

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”), AS AMENDED (WHICH INCLUDES THE AMENDMENTS MADE BY DIRECTIVE 2010/73/EU (THE “2010 PD AMENDING DIRECTIVE”) TO THE EXTENT THAT SUCH AMENDMENTS HAVE BEEN IMPLEMENTED IN A MEMBER STATE OF THE EUROPEAN ECONOMIC UNION), MUST BE FOR A MINIMUM PURCHASE PRICE OR MINIMUM CONSIDERATION OF AT LEAST EURO 100,000 (OR EURO 50,000 IF THE 2010 PD AMENDING DIRECTIVE HAS NOT BEEN IMPLEMENTED IN A MEMBER STATE OF THE EUROPEAN ECONOMIC AREA) 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 100,000 (or EURO 50,000 if the 2010 PD Amending Directive has not been implemented in a Member state of the European Economic Area) (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 Citigroup Global Markets Limited, CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK and Natixis (together, the “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 Managers, Renault (the “Issuer”) as issuer of the Notes, any person who controls or is a director, officer, employee or agent of any 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 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 Managers and the Issuer to inform themselves about, and to observe, any such restrictions.

Final Terms dated 23 May 2011



RENAULT

RENAULT

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

SERIES NO: 35
TRANCHE NO: 1
EUR 500,000,000 4.625 per cent. Notes due 25 May 2016
Issued by: Renault (the "Issuer")

Joint Lead Managers
CITIGROUP GLOBAL MARKETS LIMITED
CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK
NATIXIS

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) as amended (which includes the amendments made by Directive 2010/73/EU (the "**2010 PD Amending Directive**") to the extent that such amendments have been implemented in a Member State) (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 in that Relevant Member State of 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 Supplements to the Base Prospectus dated 30 July 2010, 10 September 2010, 15 November 2010, 23 November 2010, 31 March 2011 and 13 May 2011 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. 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 is 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) and copies may be obtained free of charge from Renault 13-15, quai le Gallo, 92100 Boulogne Billancourt, France.

1. **Issuer:** Renault
2. (i) **Series Number:** 35
(ii) **Tranche Number:** 1
3. **Specified Currency or Currencies:** Euro ("€")
4. **Aggregate Nominal Amount of Notes admitted to trading:**
(i) **Series:** €500,000,000
(ii) **Tranche:** €500,000,000
5. (i) **Issue Price of Tranche:** 99.459 per cent of the Aggregate Nominal Amount
(ii) **Net Proceeds:** €495,420,000
6. **Specified Denomination(s):** €1,000
7. (i) **Issue Date:** 25 May 2011
(ii) **Interest Commencement Date** Issue Date
8. **Maturity Date:** 25 May 2016
9. **Interest Basis:** 4.625 per cent. per annum Fixed Rate
(further particulars specified below)
10. **Redemption/Payment Basis:** Redemption at par
11. **Change of Interest or Redemption/Payment Basis:** Not Applicable
12. **Put/Call Options:** Not Applicable
13. (i) **Status of the Notes:** Unsubordinated Notes
(ii) **Dates of the corporate authorisations for issuance of the Notes:** Authorisation of the Board of Directors of the Issuer dated 29 April 2011 and decision of the Chairman and CEO (*Président Directeur Général*) dated 20 May 2011
14. **Method of distribution:** Syndicated

PROVISIONS RELATING TO INTEREST PAYABLE

15. **Fixed Rate Note Provisions** Applicable
 - (i) **Rate of Interest:** 4.625 per cent. per annum payable annually in arrear
 - (ii) **Interest Payment Date(s):** 25 May in each year commencing on 25 May 2012 and ending on the Maturity Date (Unadjusted)
 - (iii) **Fixed Coupon Amount:** €46.25 per Notes of €1,000 in nominal amount
 - (iv) **Broken Amount(s):** Not Applicable
 - (v) **Day Count Fraction:** Actual/Actual (ICMA)
 - (vi) **Determination Dates:** 25 May in each year
 - (vii) **Other terms relating to the method of calculating interest for Fixed Rate Notes:** Not Applicable

PROVISIONS RELATING TO REDEMPTION

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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- 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:
CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK
represented by
Mr. Edouard LEMARDELEY
9, quai du président Paul Doumer
92920 Paris La Défense Cedex
- The Representative will not be remunerated.
32. Other final terms: Not Applicable
33. Applicable Tax Regime(s): As per the Conditions.

