THIRD SUPPLEMENT TO THE BASE PROSPECTUS DATED 18 DECEMBER 2025

RCI Banque S.A.

OPERATING UNDER THE COMMERCIAL BRAND

MOBILIZE
FINANCIAL SERVICES

(incorporated in France as a "société anonyme")

€23,000,000,000
EURO MEDIUM TERM NOTE PROGRAMME

This third supplement (the "**Supplement**") to the base prospectus dated 18 December 2025 which received approval n°25-482 on 18 December 2025 from the *Autorité des marchés financiers* (the "**AMF**") (the "**Base Prospectus**"), is prepared in connection with the €23,000,000,000 Euro Medium Term Note Programme (the "**Programme**") of RCI Banque (the "**Issuer**"). The Base Prospectus as supplemented constitutes a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 of the European Parliament and of the European Council of 14 June 2017 (the "**Prospectus Regulation**"). This Supplement has been prepared in accordance with Article 23 of the Prospectus Regulation. Application has been made for approval of this Supplement to the AMF in its capacity as competent authority under the Prospectus Regulation.

This Supplement has been produced for the purposes of (i) incorporating by reference the English version of the Issuer's half year financial report for the six-month period ended 30 June 2026, (ii) updating the "Description of RCI Banque and the RCI Banque Group" section of the Base Prospectus and (iii) updating the "General Information" section of the Base Prospectus.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is material in the context of the Programme since the publication of the Base Prospectus. To the extent that there is any inconsistency between (a) any statements in this Supplement and (b) any other statement in the Base Prospectus, the statements in this Supplement will prevail.

Terms defined in the Base Prospectus shall have the same meaning when used in this Supplement. This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

The Supplement will be published on the websites of (i) the AMF (www.amf-france.org) and (ii) the Issuer (www.mobilize-fs.com/en/finance/debt-prospectus-and-programmes) and copies may be obtained at the registered offices of the Paying Agents.

To the extent applicable and in accordance with Article 23.2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before this Supplement is published, have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy referred to in this Supplement arose or was noted before the closing of the offer period or the delivery of the Notes, whichever occurs first. That offer period may be extended by the Issuer. This right to withdrawal shall expire by close of business on 11 September 2026. Investors may contact the Authorised Offerors should they wish to exercise the right to withdrawal.

The date of this Supplement is 8 September 2026 .

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DOCUMENTS INCORPORATED BY REFERENCE

The "Documents incorporated by reference" section on pages 39-49 of the Base Prospectus shall be completed with the following:

The English language version of the Issuer's half-year financial report for the six-month period ended 30 June 2026 (including the unaudited condensed consolidated interim financial statement and the auditors' limited review report thereon) (the "**Half-Year Financial Report 2026**") (https://www.mobilize-fs.com/sites/default/files/media/pdf/MFS%20RFS%2006.2026%20V1%20EN.pdf shall be incorporated in, and form part of, the Base Prospectus and reference to it shall be added as a new bullet point on page 39 of the Base Prospectus.

The following table shall replace the existing table starting on page 41 of the Base Prospectus.

Each page reference refers to the corresponding page in the Financial Annual Report 2024, in the Financial Annual Report 2025 or in the Half-Year Financial Report 2026.

Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	Financial Annual Report 2024 (*Cross-references are to the page numbers of the PDF document*)	Financial Annual Report 2025 (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	Half-Year Financial Report 2026 (*Cross-references are to the page numbers of the PDF document*)
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	**Financial Annual Report 2024** (*Cross-references are to the page numbers of the PDF document*)	**Financial Annual Report 2025** (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	**Half-Year Financial Report 2026** (*Cross-references are to the page numbers of the PDF document*)
	any, with a disclaimer that the information on the website does not form part of the prospectus unless that information is incorporated by reference in the prospectus			
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	Financial Annual Report 2024 (*Cross-references are to the page numbers of the PDF document*)	Financial Annual Report 2025 (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	Half-Year Financial Report 2026 (*Cross-references are to the page numbers of the PDF document*)
	and the Issuer's position within the group. This may be in the form of, or accompanied by, a diagram of the organisational structure if this helps to clarify the structure			
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	**Financial Annual Report 2024** (*Cross-references are to the page numbers of the PDF document*)	**Financial Annual Report 2025** (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	**Half-Year Financial Report 2026** (*Cross-references are to the page numbers of the PDF document*)
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	ensure that such control is not abused			
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	Financial Annual Report 2024 (*Cross-references are to the page numbers of the PDF document*)	Financial Annual Report 2025 (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	Half-Year Financial Report 2026 (*Cross-references are to the page numbers of the PDF document*)
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	Financial Annual Report 2024 (*Cross-references are to the page numbers of the PDF document*)	Financial Annual Report 2025 (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	Half-Year Financial Report 2026 (*Cross-references are to the page numbers of the PDF document*)
	the requirements of the Directive 2013/34/EU or Regulation (EC) No 1606/2002 as the case may be. For issuers not subject to either Directive 2013/34/EU or Regulation (EC) No 1606/2002, the interim financial information must include comparative statements for the same period in the prior financial year, except that the requirement for comparative balance sheet information may be satisfied by presenting the year's end balance sheet.			
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	**Financial Annual Report 2024** (*Cross-references are to the page numbers of the PDF document*)	**Financial Annual Report 2025** (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	**Half-Year Financial Report 2026** (*Cross-references are to the page numbers of the PDF document*)
	State or an equivalent standard.			
11.3.1a	Where audit reports on the historical financial information have been refused by the statutory auditors or where they contain qualifications, modifications of opinion, disclaimers or an emphasis of matter, the reason must be given, and such qualifications, modifications, disclaimers or emphasis of matter must be reproduced in full.	N/A	N/A	N/A
12	ADDITIONAL INFORMATION			
12.1	Share capital The amount of the issued capital, the number and classes of the shares of which it is composed with details of their principal characteristics, the part of the issued capital still to be paid up with an indication of the number, or total nominal value and the type of the shares not yet fully paid up, broken down where applicable according to the extent to which they have been paid up.			p.6
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Rule	Commission Delegated Regulation 2019/980 – Part of Annex 6	**Financial Annual Report 2024** (*Cross-references are to the page numbers of the PDF document*)	**Financial Annual Report 2025** (*Cross-references are to the page numbers of the PDF document, unless otherwise specified*)	**Half-Year Financial Report 2026** (*Cross-references are to the page numbers of the PDF document*)
	memorandum and articles of association.			
13	MATERIAL CONTRACTS			
13.1	A brief summary of all material contracts that are not entered into in the ordinary course of the Issuer's business, which could result in any group member being under an obligation or an entitlement that is material to the issuer's ability to meet its obligations to security holders in respect of the securities being issued.			N/A

DESCRIPTION OF RCI BANQUE AND THE RCI BANQUE GROUP

The following paragraphs in the "Description of RCI Banque and the RCI Banque Group" section on pages 111-112 of the Base Prospectus shall be deleted in their entirety and replaced with the following:

"A full description of the Issuer and its consolidated subsidiaries (the "**RCI Banque group**") is set out in the Issuer's Financial Annual Report 2024, in the Financial Annual Report 2025 and in the Half-Year Financial Report 2026 incorporated by reference in this Base Prospectus (see "Documents Incorporated by Reference"). Below is a list setting out certain specific items of information or stating where they may be found.

General information

See the Half-Year Financial Report 2026, pages 5-6, for the Issuer's legal name, place of registration, registration number, date of incorporation, length of life of the Issuer, domicile, legal form, governing law and country of incorporation.

Principal activities and markets

See the Half-Year Financial Report 2026, pages 5-6, 21 and 73-134, for information on the RCI Banque group's principal activities, including main products and services, and its principal markets.

Organisational structure

The Issuer is the French holding company of the RCI Banque group. The Issuer is, directly or indirectly, the ultimate holding company of all the companies in the RCI Banque group and its assets are substantially comprised of shares in such companies. It does not conduct any other business and is accordingly dependent on the other members of the RCI Banque group and revenues received from them.

See the Half-Year Financial Report 2026, pages 6-8, for a brief description of the RCI Banque group and the Issuer's position within the RCI Banque group.

Management

See the Half-Year Financial Report 2026, pages 8-17, for the names, functions and relevant external activities of members of the Issuer's Board of Directors.

There are no potential conflicts of interest between the duties to the Issuer of the members of its Board of Directors and the members of its management and their private interests or other duties.

Shareholders

See the Half-Year Financial Report 2026, pages 6-7, for information on ownership and control of the Issuer. The major shareholder in the Issuer is bound, in its relations with the Issuer, by French law provisions relating to the Issuer's status as a credit institution (*réglementation bancaire*).

