THE FIFTH SUPPLEMENT DATED 21 FEBRUARY 2014 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 "**Fifth Supplement**") is supplemental and must be read in conjunction with: (i) 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**"), (ii) the supplement to the Base Prospectus dated 26 July 2013 granted visa No. 13-427 on 26 July 2013 (the "**First Supplement**"), (iii) the supplement to the Base Prospectus dated 04 September 2013 granted visa No. 13-474 on 04 September 2013 (the "**Second Supplement**"), (iv) the supplement to the Base Prospectus dated 25 October 2013 granted visa No. 13-573 on 25 October 2013 (the "**Third Supplement**"), and (v) the supplement to the Base Prospectus dated 04 November 2013 granted visa No. 13-584 on 04 November 2013 (the "**Fourth 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 Fifth Supplement.

Application has been made for approval of this Fifth 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 Fifth 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 certain sections included in the English free translation of the Consolidated Financial Statements for the year 2013 and the free translation of the Auditors Report on 2013 Consolidated Financial Statements and press releases dated 16 December 2013 and 13 February 2014, respectively.

Copies of this Fifth 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 Fifth 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 Fifth 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 Fifth Supplement, i.e. until 26 February 2014.

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1/ DOCUMENTS INCORPORATED BY REFERENCE

The section Documents Incorporated by Reference appearing on pages 59 to 63 of the Base Prospectus is hereby amended with the addition after paragraph (f) on page 59 of the following paragraphs:

(g) the English free translation of the Consolidated Financial Statements for the year 2013, which has been previously published and has been filed with the AMF (the "**2013 Consolidated Financial Statements**");

(h) the free translation of the Auditors Report on 2013 Consolidated Financial Statements, which has been previously published and has been filed with the AMF (the "**Auditors Report on 2013 Consolidated Financial Statements**").

As a result, the cross-reference table is completed as set out below with the relevant page and section references for the information of 2013 Consolidated Financial Statements and the Auditors Report on 2013 Consolidated Financial Statements incorporated herein by reference:

Annex IV and Annex IX of the European Regulation 809/2004/EC of 29 April 2004	2013 Consolidated Financial Statements	Auditors report on 2013 Consolidated Financial Statements
FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES		
Condensed Consolidated Financial Statements		
(a) income statement;	p. 2	
(b) balance sheet;	p. 4 & 5	
(c) cash flow statement; and	p. 7 & 8	
(d) accounting policies and explanatory notes.	p. 15 to 87	
Auditing of historical annual financial information.		
Historical Financial Information has been audited		p.1 to 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 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) Joint Venture with Dongfeng in China

December 16, 2013

RENAULT ACCELERATES GLOBAL GROWTH THROUGH NEW JOINT VENTURE WITH DONGFENG IN CHINA

- **Plant to be built in Wuhan with initial production capacity of 150,000 vehicles/year**
- **The first vehicles from JV to go on sale in 2016**
- **Project of 7.76 billion CNY (€870 Million)**

December 16, 2013, Wuhan, PRC - **Carlos Ghosn**, Chairman and Chief Executive Officer of Renault, and **Xu Ping**, Chairman of Dongfeng Motor, today signed a contract for the creation of a new joint venture company for localized production in China: Dongfeng Renault Automotive Company (DRAC). The final approval by the the National Development and Reform Commission of China (NDRC) was granted on December 2nd, 2013.

The investment for the 50/50 JV totals 7.76 billion CNY (€870 Million).

The Dongfeng-Renault joint venture will establish a new manufacturing plant which will start producing vehicles in 2016. The new plant will have an initial production capacity of 150,000 vehicles per year, with the potential for double that in the near future.

This plant will be located in the capital of the Hubei province, Wuhan. The plant will cover a total area of 95 hectares and will lead to the creation of 2,000 new direct jobs. Each partner will bring unique advantages for win-win cooperation and deep synergies: R&D, innovation, design…

DRAC's product plan will begin with a new range of crossover vehicles under the Renault brand. At a later stage, the new joint venture will introduce a range of products under a local brand. Sales of locally produced vehicles will start in 2016.

The Renault brand has been present in the Chinese market with the imported cars such as Koleos and Fluence. Renault is now swiching gear in China with plans for local production. The Chinese new carmarket, now the world's largest provides a significant new growth opportunity for Renault.

