

2023 Governance Roadshow

March & April, 2023

Agenda

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2022 financial results

O2

CEO compensation

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Capital & voting rights

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Composition of the Board of Directors

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2023 AGM - Agenda

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Climate Plan



Renault Group



Renault Group

01 2022 financial results

2022: a new Renaulution milestone achieved

Profitable growth

€46.4bn
Revenue

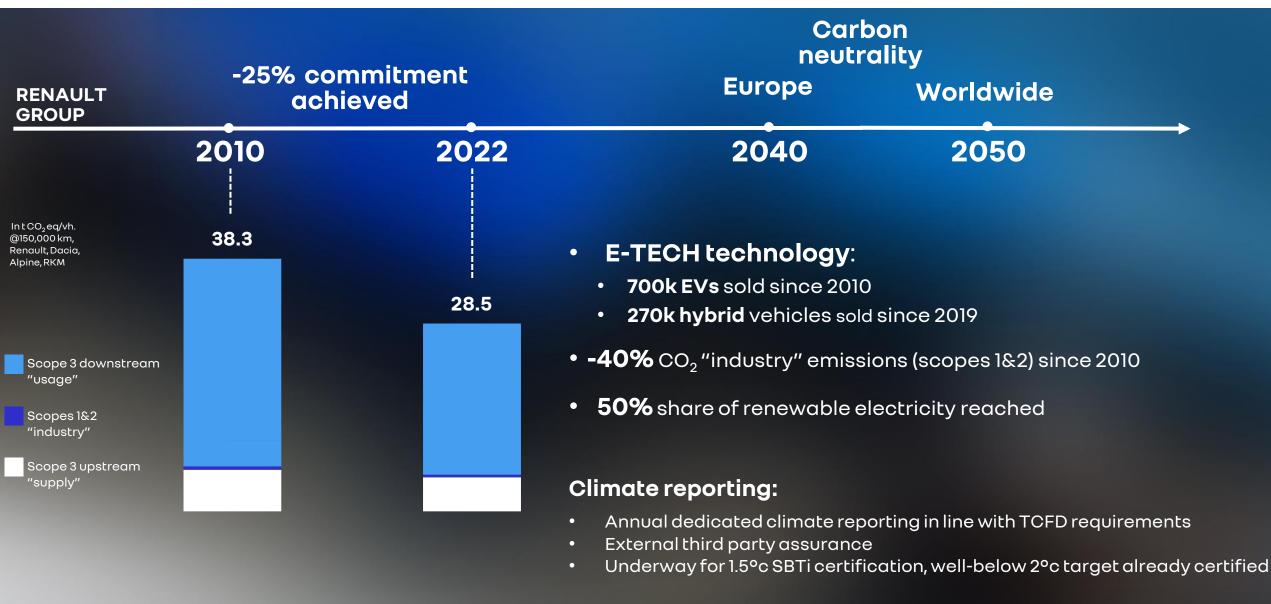
5.6%Operating margin

Cash generation

€2.1bn
Free cash flow(1)

