-motors made at Nidec PSA E-motors (NPE) *(achieved in 2023)*	• Starting from ground up – modification of plants to produce new technology and retraining of employees • Cornerstone for e-components vertical integration • Provides highest efficiency at competitive costs • Over €93M of industrial investments to date	• Stellantis Trémery plant first facility to produce electric motors • Aims to drive electrification growth while also meeting the needs of other automakers
First start of production of eDCT electrified *(achieved in 2023)*	• Starting from ground up – modification of plants to produce new technology and retraining of employees • Cornerstone for e-components vertical integration • Provides broader availability of affordable electrified powertrains on global market • Over €57M of industrial investments to date	• Stellantis Metz site ramping up production of 600,000 electrified dual-clutch gearboxes per year • Supply mild Hybrid Electric Vehicles and PHEV • Solution will gradually be extended to all brand models in Europe to reduce CO_2 emissions

Upon achievement of the 2nd and 3rd milestones, the CEO received two incentive awards of €5 million each in 2023.

Shareholder Return Incentive

The Shareholder Return Incentive is directly aligned with shareholder interests as the incentive becomes vested only in the event shareholders gain at least an 80 percent return on investment. The Shareholder Return Incentive provides an equity grant of 1,000,000 PSUs to the CEO, based on the absolute TSR from the merger date to December 31, 2025. The value of the Shareholder Return Incentive is reflected in Table 1 above under the Long-Term Incentives column.



How is the stock measured for purposes of the Shareholder Return Incentive?

The absolute TSR is measured using the average split-adjusted closing price per share over sixty (60) consecutive trading days measured against the average split-adjusted closing price per share over twenty (20) consecutive trading days from January 18, 2021. The share price is measured using the share price reported on the Euronext Milan.

Continuous Employment and Additional Holding Requirement

To receive any incentive, the CEO must remain continuously employed with the Company through January 17, 2026. If the performance metric is satisfied during the five-year period, the PSUs will vest on January 17, 2026 with **50 percent of any payout subject to an additional two-year holding period (until January 17, 2028).**

Other Benefits

Retirement Plan: The CEO participates in a defined contribution plan. The Company makes annual contributions equal to 25 percent of base salary and annual bonus paid to his retirement account. Fifty percent of the contribution shall be attributable to tax payment and the remaining fifty percent directly to his retirement fund. The Board Chair does not participate in a retirement plan sponsored by the Company.

Health Care: The CEO participates in the same health care plan as other local based salaried employees. The Company provides health care coverage for the Board Chair who is eligible for a retiree healthcare plan as provided to other executives in Italy which provides for a reimbursement of a portion of health care costs incurred in retirement. Both Executive Directors participate in a comprehensive annual physical exam.

Severance Benefits: Pursuant to a service agreement between the CEO and the Company and in accordance to limits of Dutch Civil Code, a severance benefit equal to one-year's base salary would be provided in the event of termination of employment by the Company without cause. Severance benefits do not include any acceleration of equity awards.

Company Vehicle: Our CEO is eligible to participate in the Company's vehicle benefit program.

Personal Use of Company Aircraft: The use of the Company's aircraft for personal use ensures the security of our CEO and Board Chair. The Company pays the costs associated with both business and personal use of the aircraft.

Detail and compensatory value of the above and other benefits and/or perquisites provided or paid in 2023 are included in Table 1 of this Remuneration Report.

Share Plans Grant to Directors

The following table provides an overview of the share plans held by Executive Directors for the year ended December 31, 2023:

