

**THE THIRD SUPPLEMENT DATED 25 OCTOBER 2013 TO THE 15 MAY
2013 BASE PROSPECTUS**

RENAULT

(incorporated as a société anonyme in France)

€7,000,000,000

Euro Medium Term Note Programme

This prospectus supplement (the "**Second Supplement**") is supplemental and must be read in conjunction with the Base Prospectus dated 15 May 2013 (the "**Base Prospectus**") granted visa No. 13-214 on 15 May 2013 by the Autorité des marchés financiers (the "**AMF**"), the supplement to the Base Prospectus dated 26 July 2013 granted visa No. 13-427 on 26 July 2013 (the "**First Supplement**") and the supplement to the Base Prospectus dated 04 September 2013 granted visa No. 13-474 on 04 September 2013 (the "**Second Supplement**"), all prepared by Renault ("**Renault**" or the "**Issuer**") with respect to its €7,000,000,000 Euro Medium Term Note Programme (the "**Programme**").

Terms defined in the Base Prospectus have the same meaning when used in this Third Supplement.

Application has been made for approval of this Third Supplement to the AMF in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements Directive 2003/71/EC (as amended) on the prospectus to be published when securities are offered to the public or admitted to trading in France (the "**Prospectus Directive**").

This Third Supplement has been prepared pursuant to Article 16.1 of the Prospectus Directive and Article 212-25 of the *Règlement Général* of the AMF for the purposes of integrating a press release dated 24 October 2013 in connection with the Issuer's position, activities and status.

Copies of this Third Supplement will be available for viewing on the website of the AMF (www.amf-france.org), on the Issuer's website (<http://www.renault.com>) and may be obtained, free of charge, during normal business hours from Renault, 13/15 Quai le Gallo 92100 Boulogne-Billancourt, France and at the specified offices of each of the Paying Agents.

Saved as disclosed in this Third Supplement to the Base Prospectus, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus.

In relation to any offer of Notes to the public, and provided that the conditions of article 16 (2) of the Prospectus Directive are fulfilled, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before this Third Supplement is published, have the right according to article 16 (2) of the Prospectus Directive, to withdraw their acceptances within a time limit of two (2) working days after the publication of this Third Supplement, i.e. until 30 October 2013.

TABLE OF CONTENTS

1/ RECENT EVENTS.....p.3
2/ PERSON RESPONSIBLE FOR THIS SUPPLEMENT.....p.5

1/ RECENT EVENTS

The section “recent events” appearing on page 97 of the Base Prospectus is supplemented by the following press release which is also available for viewing on the Issuer's website (<http://www.renault.com>):

1) October 24th, 2013 - Quarterly information, September 30, 2013

Positive business momentum in Europe. International activity negatively impacted by the Iranian market situation

- Renault group revenues totaled €7.998 billion in third-quarter 2013, down 3.2% year-on-year¹.
- Automotive revenues fell 3.4%¹ to €7.483 billion, negatively impacted by foreign exchange rates and a decrease in independent dealers inventories.
- Registrations rose 3.1% year on year to 614,888 units.
- Registrations and market share increased in Europe, driven by the success of new models (new Clio, new Sandero and Captur).
- International sales accounted for 52% of the group total despite the Iranian market situation.
- The group is maintaining its 2013 outlook: sales growth, a positive automotive operating margin and a positive automotive operational free cash flow.

Commercial results: Q3 2013 highlights

In a global automotive market that increased 4.6%, Renault group's registrations totaled 614,888 units, up 3.1% year on year. All the Regions, except Asia-Pacific, reported sales growth and improved market share.

The market in **Europe** appears to be stabilizing at a low level, growing 2.5% in the third quarter. The group posted a 10.2% increase in sales and a 0.6 point rise in market share, to 9.1% while pursuing its virtuous sales policy. This better performance was also driven by the success of the new models launched in late 2012 and early 2013.

¹ Restated from retrospective application of IFRS 11 « joint Arrangements » & Iran deconsolidation on July 1, 2013

Since its launch in March, the group has sold over 48,000 units of Captur, now the top-selling B-segment crossover in Europe.

Market share in **France** came to 26.4%, with a rise in registrations owing largely to the success of Captur and new Clio, which is the best-selling vehicle in France, all segments combined.

In the UK, where the market expanded 11.6%, the group benefited from the launch of the Dacia range, with total registrations up 42.5%.

In Spain, where the market rose 8.9% over the quarter, group registrations grew 30.0%.

The group also increased its market share in Italy by nearly 2 points, with registrations up 28.1% in a market down 3.9%.

In Germany, where the market continued to contract by 1.3%, group registrations fell 3.0%.

The Renault brand is ranked third in Europe, with a 7.0% market share, up 0.2 points.

The Dacia brand posted its best quarterly results ever, with a 2.1% market share.

Outside Europe, the Renault group grew 4.8% excluding Iran. Including the impact of the business activity in this country (- 23,000 units for the quarter), group registrations were down 2.6%. Sales outside Europe accounted for 52% of the total, down 3 points on 2012.

In the **Americas** Region, registrations increased 0.5% in a market that decreased 2.8%.

In Brazil, the group's second-largest market, Renault won back market share and achieved its best quarterly score at 7.1%, after a first half-year that was disrupted by a production halt at the Curitiba plant needed to increase manufacturing capacity. In a market down 10%, following a particularly strong third quarter in 2012, group registrations fell 5.1% in Brazil.

In Argentina, the automotive market remained dynamic (up 18.7%) despite the economic situation, while group registrations were up 18.1%.

