

## IMPORTANT NOTICE

**NOT FOR DISTRIBUTION OR TRANSMISSION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES.**

**IMPORTANT:** You must read the following notice before continuing. The following notice applies to the attached final terms (the "Final Terms"), whether received by email, accessed from an internet page or otherwise received as a result of electronic communication and you are therefore advised to read this notice carefully before reading, accessing or making any other use of the Final Terms. In reading, accessing or making any other use of the Final Terms, you agree to be bound by the following terms and conditions and each of the restriction set out in the Final Terms, including any modifications made to them from time to time, each time you receive any information from us as a result of such access.

**ANY OFFER OR SALE OF THE NOTES IN ANY MEMBER STATE OF THE EUROPEAN ECONOMIC AREA WHICH HAS IMPLEMENTED DIRECTIVE 2003/71/EC (THE "PROSPECTUS DIRECTIVE") MUST BE FOR A MINIMUM PURCHASE PRICE OR MINIMUM CONSIDERATION OF AT LEAST EURO 50,000 OR ADDRESSED TO QUALIFIED INVESTORS (AS DEFINED IN THE PROSPECTUS DIRECTIVE).**

**NOTHING IN THIS ELECTRONIC TRANSMISSION CONSTITUTES AN OFFER TO SELL OR A SOLICITATION OF AN OFFER TO BUY THE NOTES DESCRIBED IN THE FINAL TERMS IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO. THE NOTES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"). SUBJECT TO CERTAIN EXCEPTIONS, THE NOTES MAY NOT BE OFFERED, SOLD OR DELIVERED WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS (AS DEFINED IN REGULATION S UNDER THE SECURITIES ACT ("REGULATION S")). THE NOTES ARE BEING OFFERED AND SOLD OUTSIDE THE UNITED STATES TO NON-U.S. PERSONS IN RELIANCE ON REGULATION S. THE FINAL TERMS MAY NOT BE FORWARDED OR DISTRIBUTED TO ANY OTHER PERSON AND MAY NOT BE REPRODUCED IN ANY MANNER WHATSOEVER. DISTRIBUTION OR REPRODUCTION OF THE FINAL TERMS IN WHOLE OR IN PART IS UNAUTHORISED. FAILURE TO COMPLY WITH THIS DIRECTIVE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE SECURITIES LAWS OF OTHER JURISDICTIONS.**

To be eligible to view the Final Terms or make an investment decision with respect to or in connection with the Notes, (1) each prospective investor in respect of the Notes being offered outside of the United States in an offshore transaction pursuant to Regulation S must be a person other than a U.S. person and (2) in respect of any offer or sale of the Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive, each prospective investor must be a qualified investor (as defined in the Prospectus Directive) or the offer or sale of Notes to such prospective investor must be for a minimum purchase price or minimum consideration of at least EURO 50,000 (a "Relevant Person"). By accepting the e-mail and accessing, reading or making any other use of the attached Final Terms, you shall be deemed to have represented to J.P. Morgan Securities Ltd., Société Générale and Unicredit Bank AG (together, the "Joint Lead Managers"), being the sender of the attached, that (1) you are (or the person you represent is) a person other than a U.S. person, and that the electronic mail (or e-mail) address to which, pursuant to your request, the Final Terms has been delivered by electronic transmission is utilised by a person other than a U.S. person, and (2) you are a Relevant Person.

The Final Terms has been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently none of the Joint Lead Managers, Renault (the "Issuer") as issuer of the Notes, any person who controls or is a director, officer, employee or agent of any Joint Lead Manager or the Issuer or any affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference between the Final Terms distributed to you in electronic format and the hard copy version available to you on request from the Joint Lead Managers.

You are reminded that the Final Terms has been delivered to you on the basis that you are a person into whose possession the Final Terms may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located and you may not nor are you authorised to deliver the Final Terms to any other person.

The materials relating to the offering do not constitute, and may not be used in connection with any offer or solicitation in any place where such offers or solicitations are not permitted by law. If a jurisdiction requires that the offering be made by a licensed broker or dealer and the bookrunners or any affiliate of the bookrunners is a licensed broker or dealer in that jurisdiction, the offering shall be deemed to be made by the bookrunners or such affiliate on behalf of the issuer in such jurisdiction.

Under no circumstances shall the Final Terms constitute an offer to sell, or the solicitation of an offer to buy, nor shall there be any sale of the Notes, in any jurisdiction in which such offer, solicitation or sale would be unlawful.

The Final Terms may only be communicated or caused to be communicated, in the United Kingdom to a person specified in the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 in which Section 21(1) of the Financial Services and Markets Act 2000 does not apply to the Issuer.