In 2013, Renault imported vehicles sales will exceed 30 000 vehicles in China (wholesales), thanks to the continuous success of Koleos. The Group is developing its network, set to grow from 92 dealers in 2013 to 120 dealers by 2016.

DFG chairman Xu Ping: "*The launching of the Dongfeng Renault project symbolizes the start of a comprehensive cooperation between DFG and the Renault-Nissan Alliance. The project is a creative endeavor and practice in business model under economical globalization trends. It is a vital milestone for DFG's self-dependent development in opening process. We expect Dongfeng Renault will bring fascinating products and customer satisfactions for China auto market. We expect the success of Dongfeng Renault*."

Carlos Ghosn, Chairman and CEO of Renault: "*Dongfeng and Renault, as parent companies of DRAC, have been closely working together to ensure the future sucess of DRAC. Our partnership agreement is part of a long term strategy. The challenge is big and we are ready for it.*"

About Renault

The Renault group has been making cars since 1898. Today it is an international multi-brand group, selling more than 2.5 million vehicles in 118 countries in 2012 and employing nearly 128,000 people.

To meet the major technological challenges of the future and continue its strategy of profitable growth, Renault group is harnessing its international development and the complementary fit of its three brands, Renault, Dacia and Renault Samsung Motors, together with electric vehicles, the Alliance with Nissan, and its partnerships with AVTOVAZ and Daimler.

With 12 world championship titles in 35 years, Renault's expertise in Formula 1 is equally remarkable, as a vector of innovation, image and awareness.

About Dongfeng

DFM is a main State Owned Enterprise (SOE) under the direct supervision of the State-Owned Assets Supervision and Administration Commission of State Council. It is one of the three giant carmakers in China. By the end of 2012, DFM's total assets amounted to RMB 228.4 billion yuan and a staff of 160,000. DFG sold over 3,078,500 vehicles in 2012, achieving sales revenue of RMB 389.4 billion yuan. In 2012, DFG ranked No.146, among the Fortune Global 500, ranked No.18 among the Top 500 Chinese Enterprises, and ranked No.4 among the Top 500 Chinese Manufacturers. Dongfeng has sold 2.82 million vehicles this year (as of end-October 2013), representing an increase of 11.03%, and remains in the No. 2 position in China.

DFG has a strong influence and brand recognition in China's auto industry. It ranks among the top 10 most rapid growth brands in China and among the top 500 world famous brands. During the 12th five-year plan period, DFG will implement the strategic goal of "Be strong, be best; become the strongest in the nation and a worldclass car manufacturer." "Be strong, Be best" is DFG's main focus, while "Innovation, Self Development" and "Reform Opening, Increase Cooperation" are two major values. It will further utilize strategic allocation to speed up development of values. It will further utilize strategic allocation to speed up development of sustainable, high quality operations in order to achieve the 5 million cars goal.

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2) 2013 FINANCIAL RESULTS

February 13, 2014

2013 FINANCIAL RESULTS

Renault meets its annual guidance.

- **Registrations increase: +3.1%. Group revenues at €40,932 million, up 0.5% vs 2012[1].**
- **Positive Automotive operating profit: €495 million, compared to €34 million in 2012[1] for a Group operating profit of €1,242 million (3.0% of revenues), compared to €782 million (1.9% of revenues) in 2012[1].**
- **Positive Automotive operational free cash flow: €827 million (including a positive contribution of €790 million from the change in the working capital requirement).**

Commenting on the results, Carlos Ghosn, Chairman and Chief Executive Officer of Renault, said: "The commitment of all Renault employees enabled the Group to meet its 2013 objectives in an unfavorable environment. Strengthened by this result, the Group can begin the second part of its strategic plan with confidence".

Group revenues in 2013 came to €40,932 million, up 0.5 %[1]. Automotive contributed €38,775 million to revenues, an increase of 0.4% vs 2012[1], from a rise in registrations and despite a highly negative foreign currency impact. At the same time, the Group posted a positive price effect, reflecting its pricing policy aimed at improving the value of the Renault brand and offsetting the weakness of certain foreign currencies.

Group operating profit stood at €1,242 million, compared to €782 million in 2012[1], representing 3.0% of revenues (1.9% in 2012).

