

**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 CGMFL 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 17 February 2025**

### **Citigroup Global Markets Funding Luxembourg S.C.A.**

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

**549300EVRWDWJUNNP53**

Issue of 10 Units of USD 100,000 Memory Coupon Barrier Autocall Certificates Based Upon the Worst Performing of Johnson & Johnson, Microsoft Corporation and Visa Inc.

Guaranteed by Citigroup Global Markets Limited  
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 and the Supplement to 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 as so supplemented. Full information on the Issuer, the CGMFL 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 as so supplemented.

The Base Listing Particulars and the Supplement 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 CGMFL GMI Base Listing Particulars in relation to the Programme dated 18 November 2024, as supplemented by a Supplement (No.1) dated 31 January 2025 (the "**Supplement No.1**").

1. (i) Issuer: Citigroup Global Markets Funding Luxembourg S.C.A.
- (ii) Guarantor: Citigroup Global Markets Limited

2. (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: CGMFL98708
- (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: 10 Units (each Unit being USD 100,000 in principal amount of the Securities).
- (ii) Tranche: 10 Units (each Unit being USD 100,000 in principal amount of the Securities).
- The Securities are issued in Units. Accordingly, references herein to a Unit 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: In respect of each Underlying, 19 February 2025
- (ii) Issue Date: 28 February 2025

- (iii) Interest Commencement Date: Not Applicable
8. Scheduled Maturity Date: 29 February 2028, subject to adjustment in accordance with the Following Business Day Convention
9. Type of Interest / Redemption: Fixed Rate Securities and Lookback Securities. The Securities do not bear or pay any interest if an Interest Barrier Event does not occur.
- Mandatory Early Redemption Provisions are applicable as specified in item 19 below
- The Securities are also Underlying Linked Securities and the Redemption Amount of the Securities is determined in accordance with item 18 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: Not Applicable
- (iii) Status of the CGMFL Deed of Guarantee: Senior

#### **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: Applicable
- (A) Description of Each Underlying specified under the heading "Underlying" in the Table below
- (B) Classification: In respect of an Underlying, the Classification specified for such Underlying in the Table below
- (C) Electronic Page: In respect of an Underlying, the Electronic Page specified for such Underlying in the Table below

<b>Underlying</b>	<b>Classification</b>	<b>Electronic Page</b>	<b>Share Company</b>	<b>Exchange</b>
Common stock of the share company (ISIN: US4781601046)	Share	Bloomberg Page: JNJ UN Equity	Johnson & Johnson	New York Stock Exchange
Common stock of the share company (ISIN: US5949181045)	Share	Bloomberg Page: MSFT UW Equity	Microsoft Corporation	NASDAQ Global Select Market

Common stock of the share company (ISIN: US92826C8394)	Share	Bloomberg Page: V UN Equity	Visa Inc.	New York Stock Exchange
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- (ii) Particulars in respect of each Underlying: Applicable

Share(s):

- (A) Share Company: In respect of an Underlying, the Share Company specified for such Underlying in the Table above
- (B) Exchange(s): In respect of an Underlying, the Exchange specified for such Underlying in the Table above
- (C) Related Exchange(s): All Exchanges
- (D) Stapled Share: Not Applicable

- (iii) Elections in respect of each type of Underlying: Applicable

Share(s):

- (A) Additional Disruption Event(s): In respect of each Underlying:  
Increased Cost of Stock Borrow  
Loss of Stock Borrow  
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
- (B) Share Substitution: In respect of each Underlying: Applicable  
Share Substitution Criteria: Reference Index
- (C) Additional Adjustment Event(s): In respect of each Underlying:  
Share Condition 4 – Corporate Action: 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

Share Condition 4 – Delisting: 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

Share Condition 4 – Insolvency: 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

Share Condition 4 – Merger Event: 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

Share Condition 4 – Nationalisation: 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
			Share Condition 4 – Tender Offer: 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
			Share Condition 4 – De-stapling Event: Not Applicable
			Share Condition 4 – Component Share Additional Adjustment Event: Not Applicable
	(D) Dividend Performance:	Adjusted	Not Applicable
(iv)	Realisation Disruption:		Not Applicable
(v)	RMB Disruption Event:		Not Applicable
(vi)	Hedging Disruption Redemption Event:	Early	Not Applicable
(vii)	Hedging Disruption:		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
(viii)	Section 871(m) Event:		Applicable
			Section 871(m) Event (Hedging): Not 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
(ix)	Early Redemption for Taxation Reasons:	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: Applicable
(x)	Change in Law:	Applicable	
			Illegality: Applicable
			Material Increased Cost: 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
(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 Applicable  
Illegality:

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

(xiii) Continuance of Securities Not Applicable  
Provision:

(xiv) Early Redemption for Applicable  
Obligor Regulatory Event:

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:  
Applicable

(xvi) Minimum Return Amount: Not Applicable

## **PROVISIONS RELATING TO INTEREST**

**14. Interest Provisions:** Applicable

- (i) Interest Strike Level, Specified Valuation Date(s): Interest Amount/Rate, IPR, Interest Payment Date(s), Specified Interest Valuation Date(s), Lower Interest Barrier Level, Upper Interest Barrier Level, Interest Barrier Level, Specified Interest Barrier Observation Date: See Table below
- (ii) Non-Contingent Interest Provisions where Valuation and Settlement Condition 1.4(a) applies: Not Applicable

- (iii) Underlying Linked Interest Applicable  
Provisions where Valuation and  
Settlement Condition 1.5  
applies:
- (A) Interest Amount/ Interest Rate See Table below
- (B) Interest Period(s): Not Applicable
- (C) Interest Payment See Table below  
Date(s):
- (D) Interest Period End Not Applicable  
Date(s):
- (E) Day Count Fraction: Not Applicable
- (F) Specified Valuation See Table below  
Date(s):
- (iv) Interest Strike Dates Applicable for the purpose of determining whether an  
Interest Barrier Event has occurred
- Specified Interest Strike Date: In respect of each Interest Underlying: 19 February  
2025
- (v) Underlying(s) relevant to Applicable  
interest, Interim Performance  
Provisions and provisions  
relating to levels of the Interest  
Underlying(s) and Interest  
Barrier Events
- Underlying(s) relevant to  
interest:
- (A) Interest Underlying: Each Underlying specified in item 13 above
- (B) Interest Barrier The Interim Performance Underlying  
Underlying(s):
- Interim Performance Provisions: Applicable
- (A) Single Underlying Not Applicable  
Observation:
- (B) Weighted Basket Not Applicable  
Observation:
- (C) Best of Basket Not Applicable  
Observation:
- (D) Worst of Basket Applicable for the purpose of determining whether an  
Observation: Interest Barrier Event has occurred where N<sup>th</sup> means:  
1st (i.e., the lowest)
- I. Maximum Not Applicable  
Interim  
Performance  
Percentage:

	II. Minimum Interim Performance Percentage:	Not Applicable
	III. Maximum Interim Performance Percentage (Barrier Event):	Not Applicable
	IV. Minimum Interim Performance Percentage (Barrier Event):	Not Applicable
	V. Maximum Interim Performance Percentage (Barrier Event Satisfied):	Not Applicable
	VI. Minimum Interim Performance Percentage (Barrier Event Satisfied):	Not Applicable
	VII. Maximum Interim Performance Percentage (Barrier Event Not Satisfied):	Not Applicable
	VIII. Minimum Interim Performance Percentage (Barrier Event Not Satisfied):	Not Applicable
	IX. Interim Performance Adjustment Percentage:	Not Applicable
	X. Himalaya Interim Performance – European Observation:	Not Applicable
(E)	Outperformance Observation:	Not Applicable
(F)	Arithmetic Mean Underlying Return:	Not Applicable
(G)	Cliquet:	Not Applicable
(H)	Himalaya Interim Performance – Asian	Not Applicable

Observation:

Provisions relating to levels of the Interest Underlying(s)

(A)	Interest Initial Level:	For the purpose of determining whether an Interest Barrier Event has occurred: Closing Level on Interest Strike Date
(B)	Interest Reference Level:	For the purpose of determining whether an Interest Barrier Event has occurred: Closing Level on Interest Valuation Date
(vi)	Provisions relating to an Interest Barrier Event:	Applicable
(A)	Interest Barrier Event:	Interest Barrier Event European Performance Observation
(B)	Upper Interest Barrier Level, Lower Interest Barrier Level and Interest Barrier Level:	See Table below
(C)	Interest Barrier Event Lock-In:	Not Applicable
(vii)	Provisions relating to the rate or amount of interest due	Fixed Rate Security
(A)	Fixed Rate Security Provisions	Applicable
	I. Accrual:	Not Applicable
	II. Interest Amount(s):	As set out in the Table below
	II. Lookback Securities:	Applicable
	III. Multi-Chance Securities:	Not Applicable
(B)	Floating Rate Security Provisions:	Not Applicable
(C)	CMS Rate Security:	Not Applicable
(D)	Spread Securities Provisions:	Not Applicable
(E)	Range Accrual (Expanded) Securities Provisions:	Not Applicable
(F)	Buy the Dip Securities Provisions:	Not Applicable
(G)	Inflation Rate Securities Provisions:	Not Applicable

