

Negotiable Medium Term Notes

(Negotiable European Medium Term Notes - NEU MTN)¹

Trade name of the notes defined in article D.213-1 of the French monetary and financial code

Not guaranteed programme

INFORMATION MEMORANDUM (IM)	
Name of the programme	RCI BANQUE SA, NEU MTN (ID Programme 1358)
Name of the issuer	RCI BANQUE
Type of programme	NEU MTN
Writing language	English
Programme size	2 000 000 000 EUR two billion EUR
Guarantor(s)	Not applicable
Rating(s) of the programme	Rated by Moody's S&P Global Ratings Europe Limited
Arranger(s)	None
Introduction advisor	None
Legal advisor	None
Issuing and paying agent(s) (IPA)	RCI BANQUE
Dealer(s)	RCI BANQUE AUREL-BGC GFI SECURITIES Ltd MAREX SA TP ICAP (Europe) TSAF OTC SA
Date of the information memorandum (dd/mm/yyyy)	19/06/2025

Drawn up pursuant to articles L. 213-0-1 to L. 213-4-1 of the French monetary and financial code

A copy of the information memorandum is sent to:

BANQUE DE FRANCE
Direction générale de la stabilité financière et des opérations (DGSO)
Direction de la mise en œuvre de la politique monétaire (DMPM)
S2B-1134 Service des Titres de Créances Négociables (STCN)
39, rue Croix des Petits Champs
75049 PARIS CEDEX 01

Avertissement : cette documentation financière étant rédigée dans une langue usuelle en matière financière autre que le français, l'émetteur invite l'investisseur, le cas échéant, à recourir à une traduction en français de cette documentation.

The Banque de France invites investors to read the general terms and conditions for the use of information related to negotiable debt securities:

<https://www.banque-france.fr/fr/strategie-monetaire/marches/titres-creances-negociables>

Information marked « Optional » may not be provided by the issuer because French regulations do not require it

¹Trade name of the notes defined in article D.213-1 of the French monetary and financial code

1. DESCRIPTION OF THE ISSUANCE PROGRAMME

Articles D. 213-9, 1° and D 213-11 of the French monetary and financial code and Article 6 of the Order of 30 May 2016 and subsequent amendments

1.1	Name of the programme	RCI BANQUE SA, NEU MTN (ID Programme 1358)
1.2	Type of programme	NEU MTN
1.3	Name of the issuer	RCI BANQUE
1.4	Type of issuer	Monetary financial Institution // Credit institution, investment firm and CDC under the conditions set out in art. L 213-3.1 of the French Monetary and Financial Code
1.5	Purpose of the programme	General needs of the issuer.
1.6	Programme size (maximum outstanding amount)	2 000 000 000 EUR two billion EUR
1.7	Form of the notes	Notes of the programme are issued in bearer form and recorded in the books of authorized intermediaries (book entry system) in accordance with French laws and regulations.
1.8	Yield basis	The remuneration is unrestricted. Benchmark indice(s) : The variable/adjustable rates are indexed to the usual rates of the money markets. Compensation rules(s) : The remuneration of the NEU MTN is unrestricted. However, if the Issuer issues NEU MTN with remuneration linked to an index clause, the Issuer shall only issue NEU MTN with remuneration linked to usual money market indexes such as the Euro zone inter-bank offered rate ("EURIBOR") or €STR, SONIA, SOFR (any such reference rate, a "Benchmark"). At their maturity date, the principal of the NEU MTN shall always equal par. The remuneration of the NEU MTN may be negative depending on the fixed rates or the trend of the usual money market indexes applicable to the calculation of the remuneration. In this case, the amounts actually repaid to the holders of NEU MTN, after netting negative interest flows, may be less than par. The conditions of remuneration of such NEU MTN will be set up when the said NEU MTN will be initially issued. In any case, the Programme does not allow indexation formula linked to a credit event. In the case of an issue of NEU MTN embedding an option of early redemption or repurchase, as mentioned in paragraph 1.10 below, the conditions of remuneration of such NEU MTN will be set up when the said NEU MTN will be initially issued and shall not be further modified, including when such

