

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any “retail investor” in the United Kingdom (“**UK**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the “**FSMA**”) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the “**UK Prospectus Regulation**”). Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

The Base Listing Particulars referred to below (as completed by this Pricing Supplement) has been prepared on the basis that:

- (a) any offer of Securities in any Member State of the EEA will be made pursuant to an exemption under the EU Prospectus Regulation from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer in that Member State of the Securities may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the EU Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the EU Prospectus Regulation, in each case, in relation to such offer; and
- (b) any offer of Securities in the United Kingdom (“**UK**”) will be made pursuant to an exemption under the UK Prospectus Regulation from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer in the UK of the Securities may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to section 85 of the Financial Services and Markets Act (as amended, the “**FSMA**”) or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation, in each case, in relation to such offer.

None of the Issuer, the CGMHI Guarantor and any Dealer has authorised, nor do any of them authorise, the making of any offer of Securities in any other circumstances.

For the purposes hereof, the expression “**EU Prospectus Regulation**” means Regulation (EU) 2017/1129 (as amended) and “**UK Prospectus Regulation**” means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the “**EUWA**”).

The Securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”), or the securities laws of any State thereof. The Securities do not constitute, and have not been marketed as, contracts of sale of a commodity for future delivery (or options thereon) subject to the United States Commodity Exchange Act of 1936, as amended (the “**CEA**”), and trading in the Securities has not been approved by the Commodity Futures Trading Commission (the “**CFTC**”) pursuant to the CEA. No person has registered nor will register as a commodity pool operator of the Issuer under the CEA and the rules of the CFTC thereunder. The Issuer has not registered and will not register as an investment company under the U.S. Investment Company Act of 1940, as amended.

Accordingly, the Securities are being offered only to persons who are Permitted Non-U.S. Purchasers in offshore transactions in reliance upon Regulation S under the Securities Act (“**Regulation S**”). Each purchaser of the Securities or any beneficial interest therein will be deemed to have represented and agreed that it is a Permitted Non-U.S. Purchaser and that it will not sell or otherwise transfer the Securities or any beneficial interest therein at any time except to (1) the Issuer or its affiliates or (2) a Permitted Non-U.S. Purchaser in an offshore transaction in compliance with Regulation S.

A "**Permitted Non-U.S. Purchaser**" is a person that (i) is outside the United States at the time of any offer or sale of the Securities to it and is not a "U.S. person" as such term is defined under Rule 902(k)(1) of Regulation S; (ii) does not come within any definition of U.S. person for any purpose under the CEA or any rule, order, guidance or interpretation proposed or issued by the CFTC under the CEA (for the avoidance of doubt, a U.S. person shall include without limitation (a) any person who is either (x) not a "Non-United States person" as such term is defined under CFTC Rule 4.7(a)(1)(iv), but excluding, for the purposes of subsection (D) thereof, the exception for qualified eligible persons who are not "Non-United States persons" or (y) not a "foreign located person" as defined in CFTC Rule 3.10(c)(1)(ii) and (b) any person who is a "U.S. Person" or a "Significant Risk Subsidiary", or benefits from a "Guarantee", in each case as such terms are defined in CFTC Rule 23.23(a) under the CEA, as such rule may be amended, revised, supplemented or superseded); (iii) is not a "U.S. Person" as defined in Rule 3a71-3(a)(4) under the United States Securities Exchange Act of 1934, as amended; and (iv) is not, and whose purchase and holding of the Securities is not made on behalf of or with "plan assets" of, an employee benefit plan subject to Title I of the U.S. Employee Retirement Income Security Act of 1974, as amended ("**ERISA**"), a plan, individual retirement account or other arrangement subject to Section 4975 of the U.S. Internal Revenue Code of 1986, as amended (the "Code") or an employee benefit plan or other plan or arrangement subject to any laws, rules or regulations substantially similar to Title I of ERISA or Section 4975 of the Code.

