



SHAREHOLDERS' ANNUAL GENERAL MEETING CONVENED ON APRIL 13, 2018 AT 9:00 AM CEST
at the Radisson Blu Hotel Amsterdam Airport, Boeing Avenue 2, 1119 PB Schiphol-Rijk (NL)



PROXY FORM

To be sent to and to be received by: **Computershare S.p.A.**, Via Nizza 262/73, 10126 Turin (Italy), as Agent for **CNH Industrial N.V.**, by **11:00 p.m. CEST on April 6, 2018** by mail or by Fax (+39 011 0923202) or by e-mail (cnhi@computershare.it), as an attachment in PDF format.

Disclaimer

This Proxy Form shall be completed and signed by the Shareholder in order **to appoint Computershare S.p.A.** to vote as per attached Voting Instructions Form at the Shareholders' Annual General Meeting of CNH Industrial N.V.. Alternatively the Shareholder can **vote online** through the company website ([www.cnhindustrial.com/Investor Relations/Shareholder Meetings](http://www.cnhindustrial.com/Investor%20Relations/Shareholder%20Meetings)).

Mandatory information *

THE UNDERSIGNED*			
Date of birth *	Place of birth *	Resident in (<i>town/city</i>) *	
At (<i>street address</i>) *		Italian Tax Code*	
Telephone no. *	e-mail		
entitled to vote at the close of business of March 16, 2018 (record date) as (1):			
<input type="checkbox"/> registered shareholder	<input type="checkbox"/> legal representative or agent with authority to sub-delegate		<input type="checkbox"/> Pledgee <input type="checkbox"/> Taker-in
<input type="checkbox"/> Beneficial interest holder	<input type="checkbox"/> official receiver	<input type="checkbox"/> manager	<input type="checkbox"/> other (specify)
for no. *	CNH Industrial common shares		
(2) registered in the name of			
Date of birth *	Place of birth *	Resident in (<i>town/city</i>) *	
At (<i>street address</i>) *		Italian tax Code	
Registered in the securities account (3) no.	At	Bank code (ABI)	Branch code (CAB)
as resulting from communication no. (4)		Made by (<i>Bank</i>)	

APPOINTS Computershare S.p.A. to attend at the above mentioned meeting and **to vote**, with reference to the above shares, **in accordance with the instructions provided in the following Voting Instructions Form**. If no such directions are indicated,

ACKNOWLEDGES that Computershare S.p.A. will have the authority **to vote "For"** with regard to all following proposals.

DATE	Form of identification (5) (<i>type</i>)*	Issued by *	no. *	SIGNATURE
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1. *Specify the capacity of the proxy signatory and, where applicable, attach documentary proof of his power.*
2. *To be completed only if the registered shareholder is different from the proxy signatory; mandatory indications on relevant personal details must be included.*
3. *Provide the securities account number, Bank Codes and Branch Codes of the Depository, or in any case its name, available in the securities account statement.*
4. *Reference to the communication made by the intermediary and its name.*
5. *Provide details of a valid form of identification of the proxy signatory.*



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VOTING INSTRUCTIONS FORM

The Undersigned _____

INSTRUCTS the Appointed Representative to vote at the above indicated shareholders' meeting as follows

RESOLUTIONS OF THE AGENDA TO BE VOTED	<i>VOTE</i>		
	<i>(Please tick as appropriate)</i>		
2.d. Adoption of the 2017 Annual Financial Statements	For	Against	Abstain
2.e. Determination and distribution of dividend	For	Against	Abstain
2.f. Release from liability of the executive directors and the non-executive directors of the Board	For	Against	Abstain
3.a. Re-appointment of Sergio Marchionne (executive director)	For	Against	Abstain
3.b. Re-appointment of Richard J. Tobin (executive director)	For	Against	Abstain
3.c. Re-appointment of Mina Gerowin (non-executive director)	For	Against	Abstain
3.d. Re-appointment of Suzanne Heywood (non-executive director)	For	Against	Abstain
3.e. Re-appointment of Léo W. Houle (non-executive director)	For	Against	Abstain
3.f. Re-appointment of Peter Kalantzis (non-executive director)	For	Against	Abstain
3.g. Re-appointment of John B. Lanaway (non-executive director)	For	Against	Abstain
3.h. Re-appointment of Silke C. Scheiber (non-executive director)	For	Against	Abstain
3.i. Re-appointment of Guido Tabellini (non-executive director)	For	Against	Abstain
3.j. Re-appointment of Jacqueline A. Tammenoms Bakker (non-executive director)	For	Against	Abstain
3.k. Re-appointment of Jacques Theurillat (non-executive director)	For	Against	Abstain
4. Proposal to re-appoint Ernst & Young Accountants LLP as the independent auditor of the Company	For	Against	Abstain
5.a. Delegation of the Board as authorized body to issue common shares, to grant rights to acquire common shares in the capital of the Company	For	Against	Abstain
5.b. Delegation of the Board as authorized body to limit or exclude statutory pre-emptive rights to the issuance of common shares in the capital of the Company	For	Against	Abstain
5.c. Delegation of the Board as authorized body to issue special voting shares in the capital of the Company	For	Against	Abstain
6. Replacement of the existing authorization to the Board of the authority to acquire common shares in the capital of the Company	For	Against	Abstain

SIGNATURE