		an embedded option of early redemption or repurchase will be exercised. If the Issuer issues NEU MTNs whose remuneration is linked to an index or an indexation clause, the Issuer will only issue NEU MTNs whose remuneration is linked to a usual money market index, such as EURIBOR, € STR, SONIA or SOFR and / or any other benchmark interbank interest rate "Benchmark Index". Certain Benchmarks are subject to ongoing national and international regulatory reforms. Some of them are already in force. These reforms may cause a given Benchmark Index to perform differently than in the past, cause it to disappear entirely, or have other consequences that cannot be predicted. Any of these consequences could have a significant unfavorable effect on any NEU MTN indexed on or referring to this Reference Index. If, at any time before or on any date for determining interest, the Issuer determines, acting in good faith and in a commercially reasonable manner, that (1) a Reference Index ceases, is significantly modified or is canceled, or (2) (i) the authorization, registration, recognition, endorsement, equivalence decision or approval regarding the Reference Index or the administrator or sponsor of the Reference is not obtained, (ii) an application for authorization, registration, recognition, approval, equivalence decision or inclusion in any official register is rejected or (iii) any authorization, registration, recognition, approval or equivalence decision is suspended or entry in an official register is withdrawn, the Issuer must, as soon as reasonably possible determine or appoint a determination agent who will determine a replacement rate. The interest rate for the relevant interest period could be determined by reference to a successor rate or an alternative rate, with or without the application of a spread adjustment and other modifications to the terms of the securities, in order to ensure the proper functioning of the successor or replacement benchmark, this without the consent of the holders being required.
1.9	Currencies of issue	Euro or any other currency authorized by applicable laws and regulations in force in France at the time of the issue
1.10	Maturity	The term (maturity date) of the NEU MTN shall be determined in accordance with laws and regulations applicable in France, which imply that, at the date hereof, the term of the NEU MTN shall not be shorter than 1 year (365 days or 366 days in a leap year), from the issue date. The NEU MTN may be redeemed before maturity in accordance with the laws and regulations applicable in France. The NEU MTN issued under the Programme may carry one or more embedded option(s) of the term (hold by either the Issuer or the holder or linked to one or several events not related to either the Issuer or the holder). The NEU MTN issued under the Programme may also carry one or more embedded option(s) of repurchase before the term (hold by either the Issuer or the holder or linked to one or several events not related to either the Issuer or the holder).
1.11	Minimum issuance amount	200 000 EUR or any other amount above the stated value (or equivalent amount in the relevant foreign currency)

1.12	Minimum denomination of the notes	By virtue of regulation (Article D 213-11 of the French monetary and financial code), the legal minimum face value of the commercial paper within the framework of this program is 200 000 euros or the equivalent in the currencies selected at the time of issuance
1.13	Status of the notes	Senior Unsecured Information about the status of the notes : The NEU MTNs will constitute direct, unsecured and unsubordinated obligations of the Issuer ranking at least pari passu with other present and future direct, unsecured and unsubordinated obligations of the Issuer, except those which may be mandatorily preferred by law."
1.14	Governing law that applies to the programme	All potential disputes related to the issuance of the NEU MTN shall be governed and construed according to French Law.
1.15	Listing of the notes/Admission to trading on a regulated market	RCI Banque SA may issue Notes (i) listed on Euronext Paris and/or on any other Regulated Market or on any unregulated market which may be indicated in the Final Terms (ii) or unlisted.
1.16	Settlement system	The NEU MTN will be issued in Euroclear France.
1.17	Rating(s) of the programme	S&P Global Ratings Europe Limited : disclosure.spglobal.com/ratings/en/regulatory/instrument-details/debtType/SRUNSEC/entityId/117051 Moody's : moody.com/credit-ratings/RCI-Banque-credit-rating-15970/ratings/view-by-debt Ratings can be reviewed at any time by the rating agencies. Investors are invited to refer to the websites of the agencies concerned for the current rating
1.18	Guarantor	Not applicable
1.19	Issuing and Paying Agent(s) (IPA) - exhaustive list -	RCI BANQUE
1.20	Arranger	None
1.21	Placement method	Direct placement Dealer(s) : AUREL-BGC GFI SECURITIES Ltd MAREX SA TP ICAP (Europe) TSAF OTC SA The Issuer may subsequently select to replace any dealer, insure the placement himself, or appoint other dealers; an updated list of such dealers shall be disclosed to investors upon request to the Issuer Additional information regarding the placement :