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: €166,666,667
- CREDIT AGRICOLE CORPORATE AND INVESTMENT BANK**
9 quai du Président Paul Doumer
92920 Paris La Défense Cedex
France
- Underwriting commitment: €166,666,667
- Natixis**
30 avenue Pierre Mendès France
75013 Paris
France
- Underwriting commitment: €166,666,666
- (ii) Stabilising Manager(s) (if any): Not Applicable
- (iii) Date of subscription agreement: 23 May 2011
35. If non-syndicated, name and address of Dealer: Not Applicable

36. **Total commission and concession:** 0.375 per cent. of the Aggregate Nominal Amount
37. **Non-Exempt Offer:** Not applicable.
38. **Additional selling restrictions:** **European Economic Area:**
- In relation to each Member State of the European Economic Area which has implemented the Prospectus Directive (each, a **Relevant Member State**), each Joint Lead Manager has represented and agreed that with effect from and including the date on which the Prospectus Directive is implemented in that Relevant Member State (the **Relevant Implementation Date**) it has not made and will not make an offer of Notes which are the subject of the offering contemplated by this Base Prospectus as completed by the final terms in relation thereto to the public in that Relevant Member State except that it may, with effect from and including the Relevant Implementation Date, make an offer of such Notes to the public in that Relevant Member State:
- (a) at any time to any legal entity which is a qualified investor as defined in the Prospectus Directive;
 - (b) at any time to fewer than 100 or, if the Relevant Member State has implemented the relevant provision of the 2010 PD Amending Directive, 150, natural or legal persons (other than qualified investors as defined in the Prospectus Directive), subject to obtaining the prior consent of the relevant Joint Lead Manager or Joint Lead Managers nominated by the Issuer for any such offer; or
 - (c) at any time in any other circumstances falling within Article 3(2) of the Prospectus Directive,
- provided that no such offer of Notes referred to in (a) to (c) above shall require 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.
- For the purposes of this provision, the expression an **offer of Notes to the public** in relation to any Notes in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe the Notes, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State, the expression **Prospectus Directive** means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression **2010 PD Amending Directive** means Directive 2010/73/EU.

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 by the Issuer (or on its behalf) for the Notes to be admitted to trading on Euronext Paris with effect from 25 May 2011.
- (iii) Estimate of total expenses related to admission to trading: €3,700

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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Dominique THORMAELEN
CFO

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 25 May 2011. |
| (iii) | Additional publication of Base Prospectus and Final Terms: | Not Applicable |

3. 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.

The Notes are expected to be rated:

Moody's: Ba1

S&P: BB+

Each of Standard & Poor's Ratings Services, Fitch Ratings and Moody's Investors Service is established in the European Union and has applied to be registered under Regulation (EC) No 1060/2009 of the European Parliament and of the Council of 16 September 2009 on credit rating agencies, although the result of such application has not yet been notified by the relevant competent authority.

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 and iv) the *bevoordert eerlijke en transparante financiële markten* (AFM) in Holland with a certificate of approval attesting that the Base Prospectus and its Supplements 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

- | | | |
|-------|---------------------------|--|
| (i) | Reasons for the offer | See "Use of Proceeds" wording in Base Prospectus |
| (ii) | Estimated net proceeds: | €495,420,000 |
| (iii) | Estimated total expenses: | €3,700 (listing fees) |

7. YIELD

Indication of yield: 4.749 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: FR0011052117

Common Code: 063036153

Depositories:

(i) Euroclear France to act as
Central Depositary Yes

(ii) Common Depositary 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 Not Applicable

Paying Agent(s) (if any):