For a description of certain restrictions on offers and sales of Securities, see "*General Information relating to the Programme and the Securities - Subscription and Sale and Transfer and Selling Restrictions*" in the Base Listing Particulars.

### **Pricing Supplement dated 27 January 2025**

#### **Citigroup Global Markets Holdings Inc.**

#### **Legal Entity Identifier (LEI):**

**82VOJDD5PTRDMVVMGV31**

Issue of 20 Units of USD 100,000 Call Certificates Based Upon the MSCI World Index<sup>SM</sup>

Guaranteed by Citigroup Inc.  
Under the Citi Global Medium Term Note Programme

### **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the section entitled "*Terms and Conditions of the Securities*" (including, for the avoidance of doubt, each relevant Schedule) in the Base Listing Particulars.

This document constitutes the Pricing Supplement of the Securities described herein and must be read in conjunction with the Base Listing Particulars. Full information on the Issuer, the CGMHI Guarantor and the offer of the Securities is only available on the basis of the combination of this Pricing Supplement and the Base Listing Particulars.

The Base Listing Particulars are available for viewing at the offices of the Paying Agents and on the website of the Issuer (<https://it.citifirst.com>).

For the purposes hereof, "**Base Listing Particulars**" means the CGMHI GMI Base Listing Particulars in relation to the Programme dated 18 November 2024.

- |           |      |                   |  |
|-----------|------|-------------------|--|
| <b>1.</b> | (i)  | Issuer:           | Citigroup Global Markets Holdings Inc. |
|           | (ii) | Guarantor:        | Citigroup Inc.                         |
| <b>2.</b> | (i)  | Type of Security: | Italian Listed Certificates            |

Each reference herein to "Note(s)" shall be construed to be to "Certificate(s)" and related expressions shall be construed accordingly. In

addition, (i) references herein to "redemption" and "redeem" shall be construed to be to "termination" and "terminate", references herein to "principal" and "principal amount", respectively, shall be construed to be to "invested amount", references herein to "nominal amount" shall be construed to be to "calculation amount", references herein to "settlement" and "settle" and "settled" shall be construed to be to, respectively, "termination" and "terminate" and "terminated" and references herein to "redemption", "redeem" and "Maturity Date" shall be construed to be references to "termination", "terminate" and "Final Termination Date" and (ii) references herein to "interest", "Interest Payment Date", "Interest Period" and "Interest Rate" and "Interest Underlying" shall be construed to be references to "premium", "Premium Payment Date", "Premium Period", and "Premium Rate" and "Premium Underlying", respectively and all related expressions shall be construed accordingly

- |       |   |                |
|-------|---|----------------|
| (ii)  | Governing Law   | English Law    |
| (iii) | Series Number:  | GMTCH21538     |
| (iv)  | Tranche Number:   | 1              |
| (v)   | Date on which the Securities will be consolidated and form a single Series: | Not Applicable |
3. Settlement Currency or Currencies: United States Dollar (**USD**)
4. Aggregate Principal Amount:
- |      |          |   |
|------|----------|---|
| (i)  | Series:  | 20 Units (each Unit being USD 100,000 in principal amount of the Securities). |
| (ii) | Tranche: | 20 Units (each Unit being USD 100,000 in principal amount of the Securities). |
- The Securities are issued in Units. Accordingly, references herein to Units shall be deemed to be references to USD 100,000 in principal amount of the Securities and all references in the Conditions to payments and/or deliveries being made in respect of a Security shall be construed to such payments and/or deliveries being made in respect of a Unit
5. Issue Price: USD 100,000 per Security
- |    |      |                          |        |
|----|------|--------------------------|--------|
| 6. | (i)  | Specified Denominations: | 1 Unit |
|    | (ii) | Calculation Amount:      | 1 Unit |
7. (i) Trade Date: 16 January 2025
- (ii) Issue Date: 31 January 2025
- (iii) Interest Commencement Date: Not Applicable

