



Commission de Surveillance
du Secteur Financier

Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)

To:

Autorité des services et marchés financiers (FSMA) (Belgium)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
Autoriteit Financiële Markten (AFM) (The Netherlands)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 19 July 2011.

Name of Issuer(s):

RCI Banque

Registered Office(s)/Seat(s):

Noisy-le-Grand Cedex, France

Type of Securities:

€12,000,000,000 Euro Medium Term Note Programme

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

V, XI, XII, XIII

Guarantor(s) (if any):

Not applicable

Attachment(s):

Prospectus
French translation of the summary
German translation of the summary
Italian translation of the summary

Ref.: C-11103
Luxembourg, 21 July 2011
Commission de Surveillance du Secteur Financier