+€549m Net financial position

Climate: 12 years of continuous progress in decarbonization



2023 financial outlook: another year of improvement

Operating margin

≥6%

Free cash flow

≥€2bn

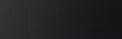
Market trends

Europe >

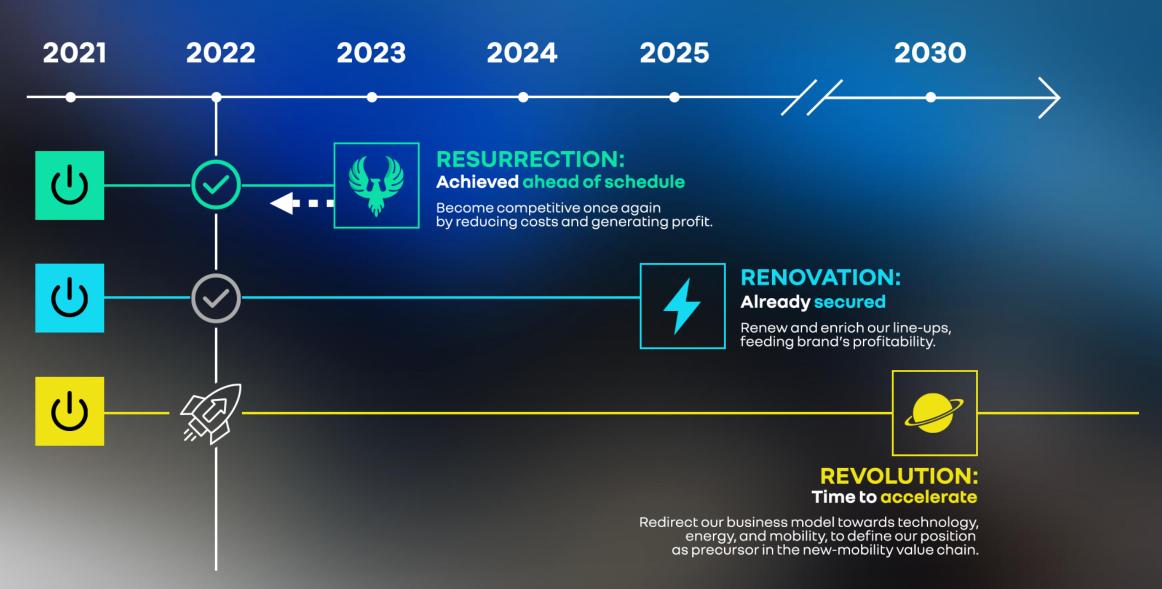
Eurasia —

RG

Latam -



Renaulution: a 3-step plan

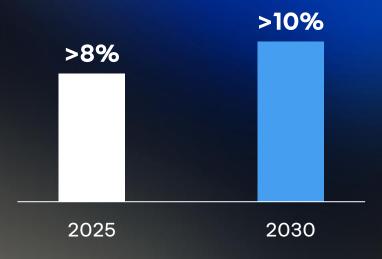


Building a Next Gen automotive company

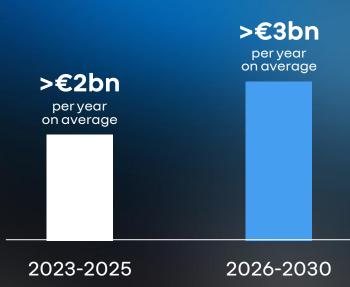


Subject to market conditions

Operating margin



Free cash flow



- R&D/Capex < 8% of revenue over the period
- Mobilize Financial Services dividend >€500m
 p.a on average⁽¹⁾

ROCE > 30% from 2025

Value creation shared with our people: employee shareholding plan

Renaulution Shareplan

>95,000 employees benefitted from 6 free shares

8

>40,000 employees subscribed to shares at a preferential price

Employee shareholding(1)

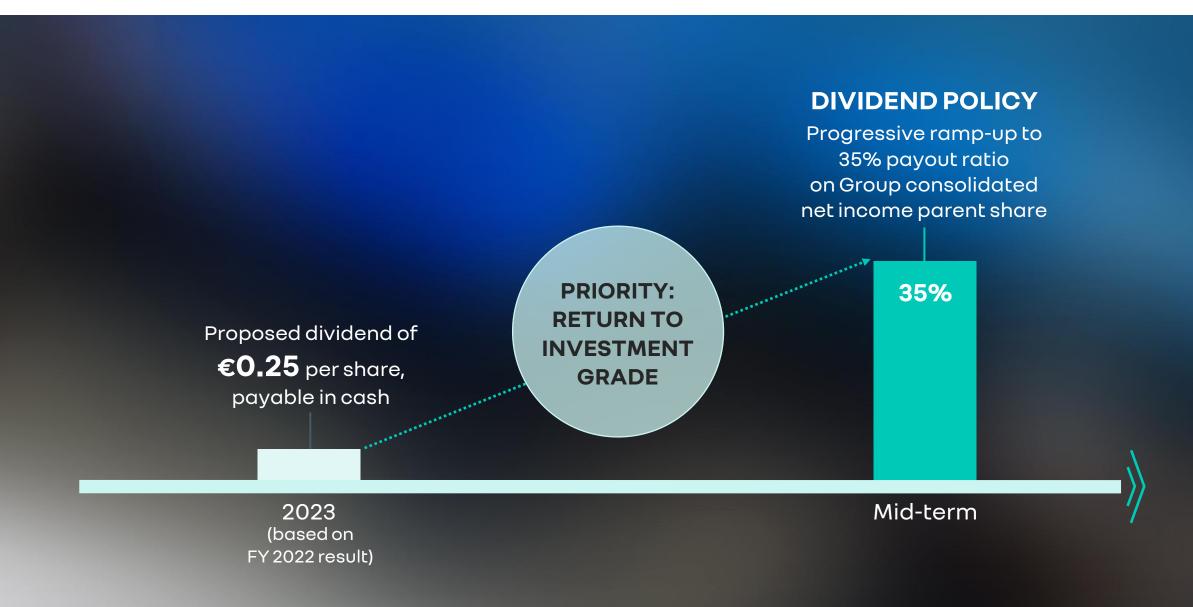
4.7%

vs. 3.8% as of Dec. 31, 2022

Employee shareholding 2030 ambition

10%

Value creation shared with our shareholders: reinstating the dividend





Renault Group

O2 CEO compensation

Agenda

- **02-1 2022** CEO compensation
- **02-2 2023** CEO compensation policy
- **02-3** Group employees share ownership plan

02-1 2022 CEO compensation: strict application of the policy

	1 Local George Componication of application of the policy					
Compensation	Payment Terms	Terms	Performance Objectives	Achievement		
Fixe	cash	• €1,300,000				
Variable	100% cash	 Maximum annual bonus of 150% of base salary Financial performance objectives: 90% of base salary Strategy and Sustainability performance objectives: 60% of base salary Quantitative: 120% Qualitative: 30% 	 Financial performance objectives: 90% of base salary Group operating margin: 22.5% ROCE: 22.5% Free cash flow: 22.5% Fixed Costs: 22.5% Strategy and Sustainability performance objectives: 60% of base salary CSR commitments: 40% Strategy: 10% 	100% of each criteria €1,950,000		
Long-Term Incentives	 Performance shares subject to 3 consecutive years of performance conditions and a presence condition Subject to holding of 25% shares until the end of office 	 Cap on long-term incentive awards set at 75,000 performance shares, contingent on achievement of performance objectives Performance shares subject to 3 consecutive years of performance conditions measured over a 3-year cumulative period (2022, 2023, 2024) and a presence condition 	 Customer satisfaction / Quality: 10% Financial Performance objectives TSR vs. average of TSR for Euro Stoxx excluding Financials and TSR for Euro Stoxx Automobile & Parts: 25% Free cash flow: 25% Annual increase in net revenue/ car: 25% Strategy and Sustainability performance objectives Sales mix of electrified passenger cars in Europe: 25% 			
Co-investment plan	 Matching shares subject to 3-yr and 3 months vesting + 2-yr holding time and 3 consecutive years of performance conditions presence condition 	 Subscription plan: Optional plan allowing to invest into Renault shares with a 5-yr lock-up period. Subscription price: same reference price as ESOP, no discount. Subscription limits: 25% of gross annual compensation Matching shares subject to: collective performance max 100% of initial investment Performance condition assessed over the years 2023 to 2025 presence conditions, 3-yr and 3 months vesting + 2-yr holding time 	Performance objectives for matching shares: Financial performance objectives: 60% Group operating margin: 20% ROCE: 20% TSR vs. vs. average of TSR for Euro Stoxx excluding Financials and TSR for Euro Stoxx Automobile & Parts: 20% Sustainability performance objectives: 40% Quality: Reduction of incident rate (GMF 3 MIS): 20% CO2 Emission - Kg CO2/ vehicle produced, Europe: 20%	CEO's investment in 2022: 8,629 shares		
				14		