In the **Eurasia** Region, sales volumes rose 18.2% in a market that fell 4.2%. In Russia, the market was down 7.8% but the group's registrations continue to grow strongly (up 17.5%) thanks to the appeal of Duster. Russia is the third market for Renault globally while Renault is the number-two brand locally behind Lada.

Registrations in the **Euromed-Africa** Region were up 2.9% in a market down 4.6%. In Turkey, a market that grew 7.6%, registrations rose 34.3%, buoyed by the success of New Clio Symbol. Group registrations in Algeria fell 30.3% following the 23.4% market contraction over the quarter. In Morocco, Dacia and Renault brands are the market leaders with a 39.3% share of the market, up 5.2 points.

In the **Asia-Pacific** Region, group registrations decreased 30.4% in a market that increased 6.1%. Excluding Iran, the group reported a 6.6% increase in the Region. In India, sales were stable (down 0.6%) in a market that shrank 5.0%. The group posted a 1.6% market share (up 0.1 points), thanks to Duster.

In South Korea, the commercial situation stabilized and the group regained market share (up 0.4 points) through a 16.4% rise in sales, in a market that grew 6.0%.

Q3 2013 revenues by operating segment

Group revenues came to €7,998 million in third quarter 2013, down 3.2%¹.

Automotive revenues fell 3.4%¹ to €7,483 million. The fall in the currencies of several emerging countries (Argentine peso, Brazilian real, Russian ruble, and Indian rupee) accounted for a negative impact of 5.7 points. However, the price effect was positive at 0.9 points, thanks to the ongoing virtuous pricing policy in Europe and the impact of price increases internationally to offset the fall in some currencies. The product-mix effect is negative by 1.3 points, showing the contrasted evolution of sales on the B and C segments. The regional mix effect impacted positively 1.2 points. The sales volume effect is a positive 0.1 point including the negative impact coming from the reduction in independent dealer inventories. Other activities, of which sales of built-up vehicles, parts and powertrain components to partners, had a positive impact of 1.3 points.

Sales Financing (RCI Banque) contributed €515 million to group revenues, up 0.4% year on year. Average loans outstanding stood at €24.5 billion in third-quarter 2013, up 2.5%. The number of new financing contracts rose 25%² to 286,300 over the quarter.

¹ Restated from retrospective application of IFRS 11 « joint Arrangements » & Iran deconsolidation on July 1, 2013.

² +13% before the retroactive consolidation of the Turkish JV on January 1, 2013.

Outlook

The group remains on track to meet its objectives for the year 2013:

- higher group registrations worldwide;
- positive Automotive operating margin;
- positive Automotive operational free cash flow.

Renault group consolidated revenues

(€ million)	2013	2012 <i>Restated¹</i>	Change 2013/2012
1st quarter			
Automotive	7,736	8,852	-12.6%
Sales Financing	529	519	+1.9%
Total	8,265	9,371	-11.8%
2nd quarter			
Automotive	11,647	10,701	+8.8%
Sales Financing	529	550	-3.8%
Total	12,176	11,251	+ 8.2%
3^d quarter			
Automotive	7,483	7,748	-3.4%
Sales Financing	515	513	+0.4%
Total	7,998	8,261	-3.2%
9 months			
Automotive	26,866	27,301	-1.6%
Sales Financing	1,573	1,582	-0.6%
Total	28,439	28,883	-1.5%

¹ Restated from retrospective application of IFRS 11 « joint Arrangements » & Iran deconsolidation on July 1, 2013.

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2) September 19th, 2013 - Issuance of a new Eurobond under Renault's EMTN Programme: 600,000,000 EUR, 3.625% Fixed Rate Notes due September 2018

On September 11, 2013, Renault issued a EUR 600,000,000 syndicated bond (value September 19, 2013) under its EMTN Programme (Series 42) with a fixed interest rate of 3.625% per annum and falling due on September 2018. The Final terms can be consulted on the website of Renault (www.renault.com – chapter Finance) and on the website of the French *Autorité des Marchés Financiers* (www.amf-france.org).

2/ PERSON RESPONSIBLE FOR THIS SUPPLEMENT

In the name of the Issuer

Having taken all reasonable measures for this purpose, I declare that the information contained in this Third Supplement is in accordance with the facts and contains no omission likely to affect its import.

Issued in Paris, on 25 October 2013

Renault
13-15, quai le Gallo,
92100 Boulogne Billancourt
France
Duly represented by:
Dominique Thormann
CFO

Made in Paris on October 25, 2013



Autorité des marchés financiers

In accordance with Articles L. 412-1 and L. 621-8 of the French monetary and Financial Code (*Code monétaire et financier*) and with the General Regulations (*Règlement Général*) of the Autorité des marchés financiers ("AMF"), in particular Articles 212-31 to 212-33, the AMF has granted the visa No. 13-573 on 25 October 2013 to this Supplement. The Base Prospectus, as supplemented by this Supplement, may be relied upon in relation to financial transactions only if supplemented by Final Terms. This Supplement has been prepared by the Issuer and its signatories may be held liable for it.

In accordance with Article L. 621-8-1-I of the French Monetary and Financial Code (*Code monétaire et financier*), the visa was granted following an examination of "the relevance and consistency of the information relating to the situation of the Issuer". It shall not imply any authentication by the AMF of the accounting and financial data that is presented herein. This registration is subject to the publishing of the specified Final Terms, in accordance with Article 212-32 of the AMF General Regulation (*Règlement général de l'AMF*), which specifies the characteristics of the issued Notes.