		The NEU MTN will be placed by RCI BANQUE S.A. directly or through brokers here above:
1.22	Selling restrictions	According to the regulations in force, the Issuer, each Dealer, any initial subscriber or any further holder of the NEU MTN issued under the Programme must commit not to take any action that would allow a public offering of the NEU MTN or the possession or distribution of the Information Memorandum or any other document relating to the NEU MTN in any jurisdiction where it is unlawful for such documents to be distributed and shall not offer, sell or deliver, whether directly or indirectly, the NEU MTN in any jurisdiction where such action is unlawful. The Issuer, each Dealer, any initial subscriber has agreed, and any further holder of the NEU MTN will be deemed to have represented and agreed on the date on which he purchases the NEU MTN, to comply with all applicable laws and regulations in force in the jurisdiction in which it offers or sells the NEU MTN or hold or distribute the Information Memorandum and to obtain any consent, approval or permission required for the offer or sale by it of NEU MTN under the laws and regulations in force in any jurisdiction to which it is subject or in which it will make such offers or sales and neither the Issuer, nor any Dealer nor any subscriber shall have responsibility therefore or in respect thereof.
1.23	Taxation	The Issuer is not bound to indemnify any holder of the NEU MTN in case of taxes which are payable under French law or any other foreign law in respect of the principal of, or the interest on, the NEU MTN, except for any stamp or registration taxes payable by the Issuer under French law.
1.24	Involvement of national authorities	Banque de France
1.25	Contact(s)	E-mail: contact_investor@mobilize-fs.com Address: 15 rue d'Uzès 75002 PARIS - France Telephone: 00 33 1 76 88 88 74
1.26	Additional information on the programme	Negotiable European Commercial Paper (NEU CP) RCI BANQUE maximum outstanding amount: EUR 4,500,000,000 (four billion five hundred million euros).
1.27	Language of the information memorandum which prevails	English
1.28	Extra financial rating(s) of the programme	Not applicable

2 DESCRIPTION OF THE ISSUER

Article D. 213-9, 2° of the French monetary and financial code and Article 7 of the Order of 30 May 2016 and subsequent amendments

2.1	Legal name	RCI BANQUE
2.2	Legal form/status, governing law of the issuer and competent courts	Legal form/status : Public limited company (with executive board) under French law Governing law of the issuer : Monetary financial Institution // Credit institution, investment firm and CDC under the conditions set out in art. L 213-3.1 of the French Monetary and Financial Code Additional information regarding the governing law : The Issuer is established in France as a French société anonyme (limited liability company) and is registered at Paris' court. It is governed by the provisions of the French Code de Commerce (commercial code). RCI BANQUE is subject to all the laws and regulations applicable to credit institutions, in particular the provisions of the French's Act 84-46 of 24 January 1984, incorporated into the French Code monétaire et financier (monetary and financial code). Competent courts : Tribunal de Paris
2.3	Date of incorporation	09/04/1974
2.4	Registered office or equivalent (legal address) and main administrative office	Registered office : 15 rue d'Uzès 75002 Paris FRANCE
2.5	Registration number, place of registration and LEI	Registration number : 306 523 358 LEI : 96950001WI712W7PQG45
2.6	Issuer's mission summary	Renault Group network and its partner brands sales financing
2.7	Brief description of current activities	The main activity of RCI BANQUE is financing the sales of the Renault-Nissan Alliance brands and selling associated services. These elements can be found on pages 8 to 11 and on pages 365 and 435 to 437, of the "2024 RCI Banque SA / Mobilize Financial Services Financial Annual report" available under the following link: https://www.mobilize-fs.com/sites/default/files/media/pdf/RCI_2024_RFA_EN_ME L4-.pdf
2.8	Capital	100 000 000,00 EUR Decomposition of the capital : At the date of signing of the Information Memorandum: EUR 100,000,000 (one hundred million euros) composed of 1,000,000 fully paid up ordinary shares of €100 of par value each.
2.8.1	Amount of capital subscribed and fully paid	100 000 000,00 EUR