02-2 rationale of 2023 CEO compensation policy 1/2

The CEO's compensation is determined on consideration of the responsibilities and missions assumed and attached to his corporate office, as well as the level of his skills, his experience and his track record in this position, while taking into account the competitive environment in which the Company operates.

1- In this context, the Governance and Compensation Committee takes into account the median of the total compensation within the Company's main international automotive competitors to determine the compensation of the CEO:

Stellantis, Volkswagen, Daimler, BMW, Volvo, Toyota, Honda, Ford and General Motors

The automotive and mobility industry is currently facing a profound transformation due to the emergence of new value chains such as electric vehicles (EVs), software, new mobility services and circular economy, in addition to ICE and hybrid vehicles.

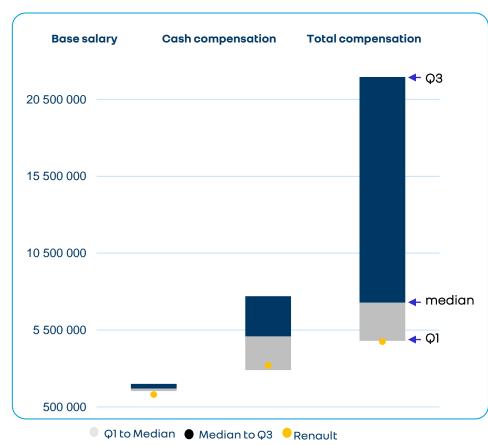
In this highly consolidated sector, with a global reach, there is a strong competition to attract talented executives with a strategic vision for the future of the industry and the required leadership to implement it in the long run.

Competition for executives is intense in the global automotive market, and it is therefore essential to ensure that the CEO's total remuneration is attractive and competitive with the practices of the peers. These nine international automotive groups are either market or talent direct competitors.

Although the companies of the panel may have different profiles (size or market capitalization...), the specificity and current challenges of the Automotive industry as explained above as well as the recognized profile of Renault's CEO with international experiences in various automotive companies (Toyota, Fiat Group, Volkswagen Group) justify the peer group composition.

The chart highlights that the positioning of Renault's CEO within the peer group is below the first quartile.

With the 30% increase in the LTI described in next slides, the CEO's total compensation should remain around the 1st quartile.



Peers compensation ex-post 2021 figures ²:

- -The median of ex post 2021 peers' total compensation is at €7.3m
- The 1st quartile is at €4.8m

2 For the CEO of Stellantis, the exceptional long-term remunerations for 2021- 2025 (transformation of the group and for TSR) were not included in the analyses.

02-2 rationale of 2023 CEO compensation policy 2/2

2 The Board of Directors also takes into account the current performance and the mid to long-term value creation of the Group thanks to its Renaulution strategic plan:

The "Renaulution" strategy launched by the CEO, Luca de Meo, in January 2021 aims to transform the Group to benefit from the opportunities of the transformation of the automotive sector.

The deployment of "Resurrection", the first phase of the strategic plan, which was completed 3 years ahead of schedule, is already bearing fruit with results above the initial objectives and market expectations (see slides 4 &5)

In addition to this performance in 2022, Renault Group also announced on November 8th, 2022, the third phase of the "Renaulution" strategic plan and launched its "Revolution" with the ambition of becoming a "Next Gen" automotive company. (see slides 6-9)

3- This value creation is shared with all stakeholders:

• The employees:

- 95,000 employees benefitted from the "Renaulution Shareplan" employee shareholding (see slide 10)

 A new employee shareholding plan will be implemented in 2023 in line with the ambition to reach 10% of employee shareholders by 2030.
- Renault Group also continues to share the fruits of the Group's results with its employees and to recognize collective performance through profit-sharing agreements. In France, for example, profit-sharing amounts to 8.75% of the total wages for all employees covered by the Collective Agreement for Metalworkers.
- In 2023, the Group is pursuing a global wage policy to support the purchasing power of all its employees, in line with the level of inflation in each country. In France, for example, the budget for overall increases in 2023 is 7.5% of total wages, including salary increases and specific bonuses to support purchasing power.

• The shareholders:

- €0.25 dividend proposed to the AGM in May in respect of the 2022 FY (see slide 11)
- The Group set a clear dividend policy with a payout ratio which will gradually increase, in a disciplined manner, up to 35% of the Group consolidated net income parent share, in the mid-term. To do so, the Group shall achieve its first priority, which is to return to an "investment grade" credit rating.

In view of all these elements, the Board has proposed to **raise by 30% the performance shares granted to the CEO and to senior management** who contribute, by their high level of personal commitment, to the successful creation of this new organization.