8. Schedule Maturity Date: 28 January 2031, subject to adjustment in accordance with the Modified Following Business Day Convention
9. - Type of Interest / Redemption: The Securities do not bear or pay any interest.
- The Securities are Underlying Linked Securities and the Redemption Amount of the Securities is determined in accordance with item 20 and, as the Underlying Linked Securities Redemption Provisions are applicable, item 20(i) below
- The Securities are Cash Settled Securities
10. Changes in interest basis and/or Multiple Interest Basis: Not Applicable
11. Put/Call Options: Not Applicable
12. (i) Status of the Securities: Senior
- (ii) Status of the CGMHI Deed of Guarantee: Senior
- (iii) Status of the CGMFL Deed of Guarantee: Not Applicable

**PROVISIONS RELATING TO UNDERLYING LINKED SECURITIES AND EARLY REDEMPTION**

13. Underlying Linked Securities Provisions: Applicable – the provisions in the Valuation and Settlement Schedule apply (subject as provided in any relevant Underlying Schedule)
- (i) Underlying(s): Applicable
- (A) Description of Underlying(s): The MSCI World Index<sup>SM</sup> (ISIN: GB00BJDQQQ59)
- (B) Classification: Security Index
- (C) Electronic Page: Bloomberg Page: MXWO Index
- (ii) Particulars in respect of each Underlying:
- Security Index/Indices:
- (A) Type of Index: Multiple Exchange Index
- (B) Exchange(s): As specified in Condition 1 of the Security Index Conditions in respect of a Multiple Exchange Index
- (C) Related Exchange(s): All Exchanges
- (D) Single Valuation Time: Not Applicable
- (E) Same Day Publication: Applicable
- (iii) Elections in respect of each Underlying: Applicable

type of Underlying:

Security Index/Indices:

- |      |                                    |       |   |
|------|------------------------------------|-------|---|
| (A)  | Additional Disruption Event(s):    |       | Increased Cost of Stock Borrow<br>Loss of Stock Borrow  |
| (B)  | Additional Adjustment Event(s):    |       | Security Index Condition 4: Applicable<br>Early Termination Option: Applicable<br>Early Termination Amount: Fair Market Value<br>Deduction of Hedge Costs: Applicable<br>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable<br>Pro Rata Issuer Cost Reimbursement: Not Applicable<br>Additional Costs on account of Early Redemption: Not Applicable       |
| (C)  | Security Index Adjustment Event(s) |       | Security Index Condition 6(b)(i): Applicable<br>Early Termination Option: Applicable<br>Early Termination Amount: Fair Market Value<br>Deduction of Hedge Costs: Applicable<br>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable<br>Pro Rata Issuer Cost Reimbursement: Not Applicable<br>Additional Costs on account of Early Redemption: Not Applicable |
| (D)  | Additional Redemption Event(s):    | Early | Security Index Condition 5: Applicable<br>Early Termination Amount: Fair Market Value<br>Deduction of Hedge Costs: Applicable<br>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable<br>Pro Rata Issuer Cost Reimbursement: Not Applicable<br>Additional Costs on account of Early Redemption: Not Applicable   |
| (E)  | Security Substitution              | Index | Applicable  |
| (iv) | Realisation Disruption:            |       | Not Applicable  |
| (v)  | RMB Disruption Event:              |       | Not Applicable  |