Financial information

See the Financial Annual Report 2024, pages 358-443 (including the accounting policies and explanatory notes thereto at pages 369-443), the Financial Annual Report, pages 320-403 (including the accounting policies and explanatory notes thereto at pages 327-399) and the Half-Year Financial Report 2026, pages 30-70 (including the accounting policies and explanatory notes thereto at pages 37-70), for, respectively, the RCI Banque group's consolidated financial statements for the year ended 31 December 2024, the year ended 31 December 2025 and the six-month period ended 30 June 2026 and the auditors' report thereon at pages 360-363 of the Financial Annual Report 2024, pages 400-403 of the Financial Annual Report 2025 as well as the limited review report at pages 27-29 of the Half-Year Financial Report 2026.

Indebtedness

See the Half-Year Financial Report 2026, page 32 (as well as the accounting policies and explanatory notes thereto at pages 37-70), the Financial Annual Report 2024, pages 13-15 and 364 (as well as the accounting policies and explanatory notes thereto at pages 369-443) and the Financial Annual Report 2025, page 13-15 and 322 (as well as the accounting policies and explanatory notes thereto at pages 327-399) for the RCI Banque group's financial policy and consolidated balance sheet for, respectively, the six-month period ended 30 June 2026, the year ended 31 December 2024 and the year ended 31 December 2025.

Consistent with RCI Banque activity and regulation applicable to the banking business in France, new loans granted during the period are partially or fully financed through an increase of debt. Increase in new loans are closely linked to the general economic situation in the car industry and the sales performance of the Renault and Nissan Alliance. Depending on these factors, a variation of 10 per cent. of debt (increase or decrease) over a six-month period is not considered unusual given RCI Banque's activities. Debt increases are usually performed through:

(i) public issues under existing EMTN programme, which are all publicly disclosed,

(ii) bank loans, ABS transactions and private debt issuances, all of which are not publicly disclosed,

(iii) as well as amounts payable to customers, including customer savings and term deposits accounts collected through the deposit taking activities.

The following text shall be added in the sub-section "Recent Developments" in the "Description of RCI Banque and the RCI Banque Group" section on page 112 of the Base Prospectus:

7. Press release dated 30 July 2026

MOBILIZE FINANCIAL SERVICES CONTINUES ITS GROWTH MOMENTUM IN THE FIRST HALF OF 2026

- **Mobilize Financial Services recorded a 4.6% increase in the amount of new financings in the first half of 2026 compared with the same period in 2025. This performance reflects an improvement in the penetration rate and the strong momentum of used-vehicle financing activity.**
- **With pre-tax income up 14.5%, Mobilize Financial Services confirms the solidity of its strategy and its commitment to offering flexible and competitive financing and service solutions.**
- **This growth confirms Mobilize Financial Services' ability to effectively support the strategy of its automotive partners and Renault Group's new futuREady plan.**

KEY FIGURES

Sales performance(1)

- The amount of new financings increased by 4.6% compared with the first half of 2025, driven by an improvement in the penetration rate and the strong performance of used-vehicle financing activity.
- 649,293 contracts were financed in the first half of 2026 in the first half of 2026, up compared with the same period of the previous year (+2.6%).
- The penetration rate for electrified vehicles reached 44.9% at end-June 2026, i.e. 6.7 points higher than the penetration rate for other engine types.

Financial performance

- Average Performing Assets (APA)[2] increased by 5% compared with end-June 2025, confirming the solidity of the portfolio.
- Net Banking Income (NBI) amounted to €1,273 million, up 11.8% compared with the first half of 2025.
- Group pre-tax income amounted to €703 million, up 14.5% compared with the first half of 2025.

Martin Thomas, Chief Executive Officer, Mobilize Financial Services:

"*The first-half 2026 results illustrate the resilience of our model and our ability to sustain growth in a rapidly changing automotive market. They also reflect the commitment, expertise and agility of Mobilize Financial Services teams, who support our customers, partners and dealer network every day.*

We enter the second half of the year with confidence and determination, fully committed to implementing our strategy and supporting the deployment of Renault Group's futuREady strategic plan.

In an increasingly demanding and competitive environment, the quality of our offers, our operational performance and our ability to seize the opportunities created by futuREady are essential levers for generating sustainable value."

Sales performance in a rapidly transforming automotive market

In an automotive market growing by 6.8%[3], registrations of Renault Group, Nissan and Mitsubishi vehicles reached 1.14 million units, down slightly (-3.8%).

Against this backdrop, Mobilize Financial Services recorded a 4.6% increase in the amount of new financings (excluding cards and personal loans), reaching €11.6 billion, driven by an improvement in the penetration rate and the strong performance of used-vehicle financing activity. The development of our commercial activity is intended to support the various stages of the vehicle lifecycle.

