

Final Terms dated 14 September 2012



**RENAULT**

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

**SERIES NO: 38**

**TRANCHE NO: 1**

**EUR 600,000,000 4.625 per cent. Notes due 18 September 2017**

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

**Joint Lead Managers**

**Citigroup**

**Mitsubishi UFJ Securities**

**Natixis**

**Société Générale Corporate and Investment Banking**

## **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 15 May 2012 which received visa no. 12-207 from the *Autorité des Marchés Financiers* (the "AMF") on 15 May 2012 and the Supplement to the Base Prospectus dated 30 July 2012 which received visa no. 12-393 from the AMF on 30 July 2012 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003 as amended by Directive 2010/73/EU of the European Parliament and of the Council of 24 November 2010 to the extent that such amendments have been implemented in a relevant Member State) (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. 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. The Base Prospectus and the Supplement 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. | (i) <b>Series Number:</b>   | 38      |
|    | (ii) <b>Tranche Number:</b> | 1       |

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|-----|--|---|
| 3.  | <b>Specified Currency or Currencies:</b>                                     | Euro ("€")  |
| 4.  | <b>Aggregate Nominal Amount of Notes admitted to trading:</b>                |   |
|     | (i) <b>Series:</b>   | € 600,000,000   |
|     | (ii) <b>Tranche:</b>   | € 600,000,000   |
| 5.  | <b>Issue Price of Tranche:</b>   | 99.891 per cent of the Aggregate Nominal Amount   |
| 6.  | <b>Specified Denomination(s):</b>  | € 1,000   |
| 7.  | (i) <b>Issue Date:</b>   | 18 September 2012   |
|     | (ii) <b>Interest Commencement Date</b>                                       | Issue Date  |
| 8.  | <b>Maturity Date:</b>  | 18 September 2017   |
| 9.  | <b>Interest Basis:</b>   | 4.625 per cent. per annum Fixed Rate<br><i>(further particulars specified below)</i>  |
| 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. | (i) <b>Status of the Notes:</b>  | Unsubordinated Notes  |
|     | (ii) <b>Dates of the corporate authorisations for issuance of the Notes:</b> | Decision of the Board of Directors of the Issuer dated 8 December 2011 and decision of the Chairman and CEO ( <i>Président Directeur Général</i> ) dated 12 September 2012. |
| 14. | <b>Method of distribution:</b>   | Syndicated  |

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

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|-----|---|---|
| 15. | <b>Fixed Rate Note Provisions</b>   | Applicable  |
|     | (i) <b>Rate of Interest:</b>  | 4.625 per cent. per annum payable annually in arrear  |
|     | (ii) <b>Interest Payment Date(s):</b>   | 18 September in each year commencing on 18 September 2013 and ending on the Maturity Date (Unadjusted). |
|     | (iii) <b>Fixed Coupon Amount:</b>   | € 46.25 per Notes of €1,000 in nominal amount   |
|     | (iv) <b>Broken Amount(s):</b>   | Not Applicable  |
|     | (v) <b>Day Count Fraction:</b>  | Actual/Actual (ICMA)  |
|     | (vi) <b>Determination Dates:</b>  | 18 September in each year   |
|     | (vii) <b>Other terms relating to the method of calculating interest for Fixed Rate Notes:</b> | Not Applicable  |

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|-----|--|----------------|
| 16. | <b>Floating Rate Note Provisions</b>   | Not Applicable |
| 17. | <b>Zero Coupon Note Provisions</b>   | Not Applicable |
| 18. | <b>Index-Linked Interest Note/other variable-linked interest Note Provisions</b> | Not Applicable |
| 19. | <b>Dual Currency Note Provisions</b>   | Not Applicable |