Name of Director, Position	Specification of Plan	Performance Period	Grant Date	Number of Units Granted	Fair Value at Grant Date[3]	Vesting Date	End of Holding Period[4]	Opening Balance - January 01, 2023	Shares Granted	Shares Vested[5]	Closing Balance	Long Term Incentive Expense
ELKANN, John Phillip, Chairman	2020 LTI RSU[1]	2020-2022	May 1, 2020	382,560	€ 2,968,739	May 1, 2023	May 1, 2025	477,106	—	477,106	—	€ 610,449
	2021 LTI RSU	2021-2023	April 15, 2021	42,580	€ 622,904	April 15, 2024	May 1, 2026	42,580	—	—	42,580	€ 220,415
	2021 LTI PSU	2021-2023	April 15, 2021	127,900	€ 1,871,053	April 15, 2024	May 1, 2026	127,900	—	—	127,900	€ 787,133
	2022 LTI RSU	2022-2024	May 15, 2022	54,950	€ 580,959	May 15, 2025	May 15, 2027	54,950	—	—	54,950	€ 222,885
	2022 LTI PSU	2022-2024	May 15, 2022	164,840	€ 1,686,462	May 15, 2025	May 15, 2027	164,840	—	—	164,840	€ 745,374
	2023 LTI PSU	2023 - 2025	May 1, 2023	169,773	€ 2,138,008	May 1, 2026	May 1, 2028	—	169,773	—	169,773	€ 628,629

TAVARES, Carlos CEO	2019 LTI RSU	2019- 2021	May 20, 2019	130,000	€ 2,299,440	May 23, 2022 May 23, 2023		102,780	—	102,780	—	€ 58,706
	2020 LTI RSU	2020-2022	May 11, 2020	80,000	€ 826,880	May 11, 2023		144,638	—	144,638	—	€ 132,926
	2021 LTI RSU	2021-2023	April 15, 2021	204,180	€ 2,956,526	May 15, 2024	May 15, 2026	204,180	—	—	204,180	€ 1,056,936
	2021 LTI PSU	2021-2023	April 15, 2021	612,700	€ 9,484,596	May 15, 2024	May 15, 2026	612,700	—	—	612,700	€ 3,770,732
	2021 CEO PSU[2]	2021-2026	June 28, 2021	1,000,000	€ 19,560,000	January 17, 2026	January 17, 2028	1,000,000	—	—	1,000,000	€ 4,293,090
	2021 LTI RSU[6]	2021-2023	October 1, 2021	10,190	€ 143,068	October 1, 2024	May 1, 2026	10,190	—	—	10,190	€ 51,158
	2022 LTI RSU	2022-2024	May 15, 2022	232,220	€ 2,584,366	May 15, 2025	May 15, 2027	232,220	—	—	232,220	€ 922,086
	2022 LTI PSU	2022-2024	May 15, 2022	696,650	€ 7,502,483	May 15, 2025	May 15, 2027	696,650	—	—	696,650	€ 3,083,791
	2023 LTI PSU	2023 - 2025	May 1, 2023	744,417	€ 9,374,692	May 1, 2026	May 1, 2028	—	744,417	—	744,417	€ 2,756,403

(1) Consistent with the treatment approved by the Board of Directors and approved by the shareholders as part of their approval of the merger and as set forth in the Combination Agreement, unvested PSU units from the 2019 and 2020 grants were converted to unvested RSU units. The Fair Value at Grant Date for these awards is as previously reported in prior year's Remuneration Reports
(2) CEO Transformation Incentive 2021 - 2025 Award provided under the terms of the Remuneration Policy and approved by the Board
(3) Fair Value at Grant Date is calculated as described in the Share Based Compensation note within the Consolidated financial statements included elsewhere in this report
(4) In 2019, the Board approved holding requirements for the Executive Directors effective for grants issued after January 1, 2020. The grant issued to the Chairman in 2019 is not subject to these holding requirements. Grants issued to the CEO prior to the merger are not subject to these guidelines
(5) The fair market value of the shares that vested during 2023 for the Chairman was €7,222,348 and the fair market value of the shares that vested during 2023 for the CEO was €3,738,214
(6) Amount reflects additional RSUs pursuant to the €1 billion extraordinary distribution on Stellantis common shares, contemplated by the combination agreement and approved at the Annual General Meeting of Shareholders of Stellantis held on April, 15, 2021. Additional details can be found in Note 19 - Share Based Compensation within the Consolidated financial statements included elsewhere in this report

Non-Executive Board of Directors Compensation

Remuneration of Non-executive Directors is set forth in the Remuneration Policy. Non-executive Directors receive cash retainers; they do not receive Board meeting fees. Non-executive Directors are not eligible for variable compensation and do not participate in any incentive plans based on Company performance. Non-executive Directors are eligible to receive one vehicle rotated annually and discounts on purchases and leases of vehicles (same discounts as for eligible employees). Vehicle benefits are subject to taxes for imputed income.

