

**THIRD SUPPLEMENT DATED 20 FEBRUARY 2012 TO THE 10 JUNE
2011 BASE PROSPECTUS
RENAULT
(incorporated as a société anonyme in France)
€7,000,000,000
Euro Medium Term Note Programme**

This prospectus supplement (the "**Third Supplement**") is supplemental and must be read in conjunction with the Base Prospectus dated 10 June 2011 (the "**Base Prospectus**") granted visa No. 11-216 on 10 June 2011 by the *Autorité des marchés financiers* (the "**AMF**"), the supplement to the Base Prospectus dated 29 July 2011 granted visa No. 11-350 on 29 July 2011 (the "**First Supplement**") by the AMF and the supplement to the Base Prospectus dated 4 November 2011 granted visa No. 11-509 on 4 November 2011 (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 Supplement.

Application has been made for approval of this Supplement to the AMF for the purposes of incorporating by reference the Consolidated Financial Statements for the year 2011 with the Auditors' Report and integrating a press release dated 16 February 2012, in connection with the Issuer's position, activities and status in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements Directive 2003/71/EC of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading (the "**Prospectus Directive**").

This Third Supplement has been prepared pursuant to Article 16 of the Prospectus Directive and article 212-25 of the *Règlement Général* of the AMF for the purposes of incorporating recent events 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.

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1. DOCUMENT INCORPORATED BY REFERENCE

The section Documents Incorporated by Reference appearing on pages 33 to 38 of the Base Prospectus is supplemented by the following:

The sections referred to in the table below are included in the English free translation of the Consolidated Financial Statements for the year 2011 and the free translation of the Auditors Report on 2011 Consolidated Financial Statements which were filed with the AMF.

Annex IV and Annex IX of the European Regulation 809/2004/EC of 29 April 2004	2011 Consolidated Financial Statements	Auditors report on 2011 Consolidated Financial Statements
FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES		
Condensed Consolidated Financial Statements		
a) balance sheet;	p. 4-5	
b) income statement;	p. 2	
e) cash flow statement; and	p. 7-8	
(f) accounting policies and explanatory notes.	p. 15 - 78	
Auditing of historical annual financial information		p.1 - 3

Any information not listed in the cross reference list above but included in such document incorporated by reference is given for information purposes only.

2. RECENT EVENTS

The section « Recent Developments » appearing on page 73 of the Base Prospectus is supplemented by the following press release.

16 February 2012 – 2011 Financial Results

Renault reports Automotive operational free cash flow¹ of €1,084 million in 2011, in line with the trajectory set in the mid-term plan, Renault 2016 - Drive the Change.

- Group revenues of €42,628 million, up 9.4% on 2010.
- Group operating margin of €1,091 million, or 2.6% of revenues, compared with €1,099 million and 2.8% in 2010.
- Group operating income of €1,244 million, compared with €635 million in 2010.
- Contribution of associated companies of €1,524 million, compared with €1,289 million in 2010.
- Net income of €2,139 million, compared with €3,490 million in 2010, which included a €2 billion capital gain from the sale of B shares in AB Volvo.
- Positive Automotive operational free cash flow of €1,084 million, including €627 million from a favorable change in the working capital requirement.
- Automotive net financial debt of €299 million, down €1,136 million on December 31, 2010.

Commenting on the results, Carlos Ghosn, Chairman and CEO of Renault, said: “Thanks to the hard work of all its employees, Renault coped with the different crises faced throughout the year, exceeding the free cash flow objective for 2011. The 19% increase in Group sales outside Europe, notably in Brazil and Russia, illustrates the Group’s international growth. In 2012 we expect international sales to be well in excess of 43% of the total, while maintaining the Renault brand leadership in France, and No. 2 position in Europe.”

Group revenues came to €42,628 million, up 9.4%. Driven by sales momentum and an improved product mix, **Automotive** contributed €40,679 million to revenues, an increase of 9.4% on 2010.

Group **operating margin** was stable at €1,091 million, or 2.6% of revenues, compared with €1,099 million and 2.8% in 2010.

Automotive reported operating margin of €330 million (0.8% of revenues), compared with €396 million, or 1.1% of revenues, in 2010. The favorable impact of sales volumes (€455 million) and the improvement in costs as part of the monozukuri plan (€500 million) did not entirely offset negative factors, mainly external to the company, such as a

¹ Operational free cash flow: cash flow (excluding dividends received from listed companies) minus tangible and intangible investments +/- changes in working capital requirements.

