

**THIRD SUPPLEMENT DATED 23 FEBRUARY 2009 TO THE 18 JUNE 2008  
BASE PROSPECTUS**

**RENAULT**

*(incorporated as a société anonyme in France)*

**€7,000,000,000**

**Euro Medium Term Note Programme**

This Third supplement (the “**Third Supplement**”) constitutes a supplement, for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities (the “**Luxembourg Law**”), to the Base Prospectus dated 18 June 2008 and approved by the *Commission de Surveillance du Secteur Financier* in Luxembourg (the “**CSSF**”), and is prepared in connection with the €7,000,000,000 Euro Medium Term Note Programme established by Renault (the “**Issuer**”).

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

This Third Supplement constitutes a supplement to, and should be read in conjunction with the Base Prospectus, the First Supplement dated 8 September 2008 and the Second Supplement dated 5 November 2008.

The Issuer accepts responsibility for the information contained in this Third Supplement.

To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Third Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

The following documents which have previously been published or is published simultaneously with this Supplement and have been filed with the CSSF, shall be deemed, to be incorporated in, and to form part of, this Supplement:

- The press release dated February 12, 2009 on Renault 2008 Financial Results;
- The Consolidated Financial Statements 2008;
- The Statutory auditors’ report on the 2008 consolidated financial statements

To the extent that there is any inconsistency between any statement in this Third Supplement and any other statement in or incorporated by reference in the Base Prospectus, the First Supplement dated 8 September 2008 or the Second Supplement dated November 5, 2008, the statements in this Third Supplement will prevail.

Save as disclosed in this Third Supplement, 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.

To the extent applicable, and provided that the conditions of article 13, 2<sup>nd</sup> § of the Luxembourg Law 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, exercisable within two working days after the publication of this Third Supplement, to withdraw their acceptances.

Copies of this Third Supplement, the First Supplement, the Second Supplement, the Base Prospectus, the Press release dated February 12, 2009, the Consolidated Financial Statements 2008 and the Statutory auditors' report on the 2008 Consolidated Financial Statements are available during usual business hours or any weekday (Saturday or public holidays excepted) at the office of the Issuer and at the specified office of each of the Paying Agents, on the Issuer's website "www.renault.com" and on the Luxembourg Stock Exchange's website: "www.bourse.lu".

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## **1- RENAULT PRESS RELEASE DATED FEBRUARY 12, 2009**

The Renault Press Release dated February 12, 2009 is incorporated by reference in its entirety in this Supplement.

## **2- CONSOLIDATED FINANCIAL STATEMENTS 2008**

### **Cross Reference List**

#### **Consolidated Financial Statements 2008**

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Any information not listed in the cross reference list above but included in the documents incorporated by reference is given for information purpose only.

## **3 - STATUTORY AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS YEAR-END, 31 DECEMBER, 2008**

The Statutory auditors' report on the 2008 Consolidated Financial Statements is incorporated by reference in its entirety in this Supplement.

## **4 - RECENT EVENTS**

On February 18, 2009, Fitch Ratings downgraded Renault SA's (Renault) Long-term Issuer Default (IDR) and senior unsecured ratings to 'BBB-' (BBB minus) from 'BBB'. The Outlook on the Long-term IDR is Negative.

On February 20, 2009, Moody's Investors Service downgraded Renault S.A's ("Renault") long term ratings to Ba1 from Baa2 and its short term ratings to Not Prime from P-2. The outlook on the ratings is stable.