



*Commission de Surveillance  
du Secteur Financier.*

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

**To:**

Finanzmarktaufsicht (FMA) (Austria)  
Commission Bancaire, Financière et des Assurances (CBFA) (Belgium)  
Cyprus Securities & Exchange Commission (CSEC) (Cyprus)  
Finanstilsynet (Denmark)  
Finanssivalvonta (Finland)  
Autorité des Marchés Financiers (AMF) (France)  
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)  
Hellenic Capital Market Commission (CMC) (Greece)  
Hungarian Financial Supervisory Authority (PSZAF) (Hungary)  
Irish Financial Services Regulatory Authority (IFSRA) (Ireland)  
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)  
The Financial Supervisory Authority of Norway (Norway)  
Polish Financial Supervision Authority (PFSA) (Poland)  
Comissão do Mercado de Valores Mobiliários (CMVM) (Portugal)  
Comisión Nacional del Mercado de Valores (CNMV) (Spain)  
Finansinspektionen (FI) (Sweden)  
Czech National Bank (CNB) (The Czech Republic)  
Autoriteit Financiële Markten (AFM) (The Netherlands)  
Financial Services Authority (FSA) (United Kingdom)

**From:**

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 14 February 2011.

**Name of Issuer(s):**

Citigroup Funding Inc.

**Registered Office(s)/Seat(s):**

New York, United States of America

**Type of Securities:**

U.S. \$30,000,000,000 Global Medium Term Note and Certificate Programme

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

IV, V, VI, XII, XIII

**Guarantor(s) (if any):**  
Citigroup Inc.

Attachment(s):

Prospectus  
German translation of the summary  
Greek translation of the summary  
Dutch translation of the summary  
Danish translation of the summary  
Spanish translation of the summary  
French translation of the summary  
Hungarian translation of the summary  
Italian translation of the summary  
Polish translation of the summary  
Portuguese translation of the summary  
Swedish translation of the summary  
Czech translation of the summary

Ref.: C-10384  
Luxembourg, 15 February 2011  
Commission de Surveillance du Secteur Financier

