

Final Terms dated 18 April 2017**RCI Banque****Issue of CHF 200,000,000 0.50 per cent. Notes due 20 April 2022
(the Notes)****under the €17,000,000,000****Euro Medium Term Note Programme****PART A - CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the **Conditions**) set forth in the Base Prospectus dated 31 August 2016, the first supplement to the Base Prospectus dated 16 February 2017 and the second supplement to the Base Prospectus dated 16 March 2017 which together constitute a base prospectus for the purposes of the Directive 2003/71/EC (as amended by Directive 2010/73/EU) (the **Prospectus Directive**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Base Prospectus as so supplemented.

Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented and the Swiss issuance and listing prospectus (including all documents set out or incorporated by reference therein) dated 18 April 2017 prepared for the admission to listing of the Notes on SIX Swiss Exchange (the **Swiss Prospectus**).

For so long as any Notes are outstanding, copies of the Base Prospectus and any supplements thereto and the Swiss Prospectus and the documents incorporated therein may be obtained free of charge from the offices of BNP Paribas (Suisse) SA, 2, place de Hollande, 1204 Geneva, Switzerland and on the website of the Issuer (www.rcibs.com).

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| 1. | (a) | Series Number: | 306 |
| | (b) | Tranche Number: | 1 |
| 2. | | Specified Currency: | Swiss Francs (CHF) |
| 3. | | Aggregate Nominal Amount: | |
| | (a) | Series: | CHF 200,000,000 |
| | (b) | Tranche: | CHF 200,000,000 |
| 4. | | Issue Price: | 100.074 per cent. of the Aggregate Nominal Amount |

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| 5. | (a) Specified Denomination(s): | CHF 5,000, CHF 100,000 and CHF 1,000,000 |
| | (b) Calculation Amount: | Specified Denominations |
| 6. | (a) Issue Date: | 20 April 2017 |
| | (b) Interest Commencement Date: | Issue Date |
| 7. | Maturity Date: | 20 April 2022 |
| 8. | Interest Basis: | 0.50 per cent. Fixed Rate per annum (further particulars specified below) |
| 9. | Change of Interest Basis or Redemption/Payment Basis: | Not Applicable |
| 10. | Redemption/Payment Basis: | Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount. |
| 11. | Put/Call Options: | Not Applicable |
| 12. | (a) Status of the Notes: | Senior |
| | (b) Date of corporate authorisation for issuance of Notes obtained: | 28 November 2016 |
| 13. | Method of Distribution: | Non-Syndicated |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 14. | Fixed Rate Note Provisions | Applicable |
| | (a) Rate of Interest: | 0.50 per cent. per annum payable annually in arrears on each Interest Payment Date. |
| | (b) Interest Payment Date(s): | 20 April in each year, not adjusted up to (and including) the Maturity Date. |
| | (c) Fixed Coupon Amount(s): | CHF 25.00 per CHF 5,000 Specified Denomination, CHF 500.00 per CHF 100,000 Specified Denomination and CHF 5,000 per CHF 1,000,000 Specified Denomination |

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| (d) | Broken Amount(s): | Not Applicable |
| (e) | Day Count Fraction: | 30/360 |
| (f) | Determination Date(s): | Not Applicable |
| (g) | Party responsible for calculation of Interest Amounts (if not the Calculation Agent): | Not Applicable |
| 15. | Floating Rate Note Provisions | Not Applicable |
| 16. | Inflation Linked Note Provisions | Not Applicable |
| 17. | Zero Coupon Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 18. | Issuer Call:
(Condition 8(d)) | Not Applicable |
| 19. | Put Option:
(Condition 8(e)) | Not Applicable |
| 20. | Make-whole Redemption:
(Condition 8(f)) | Not Applicable |
| 21. | Final Redemption Amount of each Note: | CHF 5,000, CHF 100,000 and CHF 1,000,000 per CHF 5,000, CHF 100,000 and CHF 1,000,000 Specified Denomination, respectively |
| 22. | Early Redemption Amount: Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 8(h): | As set out in the Conditions |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 23. | Form of Notes: | Materialised Notes in bearer form (the Notes will be issued outside the French territory). |
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- (i) Form of Dematerialised Notes: Not Applicable
- (ii) Registration Agent: Not Applicable
- (iii) Temporary Global Certificate: The Notes will be represented by a temporary global certificate without interest coupons (the **Temporary Global Certificate**), which will initially be issued and deposited with SIX SIS AG, Olten, Switzerland (**SIX SIS AG**) or any other intermediary in Switzerland recognized for such purposes by SIX Swiss Exchange Ltd (SIX SIS AG or any other intermediary, the **Intermediary**) until the printing of the definitive materialised bearer notes (the **Definitive Materialised Notes**).