(vi)	Hedging Disruption Termination Event:	Early	Not Applicable
			Applicable
(vii)	Hedging Disruption:		<p>Early Termination Option: Applicable</p> <p>Early Termination Amount: Fair Market Value</p> <p>Deduction of Hedge Costs: Applicable</p> <p>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable</p> <p>Pro Rata Issuer Cost Reimbursement: Not Applicable</p> <p>Additional Costs on account of Early Redemption: Not Applicable</p>
(viii)	Section 871(m) Event:		<p>Applicable</p> <p>Section 871(m) Event (Hedging): Not Applicable</p> <p>Early Termination Option: Applicable</p> <p>Early Termination Amount: Fair Market Value</p> <p>Deduction of Hedge Costs: Applicable</p> <p>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable</p> <p>Pro Rata Issuer Cost Reimbursement: Not Applicable</p> <p>Additional Costs on account of Early Redemption: Not Applicable</p>
(ix)	Early Redemption Taxation Reasons:	for	<p>Applicable</p> <p>Early Termination Option: Applicable</p> <p>Early Termination Amount: Fair Market Value</p> <p>Deduction of Hedge Costs: Applicable</p> <p>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable</p> <p>Pro Rata Issuer Cost Reimbursement: Not Applicable</p> <p>Additional Costs on account of Early Redemption: Not Applicable</p>
(x)	Change in Law:		<p>Applicable</p> <p>Illegality: Applicable</p> <p>Material Increased Cost: Applicable</p>

				Early Termination Option: Applicable
				Early Termination Amount: Fair Market Value
				Deduction of Hedge Costs: Applicable
				Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
				Pro Rata Issuer Cost Reimbursement: Not Applicable
				Additional Costs on account of Early Redemption: Not Applicable
(xi)	Increased Cost of Hedging:			Applicable
				Early Termination Option: Applicable
				Early Termination Amount: Fair Market Value
				Deduction of Hedge Costs: Applicable
				Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
				Pro Rata Issuer Cost Reimbursement: Not Applicable
				Additional Costs on account of Early Redemption: Not Applicable
(xii)	Early Redemption for Illegality:			Applicable
				Early Termination Amount: Fair Market Value
				Deduction of Hedge Costs: Applicable
				Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
				Pro Rata Issuer Cost Reimbursement: Not Applicable
				Additional Costs on account of Early Redemption: Not Applicable
(xiii)	Continuance of Securities Provision:			Not Applicable
(xiv)	Early Redemption for Obligor Regulatory Event:			Applicable
				Early Termination Amount: Fair Market Value
				Deduction of Hedge Costs: Applicable
				Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
				Pro Rata Issuer Cost Reimbursement: Not

		Applicable
		Additional Costs on account of Early Redemption: Applicable
(xv)	Event of Default	Early Termination Amount: Fair Market Value
		Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
		Additional Costs on account of Early Redemption: Not Applicable
(xvi)	Minimum Return Amount:	Not Applicable

**PROVISIONS RELATING TO INTEREST**

<b>14. Interest Provisions:</b>	Not Applicable – the Securities do not bear or pay interest
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**PROVISIONS RELATING TO SWITCHER OPTION**

<b>15. Switcher Option:</b>	Not Applicable
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**PROVISIONS RELATING TO LOCK-IN CHANGE OF INTEREST BASIS**

<b>16. Lock-in Change of Interest Basis:</b>	Not Applicable
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**PROVISIONS RELATING TO ZERO COUPON SECURITIES**

<b>17. Zero Coupon Securities Provisions:</b>	Not Applicable
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**PROVISIONS RELATING TO ANY ISSUER CALL, INVESTOR PUT, ANY MANDATORY EARLY REDEMPTION, THE REDEMPTION AMOUNT AND ANY ENTITLEMENT DELIVERABLE**

<b>18. Issuer Call and Investor Put:</b>		
(i)	Issuer Call	Not Applicable
(ii)	Investor Put	Not Applicable
<b>19. Mandatory Early Redemption Provisions:</b>		Not Applicable
<b>20. Redemption Amount:</b>		See item (i) below
(i)	Underlying Linked Securities Redemption Provisions	Applicable
	Other Redemption Amount / Entitlement:	Not Applicable
	Dates	
(A)	Specified Redemption Barrier Observation Date:	For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: 21 January 2031
(B)	Specified Final	For the purpose of determining whether a Redemption Barrier Event has occurred and the