Excluding equity-accounted companies, the penetration rate reached 40.8%, up 1.2 point compared with the first half of 2025. The penetration rate for electrified vehicles was 44.9% at end-June 2026, i.e. 6.7 points above the penetration rate for other engine types.

A total of 649,293 contracts were financed in the first half of 2026, up 2.6% compared with the same period in 2025. Used-vehicle financing activity posted a strong increase of 4.2% compared with the first half of 2025, reaching 160,284 financed contracts.

Benefiting from a growing operational leasing market, Mobilize Lease&Co reached a fleet under management up 2.4% compared with end-2025.

Average Performing Assets (APA) reached €61.8 billion, up 5% compared with the first half of 2025. APAs related to retail and business customers amounted to €49.9 billion (+5.3%), while APAs related to dealer network activity increased by 3.6% to €12 billion.

Mobilize Financial Services sold 1.8 million service and insurance contracts at end-June 2026, up 1.5% compared with the first half of 2025. This increase was accompanied by a refocus on higher value-added services.

During the first half of the year, commercial momentum continued to be supported by the deployment and adaptation of insurance offers in key markets. These developments reflect a pragmatic, usage-based approach focused on customer needs through new products covering:

- In Germany, driver protection and end-of-lease refurbishment costs;
- In France, the "Garantie 5/5" used-vehicle extended warranty offer[4].

In addition, the successful deployment of new customer-relationship management methods in several countries (including France, Spain, Italy, Brazil and Portugal) contributed to strengthening customer loyalty for the Group's brands. Better knowledge of customer journeys and usage patterns helped maintain a high recommendation level, with a Net Promoter Score (NPS)[(5)] of +60.

A robust financial performance despite a highly contrasted economic environment

In the first half of 2026, Mobilize Financial Services' Net Banking Income (NBI) amounted to €1,273 million, up 11.8% compared with end-June 2025. This performance was mainly driven by an improvement in the financial margin and growth in outstandings. Service activities accounted for 27% of NBI in the first half of 2026.

Operating costs amounted to €406 million, up €16 million compared with end-June 2025.

Operating costs represented 1.32% of APA, a slight improvement compared with the first half of 2025 due to asset growth.

The total cost of risk amounted to 0.47% of APA at end-June 2026, compared with 0.38% at the same date in 2025.

Pre-tax income therefore amounted to €703 million, compared with €614 million in 2025, driven by the increase in NBI. The contribution from associated companies increased slightly by €2 million.

In a context marked by investor caution in the face of economic and geopolitical uncertainties, the Group issued the equivalent of €3.15 billion on the bond markets during the first half of 2026. This amount comprised four public senior Euro benchmark issuances with maturities of 3.8 years (€900 million), 6.1 years (€900 million), 8.2 years (€600 million) and a 5.2-year green bond (€750 million). In addition, the Group continues to issue regularly through its subsidiaries for local refinancing purposes in Brazil, South Korea, Morocco, Colombia and Argentina.

Finally, the savings collection activity, launched in 2012 and now present in seven European countries (Germany, Austria, Spain, France, the Netherlands, Poland and the United Kingdom), continues to play a key role in diversifying funding sources. During the first half of 2026, deposits collected reached €30.6 billion.

Mobilize Financial Services' strategic priorities contribute to Futuready's ambitions

Mobilize Financial Services anchors its strategy in Renault Group's f**utuREady ambition to become the reference European OEM**. Structured around four strategic priorities and two fundamental levers, our strategy fully supports the Group's ambitions for growth, technology, operational excellence and trust.

1. **GROWTH-READY: Support growth and expand our footprint in strategic markets**

   Mobilize Financial Services supports Renault Group's growth ambitions by strengthening its presence in strategic markets, accelerating the development of operational leasing through **Mobilize Lease&Co**, and expanding its portfolio of **next-generation insurance and services**.

2. **TECH-READY: Accelerate our IT & Digital Transformation**

   Mobilize Financial Services continues to modernize its information systems to unify platforms, harmonize processes and deliver seamless customer journeys. This transformation will strengthen integration with Renault Group ecosystems, accelerate the use of data and artificial intelligence, and deploy common solutions across countries to support growth, efficiency and customer experience.

3. **EXCELLENCE-READY: Drive sustainable performance and OEM brand loyalty**

   Mobilize Financial Services places operational excellence at the heart of its strategy by simplifying organizations, industrializing processes and increasing automation. Our objective is to deliver **simpler, faster and more consistent customer experiences** across the entire vehicle lifecycle, strengthen loyalty to Renault Group brands and sustainably improve business performance.

