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RCI Banque S.A.

Limited assurance report from the statutory auditors the information related to the allocation, as of December 31, 2022, of funds raised through the Green Bond issued by RCI Banque S.A. on July 6, 2022

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au Tableau de l'Ordre des experts
comptables de Paris sous l'en° 14-
30080101 et rattachée à la Compagnie
régionale des commissaires
aux comptes de Versailles et du Centre.

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15 rue d'Uzès - 75002 Paris

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To the Chief Executive Officer of RCI BANQUE S.A.,

In our capacity as statutory auditors of RCI Banque S.A. (the "Company") and in accordance with your request, we have undertaken a limited assurance engagement on the following information detailed in the Report (the "**Information**"), available on the company website¹:

- the allocation, as of December 31, 2022 of funds raised by RCI Banque S.A. through the green bond issued for an amount of 500 million euros on July 6, 2022 (the "Issuing"), presented in the green bond report (the "Green Bond Report");
- the loans and lease contracts for "Eligible Vehicules" and "Eligible Infrastructure" financed or refinanced through the Issuing and identified as eligible by the Company (the "Eligible Green Portfolio") accordance with the green bond framework.

The Information has been prepared by the Deputy Chief Executive Officer in the context of the green bond offering dated July 6, 2022 (the "Green Bond Offering") and the green bond framework defined by the Company (the "Green Bond Framework").

Our Limited Assurance Conclusion

Based on the procedures we have performed as described under the section "Summary of the work we performed as the basis for our assurance conclusion" and the evidence we have obtained, nothing has come to our attention that causes us to believe that the

¹ <https://www.mobilize-fs.com/fr/finance/green-bonds>

Information is not prepared, in all material respects, in accordance with the Framework and the basis of preparation, see below under “Understanding how RCI BANQUE S.A. has prepared the Information”.

Understanding how RCI BANQUE S.A. has Prepared the Information

The absence of a commonly used generally accepted reporting framework or a significant body of established practice on which to draw to evaluate and measure sustainability information allows for different, but acceptable, measurement techniques that can affect comparability between entities and over time.

Consequently, the Information needs to be read and understood together with the Green Bond Offering and the Green Bond Framework, available on the internet site or on demand.

RCI BANQUE S.A. responsibilities

Management of RCI BANQUE S.A. is responsible for:

- Selecting or establishing suitable criteria for preparing the Information;
- Selecting the Eligible Green Portfolio regarding the eligible criteria;
- Preparing the Information in compliance with the Green Bond Offering and the Green Bond Framework;
- Designing, implementing and maintaining internal control over information relevant to the preparation of the Information that is free from material misstatement, whether due to fraud or error.

Our responsibilities

We are responsible for:

- Planning and performing the engagement to obtain limited assurance about whether the Information is free from material misstatement, whether due to fraud or error;
- Forming an independent conclusion, based on the procedures we have performed and the evidence we have obtained; and
- Reporting our conclusion to the Chief Executive Officer of RCI BANQUE S.A.

As we are engaged to form an independent conclusion on the Information as prepared by management, we are not permitted to be involved in the preparation of the Information as doing so may compromise our independence.

However, we have no responsibility for:

- Challenging the eligibility criteria as defined in the Green Bond Framework, and, in particular, we give no interpretation on the final terms;
- Forming an opinion on the effective use of the funds allocated to the Eligible Projects after such funds have been allocated.

RCI Banque

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Professional Standards Applied

We performed a limited assurance engagement in accordance with the professional guidance of the French Institute of Statutory Auditors ("CNCC") applicable to such engagements.

Our Independence and Quality Control

We have complied with the independence and other ethical requirements of the French Code of Ethics (code de déontologie) for Statutory Auditors as well as the provisions set forth in Article L.822-11 of the French Commercial Code (Code de Commerce). In addition, we have implemented a system of quality control including documented policies and procedures regarding compliance with applicable legal and regulatory requirements, the ethical requirements and French professional guidance.

Our work was carried out by an independent and multidisciplinary team with experience in sustainability reporting and assurance.

Summary of the work we performed as the basis for our assurance conclusion

We are required to plan and perform our work to address the areas where we have identified that a material misstatement of the Information is likely to arise.

The procedures we performed were based on our professional judgment.

In carrying out our limited assurance engagement on the Information, we:

- Understood the procedures implemented by the Company for producing the Information by inquiries of those in charge of collecting the information and, where appropriate, with those responsible for internal control and risk management procedure;
- Verified the compliance, in all material respects, of the Eligible Green Portfolio with the Eligibility Criteria, by performing substantive testing on a sample basis;
- Verified the appropriate segregation of the funds raised from the Issuing and their exclusive allocation to Eligible Green Portfolio;
- Performed the necessary reconciliations between the Information and the accounting records from which it is derived and performed substantive tests, on a sample basis and using other selection methods, to verify the concordance of the Information with supporting documents underlying the accounting records.

RCI Banque

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The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement.


This report has been prepared within the context described above and may not be used, distributed or referred to for any other purpose.

The statutory auditors

Paris la Défense, June 27th, 2023

KPMG S.A.

Mazars



Ulrich Sarfati
Partner



Anne Veaute
Partner

Allocation reporting

Green Bond EUR 500M

I undersigned, Jean-Marc SAUGIER, Deputy Chief Executive Officer of RCI BANQUE SA, certify that the following information have been prepared under my responsibility:

Allocation of proceeds

Net proceeds of Green bonds issued in Jun.-2022	497 MEUR
Total outstanding eligible portfolio as of 31 Dec. 2022	2 154 MEUR
o/w outstanding for contracts originated in :	
• 2020	292 MEUR
• 2021	597 MEUR
• 2022	1 264 MEUR
Total number of eligible vehicles as of 31 Dec.-2022	129 989

Allocation Rate 100%

The information has been prepared in the context of the green bond offering dated on June 27, 2022 and the green bond framework defined by the entity, available on the internet site.

This information is contained in the allocation green bond report, dated June 16, 2023 and available on the internet site.

Paris, June 16 of 2023



Jean-Marc SAUGIER
Deputy Chief
Executive Officer