	Valuation Date(s):	Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: 21 January 2031
(C)	Specified Redemption Strike Dates:	In respect of the Redemption Underlying: 21 January 2025, 22 January 2025, 23 January 2025
	Underlying(s) relevant to redemption, Final Performance provisions and levels of the Redemption Underlying(s)	
(A)	Redemption Underlying(s):	The Underlying specified in item 13 above
(B)	Redemption Barrier Underlying(s):	The Final Performance Underlying
	Final Performance Provisions:	Applicable
(A)	Single Underlying Observation:	Applicable for the purpose of determining the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred
I.	Maximum Final Performance Percentage:	Not Applicable
II.	Minimum Final Performance Percentage:	Not Applicable
III.	Maximum Final Performance Percentage (Barrier Event):	Not Applicable
IV.	Minimum Final Performance Percentage (Barrier Event):	Not Applicable
V.	Maximum Final Performance Percentage (Barrier Event Satisfied):	Not Applicable
VI.	Minimum Final Performance Percentage (Barrier Event Satisfied):	Not Applicable
VII.	Maximum Final Performance Percentage (Barrier Event Not Satisfied):	Not Applicable

VIII.	Minimum Final Performance Percentage (Barrier Event Not Satisfied):		Not Applicable
IX.	Final Performance Adjustment Percentage:		Not Applicable
(B)	Weighted Observation:	Basket	Not Applicable
(C)	Best of Observation:	Basket	Not Applicable
(D)	Worst of Observation:	Basket	Not Applicable
(E)	Outperformance Observation:		Not Applicable
(F)	Arithmetic Underlying Return:	Mean	Not Applicable
(G)	Cliquet:		Not Applicable
(H)	Himalaya Performance – Asian Observation:	Final	Not Applicable
	Provisions relating to levels of the Redemption Underlying(s)		Applicable
(A)	Redemption Level:	Initial	For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: Arithmetic Average Closing Level on Redemption Strike Dates
(B)	Final Level:	Reference	For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: Arithmetic Average Closing Level on Final Valuation Dates
(C)	Redemption Level:	Strike	For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: 95% of the Redemption Initial Level
	Provisions relating to a Redemption Barrier Event		Applicable
(A)	Redemption Barrier Event:		In respect of the Redemption Barrier Underlying: Applicable – Redemption Barrier Event European Observation
(B)	Final Barrier Level:		Equal to or greater than 95% of the Redemption Initial Level of the Redemption Barrier Underlying

Provisions relating to the redemption amount due or entitlement deliverable	Applicable
Provisions applicable where Redemption Barrier Event is Not Applicable and the Redemption Amount is a Performance-Linked Amount:	Not Applicable
Provisions applicable where Redemption Barrier Event is Applicable	
(A) Provisions applicable to Physical Delivery:	Not Applicable
(B) Redemption Upper Barrier Event:	Not Applicable
(C) Redemption Amount due where no Redemption Barrier Event has occurred and no Redemption Upper Barrier Event is specified:	Applicable – USD 95,000 per Security
(D) Redemption Upper Barrier Percentage:	Not Applicable
I. Upper Redemption Amount due where no Redemption Barrier Event has occurred:	Not Applicable
II. Lower Redemption Amount due where no Redemption Barrier Event has occurred:	Not Applicable
(E) Redemption Amount due where a Redemption Barrier Event has occurred and no Redemption Lower Barrier Event is specified:	Applicable – the Performance-Linked Redemption Amount determined in accordance with Twin Win Option Provisions
(F) Redemption Lower Barrier Event:	Not Applicable
(G) Redemption Amount due where a Redemption	Not Applicable

Barrier Event has occurred  
and a Redemption Lower  
Barrier Event is specified:

I. Lower Barrier Event Redemption Amount due where a Redemption Barrier Event has occurred: Not Applicable

II. Non Lower Barrier Event Redemption Amount due where a Redemption Barrier Event has occurred: Not Applicable

(H) Redemption Lock-in Event: Not Applicable

(I) Redemption Lock-in Event Redemption Amount due where a Redemption Lock-in Event has occurred: Not Applicable