This allocation will be made after the confirmation of the effective implementation of the steps of the Group's reorganization scheduled for 2023, such as the carve-out of Horse and Ampere, dedicated P&Ls, the nomination of the management teams.

With this 30% increase in the LTI, the CEO's total compensation should remain around the 1st quartile.

02-2 2023 CEO compensation policy 1/2

Element	Payment Terms	Terms	Performance Objectives
Fixed Compensation	Cash	■ €1,300,000	
Variable Compensation	100% cash	 Maximum annual bonus of 150% of base salary Financial performance objectives: 90% of base salary Strategy and Sustainability performance objectives: 60% of base salary 	 Financial performance objectives: 90% of base salary Group operating margin: 22.5% ROCE: 22.5% Free cash flow: 22.5% Fixed Costs: 22.5%
		- Quantitative : 120% - Qualitative : 30%	 Strategy and Sustainability performance objectives: 60% of base salary Sustainability: 40% Strategy: 10% Customer satisfaction / Quality: 10%
Long-Term Incentives	 Performance shares subject to 3 consecutive years of performance conditions and a presence condition Subject to holding of 25% shares until the end of office 	 Cap on long-term incentive awards set at 75,000 Renault performance shares, contingent on achievement of performance objectives Performance is measured over a 3-year cumulative period (2023, 2024, 2025) A second allocation of 30% of performance shares will be subject to the effective implementation of 1st steps of the Group's reorganization planned for 2023. If the conditions are met, the allocation will consist in: EITHER 22,500 Renault performance shares subject to Renault's performance objectives (3Y) OR in case of Ampere IPO in 2023, the equivalent value of these 22,500 Renault shares in Ampere shares* subject to Ampere's performance objectives (3Y) 	 Renault performance objectives Financial Performance objectives TSR vs. average of TSR for Euro Stoxx excluding Financials and TSR for Euro Stoxx Automobile & Parts: 25% Automotive net financial position: 25% Annual increase in net revenue/ car: 25% Strategy and Sustainability performance objectives Sales mix of electrified passenger cars in Europe: 25% Ampere Performance objectives (if IPO): TSR, Operating margin, revenue * subject to the decision of the board of directors and shareholders' general meeting of Ampere

02-2 2023 CEO compensation policy 2/2

Element	Payment Terms	Terms	Performance Objectives
Co-investment Plan	 Matching shares subject to 3-yr and 3 months vesting + 2-yr holding time and 3 consecutive years of performance conditions presence condition 	 Subscription plan: Optional plan allowing to invest into Renault shares with a 5-yr lock-up period. Subscription price: same reference price as ESOP, no discount. Subscription limits: max 25% of gross annual compensation Matching shares max 100% of initial investment subject to: collective performance Performance condition assessed over the years 2024, 2025, 2026 	 Financial performance objectives: 60%: Group operating margin: 20% ROCE: 20% TSR vs average of TSR for Euro Stoxx excluding Financials and TSR for Euro Stoxx Automobile & Parts: 20% Sustainability performance objectives: 40% Quality: Reduction of incident rate (GMF 3 MIS): 20% CO2 Emission - Kg CO2/ vehicle produced, Europe: 20%

02-2 Details of 2023 VC criteria

Financial criteria	%	2023 Vesting scale	Strategy & sustainability criteria	%	2023 Vesting scale
Group op. margin COP (%)	22,5%	0%* if COP ≤ threshold bound 18%* if COP = upper bound 22,5%* if COP ≥ maximum bound * Linear in between	Sustainability	30% Quanti	 Health and safety (FR2: frequency rate of work-related accidents with lost days): 1.7% (pro-forma target depending on Group scope) Development of ReKnow University (+3,000 people trained in 2023)
Free Cash Flow FCF (€)	22,5%	0%* if FCF ≤threshold bound 18%* if FCF = upper bound 22,5%* if FCF ≥ maximum bound * Linear in between		10% Quali	Equal weight of each of these criteria Development of circular economy business: increase of vehicles & mechanical components refurbished at Flins in 2023
Return on capital employed ROCE (%)	22,5%	0%* if ROCE ≤ threshold bound 18%* if ROCE = upper bound 22,5%* if ROCE ≥ maximum bound * Linear in between	Strategy	10%	 Successful launch of ESPACE (12.5%) Alignment of the 2026+ line-up with Group's ambitions towards 2030 (12.5%) Creation of Horse and Ampere organizations and appointment of their management teams (75%)
Fixed costs (FC) (€)	22,5%	0%* if FC ≥ threshold bound 18%* if FC = upper bound 22,5%* if FC ≤ maximum bound * Linear in between	Customer satisfaction / Quality	10%	Reduction of incident rate: improvement of the quality and durability of products vs 2022 Customer satisfaction level Equal weight of each of these criteria
TOTAL	90%		TOTAL	60%	

02-2 Details of 2023 LTI criteria

Criteria 2023, 2024, 2025	%	2023 Vesting scale
Automotive net financial position	25%	0%* if ≤ threshold bound 17,5%* if = upper bound 25%* if ≥ maximum bound * Linear in between
Increase in the net revenue per vehicle	25%	0%* if ≤ threshold bound 17,5%* if = upper bound 25%* if ≥ maximum bound * Linear in between
Sales mix of electrified passenger cars in Europe	25%	0%* if ≤ threshold bound 17,5%* if = upper bound 25%* if ≥ maximum bound * Linear in between
TSR vs Index	25%	0%* if < Index 17,5% * if = index 25%* if ≥ index +10% * Linear in between
	100%	

