

FINAL TERMS**12 April 2013****RCI BANQUE****ISSUE OF SGD 48,000,000 3.00 PER CENT. NOTES DUE 16 April 2018****UNDER THE EURO 12,000,000,000****EURO MEDIUM TERM NOTE PROGRAMME****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 6 September 2012 and the Supplements to the Base Prospectus dated 12 September 2012, 2 November 2012 and 28 February 2013, which together constitute a base prospectus for the purposes of the Directive 2003/71/EC (as amended by Directive 2010/73/EU) (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 the Base Prospectus dated 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 are available for viewing at www.bourse.lu and copies may be obtained from the registered office of the Issuer, the principal office of the Agent in London and the principal office of the Paying Agent in Luxembourg.

- | | |
|--------------------------------------|--|
| 1. (a) Series Number: | 277 |
| (b) Tranche Number: | 1 |
| 2. Specified Currency or Currencies: | Singapore Dollars (" SGD ") |
| 3. Aggregate Nominal Amount: | |
| (a) Series: | SGD 48,000,000 |
| (b) Tranche | SGD 48,000,000 |
| 4. Issue Price: | 100 per cent. of the Aggregate Nominal Amount |
| 5. (a) Specified Denomination(s): | SGD 250,000 and integral multiples of SGD 250,000 in excess thereof. |
| (b) Calculation Amount: | SGD 250,000 |
| 6. (a) Issue Date: | 16 April 2013 |
| (b) Interest Commencement Date: | Issue Date |

7. Maturity Date:	16 April 2018
8. Interest Basis:	3.00 per cent. per annum Fixed Rate (further particulars specified below)
9. Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount.
10. Change of Interest Basis or Redemption/Payment Basis:	Not Applicable
11. Put/Call Options:	Not Applicable
12. (a) Status of the Notes:	Senior
(b) Date approval for issuance of Notes obtained:	23 July 2012
13. Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14. Fixed Rate Note Provisions	Applicable
(a) Rate of Interest:	3.00 per cent. per annum, payable semi-annually in arrear
(b) Interest Payment Date(s):	16 April and 16 October in each year commencing on 16 October 2013 up to and including the Maturity Date
(c) Fixed Coupon Amount(s):	Not Applicable
(d) Broken Amount(s):	Not Applicable
(e) Day Count Fraction:	Actual/365, unadjusted
(f) Determination Date(s):	Not Applicable
(g) Party responsible for calculation of Interest Amounts (if not the Calculation Agent):	Not Applicable
15. Floating Rate Note Provisions	Not Applicable
16. Zero Coupon Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

17. Issuer Call:	Not Applicable
-------------------------	----------------

- | | |
|---|------------------------------------|
| 18. Put Option: | Not Applicable |
| 19. Final Redemption Amount of each Note: | SGD 250,000 per Calculation Amount |
| 20. Early Redemption Amount: Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 7(f)) | Not Applicable |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

- | | |
|--|--|
| 21. Form of Notes: | Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes on an Exchange Event |
| 22. New Global Note: | Yes |
| 23. Financial Centre(s) or other special provisions relating to payment days: | TARGET |
| 24. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 25. Details relating to Instalment Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made: | Not Applicable |
| 26. Redenomination, renominalisation and reconventioning provisions: | Not Applicable |
| 27. Consolidation provisions: | Not Applicable |

DISTRIBUTION

- | | |
|--|---|
| 28. (a) If syndicated, names and addresses of Managers: | The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch
21 Collyer Quay
#11-01 HSBC Building
Singapore 049320 |
|--|---|


United Overseas Bank Limited
80 Raffles Place #03-01
UOB Plaza 1
Singapore 048624

- (b) Date of Syndication Agreement: 12 April 2013
- (c) Stabilising Manager(s) (if any): Not Applicable
29. If non-syndicated, name and addresses of Dealer: Not Applicable
30. U.S. Selling Restrictions: Reg. S Compliance Category 1; TEFRA D
31. Non-exempt Offer: Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the Regulated Market of the Luxembourg Stock Exchange and Euronext Paris of the Notes described herein pursuant to the €12,000,000,000 Euro Medium Term Note Programme of RCI Banque.

Signed on behalf of the Issuer:

By: 
Duly authorised

Jean-Marc SAUGIER
VP Finance and Group Treasurer
Finance and Treasury Division

PART B - OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing and Admission and trading: Application is expected to be made by the Issuer (or on its behalf) for the Notes to be listed and admitted to trading on the regulated market of the *Bourse de Luxembourg* and on Euronext Paris with effect from 16 April 2013.
- (ii) Estimate of total expenses related to the admission to trading: Euro 5,025

2. RATINGS

Ratings: The Notes to be issued are expected to be rated Baa3 (stable) by Moody's Investors Service Ltd. "Moody's" and BBB (negative outlook) by Standard & Poor's Credit Market Services France "S&P".

Each of Moody's and S&P is established in the European Union and is registered under Regulation (EC) No 1060/2009, as amended by Regulation No. 513/2011 (the "CRA Regulation"). As such, each of Moody's and S&P is included in the list of credit rating agencies published by the European Securities and Markets Authority on its website in accordance with the CRA Regulation.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. YIELD

Indication of yield: 3.00 per cent. per annum on a semi-annual basis

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

5. OPERATIONAL INFORMATION

ISIN Code:	XS0915651888
Common Code:	091565188
Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, société anonyme and the relevant identification number(s):	Not Applicable
Delivery:	Delivery against payment
Names and addresses of initial Paying Agent(s):	Citibank, N.A. Ground Floor DUB 01 11 1 North Wall Quay Dublin 1 Ireland
Intended to be held in a manner which would allow Eurosystem eligibility:	No