Performance-Linked  
Redemption Amount:

Put Option Not Applicable

Call Option Not Applicable

Call Spread - Put Spread Option: Not Applicable

Twin Win Option: Applicable if a Redemption Barrier Event has occurred

I. Minimum Redemption Amount: Not Applicable

II. Final Participation Rate ("FPR"): Not Applicable

III. Relevant Percentage: 95%

IV. Redemption Adjustment: Not Applicable

Market Timer: Not Applicable

Put Call Sum: Not Applicable

Lock-in Option: Not Applicable

Swaption: Not Applicable

Provisions relating to Buy the Dip Securities Not Applicable

Redemption Underlying Applicable

#### Valuation Provisions

- |       |   |  |
|-------|---|--|
| (A)   | Averaging:  | Not Applicable   |
| (B)   | Valuation Disruption (Scheduled Trading Days):  | The provisions of Valuation and Settlement Condition 2(c)(i) (Adjustments to Valuation Dates (Scheduled Trading Days)) apply                       |
| (C)   | Valuation Disruption (Disrupted Days):  | The provisions of Valuation and Settlement Condition 2(d)(i) (Adjustments to Valuation Dates (Disrupted Days and Underlying Closing Levels)) apply |
| (D)   | Valuation Roll:   | Eight  |
|       | Provisions relating to the Preference Share-Linked Redemption Amount in respect of Preference Share Linked Securities | Not Applicable   |
| (i)   | Split Payment Conditions:   | Not Applicable   |
| (ii)  | DIR Inflation Linked Securities:  | Not Applicable   |
| (iii) | Lock-in Redemption Securities:  | Not Applicable   |
| (iv)  | Rate Linked Redemption Securities:  | Not Applicable   |
| (v)   | Interest Linked Redemption Securities:  | Not Applicable   |
| (vi)  | Redemption Reserve Securities:  | Not Applicable   |

21. **FX Provisions:** Not Applicable

22. **FX Performance:** Not Applicable

#### **PROVISIONS RELATING TO CREDIT LINKED NOTES**

23. **Credit Linked Notes:** Not Applicable

#### **PROVISIONS RELATING TO INDEX SKEW NOTES**

24. **Index Skew Notes:** Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE SECURITIES**

25. **Form of Securities:** Registered Securities  
Regulation S Global Registered Certificate Security registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg

26. **New Safekeeping Structure:** Not Applicable

<b>27. Business Centre(s):</b>	New York City
<b>28. Business Day Jurisdiction(s) or other special provisions relating to payment dates:</b>	New York City
<b>29. Redenomination, renominatisation and reconventioning provisions:</b>	Not Applicable
<b>30. Consolidation provisions:</b>	The provisions of General Condition 14 ( <i>Further Issues</i> ) apply
<b>31. Substitution provisions:</b>	Applicable: The provisions of General Condition 17 ( <i>Substitution of the Issuer, the CGMHI Guarantor and the CGMFL Guarantor</i> ) apply
Additional Requirements:	Not Applicable
<b>32. Name and address of Calculation Agent:</b>	Citigroup Global Markets Limited (acting through its EMEA Equity Thematic Exotic Trading Desk (or any successor department/group) at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom
<b>33. Determination Agent:</b>	Calculation Agent
<b>34. Determinations:</b>	
(i) Standard:	Sole and Absolute Determination
(ii) Minimum Amount Adjustment Prohibition:	Applicable
<b>35. Determinations and Exercise of Discretion (BEC):</b>	Not Applicable
<b>36. Prohibition of sales to consumers in Belgium:</b>	Applicable
<b>37. Additional provisions applicable to Securities traded on Borsa Italiana S.p.A. trading venues:</b>	Applicable
(i) Expiry Date ( <i>Data di Scadenza</i> ) for the purposes of EuroTLX:	28 January 2031
(ii) Record Date:	Not Applicable
(iii) Minimum Trading Lot:	1 Unit
<b>38. Administrator/Benchmark Event:</b>	Early Redemption following Administrator/Benchmark Event: Applicable
	Early Termination Amount: Fair Market Value
	Deduction of Hedge Costs: Applicable
	Deduction of Issuer Costs and Hedging and