02-2 Details of 2023 co-investment criteria

Performance criteria	%	Vesting scale
Group operating margin COP (%)	20%	0%* if ≤ threshold bound 14%* if = upper bound 20%* if ≥ maximum bound * Linear in between
Return on capital employed ROCE (%)	20%	0%* if ≤ threshold bound 14%* if = upper bound 20%* if ≥ maximum bound * Linear in between
TSR vs Index	20%	0%* if < Index 14% * if = index 20%* if ≥ index +10% * Linear in between
Reduction of CO2 Emission (Kg CO2/ vehicle produced, Europe)	20%	0%* if ≥ threshold bound 14%* if = upper bound 20%* if ≤ maximum bound * Linear in between
Quality: Reduction of incident rate (GMF 3 MIS)	20%	0%* if ≥ threshold bound 14%* if = upper bound 20%* if ≤ maximum bound * Linear in between

02-3 Group employees share ownership plan

Tool for employees' motivation

Success of first Employee shareplan: 4.7% of employee shareholders in February 2023

Ambition: 10 % of employee shareholding by 2030 to respond to the recommendation of the PACTE law

FOR ALL EMPLOYEES WORLDWIDE 1-FREESHARES for eligible employees

Same principle as in 2022 with a 30% increase

Definitely acquired (no presence nor performance condition) and locked for 5 years.

Project 2023

2-ESOP:

Optional plan allowing employees to invest into Renault shares under preferential conditions 30% discount

Match: same principle as in 2022 with a 30% increase

5-yr lock-up period

3-CO-INVESTMENT PLAN (CEO included)

CEO and EXECUTIVES

SUBSCRIPTION PLAN:

- Optional plan allowing beneficiaries to invest into Renault shares with a 5-yr lock-up period.
- Subscription price: no discount.
- Subscription limits: 25% of gross annual compensation (fixed & variable compensation)

MATCHING SHARES subject to:

- collective performance max 100% of initial investment
- Performance condition assessed over the years 2024 to 2026
- presence conditions of at least 3 years from the date of allocation

5-year retention period from the date of the plan's implementation.

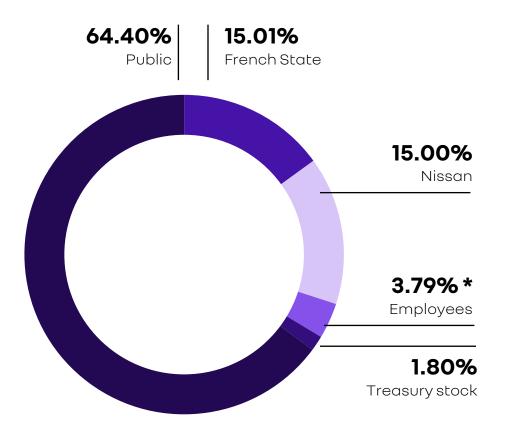


Renault Group O3
Capital & voting rights

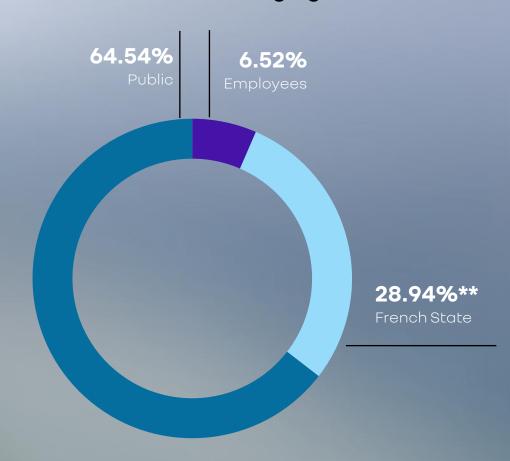
Capital & voting rights of Renault Group as of December 31, 2022

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Breakdown of capital



Breakdown of voting rights



^{**}In accordance with the Governance Agreement entered into on February 4, 2016, the free exercise of the French State's voting rights in respect of certain decisions submitted to Renault's AGM is restricted depending on the level of the quorum. Accordingly, for instance in 2022, the French State's freely exercisable voting rights have been capped at 17.9% of the voting rights for all resolutions, except for the third and twenty-seventh resolutions. Consequently, beyond this ceiling, the voting rights of the French State were exercised in a neutral manner, i.e.: - 50% In Favor and 50% Against, for ordinary resolutions; and - 66% % In Favor and 33% % Against, for extraordinary resolutions.

Renault-Nissan: new foundations

High-value-creation operational projects

Key projects in **Latin America, India,** and **Europe**

3 dimensions: markets, vehicles, and technologies

Ampere

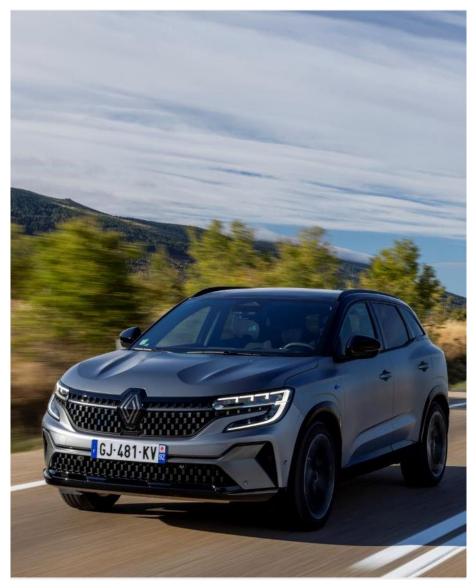
Nissan to invest as a strategic shareholder