The Temporary Global Certificate shall be exchangeable for Definitive Materialised Notes on or after 30 May 2017 (the "**Exchange Date**"), being 40 days after the Issue Date subject to postponement as provided in the Temporary Global Certificate.

Once the Temporary Global Certificate, and, subsequently, the Definitive Materialised Notes, are deposited with the Intermediary, the Notes will, for Swiss law purposes, constitute intermediated securities (*titres intermédies; Bucheffekten*) (**Intermediated Securities**) in accordance with the Swiss Federal Intermediated Securities Act (*Loi sur les titres intermédies; Bucheffektengesetz*).

The records of the Intermediary will determine the number of Notes held through each participant in that Intermediary. In respect of the Notes held in the form of Intermediated Securities, the holders of the Notes (the **Noteholders** and, each of them individually, a

Noteholder) will, for Swiss law purposes, be the persons holding the Notes in a securities account (*compte de titres; Effektenkonto*) which is in their name, or in the case of intermediaries (*dépositaires; Verwahrungsstellen*) holding the Notes for their own account in a securities account which is in their name.

Each Noteholder shall, for Swiss law purposes, have a quotal co-ownership interest (*part de copropriété; Miteigentumsanteil*) in the Temporary Global Certificate to the extent of his claims against the Issuer until the Exchange Date, provided that for as long as the Temporary Global Certificate remains deposited with the Intermediary, the co-ownership interest shall be suspended, and for so long as the Temporary Global Certificate and the Definitive Materialised Notes remain deposited with the Intermediary, the Notes may only be transferred by the entry of the transferred Notes in a securities account of the transferee.

In accordance with the listing rules of SIX Swiss Exchange, the Definitive Materialised Notes will be printed free of charge for the Noteholders.

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| 24. | Financial Centre(s) or other special provisions relating to payment days: | Zurich |
| 25. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |
| 26. | Details relating to Instalment Notes: | Not Applicable |
| 27. | Redenomination, renominatisation and reconventioning provisions: | Not Applicable |
| 28. | Consolidation provisions: | Not Applicable |

29. Representation of
Noteholders/Masse:

Condition 13 applies

The Initial Representative shall be:

MASSQUOTE S.A.S.U.

RCS 529 065 880 Nanterre

7bis rue de Neuilly

F-92110 Clichy

Mailing address:

33, rue Anna Jacquin

92100 Boulogne Billancourt

France

Represented by its Chairman

The Representative will be entitled to a remuneration of €450 (VAT excluded) per year.

The Representative will exercise its duty until its dissolution, resignation or termination of its duty by a general assembly of Noteholders or until it becomes unable to act. Its appointment shall automatically cease on the Maturity Date, or total redemption prior to the Maturity Date.

30. Other final terms :

Condition 7(b) shall be supplemented and amended by the following:

"Payments on the Notes will be made irrespective of any present or future transfer restrictions and without regard to any bilateral or multilateral payment or clearing agreement which may be applicable at the time of such payments.

The receipt by the Swiss Paying Agent of the due and punctual payment of the funds in Swiss Francs in Geneva as provided by the Terms and Conditions and these Final Terms, shall release the Issuer of its obligations under the Notes and Coupons for the payment of principal and interest due on the respective Interest Payment

Dates and the Maturity Date to the extent of such payments.

Payment of principal of, or interest on, the Notes and Coupons shall be made, only at the specified office of the Swiss Paying Agent in Switzerland upon their surrender in freely transferable Swiss Francs without collection costs in Switzerland and without any restrictions and, whatever the circumstances may be, irrespective of nationality, domicile or residence of the holders of the Notes or Coupons and without requiring any certification, affidavit or the fulfillment of any other formality. "

Condition 7(d) shall be supplemented and amended by the following:

"So long as the Notes are outstanding, the Issuer will at all times maintain a Paying Agent for the Notes having a specified office in Switzerland and will at no time include a Paying Agent having a specified office outside Switzerland, unless permitted by applicable law."