**PROVISIONS RELATING TO REDEMPTION**

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|-----|--|--|
| 20. | <b>Call Option</b>   | Not Applicable                                   |
| 21. | <b>Put Option</b>  | Not Applicable                                   |
| 22. | <b>Final Redemption Amount of each Note</b>  | €1,000 per Note of €1,000 specified denomination |
| 23. | <b>Early Redemption Amount</b><br><br>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): | As per the Conditions.                           |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|-----|---|--|
| 24. | <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                                   |
| 25. | <b>Financial Centre(s) or other special provisions relating to Payment Dates:</b>   | TARGET   |
| 26. | <b>Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):</b>  | Not Applicable                                   |
| 27. | <b>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:</b> | Not Applicable                                   |
| 28. | <b>Details relating to Instalment Notes: amount of each instalment, date on</b>   |  |

- 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
- The initial Representative is:  
Stéphanie Besse  
c/o Natixis  
47, quai d'Austerlitz  
75013 Paris  
France
- The alternate Representative is:  
Sarah Berdal Israël  
c/o Natixis  
47, quai d'Austerlitz  
75013 Paris  
France
- The Representative will not be remunerated.
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 and addresses of Managers and underwriting commitments:**

**Joint Lead Managers**

**Citigroup Global Markets Limited**

Citigroup Centre

Canada Square

Canary Wharf

London E14 5LB

United Kingdom

Underwriting commitment: €150,000,000

**Mitsubishi UFJ Securities International plc**

Ropemaker Place

25 Ropemaker Street

London EC2Y 9AJ

United Kingdom

Underwriting commitment: €150,000,000

**Natixis**

30 avenue Pierre Mendès France

75013 Paris

France

Underwriting commitment: €150,000,000

**Société Générale**

Tour Société Générale

17, cours Valmy

92987 Paris - La Défense Cedex

France

Underwriting commitment: €150,000,000

- (ii) **Stabilising Manager(s) (if any):** Not Applicable
- (iii) **Date of agreement:** 14 September 2012

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

37. **Non-Exempt Offer:** Not Applicable

38. **Additional selling restrictions:** Not Applicable

**LISTING AND ADMISSION TO TRADING APPLICATION**

- (i) **Listing:** Euronext Paris

- (ii) **Admission to trading:** Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 18 September 2012.

- (iii) **Estimate of total expenses related to**

admission to trading:

€ 3,850

**RESPONSIBILITY**

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

Signed on behalf of Renault S.A.

Duly represented by:



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## PART B – OTHER INFORMATION

### 1. RISK FACTORS

Not Applicable

### 2. ADMISSION TO TRADING AND LISTING

- |       |  |  |
|-------|--|--|
| (i)   | Listing(s):  | Euronext Paris   |
| (ii)  | Admission to trading:                                      | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 18 September 2012. |
| (iii) | Additional publication of Base Prospectus and Final Terms: | Not Applicable   |

### 3. RATINGS

Ratings: The Notes are expected to be rated BB+ by Standard & Poor's Rating Services and Ba1 by Moody's Investors Services, Inc.

Each of Standard & Poor's Rating Services and Moody's Investors Services, Inc is established in the European Union and is registered under Regulation (EC) No. 1060/2009 (as amended). As such, each of Standard & Poor's Rating Services and Moody's Investors Services, Inc is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with such regulation.

The Notes to be issued have not been rated.

### 4. NOTIFICATION

The Autorité des marchés financiers in France has provided 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 iv) the bevoordert eerlijke en transparante financiële markten (AFM) in Holland and v) the *Finanzmarktaufsichtsbehörde* (FMA) in Austria with a certificate of approval attesting that the Base Prospectus and its Supplement have been drawn up in accordance with the Prospectus Directive.

### 5. 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.

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

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|-------|---------------------------|--|
| (i)   | Reasons for the offer     | See "Use of Proceeds" wording in Base Prospectus |
| (ii)  | Estimated net proceeds:   | € 596,946,000                                    |
| (iii) | Estimated total expenses: | € 3,850 (listing fees)                           |

### 7. YIELD

Indication of yield: 4.650 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.

**8. OPERATIONAL INFORMATION**

ISIN Code: FR0011321447

Common Code: 082912100

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