	(H) DIR Inflation Linked Securities Provisions:	Not Applicable
	(I) Digital Securities Provisions:	Not Applicable
	(J) Digital Band Securities Provisions:	Not Applicable
	(K) Inverse Floating Rate Securities Provisions:	Not Applicable
	(L) Volatility Bond Securities Provisions:	Not Applicable
	(M) Synthetic Forward Rate Securities Provisions:	Not Applicable
	(N) Previous Coupon Linked Securities Provisions:	Not Applicable
	(O) FX Performance Securities Provisions:	Not Applicable
	(P) Reserve Coupon Securities Provisions:	Not Applicable
	(Q) Global Interest Floor Securities Provisions:	Not Applicable
	(R) Auto Floor Securities Provisions:	Not Applicable
	(S) Global Interest Cap Securities Provisions:	Not Applicable
	(T) Auto Cap Securities Provisions:	Not Applicable
	(U) Restructure Interest Rate Securities Provisions:	Not Applicable
	(V) Interim Performance Interest Provisions:	Not Applicable
	(W) Interest Rollup:	Not Applicable
(viii)	Interest Underlying Valuation Provisions:	Applicable
	(A) Averaging:	Not Applicable
	(B) Valuation Disruption (Scheduled Trading Days):	Move in Block
	(C) Valuation Disruption (Disrupted Days):	Value What You Can
	(D) Valuation Roll:	Eight

TABLE

Interest Strike Level	Specified Interest Valuation Date(s)	Interest Barrier Level (%)	Interest Lock-in Level (%)	Specified Interest Barrier Observation Date	Interest Amount if an Interest Barrier Event occurs in respect of the relevant Interest Payment Date	IPR	Interest Payment Date
Zero (0)	19 May 2025	Greater than or equal to 60%	Not Applicable	19 May 2025	USD 2,000.00	Not Applicable	27 May 2025
Zero (0)	19 August 2025	Greater than or equal to 60%	Not Applicable	19 August 2025	USD 2,000.00	Not Applicable	26 August 2025
Zero (0)	19 November 2025	Greater than or equal to 60%	Not Applicable	19 November 2025	USD 2,000.00	Not Applicable	26 November 2025
Zero (0)	19 February 2026	Greater than or equal to 60%	Not Applicable	19 February 2026	USD 2,000.00	Not Applicable	26 February 2026
Zero (0)	19 May 2026	Greater than or equal to 60%	Not Applicable	19 May 2026	USD 2,000.00	Not Applicable	27 May 2026
Zero (0)	19 August 2026	Greater than or equal to 60%	Not Applicable	19 August 2026	USD 2,000.00	Not Applicable	26 August 2026
Zero (0)	19 November 2026	Greater than or equal to 60%	Not Applicable	19 November 2026	USD 2,000.00	Not Applicable	27 November 2026
Zero (0)	19 February 2027	Greater than or equal to 60%	Not Applicable	19 February 2027	USD 2,000.00	Not Applicable	26 February 2027
Zero (0)	19 May 2027	Greater than or equal to 60%	Not Applicable	19 May 2027	USD 2,000.00	Not Applicable	26 May 2027
Zero (0)	19 August 2027	Greater than or equal to 60%	Not Applicable	19 August 2027	USD 2,000.00	Not Applicable	26 August 2027
Zero (0)	19 November 2027	Greater than or equal to 60%	Not Applicable	19 November 2027	USD 2,000.00	Not Applicable	29 November 2027
Zero (0)	22 February 2028	Greater than or equal to 60%	Not Applicable	22 February 2028	USD 2,000.00	Not Applicable	29 February 2028