Automotive operating profit increased €461 million[1] to €495 million, representing 1.3% of revenues. This improved result was achieved despite a negative foreign currency effect through pricing and cost controls.

Sales Financing contributed €747 million to Group operating profit, compared to €748 million in 2012[1]. The cost of risk (including country risk) remained under control, at 0.42% of average performing loans, compared to 0.38% in 2012.

Other operating income and expense items came to -€1,276 million, mainly due to a provision of €514 million to cover the Group's entire exposure to Iran (already recorded in the first half), €488 million in provisions and impairment of assets, and €423 million in restructuring costs, primarily related to the competitiveness agreement signed in France. As a result, earnings before interest and taxes came to -€34 million, compared to €183 million in 2012[1].

The **contribution of associated companies**, mainly Nissan, came to €1,444 million in 2013, compared to €1,475 million in 2012[1] (which included a contribution from AB Volvo until September 2012).

Net income came to €695 million and Group share to €586 million (€2.15 per share compared with €6.43 per share in 2012[1]).

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[1] *Restated for retrospective application of IFRS 11 "Joint Arrangements" and revised IAS 19 "Employee Advantages".*

Automotive operational **free cash flow** in the period was positive at €827 million, including a positive €790 million change in the working capital.

At end-December 2013, total inventory (including the independent dealer network) represented 63 days of sales compared to 65 at end-December 2012.

The Automotive division's **net cash position** came to €1,761million, up €229 million vs December 31, 2012[1].

RCI Banque continued to diversify its refinancing through its retail savings account business, with net collected savings totaling €4.3 billion in France and Germany at end-December 2013.

A **dividend** of €1.72 per share, unchanged vs last year, will be submitted for approval at the next Shareholders' Annual General Meeting.

2014 OUTLOOK

The Group expects the European markets to stabilize. At the same time, growth in emerging markets, still driven by China, is more uncertain in the short term.
In this context Renault aims to:

- increase registrations and Group revenues (at constant exchange rates),
- improve Group operating profit and that of the Automotive division,
- achieve positive Automotive operational free cash flow.

RENAULT CONSOLIDATED RESULTS

€ million	***2013***	***2012 Restated[2]***	***2012 Published***
Group revenues	**40,932**	**40,720**	**41,270**
Operating profit	***1,242***	***782***	**729**
% of revenues	***3.0%***	***1.9%***	1.8%
Other operating income and expense items	**-1,276**	**-599**	**-607**
Operating income	**-34**	**183**	**122**
Net financial income	**-282**	**-321**	**-266**
Capital gain from disposal of AB Volvo A shares	**-**	**924**	**924**
Contribution from associated companies	**1,444**	**1,475**	**1,504**
o/w: Nissan	***1,498***	*1,213*	*1,234*
Volvo	***-***	*80*	*80*
AVTOVAZ	***-34***	*186*	*186*
Current and deferred taxes	**-433**	**-549**	**-549**
Net income	**695**	**1,712**	**1,735**
Net income, Group share	**586**	**1,749**	**1,772**
Automotive operational free cash flow	**827**	**609**	**597**

ADDITIONAL INFORMATION

The consolidated financial statements of the Renault group at December 31, 2013 were approved by the Board of Directors on February 12, 2014. The Group's statutory auditors have conducted a limited review of these financial statements and their report will be issued shortly. The earning report, with a complete analysis of the financial results in 2013, is available at www.renault.com in the Finance section.

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[2] *Restated for retrospective application of IFRS 11 "Joint Arrangements" and revised IAS 19 "Employee Advantages".*

3) Renault Drive the Change – Free Cash Flow Objective Met

February 13, 2014

RENAULT DRIVE THE CHANGE

RENAULT ACHIEVES ITS FREE CASH FLOW OBJECTIVE AND IS READY TO ACCELERATE ITS GROWTH PLAN

- **Renault exceeded its 2011-2013 objective and delivered € 2.5 billion in cumulative free cash flow.**
- **The group has set new ambitious yet realistic targets to be reached by the end of the plan "Drive the Change" to be measured in 2017:**
  - **To generate 50 billion[1] euros in consolidated turnover**
  - **To reach an operating margin greater than 5% of turnover with a positive free cash flow each year**

"Our strategy laid out in the first part of our plan Drive the Change has delivered results. Thanks to these achievements, the Renault group is well prepared to deploy a second ambitious, yet realistic phase of the plan", said Carlos Ghosn, Chairman and CEO of Renault.