Condition 9 shall be supplemented and amended by the following:

(v) where such withholding or deduction is (i) imposed on a payment to an individual and is required to be made pursuant to any agreements between the European Community and other countries or territories providing for measures equivalent to those laid down in European Council Directive 2003/48/EC, as amended, including, but not limited to, the agreement between the European Union and Switzerland of 26 October 2004, as amended or any law or other governmental regulation implementing or complying with, or introduced in order to conform to, such agreements or (ii) imposed on a payment and is required to be made pursuant to laws enacted by

Switzerland providing for the taxation of payments according to principles similar to those laid down in European Council Directive 2003/48/EC, as amended, or principles following a paying agent-based regime that could be enacted by Switzerland in the future, in particular the principle to have a person other than the Issuer withhold or deduct tax, including, without limitation, any Paying Agent; or

where such withholding or deduction is imposed on a payment to an individual and is required to be made pursuant to any treaties between Switzerland and other countries that provide for a final withholding tax on capital gains and certain income items. "

Condition 14 shall be supplemented and amended by the following:

"So long as the Notes are listed on SIX Swiss Exchange and so long as the rules of the SIX Swiss Exchange so require, all notices in respect of the Notes may be given by delivery of the relevant notice to SIS and, in any case, such notices shall be deemed to have been given to the Noteholders in accordance with the Condition 14 on the date of delivery to SIS; provided, however, that, so long as the Notes are admitted to trading on SIX Swiss Exchange, notices will also be published by means of electronic publication on the internet website of SIX Swiss Exchange (www.six-swiss-exchange.com, where notices are currently published under www.six-swiss-exchange.com/news/official_notices/search_en.html).

DISTRIBUTION

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| 31. (a) If syndicated, names and addresses of Managers | Not Applicable |
| (b) Date of Dealer Accession Letter: | 18 April 2017 |
| (c) Stabilising Manager(s) (if any): | Not Applicable |

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| 32. | If non-syndicated, name and addresses of Dealer: | BNP Paribas (Suisse) SA
2, place de Hollande
1204 Geneva
Switzerland |
| 33. | Total commission and concession: | 0.30 per cent. of the Aggregate Nominal Amount |
| 34. | U.S. Selling Restrictions: | Reg. S Compliance Category 1; TEFRA D in accordance with usual Swiss practice |
| 35. | Non-exempt Offer: | Not Applicable |

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on SIX Swiss Exchange of the Notes described herein pursuant to the EUR 17,000,000,000 Medium Term Note Programme of RCI Banque.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: **Jean-Marc SAUGIER**
VP Finance and Group Treasurer
Finance and Treasury Division

Duly authorised



PART B - OTHER INFORMATION**1. LISTING AND
ADMISSION TO
TRADING**

Listing / Admission and
trading

SIX Swiss Exchange

The Notes have been provisionally
admitted to trading on SIX Swiss
Exchange with effect from 19 April
2017.

Application for the Notes to be listed on
SIX Swiss Exchange will be made as
soon as practicable. The last day of
trading of the Notes is expected to be 14
April 2022.

2. RATINGS

Ratings:

The Notes to be issued are expected to
be rated:

BBB by Standard & Poor's Credit
Market Services France ("S&P")

Baa1 by Moody's Investors Service Ltd.
("Moody's")

**3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND
TOTAL EXPENSES**

(i) Reasons for the offer:

General financing purposes of the Issuer and
its consolidated subsidiaries.

(ii) Estimated net proceeds:

CHF 199,423,000

**4. *FIXED RATE NOTES ONLY* –
YIELD**

Indication of yield:

0.485 per cent.

This yield is calculated at the Issue Date on
the basis of the Issue Price. It is not an
indication of future yield.

5. OPERATIONAL INFORMATION

ISIN Code:	CH0362257997
Common Code:	159145123
Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, <i>société anonyme</i> and the relevant identification number(s):	SIX SIS Ltd, Olten, Switzerland 36.225.799
Swiss Security Number:	
Delivery:	Delivery against payment
Names and addresses of additional Paying Agent(s) (if any):	BNP Paribas (Suisse) SA 2, place de Hollande 1204 Geneva, Switzerland As Swiss Paying Agent