Funding Costs: Applicable

Pro Rata Issuer Cost Reimbursement: Not Applicable

Additional Costs on account of Early Redemption: Not Applicable

**39. Other final terms:**

(i) Schedule A – Citigroup Inc. TLAC eligible Securities: Not Applicable

(ii) Indian Compliance Representations, Warranties and Undertakings: Not Applicable

(iii) China Compliance Representations, Warranties and Undertakings: Not Applicable

(iv) Taiwan Compliance Representations, Warranties and Undertakings: Not Applicable

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING:

Admission to trading and listing: Application has been made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the multilateral trading facility of EuroTLX – Cert-X Segment managed by Borsa Italiana S.p.A. ("**EuroTLX – Cert-X**") with effect from on or around the Issue Date.

Estimated expenses relating to admission to trading: Approximately Euro 400

### 2. RATINGS

Ratings: The Securities are not rated.

### 3. INFORMATION ABOUT THE PAST AND FUTURE PERFORMANCE AND VOLATILITY OF THE OR EACH UNDERLYING

Information about the past and future performance of the or each Underlying is electronically available free of charge from the applicable Electronic Page(s) specified for such Underlying in Part A above

### 4. DISCLAIMER

#### MSCI World Index<sup>sm</sup>

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## **5. OPERATIONAL INFORMATION**

ISIN Code:	XS2810829148
Common Code:	281082914
CUSIP:	5C3DDT9V4
WKN:	Not Applicable
Valoren:	Not Applicable
CFI:	DEXXTX, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National

Numbering Agency that assigned the ISIN

Available

FISN: CITIGROUP GLOBA/UT 20310128, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN

Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, société anonyme and DTC and the relevant identification number(s) and details relating to the relevant depository, if applicable: Not Applicable

Delivery: Delivery versus payment

Names and address of the Swedish Securities Issuing and Paying Agent (if any): Not Applicable

Names and address of the Finnish Securities Issuing and Paying Agent (if any): Not Applicable

Names and address of the French Securities Issuing and Paying Agent (if any): Not Applicable

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

Intended to be held in a manner which would allow Eurosystem eligibility: Not Applicable

## 6. DISTRIBUTION

(i) Method of distribution: Non-syndicated

(ii) If syndicated, names and addresses of the Lead Manager and the other Managers and underwriting commitments: Not Applicable

(iii) Date of Subscription Agreement: Not Applicable

(iv) Stabilisation Manager(s) (if any): Not Applicable

(v) If non-syndicated, name and address of Dealer: Citigroup Global Markets Europe AG at Reuterweg 16, 60323 Frankfurt am Main, Germany

(vi) Total commission and concession: No commissions and concessions are payable by the Issuer to the Dealer.

The distribution fee payable by the Dealer to any distributor is 1.00% per Specified Denomination.

Investors can obtain more information about the fee by contacting the Dealer at the address set out above.

(vii) Prohibition of Sales to EEA Retail Not Applicable

Investors:

- (viii) Prohibition of Sales to UK Retail Investors: Applicable

## **7. UNITED STATES TAX CONSIDERATIONS**

General: For federal income tax purposes, the Issuer intends to treat the Securities as debt.

Section 871(m): The Issuer has determined that the Underlying(s) for the Securities consist solely of (i) one or more Qualified Indices and/or Qualified Index Securities and/or (ii) Underlying(s) that are neither U.S. equities nor indices that include U.S. equities and, therefore, that the Securities are not Specified ELIs.