Mitsubishi Motors considering to invest

Balanced governance & cross-shareholding

15% cross-shareholding with 15% voting rights

28.4% of Nissan shares transferred into a French trust

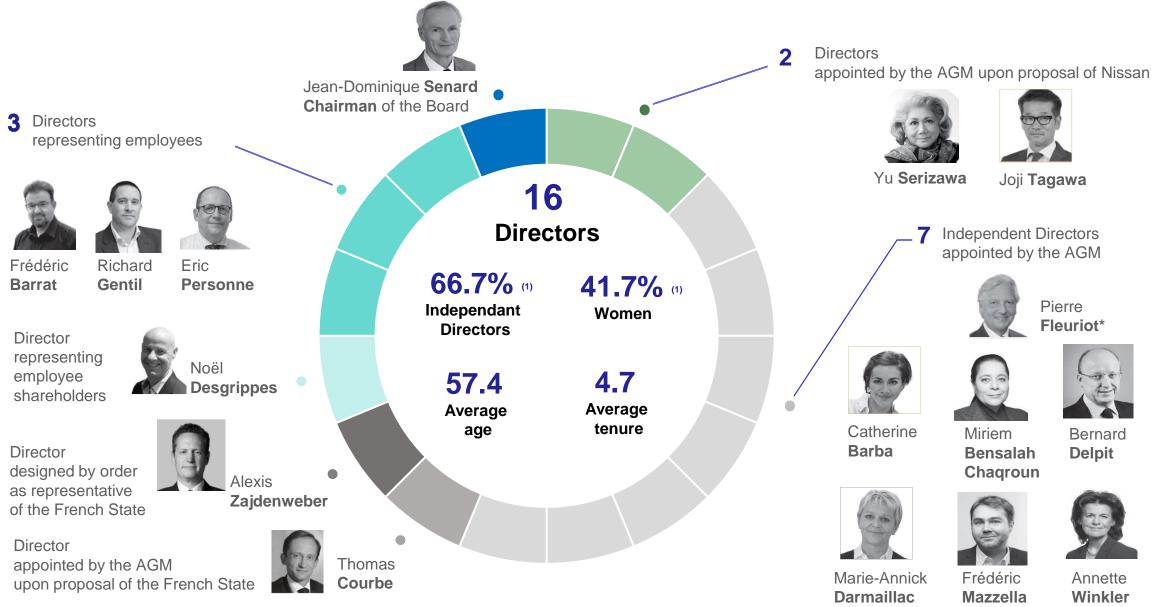


Renault Group

O4 Composition of the Board of Directors

Current composition of the Board of Directors

RG



^{*} Lead independent Director.

⁽¹⁾ Excluding the 3 directors representing employees and the director representing employee shareholders, but including Mr. Jean-Dominique Senard.

Current composition of the Committees of the Board of Directors

Governance and Compensation Committee



Pierre Fleuriot

66,7%^(*) Independence



Marie-Annick Darmaillac



Eric Personne



Alexis Zajdenweber

Permanent guest to the Committees meetings



Jean-Dominique Senard

Audit and Risks Committee



Bernard Delpit





Frédéric Barrat



Miriem Bensalah Chaqroun



Pierre Fleuriot



Joji Tagawa



Alexis Zajdenweber

Strategy and CSR Committee



Annette Winkler





Catherine Barba



Thomas Courbe



Noël Desgrippes



Richard Gentil



Frédéric Mazzella



Yu Serizawa

Activities of the Board in 2022

Meetings of the Board and its Committees

In 2021 In 2022

meetings of the Board

meetings of the Board

meetings of the Committees

meetings of the Committees

Overview of directors' terms of office



Year of expiry	Director	Method of appointment	Date of first appointment
12023 AGM 1	Jean-Dominique Senard Annette Winkler	Elected by the Annual General Meeting Elected by the Annual General Meeting	January 2019 June 2019
November 2024	Frédéric Barrat Richard Gentil Éric Personne	Elected by employees Elected by employees Elected by employees	November 2016 November 2012 November 2012
2025 AGM	Miriem Bensalah Chaqroun Thomas Courbe Marie-Annick Darmaillac Bernard Delpit Noël Desgrippes Frédéric Mazzella* Yu Serizawa	Elected by the Annual General Meeting Elected by the Annual General Meeting, proposed by the French State Elected by the Annual General Meeting Elected by the Annual General Meeting Elected by the Annual General Meeting, proposed by the employee shareholders Elected by the Annual General Meeting Elected by the Annual General Meeting Elected by the Annual General Meeting	June 2017 October 2018 June 2017 April 2021 April 2021 April 2021 December 2016
2026 AGM	Catherine Barba Pierre Fleuriot Joji Tagawa Alexis Zajdenweber	Elected by the Annual General Meeting Elected by the Annual General Meeting Elected by the Annual General Meeting, proposed by Nissan Director designated by the French State	June 2017 June 2018 April 2020 November 2022

2023 AGM: resolutions on Board composition

- Renewal of the directorship of Jean-Dominique Senard
- Renewal of the directorship of Annette Winkler
- Appointment of Luca de Meo as a director







17 RESOLUTIONS TO BE SUBMITTED TO 2023 SHAREHOLDERS GENERAL MEETING

MAY 11, 2023

4 resolutions relating to the accounts and dividend:

- 1. Approval of annual financial statements for the financial year ended December 31, 2022
- 2. Approval of consolidated financial statements for the financial year ended December 31, 2022
- 3. Allocation of net profits for the financial year ended December 31, 2022 and setting of the dividends
- 4. Statutory auditors' report on the information used to determine the compensation for participating shares

1 resolution relating to related-party agreements:

5. Related-party agreements and undertakings entered into and approved during the previous financial years

3 resolutions relating to (re)-appointments of directors:

- 6. Renewal of Mr Jean-Dominique Senard's term of office as an independent director
- 7. Renewal of Ms Annette Winkler's term of office as an independent director
- 8. Appointment of Mr. Luca de Meo as a director



6 resolutions relating to the compensation of the Chairman, CEO and directors (Say-on-Pay *ex post* and *ex ante*):

- 9. Approval of the report on the 2022 compensation for all corporate officers (Chairman, CEO and directors)
- 10. Approval of the Chairman's 2022 compensation (Mr. Jean-Dominique Senard)
- 11. Approval of the CEO's 2022 compensation (Mr. Luca de Meo)
- 12. Approval of the Chairman's 2023 compensation policy (M. Jean-Dominique Senard)
- 13. Approval of the CEO's 2023 compensation policy (Mr. Luca de Meo)
- 14. Approval of the directors' 2023 compensation policy

2 resolutions relating to the renewal of authorizations for the share buyback program:

- 15. Authorisation granted to the Board of directors to trade in the Company's shares
- 16. Authorisation granted to the Board of directors to reduce the Company's share capital by cancelling treasury shares

1 resolution relating to formalities

17. Powers to carry out formalities.



Renault Group 06
Renault Group
Climate strategy

A dedicated governance for ESG



RG 35

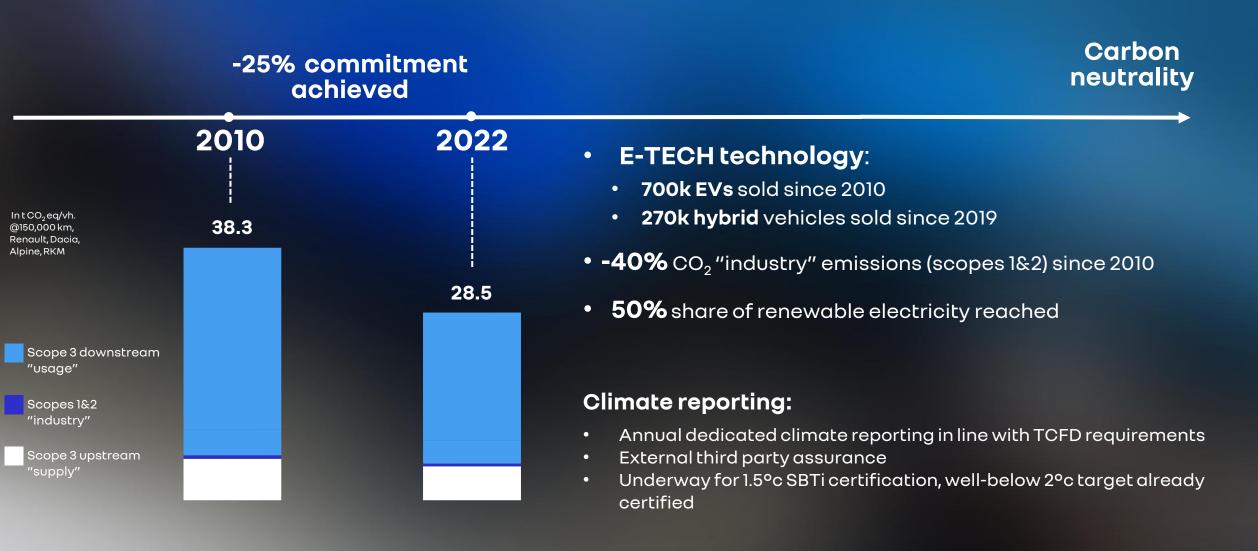
Our ESG strategy ensures Renaulution's sustainable deployment

CORPORATE "Our spirit of innovation takes mobility further to bring people closer" **PURPOSE** CORPORATE **STRATEGY Green company Tech company** New businesses **ESG** VISION **CARING COMPANY GREEN AS A BUSINESS CARING CARS ESG** "Carmakers, care makers. We make cars while taking care of the people who design and manufacture them, of our customers who use them, of the resources from which they're produced and of the planet on which they run" CLAIM Safe & smart cars Safe workplace **Circular economy FOCUS** Sustainable Growth **AREAS** Workforce Decarbonization **Transformation** for Climate

Fair transition to low-carbon & safer mobility for everyone

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Climate: 12 years of continuous progress in decarbonization