Current annual remuneration for the non-executive directors is shown in the table below:

Non-executive Director Remuneration	
Annual cash retainer:	€ 200,000
Additional retainer for Senior Independent Director:	€ 50,000
Additional retainer for Audit Committee Chair:	€ 25,000
Additional retainer for Audit Committee membership:	€ 10,000
Additional retainer for other Committee Chairs:	€ 10,000
Additional retainer for other Committee membership:	€ 5,000

Other Remuneration Matters

Compliance with Remuneration Policy

The remuneration paid to Executive and Non-executive Directors for 2021 was done in line with the Remuneration Policy approved by Shareholders at the April 15, 2021 Annual General Meeting. We refer to the paragraphs on the Elements of Executive Director Remuneration, Base Salary, 2023 Stellantis Annual Incentive Plan, Long Term Incentive Plan and CEO Extraordinary Award, more detailed information on how the remuneration in the Remuneration Report contribute to the long-term performance of the Company.

Derogations and deviations from Remuneration Policy

There were no deviations from the Remuneration Policy in 2023.

Terms of Engagement

The CEO is employed by the Company on the basis of a service agreement for a five-year period ending on April 15, 2026, subject to any earlier termination by either party. The Company and the Board Chair has entered an agreement which continues for an indefinite term, subject to shareholder approval and Company governing documents. Additional details regarding remuneration for the Executive Directors can be found in this Report and in the Remuneration Policy.

Restrictive Covenants

Pursuant to the services agreement between the CEO and the Company, the CEO is subject to a non-competition restriction for a period of one year following termination of employment. A customary provision regarding confidentiality is also included in the services agreement.

Stock Ownership and Retention Guidelines

Our Board recognizes the critical role that executive stock ownership and retention has in aligning the interests of management with those of shareholders. In 2021, the Board approved stock ownership and retention guidelines for Executive Directors and Non-executive Directors. Shares owned outright and any unvested RSUs are counted for purposes of meeting the guideline (unvested PSUs are not considered).

The Chairman and CEO are subject to stock ownership guidelines which require owning shares with an aggregate value of not less than six (6) times base salary. Non-executive Directors are required to own shares with an aggregate value of not less than one year of the retainer fee. All are required to meet their required level of ownership within five years. As of December 31, 2023, the Executive Directors have satisfied the stock ownership guideline requirement.

The Chairman and CEO are required to retain one hundred percent of net, after-tax shares of common stock issued upon vesting and settlement of any equity awards granted until the fifth (5th) anniversary of the grant date of such award.

Clawback Policy

The Company is dedicated to maintaining and enhancing a culture focused on integrity and accountability. Pursuant to the terms of the Equity Incentive Plan ("EIP") and the Remuneration Policy, the Company may recover, or clawback, incentive compensation, including the ability to retroactively adjust if any cash or equity incentive award is predicated upon achieving financial results and the financial results were subject to an accounting restatement. In addition, the Board had approved a clawback policy in 2023 that complies with Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 and is provided, as required, in our 2023 Annual Report.

In the financial year 2023, no situation occurred where variable remuneration has been, or had to be, reclaimed.