€509 million rise in raw materials, a €199 million unfavorable currency effect and a €245 million negative mix/price impact.

In all, the supply constraints stemming from the Japanese tsunami had an unfavorable impact on the operating margin of Automotive of an estimated €200 million in 2011. The impacts were mainly felt in production, commercial offers and logistics.

The contribution of **Sales Financing** to Group operating margin reached a new high of €761 million, up €58 million, resulting from growth in loans outstanding and a historically low cost of risk.

The contribution of **associated companies** continued to grow, totaling €1,524 million in 2011, driven by Nissan, compared with €1,289 million in 2010.

Net income came to €2,139 million, compared with €3,490 million in 2010, which included a capital gain of €2,000 million from the sale in October 2010 of B shares in AB Volvo. Net income Group share totaled €2,092 million (€7.68 per share).

Automotive **operational free cash flow** exceeded the objective reaching €1,084 million, having successfully maintained operating performance despite a series of crises (supply constraints, sovereign debt) and having rigorously managed the working capital requirement and investments in an uncertain economic environment.

This performance led to a reduction in **Automotive net financial debt** for the third consecutive year, reaching a historically low level of €299 million on December 31, 2011, down €1,136 million. In 2011 the Group continued to reduce gross Automotive debt through early repayment of the remaining €2 billion of the loan from the French government, while maintaining the Automotive **liquidity reserve** at high level of €11.4 billion, compared with €12.8 billion in 2010. The net debt to shareholders' equity ratio stood at 1.2% at end-2011, compared with 6.3% at end-2010.

In accordance with the policy announced in the mid-term plan, Renault 2016 - Drive the Change, a dividend of €1.16 per share, representing the dividends received by the Group for its interests in listed companies in 2011, will be proposed for approval of shareholders at the annual general meeting on April 27th, 2012.

2012 OUTLOOK

The global automotive market (PC + LCV) is expected to grow 4% year on year in 2012. Trends will remain contrasted, with markets outside Europe continuing to grow, especially Brazil (5%) and Russia (8%). With the economic environment remaining highly uncertain, the European market is expected to contract by 3% to 4%, including a decrease of 7% to 8% in France. Backed by the momentum of international growth, major launches (including Lodgy, Clio IV and ZOE), a new range of Energy engines and the introduction of the new design identity, Renault will continue to grow sales, in line with the objectives in the Renault 2016 - Drive the Change plan.

The Group targets positive Automotive operational free cash flow in 2012, with a ratio of capital expenditures and R&D below 9% of Group revenues.

CONSOLIDATED GROUP RESULTS

€ million	2011	2010
Revenues	42,628	38,971
Operating margin	1,091	1,099
<i>% of revenues</i>	<i>2.6%</i>	<i>2.8%</i>
<i>o/w Automotive</i>	<i>330</i>	<i>396</i>
<i>% of revenues in sector</i>	<i>0.8%</i>	<i>1.1%</i>
<i>o/w Sales Financing (RCI Banque)</i>	<i>761</i>	<i>703</i>
Operating income	1,244	635
Net financial income and expenses	-121	-376
Capital gain from sale of AB Volvo B shares	-	2,000
Contribution from associated companies	1,524	1,289
<i>o/w Nissan</i>	<i>1,332</i>	<i>1,084</i>
<i>o/w Volvo</i>	<i>136</i>	<i>214</i>
<i>o/w AvtoVAZ</i>	<i>49</i>	<i>-21</i>
Current and deferred taxes	-508	-58
Net income	2,139	3,490
Net income Group share	2,092	3,420

ADDITIONAL INFORMATION

The consolidated financial statements of the Renault group at December 31, 2011 were approved by the Board of Directors on February 15, 2012. The Group's statutory auditors have conducted a limited review of these financial statements and their report will be issued shortly. The financial report, with a complete analysis of the financial results in 2011, is available for download in the Finance section of www.renault.com.

3. 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 Supplement is in accordance with the facts and contains no omission likely to affect its import.

Issued in Paris, on 20 February 2012

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

Made in Paris on 20 February 2012



Autorité des marchés financiers

In accordance with Articles L. 412-1 and L. 621-8 of the French *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 to this Supplement the visa no. 12-082 on 21 February 2012. This document may only be used for the purposes of a financial transaction if completed by Final Terms. It was prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L. 621-8-1-1 of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it. This visa has been granted subject to the publication of Final Terms in accordance with Article 212-32 of the AMF's General Regulations, setting out the terms of the securities being issued.