4. **TRUST-READY: Build trust through responsible and sustainable growth**

Trust is a cornerstone of Renault Group's strategy. Mobilize Financial Services is committed to protecting customers, partners and stakeholders through the highest standards of ethics, compliance and risk management. This ambition is supported by strong governance, rigorous risk control and the integration of environmental and social responsibility across our activities, enabling responsible, sustainable and long-term growth.

(1) Excluding equity-accounted companies.

(2) Average Performing Assets (APA): APAs correspond to the average performing outstandings of financing and financial leasing activities, to which are added the assets related to operational leasing activities. For retail customers, this corresponds to the average of performing outstandings at month-end. For the dealer network, this corresponds to the average of daily performing outstandings.

(3) Based on Mobilize Financial Services' scope of activities.

(4) Innovative offer providing up to five years of warranty coverage for used vehicles less than five years old, starting from €5 per month.

(5) The Net Promoter Score (NPS) is the percentage of customers rating their likelihood of recommending a company, product or service to a friend or colleague as 9 or 10 ("promoters"), minus the percentage rating this likelihood as 6 or below ("detractors"), on a scale from 0 to 10.

8. Press release dated 3 September 2026

PLACEMENT OF A 890.2 MILLION EURO SECURITISATION BACKED BY SPANISH AUTO LOANS

Mobilize Financial Services Group announces the placement of a securitisation transaction backed by auto loans originated by its Spanish branch.

This transaction marks Mobilize Financial Services' first securitisation combining funding purposes with regulatory capital optimisation.

The securitisation Cars Alliance Auto Loans Spain 2026 has placed 800m€ of class A notes, 35.2m€ of class B notes, 26.4m€ of class C notes, 17.6m€ of class D notes and 11m€ of class E notes. These notes are rated by Fitch and S&P with AAA(sf)/AAA(sf) ratings for the senior notes.

With a weighted average life of 2.74 years, the class A, B, C and D notes offer coupons[(1)] of one-month Euribor plus 60 bps, one-month Euribor plus 85 bps, one-month Euribor plus 105 bps and one-month Euribor plus 135 bps, respectively. With a weighted average life of 0.49 year, the Class E notes offer a coupon[(1)] of one-month Euribor plus 134 bps.

[(1)]: Priced at par

GENERAL INFORMATION

The "Material or significant change" paragraph in the "General Information" section on page 159 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

"There has been no material adverse change in the prospects of RCI Banque since 31 December 2025, being the date of the latest published annual audited accounts of RCI Banque and the RCI Banque group, respectively and there has been no significant change in the financial performance or financial position of the RCI Banque group since 30 June 2026."

The "Auditors" paragraph in the "General Information" section on page 159-160 of the Base Prospectus shall be deleted in its entirety and replaced with the following:

"KPMG S.A. Tour EQHO, 2, avenue Gambetta, CS6055, 92066 Paris La Défense Cedex, France and Forvis Mazars SA, 45 rue Kléber 92300 Levallois-Perret - France with respect to the financial years ending 31 December 2024 and 31 December 2025 and the six-month period ending 30 June 2026. KPMG S.A. and Forvis Mazars SA have audited and rendered unqualified audit reports on the consolidated financial statements of the Issuer for the financial years ended 31 December 2024 and 31 December 2025 and limited review report for the six-month period ended 30 June 2026.

The statutory auditors are independent with respect to the Issuer as required by the laws of the French Republic and under the applicable professional rules of the "*Compagnie Nationale des Commissaires aux Comptes*".

The statutory auditors are members of the *Compagnie Régionale des Commissaires aux Comptes de Versailles et du Centre* and are registered with the *Compagnie Nationale des Commissaires aux Comptes* (official statutory auditors' representative body). They are subject to the authority of the *Haute Autorité de l'Audit* (High Audit Authority)."

PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THIS SUPPLEMENT

Declaration by persons responsible for this Supplement

To the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

RCI Banque
15 rue d'Uzès
75002 Paris
France

Duly represented by Vincent Gellé, *Directeur Financier* and *Directeur Général Délégué* of RCI Banque

Signed in Paris

Dated 8 September 2026

AUTORITÉ DES MARCHÉS FINANCIERS

This Supplement to the Base Prospectus has been approved on 8 September 2026 by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129.

The AMF has approved this Supplement after having verified that the information contained in the Base Prospectus is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129. This approval does not imply that the AMF has verified the accuracy of this information.

This approval is not a favourable opinion on the Issuer and on the quality of the Notes described in this Supplement. Investors should make their own assessment as to the opportunity to invest in such Notes.

This Supplement to the Base Prospectus obtained the following approval number: 26-336.