#### PROVISIONS RELATING TO SWITCHER OPTION

**15. Switcher Option:** Not Applicable

#### PROVISIONS RELATING TO LOCK-IN CHANGE OF INTEREST BASIS

**16. Lock-in Change of Interest Basis:** Not Applicable

#### PROVISIONS RELATING TO ZERO COUPON SECURITIES

**17. Zero Coupon Securities Provisions:** Not Applicable

#### PROVISIONS RELATING TO ANY ISSUER CALL, INVESTOR PUT, ANY MANDATORY EARLY REDEMPTION, THE REDEMPTION AMOUNT AND

## ANY ENTITLEMENT DELIVERABLE

### 18. Issuer Call and Investor Put:

- |                    |                |
|--------------------|----------------|
| (i) Issuer Call:   | Not Applicable |
| (ii) Investor Put: | Not Applicable |

### 19. Mandatory Early Redemption Provisions:

- |  |                |
|--|----------------|
| (i) Mandatory Early Redemption Event:          | Not Applicable |
| (ii) Mandatory Early Redemption Barrier Event: | Applicable     |

General:

- |   |   |
|---|---|
| (A) Mandatory Early Redemption Strike Level, Specified MER Valuation Date, Specified MER Upper Barrier Event Valuation Date, Lower MER Barrier Level, Upper MER Barrier Level, Barrier Level, Specified MER Barrier Observation Date, MER Amount, Upper Mandatory Early Redemption Amount and Lower Mandatory Early Redemption Amount, MERPR, MERPR Call, MERPR Put, MER Date, MER Coupon, MER Coupon Payment Date (as relevant): | See Table below   |
| (B) Specified Mandatory Early Redemption Strike Date:   | For the purpose of determining whether a MER Barrier Event has occurred: 19 February 2025 |
| Underlying(s) relevant to Mandatory Early Redemption, Mandatory Early Redemption Performance Provisions and levels of the Mandatory Early Redemption Underlying(s)  | Applicable  |
| (A) Mandatory Early Redemption Underlying:  | Each Underlying specified in item 13 above  |
| (B) Mandatory Early Redemption Barrier Underlying(s):   | The Mandatory Early Redemption Performance Underlying                                     |

Mandatory Early Redemption Performance Provisions:	Applicable
(A) Single Underlying Observation:	Not Applicable
(B) Weighted Basket Observation:	Not Applicable
(C) Best of Basket Observation:	Not Applicable
(D) Worst of Basket Observation:	Applicable for the purpose of determining whether a MER Barrier Event has occurred where N <sup>th</sup> means: 1st (i.e., the lowest)
I. Maximum Mandatory Early Redemption Performance Percentage:	Not Applicable
II. Minimum Mandatory Early Redemption Performance Percentage:	Not Applicable
III. Maximum Mandatory Early Redemption Performance Percentage (Barrier Event):	Not Applicable
IV. Minimum Mandatory Early Redemption Performance Percentage (Barrier Event):	Not Applicable
V. Maximum Mandatory Early Redemption Performance Percentage (Barrier Event Satisfied):	Not Applicable
VI. Minimum Mandatory Early Redemption Performance Percentage (Barrier Event Satisfied):	Not Applicable
VII. Maximum Mandatory Early Redemption Performance Percentage (Barrier Event Not Satisfied):	Not Applicable
VIII. Minimum Mandatory Early Redemption Performance Percentage (Barrier Event Not Satisfied):	Not Applicable



(E) Outperformance Observation:	Not Applicable
Provisions relating to levels of the Mandatory Early Redemption Underlying(s)	Applicable
(A) Mandatory Early Redemption Initial Level:	For the purpose of determining whether a MER Barrier Event has occurred: Closing Level on Mandatory Early Redemption Strike Date
(B) Mandatory Early Redemption Reference Level:	For the purpose of determining whether a MER Barrier Event has occurred: Closing Level on Mandatory Early Redemption Valuation Date
Provisions relating to a Mandatory Early Redemption Barrier Event	Applicable
(A) Mandatory Early Redemption Barrier Event:	Applicable – Mandatory Early Redemption Barrier Event European Observation
Provisions relating to a Mandatory Early Redemption Upper Barrier Event:	Not Applicable
Provisions relating to the Mandatory Early Redemption Amount	
(A) Mandatory Early Redemption Amount due where MER Upper Barrier Percentage is Not Applicable:	See MER Amount in Table below
(B) Mandatory Early Redemption Amount due where MER Upper Barrier Percentage is Applicable:	Not Applicable
(C) Performance-Linked Mandatory Early Redemption Amount:	Not Applicable
(D) Snowball Accrual Mandatory Early Redemption Amount:	Not Applicable
Mandatory Early Redemption Underlying Valuation Provisions	Applicable
(A) Averaging:	Not Applicable
(B) Valuation Disruption (Scheduled Trading	Move in Block