**The distribution of the Final Terms in certain jurisdictions may be restricted by law. Persons into whose possession the Final Terms comes are required by the Joint Lead Managers and the Issuer to inform themselves about, and to observe, any such restrictions.**

Final Terms dated 16 September 2010



**RENAULT**

**RENAULT**

Euro 7,000,000,000  
Euro Medium Term Note Programme  
for the issue of Notes

**SERIES NO: 34**  
**TRANCHE NO: 2**

Issue of €250,000,000 5.625 per cent. Notes due 30 June 2015 (the **Notes**)  
to be assimilated (*assimilées*) and form a single series with the existing  
€ 400,000,000 5.625 per cent. Notes due 30 June 2015 issued on 30 June 2010 (the **Existing Notes**)  
under the €7,000,000,000 Euro Medium Term Note Programme

**Issued by: Renault (the "Issuer")**

**J.P. MORGAN**

**SOCIETE GENERALE CORPORATE & INVESTMENT BANKING**

**UNICREDIT BANK**

The Base Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a "**Relevant Member State**") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

#### **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Base Prospectus dated 11 June 2010 and the two Supplements to the Base Prospectus dated 30 July 2010 (visa n°10-0284) and 10 September 2010 (visa n°10-0317) which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented. Full information on the Issuer and the offer of the



Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus and the Supplements to the Base Prospectus are available for viewing at the office of the Fiscal Agent or each of the Paying Agents and on the websites of (a) the AMF during a period of twelve months from the date of the Base Prospectus and (b) the Issuer ([www.renault.com](http://www.renault.com)) and copies may be obtained free of charge from Renault 13-15, quai le Gallo, 92100 Boulogne Billancourt, France.

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|-----|--|---|
| 1.  | <b>Issuer:</b>   | Renault   |
| 2.  | <b>(i) Series Number:</b>  | 34  |
|     | <b>(ii) Tranche Number:</b>  | 2   |
|     |  | The Notes will be fully assimilated ( <i>assimilées</i> ) and form a single series with the Existing Notes as from the date of exchange which is expected to be on or about 40 days after the Issue Date (the <b>Assimilation Date</b> ). |
| 3.  | <b>Specified Currency or Currencies:</b>                                     | Euro (€)  |
| 4.  | <b>Aggregate Nominal Amount of Notes admitted to trading:</b>                |   |
|     | <b>(i) Series:</b>   | € 650,000,000   |
|     | <b>(ii) Tranche:</b>   | € 250,000,000   |
| 5.  | <b>(i) Issue Price of Tranche:</b>   | 103.66 per cent. of the Aggregate Nominal Amount of the Tranche plus accrued interest from, and including 30 June 2010 to, but excluding, the Issue Date (82 days) equal to €3,159,246.58   |
|     | <b>(ii) Net Proceeds:</b>  | € 261,309,246.58  |
| 6.  | <b>Specified Denomination(s):</b>  | € 1,000   |
| 7.  | <b>(i) Issue Date:</b>   | 20 September 2010   |
|     | <b>(ii) Interest Commencement Date</b>                                       | 30 June 2010  |
| 8.  | <b>Maturity Date:</b>  | 30 June 2015  |
| 9.  | <b>Interest Basis:</b>   | 5.625 per cent. Fixed Rate<br>(further particulars specified below)   |
| 10. | <b>Redemption/Payment Basis:</b>   | Redemption at par   |
| 11. | <b>Change of Interest or Redemption/Payment Basis</b>                        | Not Applicable  |
| 12. | <b>Put/Call Options:</b>   | Not Applicable  |
| 13. | <b>(i) Status of the Notes:</b>  | Unsubordinated Notes  |
|     | <b>(ii) Dates of the corporate authorisations for issuance of the Notes:</b> | Decision of the Board of Directors of the Issuer dated 30 April 2010 and decision of the Chairman of the Board of Director ( <i>Président du Conseil d'Administration</i> ) and CEO ( <i>Directeur Général</i> ) dated 14 September 2010  |
| 14. | <b>Method of distribution:</b>   | Syndicated  |
- PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**
- |     |                                   |  |
|-----|-----------------------------------|--|
| 15. | <b>Fixed Rate Note Provisions</b> | Applicable   |
|     | <b>(i) Rate of Interest:</b>      | 5.625 per cent. per annum payable annually in arrear |

(ii)	Interest Payment Date(s):	30 June in each year subject to the Following Business Day Convention as to payments only, commencing on 30 June 2011 and ending on the Maturity Date
(iii)	Fixed Coupon Amount:	€ 56.25 per € 1,000 in Nominal Amount
(iv)	Broken Amount(s):	Not Applicable
(v)	Day Count Fraction:	Actual/Actual (ICMA)
(vi)	Determination Dates:	30 June in each year
(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
<b>16.</b>	<b>Floating Rate Note Provisions</b>	Not Applicable
<b>17.</b>	<b>Zero Coupon Note Provisions</b>	Not Applicable
<b>18.</b>	<b>Index-Linked Interest Note/other variable-linked interest Note Provisions</b>	Not Applicable
<b>19.</b>	<b>Dual Currency Note Provisions</b>	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