2.8.2	Amount of capital subscribed and not fully paid	0 EUR
2.9	List of main shareholders	References to the relevant pages of the annual report or reference document : Page 340 of the "2024 RCI Banque / Mobilize Financial available in our website under the following link: https://www.mobilize-fs.com/sites/default/files/media/pdf/RCI_2024_RFA_EN_MEL4-.pd Shareholders : Renault s.a.s (100.00 %)
2.10	Regulated markets on which the shares or debt securities of the issuer are listed	Regulated markets on which the debt securities are listed : EURONEXT PARIS Longest-Last Maturity Date for debt securities listed on the Regulated Market : 18/02/2030
2.11	Composition of governing bodies and supervisory bodies	Gianluca DE FICCHY, CHAIRMAN OF THE BOARD Thierry PIETON, Member Of The Board Of Director Laurent POIRON, Member Of The Board Of Director Céleste THOMASSON, Member Of The Board Of Director Xavier DEROT , VP Sales and Operations Phillippe DURAND, VP Credit and data management Aude FAUCHIE, VP Marketing and Strategy Caroline JEANDEAU, Chief Compliance Officer Umberto MARINI, VP Information systems Mathieu OUDOT, VP Human resources Auriane POTEL , VP Communication brand Mobilize Isabelle LANDROT, Member Of The Board Of Director Philippe BUROS, Member Of The Board Of Director Isabelle MAURY, Member Of The Board Of Director Nathalie RIEZ-THIOLLET, Member Of The Board Of Director Patrick CLAUDE, Member Of The Board Of Director Giovanni LUCA SOMA, Member Of The Board Of Director Inès SERRANO, Member Of The Board Of Director Martin THOMAS, Chief Executive Officer Vincent GELLE , Deputy Chief Executive Officer and VP Finance Marc LAGRENE, Chief Risk Officer

		Enrico ROSSINI, Director Mobilize Lease&Co Guillaume MOURLAT , Chief Legal Officer
2.12	Accounting method for consolidated accounts (or failing that, for the annual accounts)	Accounting method for consolidated accounts : IFRS
2.13	Accounting year	Starting on 01/01 ending on 31/12
2.13.1	Date of the last general annual meeting of shareholders (or equivalent thereof) which has ruled on the last financial year accounts	20/05/2025
2.14	Fiscal year	Starting on 01/01 ending on 31/12
2.15	Auditors of the issuer, who have audited the issuer's annual accounts	
2.15.1	Auditors	Holder(s) : KPMG S.A. Tour EQHO 2, avenue Gambetta 92066 Paris La Défense Cedex Forvis Mazars Tour Exaltis, 61 rue Henri Regnault 92075 Paris La Défense Cedex
2.15.2	Auditors report on the accuracy of the accounting and financial information	RCI Banque SA independent auditors report as of December 31st, 2024 is in RCI Banque SA / Mobilize Financial Services 2024 "Annual Financial Report" : - pages 360 to 363 "Statutory auditors' report on the consolidated financial statements". This report can be found under the following link: https://www.mobilize-fs.com/sites/default/files/media/pdf/RCI_2024_RFA_EN_MEL4-.pdf RCI Banque SA independent auditors report as of December 31st, 2023 is in RCI Banque SA / Mobilize Financial Services 2023 "Annual Financial Report" : - pages 220 to 223 "Statutory auditors' report on the consolidated financial statements" . This report can be found under the following link: https://www.mobilize-fs.com/sites/default/files/media/pdf/RCI2023_MOBILIZE_RA_EN_24_04_29_MEL.pdf
2.16	Other equivalent programmes of the issuer	Optional*
2.17	Rating of the issuer	Moody's : moodys.com/search?keyword=rci&searchfrom=GS S&P Global Ratings Europe Limited : disclosure.spglobal.com/ratings/en/regulatory/instrument-details/debtType/SRUNSEC/entityId/117051
2.18	Additional information on the issuer	Annexed : " 2024 RCI Banque Financial Annual Report", also available under the following link : https://www.mobilize-fs.com/sites/default/files/media/pdf/RCI2023_MOBILIZE_RA_EN_24_04_29_MEL.pdf