2011 – 2013 Achievements

- **Success of new Renault and Dacia models**

- The renewal of the Renault model line-up is off to a strong start: New Clio is number 1 in France and number 3 in Europe. Captur is the leading-selling cross-over in France and segment leader in Europe. Pioneering in zero-emission mobility, Renault delivered its commitment to launch a comprehensive range of electric vehicles.

- **A better balanced geographic footprint**

- The Renault group increased its market share outside Europe. The mix of non-European sales increased from 38% in 2010 to 50% in 2013. Brazil and Russia became respectively the second and third largest markets for the company. Led by Duster, the company's most-sold vehicle in 2013, the unique M0 range has been the driving force behind the strong growth in emerging markets.

2014 – 2016 action plans

- **A sustained renewal and expansion of the product line-up**

[1] *Based on bank consensus FX rates at the beginning of 2014.*

- The Renault group is going to accelerate the renewal and expansion of its product line-up starting in the fall of 2014 with the launch of an all-new Twingo and Trafic van. These will be followed by the successors of Espace, Megane, Scenic and a new D sedan which will all share the new alliance 3 million CMF C-D platform.

- Simultaneously, the group is going to extend its market coverage with a complete line-up of cross-over vehicles, an A-entry vehicle designed for India and South America as well as new pick-up trucks for emerging markets.

  - **International expansion and renewed growth in Europe**

- Following a successful first phase, the group is aiming at capturing more than 8% market share in Brazil and Russia and 5% in India.
  China will become a top priority in the coming years with the construction of a new plant in Wuhan with an initial capacity of 150,000 units, designed to produce C and D segment cross-overs.

- In Europe, Renault is aiming at recapturing second place among the mass-market brands with a renewed line-up of connected, user-friendly and environmentally responsible vehicles. At the same time, the Dacia brand will sustain its undisputed leadership in its category.

  - **Improved competitiveness**

- The Renault group will enjoy the benefits of scale and improved competitiveness as a result of sharing alliance platforms and modules (CMF) on which more than 80% of future vehicles will be based. Standardized modules will account for two thirds of the value of future vehicles, up from one third today.

- The localization of parts and components will increase in order to make better use of the company's global manufacturing footprint and contain costs.

- During the period, the company will also benefit from the effects of the competitiveness plans signed in France and Spain as well as manufacturing vehicles for partners.

- By completion of the plan, the group will reach a capacity utilization rate of 100% in Europe (based on 2 shifts/day standard definition).

  - **Alliance synergies**

- Increase synergies from the Alliance will contribute to improving Renault's profitability. The convergence projects recently announced in purchasing, engineering, manufacturing and supply chain, and human resources will generate a minimum of € 4.3 billion by the end of 2016.

  - **Cost containment**

- The strategy of sharing costs across the Alliance and with partners will allow Renault to sustain a high level of upstream development, while maintaining a ratio of R&D and CAPEX below 9% of group turnover.

Action plans to deliver two critical objectives

By the end of the plan, the Renault group aims to deliver two critical objectives[1]:

- Deliver € 50 billion[2] in consolidated group turnover at the current scope of consolidation. Group turnover includes sales of vehicles and parts, associated services and business with partners.

[1] *Measured in 2017, first year with Plan full effect. Without AVTOVAZ consolidation.*
[2] *Based on bank consensus FX rates at the beginning of 2014.*

- Deliver a sustained level of profitability by achieving an operating profit margin of at least 5% of group turnover, while achieving a positive free cash flow each year.

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

Issued in Paris, on 21 February 2014

Renault
13-15, quai le Gallo,
92100 Boulogne Billancourt
France
Duly represented by:
Patrick Claude
Corporate Treasurer

Made in Paris on February 21, 2014

AMF AUTORITÉ DES MARCHÉS FINANCIERS

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 (*Réglement Général*) of the Autorité des marchés financiers ("AMF"), in particular Articles 212-31 to 212-33, the AMF has granted the visa No. 14-051 on 21 February 2014 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.