<b>20.</b>	<b>Call Option</b>	Not Applicable
<b>21.</b>	<b>Put Option</b>	Not Applicable
<b>22.</b>	<b>Final Redemption Amount of each Note</b>	€ 1,000 per Specified Denomination
<b>23.</b>	<b>Early Redemption Amount</b>	€1,000 per Specified Denomination
	Early Redemption Amount(s) of each Note payable on redemption for taxation reasons (Condition 6(f)), for illegality (Condition 6(j)) or on event of default (Condition (9) or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

<b>24.</b>	<b>Form of Notes:</b>	Dematerialised Notes
(i)	Form of Dematerialised Notes:	Bearer dematerialised form ( <i>au porteur</i> )
(ii)	Registration Agent:	Not Applicable
(iii)	Temporary Global Certificate:	Not Applicable
(iv)	Applicable TEFRA exemption:	Not Applicable
<b>25.</b>	<b>Financial Centre(s) or other special provisions relating to Payment Dates:</b>	Not Applicable

26. **Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):** Not Applicable
27. **Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay:** Not Applicable
28. **Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:** Not Applicable
29. **Redenomination, renominatisation and reconventioning provisions:** Not Applicable
30. **Consolidation provisions:** Not Applicable
31. **Representation of holders of Notes/Masse:** Applicable  
Initial Representative:  
Eric Meunier  
176, boulevard Haussmann  
75008 Paris  
Alternate Representative:  
Audrey Arnoux  
26 rue Delambre  
75014  
The representative will not receive any remuneration
32. **Other final terms:** Not Applicable
33. **Applicable Tax Regime(s):** As per "Taxation" section of the Base Prospectus

#### **DISTRIBUTION**

34. (i) **If syndicated, names of Managers and underwriting commitments:** **J.P. Morgan Securities Ltd.**  
Underwriting commitment: € 83,333,000  
  
**Société Générale**  
Underwriting commitment: € 83,334,000  
  
**UniCredit Bank AG**  
Underwriting commitment: € 83,333,000
- (ii) **Stabilising Manager(s) (if any):** Société Générale
- (iii) **Date of subscription** 16 September 2010

**agreement:**

35. **If non-syndicated, name and address of Dealer:** Not Applicable
36. **Total commission and concession:** 0.40 per cent. of the Aggregate Nominal Amount of the Tranche.
37. **Non-Exempt Offer:** Not Applicable
38. **Additional selling restrictions:** Not Applicable

**LISTING AND ADMISSION TO TRADING APPLICATION**

These Final Terms comprises the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Euro 7,000,000,000 Euro Medium Term Note Programme of the Issuer.

- (i) **Listing:** Euronext Paris
- (ii) **Admission to trading:** Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from 20 September 2010
- (iii) **Estimate of total expenses related to admission to trading:** € 3,400

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of Renault S.A.

Duly represented by:  .....



## PART B – OTHER INFORMATION

### 1. ADMISSION TO TRADING AND LISTING

- (i) Listing: Euronext Paris
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on Euronext Paris with effect from 20 September 2010.  
The Existing Notes are already listed on Euronext Paris since 30 June 2010.
- (iii) Additional publication of Base Prospectus and Final Terms: Not Applicable

### 2. RATINGS

- Ratings: The Programme has been rated BB by Standard & Poor's Rating Services, BB by Fitch Ratings and Ba1 by Moody's Investors Services, Inc.<sup>1</sup>
- The Notes have been rated:  
Moody's: Ba1  
Fitch: BB  
And the Notes are also expected to be rated:  
S & P: BB

### 3. NOTIFICATION: Not Applicable

The *Autorité des marchés financiers* in France has provided to i) the *Commission de Surveillance du Secteur Financier* (CSSF) in Luxembourg ii) the *Commission Bancaire, Financière et des Assurances* (CBFA) in Belgium, iii) the *Bundesanstalt für Finanzdienstleistungsaufsicht* (BAFin) – in Germany and iv) the *bevoordert eerlijke en transparante financiële markten* (AFM) in Holland with a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Directive.

### 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

So far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### 5. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer See "Use of Proceeds" wording in Base Prospectus
- (ii) Estimated net proceeds: € 261,309,246.58
- (iii) Estimated total expenses: Listing: € 3,400

### 6. YIELD

- Indication of yield: 4.745 per cent per annum
- The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### 7. OPERATIONAL INFORMATION

- ISIN Code: FR0010944769 prior to the Assimilation Date and FR0010916734 thereafter
- Common Code: 054307942 prior to the Assimilation Date and 052259207 thereafter

<sup>1</sup> Issuer to provide a copy of the rating letters

Depositories:

- (i) Euroclear France to act as Central Depository Yes
- (ii) Common Depository for Euroclear and Clearstream Luxembourg No

Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

Delivery: Delivery against payment

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

The aggregate principal amount of Notes issued has been translated into Euro at the rate of [●] producing a sum of: Not Applicable