Insider Trading Policy / Security Hedging Provisions

The Company maintains an insider trading policy applicable to all directors, employees, members of the households and immediate family members (including spouse and children) of persons listed and other unrelated persons, if they are supported by the persons listed. The insider trading policy provides that the aforementioned individuals may not buy, sell or engage in other transactions in the Company's stock while in possession of material non-public information; buy or sell securities of other companies while in possession of material non-public information about those companies they become aware of as a result of business dealings between the Company and those companies; disclose material non-public information to any unauthorized persons outside of the Company; or engage in hedging transactions through the use of certain derivatives, such as put and call options involving the Company's securities. The insider trading policy also restricts trading by specified individuals to defined window periods which follow the Company's earnings and revenue releases.

To ensure alignment with shareholders' interest and to further strengthen our compensation risk management policies and practice, the Company's insider trading policy prohibits all individuals to whom the policy applies from engaging in a short sale of the Company's or its subsidiaries' securities and derivatives (such as options, puts, calls, or warrants).

Internal Pay Ratios and Comparative Information

The Remuneration Committee considers internal pay ratios within the Company when setting the Executive Directors' compensation. In line with the guidance provided under the Dutch Corporate Governance Code and the Dutch Civil Code, the CEO pay ratio and five-year average employee compensation are to be disclosed in the annual Remuneration Report.

To meet the five-year trend of average employee compensation requirement, total personnel costs reported in the annual report less any Executive Director compensation divided by the average headcount reported in the annual report less any Executive Directors who are included in the total average headcount was utilized and is illustrated in the tables below.

For purposes of providing historical information, the information included in the table below for years 2019 and 2020 is what was reported in the FCA N.V. 2020 Remuneration Report and includes personnel cost and average number of employees of FCA N.V. prior to the merger:

Employees excluding Executive Directors	**2023**	**2022**	**2021**	**2020(1)**	**2019(1)**	**5 years average**
Personnel cost (€ billion)	19.1	18.2	17.1	10.3	11.4	15.2
Average number of employees	271,292	282,926	292,432	191,703	198,770	247,425
Average employee compensation (€)	70,404	64,328	58,475	53,729	57,353	60,858

(1) These amounts reflect those reported in FCA N.V. 2020 Remuneration Report

For purposes of providing a five-year trend of the CEO's pay ratio, the information included in the table below for years 2019 and 2020 is what was reported in the FCA N.V. 2020 Remuneration Report and includes CEO compensation and average employee compensation of FCA N.V. prior to the merger:

	2023	**2022**	**2021(1)**	**2020(2)**	**2019(2)**	**5 years average**
CEO compensation (€)	36,494,025	23,459,006	17,453,507	11,729,558	13,280,913	20,479,802
Average employee compensation (€)	70,404	64,328	58,475	53,729	57,353	60,858
CEO Pay Ratio	518*	365	298	218	232	337

(1) CEO Compensation used to calculate the 2021 CEO pay ratio excludes Other Compensation reported in table 1
(2) These amounts reflect those reported in FCA N.V. 2020 Remuneration Report

The increase in the CEO pay ratio from 2022 to 2023 is primarily attributable to the LTI expense from the CEO Transformation Incentive 2021 - 2025. Excluding the amount relating to the CEO Transformation Incentive 2021 - 2025 of €14,293,090 would result in a* ***CEO pay ratio of 315.*

In accordance with the guidance provided under the Dutch Corporate Governance Code, further pay ratios including scenario analysis reflecting incentive plan performance were conducted between the CEO and senior management. Considering base salary and incentive opportunities (both short-term and long-term incentives but excluding the one-time CEO Transformation and Shareholder Return Incentives), the CEO pay ratio ranged from 3.1 to 5.8.

Comparative Table over Remuneration and Company Performance

In line with guidance provided under the Dutch Corporate Governance Code and the Dutch Civil Code, the performance of the Company, the remuneration of each Director and the average employee compensation other than directors from 2019 to 2023 financial years is disclosed in the following table. For purposes of providing historical information, the information included for years 2019 and 2020 is what was reported in the FCA N.V. 2020 Remuneration Report.

