



**Certificate of Approval of a Supplement
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005
Certificate Reference 1699**

To: Finanzmarktaufsicht, Austria
Commission Bancaire et Financière et des Assurances, Belgium
Securities and Exchange Commission, Cyprus
Czech National Bank, Czech Republic
Finanstilsynet, Denmark
Finanssivalvonta, Finland
Autorité des Marchés Financiers, France
Bundesanstalt für Finanzdienstleistungsaufsicht, Germany
Capital Market Commission, Greece
Hungarian Financial Supervisory Authority, Hungary
Commissione Nazionale per le Società e la Borsa, Italy
Autoriteit Financiële Markten, The Netherlands
Finanstilsynet, Norway
Securities and Exchange Commission, Poland
Comissão do Mercado de Valores Mobiliários, Portugal
Comisión Nacional del Mercado de Valores, Spain
Finansinspektionen, Sweden
Financial Conduct Authority, United Kingdom

From: Central Bank of Ireland (Central Bank)

We hereby certify that the Supplement to the Base Prospectus dated 28 June 2013 has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 11 November 2013.

Name of Issuer: Citigroup Global Markets Funding Luxembourg S.C.A.

Registered Office: 31, Z.A. Bourmicht
L-8070 Bertrange
Grand Duchy of Luxembourg

Type of Securities: Citi U.S.\$30,000,000,000 Global Medium Term Note
Programme – Rates Base Prospectus

(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up): N/A

Guarantor (if any): Citigroup Global Markets Limited

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information required under [Item _ of Annex _] on the following grounds: N/A



Banc Ceannais na hÉireann
Central Bank of Ireland

Eurosystem

Signed: _____

For and on behalf of the: Central Bank of Ireland

Date: 11 November 2013

Attachments: (1) Supplement