Days):

(C) Valuation Disruption Value What You Can  
(Disrupted Days):

(D) Valuation Roll: Eight

MER Strike Level	Specified MER Valuation Date(s)	Specified MER Upper Barrier Event Valuation Date	MER Barrier Level (%)	Specified MER Barrier Observation Date	MER Amount	MERPR (%)	MER Date
MER Initial Level	19 August 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 August 2025	USD 100,000	Not Applicable	26 August 2025
MER Initial Level	19 November 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 November 2025	USD 100,000	Not Applicable	26 November 2025
MER Initial Level	19 February 2026	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 February 2026	USD 100,000	Not Applicable	26 February 2026
MER Initial Level	19 May 2026	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 May 2026	USD 100,000	Not Applicable	27 May 2026
MER Initial Level	19 August 2026	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 August 2026	USD 100,000	Not Applicable	26 August 2026
MER Initial Level	19 November 2026	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 November 2026	USD 100,000	Not Applicable	27 November 2026
MER Initial Level	19 February 2027	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 February 2027	USD 100,000	Not Applicable	26 February 2027
MER Initial Level	19 May 2027	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 May 2027	USD 100,000	Not Applicable	26 May 2027
MER Initial Level	19 August 2027	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 August 2027	USD 100,000	Not Applicable	26 August 2027
MER Initial Level	19 November 2027	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the Mandatory Early Redemption Performance Underlying	19 November 2027	USD 100,000	Not Applicable	29 November 2027

20. Redemption Amount: See item (i) below

(i) Underlying Linked Securities Applicable  
Redemption Provisions

Other Redemption Amount/ Not Applicable  
Entitlement:

## 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: 22 February 2028 |
| (B) | Specified Final Valuation Date(s):             | 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: 22 February 2028 |
| (C) | Specified Redemption Strike Date:              | In respect of each Redemption Underlying: 19 February 2025   |

Underlying(s) relevant to redemption, Final Performance provisions and levels of the Redemption Underlying(s)

- |     |                                   |   |
|-----|-----------------------------------|---|
| (A) | Redemption Underlying(s):         | Each Underlying specified in the Table in item 13 above |
| (B) | Redemption Barrier Underlying(s): | The Final Performance Underlying                        |

Final Performance Provisions: Applicable

- |     |                                |   |
|-----|--------------------------------|---|
| (A) | Single Underlying Observation: | Not Applicable  |
| (B) | Weighted Basket Observation:   | Not Applicable  |
| (C) | Best of Basket Observation:    | Not Applicable  |
| (D) | Worst of Basket Observation:   | Applicable 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 where <b>Nth</b> means: 1st (i.e. lowest) |

- |      |   |       |                |
|------|---|-------|----------------|
| I.   | Maximum Performance Percentage:                 | Final | Not Applicable |
| II.  | Minimum Performance Percentage:                 | Final | Not Applicable |
| III. | Maximum Performance Percentage (Barrier Event): | Final | Not Applicable |
| IV.  | Minimum Performance Percentage (Barrier         | Final | Not Applicable |

	Event):		
V.	Maximum Performance Percentage (Barrier Event Satisfied):	Final	Not Applicable
VI.	Minimum Performance Percentage (Barrier Event Satisfied):	Final	Not Applicable
VII.	Maximum Performance Percentage (Barrier Event Not Satisfied):	Final	Not Applicable
(E)	Outperformance Observation:		Not Applicable
(F)	Arithmetic Underlying Return:	Mean	Not Applicable
(G)	Cliquet:		Not Applicable
(H)	Himalaya Performance – Observation:	Final Asian	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: Closing Level on Redemption Strike Date
(B)	Final Reference Level:		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: Closing Level on Final Valuation Date
(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: Redemption Initial Level
Provisions relating to a Redemption Barrier Event			Applicable
(A)	Redemption Event:	Barrier	In respect of the Redemption Barrier Underlying: Applicable – Redemption Barrier Event European Observation
(B)	Final Barrier Level:		less than 55% 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 Redemption 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 100,000 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 Put Option Provisions
(F) Redemption Lower Barrier Event:	Not Applicable