Company Performance	**2023**	**2022**	**2021**	**2020(1)**	**2019(1)**
Net revenues (€ million)	€ 189,544	€ 179,592	€ 149,419	€ 86,676	€ 108,187
Net profit/(loss) from continuing operations (€ million)	18,625	16,779	13,218	24	2,700
Diluted earnings/(loss) per share from continuing operations (€)	€ 5.94	€ 5.31	€ 4.19	€ 0.02	€ 1.71

(1) These amounts reflect those reported in FCA N.V. 2020 Remuneration Report

Director	Position	2023	2022	2021	2020[(1)]	2019[(1)]
ELKANN, John Philipp	Chairman	€ 4,823,519	€ 5,850,051	€ 7,884,085	€ 2,391,177	€ 3,849,946
TAVARES, Carlos	CEO	36,494,025	23,459,006	19,153,507		
PEUGEOT, Robert	Director	216,927	219,595	203,782		
AGNELLI, Andrea	Director	62,644	223,022	226,135	45,888	180,157
CASTRIES, Henri de	Director	286,294	290,010	273,725		
CICCONI, Fiona Clare	Director	234,478	227,611	208,061		
DUFOURCQ, Nicolas	Director	-	-	-		
GODBEHERE, Ann Frances	Director	225,510	228,106	228,458		
MARTELLO, Wan Ling	Director	245,960	234,440	221,546		
RIBADEAU-DUMAS, Benoit	Director	-				
SAINT-EXUPERY, Jacques	Director	200,000	201,853	198,436		
SCOTT, Kevin	Director	230,960	218,702	203,498		
MARCHIONNE, Sergio	Former CEO			26,080,867		
MANLEY, Michael	Former CEO		51,184,773[(2)]	305,876	11,728,558	13,280,913
PALMER, Richard	Former CFO	345,686[(3)]		14,766,580	4,471,542	4,035,288
ABBOTT, John	Former Director			8,456	43,775	178,655
BRANDOLINI D'ABBA, Tiberto	Former Director			9,169	44,691	180,968
EARLE, Glenn	Former Director			8,387	71,635	215,649
MARS, Valerie	Former Director			11,872	60,903	208,529
SIMMONS, Ruth J.	Former Director			-	-	99,835
THOMPSON, Ronald L.	Former Director			14,611	58,231	220,524
VOLPI, Michelango A.	Former Director			12,198	52,369	189,409
WHEATCROFT, Patience	Former Director			8,723	59,690	204,284
ZEGNA, Emenegildo	Former Director			24,479	68,037	205,626

(1) These amounts reflect those reported in the FCA N. V. 2020 Remuneration Report
(2) This amount represents the amount paid as described in the Pre-merger Legacy Matters - Remuneration of Former Executive Directors FCA N.V. section of the 2022 Remuneration Report
(3) This amount represents the amount paid as described in the Pre-merger Legacy Matters - Remuneration of Former Executive Directors of FCA N.V. section of the 2023 Remuneration Report

Average employee compensation	2023	2022	2021	2020[1]	2019[1]
Average employee compensation	€ 70,404	€ 64,328	€ 58,475	€ 53,729	€ 57,353

(1) These amounts reflect those reported in the FCA N.V. 2020 Remuneration Report

Pre-merger Legacy Matters - Remuneration to Former Executive Director of FCA N.V.

Mr. Richard Palmer was the Chief Financial Officer and an Executive Director of FCA N.V. prior to the merger with PSA Groupe that formed Stellantis N.V. in 2021. In January 2023, Stellantis made a final payment to Mr. Palmer in fulfillment of an agreement entered into between Mr. Palmer and FCA N.V. prior to the merger. The agreement was legally binding effective September 17, 2020.

The entitlements pursuant to the agreement between Mr. Palmer and FCA N.V. were disclosed in the 2021 Remuneration Report. The portion of the recognition award attributable to Mr. Palmer's service as an Executive Director of FCA N.V. was €345,686. No decision was made in 2023 by the Stellantis Board regarding this matter, as the payment was contractually due under an agreement entered into prior to the merger. Mr. Palmer left the Company on June 30, 2023.

There are no further pre-merger legacy matters to report in the future.