



**Certificate of Approval of a Base Prospectus
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005
Certificate Reference 1883**

To: Finanzmarktaufsicht, Austria
Commission Bancaire et Financière et des Assurances, Belgium
Securities and Exchange Commission, Cyprus
Autorité des Marchés Financiers, France
Capital Market Commission, Greece
Commissione Nazionale per le Società e la Borsa, Italy
Commission de Surveillance du Secteur Financier,
Luxembourg
Autoriteit Financiële Markten, The Netherlands
Comisión Nacional del Mercado de Valores, Spain
Financial Conduct Authority, United Kingdom

From: Central Bank of Ireland (Central Bank)

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 22 July 2014.

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

Registered Office: 399 Park Avenue
New York
New York 10043
United States

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): Annexes IV, V, XX, XXI, XXII & XXX (CI)
Annexes IV, V, VI, XII, XX, XXI, XXII and XXX
(CGMFL)

Guarantor (if any): Citigroup Global Markets Limited (CGMFL only)

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: Item 13.1 of Annex IV (CGMFL only)



Banc Ceannais na hÉireann
Central Bank of Ireland

Eurosystem

Signed:

For and on behalf of the: Central Bank of Ireland

Date:

28 July 2014

Attachments:

- (1) Base Prospectus
- (2) Translations