(G) Redemption Amount due where a Redemption Barrier Event has occurred and a Redemption Lower Barrier Event is specified Not Applicable

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 Applicable if a Redemption Barrier Event occurs

I. Relevant Percentage: 100%

II. Maximum Redemption Amount: Not Applicable

III. Minimum Redemption Amount: Not Applicable

IV. Maximum Redemption Amount (Barrier Event Satisfied): Not Applicable

V. Minimum Redemption Amount (Barrier Event Satisfied): Not Applicable

VI. Maximum Redemption Amount (Barrier Event Not Satisfied): Not Applicable

VII. Minimum Redemption Amount (Barrier Event Not Satisfied): Not Applicable

VIII.	Final Participation Rate (FPR):	Not Applicable
IX.	Redemption Adjustment:	Not Applicable
	Call Option:	Not Applicable
	Call Spread - Put Spread Option:	Not Applicable
	Twin Win Option:	Not Applicable
	Market Timer:	Not Applicable
	Put Call Sum	Not Applicable
	Swaption:	Not Applicable
	Provisions relating to Buy the Dip Securities:	Not Applicable
	Redemption Underlying Valuation Provisions (for the purposes of Valuation and Settlement Condition 1.8(a) or 1.8(c))	Applicable
	(A) Averaging:	Not Applicable
	(B)Valuation Disruption (Scheduled Trading Days):	Move in Block
	(C) Valuation Disruption (Disrupted Days):	Value What You Can
	(D)Valuation Roll:	Eight
	Provisions relating to the Preference Share-Linked Redemption Amount in respect of Preference Share Linked Securities (for the purposes of Valuation and Settlement Condition 1.8(b))	Not Applicable
	Split Payment Conditions:	Not Applicable
21.	<b>FX Provisions:</b>	Not Applicable
22.	<b>FX Performance:</b>	Not Applicable
<b>PROVISIONS RELATING TO CREDIT LINKED NOTES</b>		
23.	<b>Credit Linked Notes:</b>	Not Applicable
<b>PROVISIONS RELATING TO INDEX SKEW NOTES</b>		
24.	<b>Index Skew Notes:</b>	Not Applicable
<b>GENERAL PROVISIONS APPLICABLE TO THE SECURITIES</b>		
25.	<b>Form of Securities:</b>	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.	<b>New Safekeeping Structure:</b>	Not Applicable
27.	<b>Business Centre(s):</b>	New York City
28.	<b>Business Day Jurisdiction(s) or other special provisions relating to payment dates:</b>	New York City
29.	<b>Redenomination, renominatisation and reconventioning provisions:</b>	Not Applicable
30.	<b>Consolidation provisions:</b>	The provisions of General Condition 14 ( <i>Further Issues</i> ) apply
31.	<b>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
32.	<b>Name and address of Calculation Agent:</b>	Citibank, N.A. (CBNA) US Equity Single Stock Exotics Trading Desk (or any successor department/group) in New York
33.	<b>Determination Agent:</b>	Calculation Agent
34.	<b>Determinations:</b>	
	(ii) Standard:	Sole and Absolute Determination
	(iii) Minimum Amount Adjustment Prohibition:	Applicable
35.	<b>Determinations and Exercise of Discretion (BEC):</b>	Not Applicable
36.	<b>Prohibition of sales to consumers in Belgium:</b>	Applicable
38.	<b>Additional provisions applicable to Securities traded on Borsa Italiana S.p.A. trading venues:</b>	Applicable
	(iv) Expiry Date ( <i>Data di Scadenza</i> ) (for the purposes of SeDeX/EuroTLX):	29 February 2028
	(v) Record Date:	Not Applicable
	(vi) Minimum Trading Lot:	1 Unit
39.	<b>Other final terms:</b>	
	(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. (" <b>EuroTLX – Cert-X</b> ") 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.
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### 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

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### 5. OPERATIONAL INFORMATION

ISIN Code:	XS2872767293
Common Code:	287276729
CUSIP:	5C3HNL9U3
WKN:	Not Applicable
Valoren:	CH142056955
CFI:	DEXFTX, 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
FISN:	CITIGROUP GLOBA/8UT 20280229, 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 depositary, 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 Investors: Not Applicable

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

7. **UNITED STATES TAX CONSIDERATIONS**

General: The Securities are Non-U.S. Securities.

Section 871(m): The Issuer has determined that the Securities are not Specified ELIs for the purpose of Section 871(m).