		Financial releases : https://www.mobilize-fs.com/en/finance/reports-and-releases/financial-releases
2.19	Issuer's extra-financial rating(s)	Optional

3. CERTIFICATION OF INFORMATION

Articles D. 213-5 et D. 213-9, 4° of the French monetary and financial code and subsequent amendments

Certification of information of the issuer RCI BANQUE

3.1	Person(s) responsible for the information memorandum concerning the programme of RCI BANQUE SA, NEU MTN for the issuer	Mr Vincent GELLE, Deputy Chief Executive Director And Vp Finance, RCI BANQUE SA
3.2	Declaration of the person(s) responsible for the information memorandum concerning the programme of RCI BANQUE SA, NEU MTN for the issuer	To the best of my knowledge, the information provided by the issuer in the financial documentation, including the French summary (if relevant) is accurate, precise and does not contain any omissions likely to affect its scope or any false or misleading information
3.3	Date (DD/MM/YYYY), place of signature, signature Paris 	19/06/2025

APPENDICES

Further to articles D.213-9 of the French monetary and financial code and L.232-23 of the French commercial code, financial information mentioned in Article D213-9 of the French monetary and financial code should be made available to any person upon request

Appendice 1	Documents available to the shareholders annual general meeting or the equivalent²	Annual general meeting 2025 Auditors report on consolidated financial statements for the financial year ended 31/12/2024 Activity report for the financial year ended 31/12/2024 Annual report for the financial year ended 31/12/2024 Annual general meeting 2024 Consolidated accounts for the financial year ended 31/12/2023 Auditors report on annual financial statements for the financial year ended 31/12/2023 Annual report for the financial year ended 31/12/2023
Appendice 2	Activity report Year 2025	Rapport d activité https://www.mobilize-fs.com/sites/default/files/media/pdf/rci2024_mobilize_rapport_activite_fr.pdf
Appendice 3	Annual report Year 2025	Rapport annuel https://www.mobilize-fs.com/sites/default/files/media/pdf/rci_2024_rfa_en_mel4-.pdf
Appendice 4	Annual report Year 2024	https://www.mobilize-fs.com/sites/default/files/media/pdf/rci_mobilize_ra_en_24_04_24_bat.pdf
Appendice 5	Auditors report on annual financial statements Year 2024	https://eucpmtn.banque-france.fr/neusgate/api/public/document/17225
Appendice 6	Auditors report on consolidated financial statements Year 2025	Rapport des commissaires aux comptes sur les comptes consolidés https://www.mobilize-fs.com/sites/default/files/media/pdf/rci_banque_-_rcc_2024.pdf
Appendice 7	Consolidated accounts Year 2024	https://www.mobilize-fs.com/sites/default/files/media/pdf/rci%20banque%20-%20etats%20financiers%20consolid%C3%a9s%202023%20ve_0.pdf