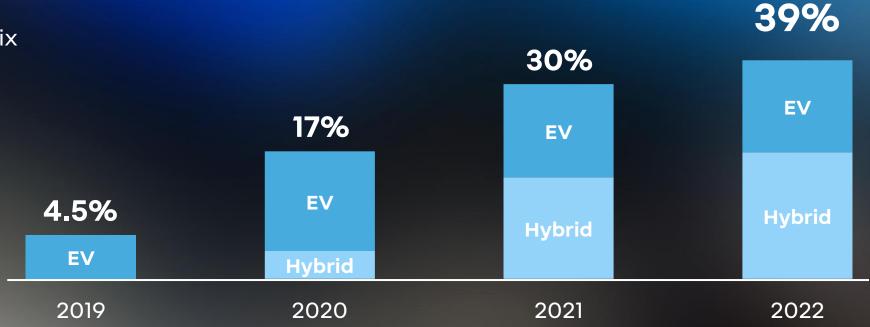


Success of E-TECH technology



Towards 100% electric

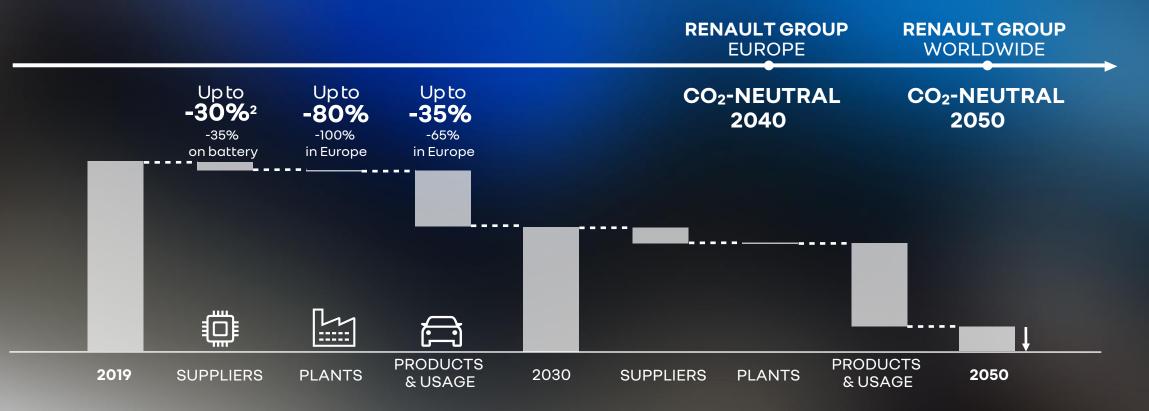
Renault Brand European PC in 2030



*Passenger cars

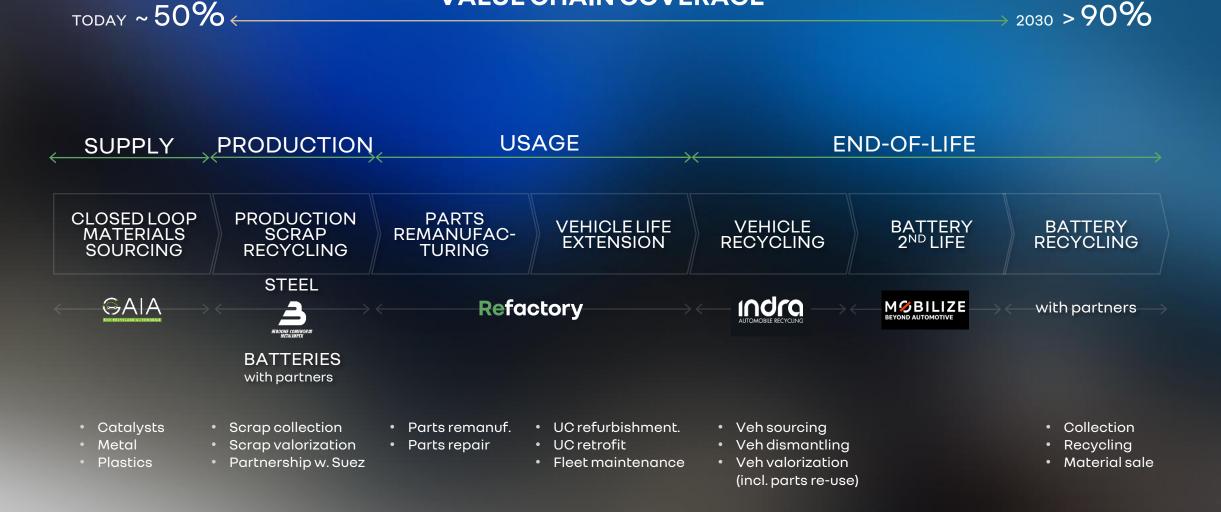
Leading the organization towards carbon neutrality

CO₂ emissions in tCO₂/vehicle (cradle-to-grave emissions) ¹



Circular economy solutions throughout the car's lifecycle

TODAY ~ 50% ←



VALUE CHAIN COVERAGE

The Future Is NEUTRAL

The 1st 360° automotive circular economy entreprise that creates high value





PIONNEER IN AUTOMOTIVE CLOSED LOOPS



GLOBAL LEADER IN METAL PROCESS SCRAP RECYCLING



RECOGNIZED GLOBAL LEADER OF VEHICLE DISMANTLING BATTERY RECYCLING

FUTURE LEADER IN BATTERY CLOSED LOOPS

Focused businesses with embedded ESG targets

Creating sustainable value chains
Preparing for a carbon-neutral future
Ensuring inclusiveness within the Group



Power

- Affordable mobility
- Up to -70% CO₂ emissions per vehicle by 2030

Ampere

- 100% EV line-up
- Carbon neutrality in production in 2025
- Local value chain
- Upskilling & reskilling

Alpine

- 100% EV line-up by 2026
- Carbon neutrality in production by 2030

Mobilize

- 100% EV line-up
- Renewable energy
- Battery second life

The Future Is NEUTRAL

- Car-to-car parts
 & materials
 closed loops
- Battery recycling
- >90% coverage of the circular economy value chain by 2030

ReKnow University: support the transition



>10,000 people already trained

Sector-wide reskilling & upskilling

3 academies for future automotive skills

- Electric mobility
- . Circular economy
- Software, cybersecurity & data

2025 ambition

- . 15,000 upskilled & reskilled employees
- 4,500 external (students & external companies) trained to future auto industry skills