



**Certificate of Approval of a Supplement  
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005  
Certificate Reference 2002**

**To:** Finanzmarktaufsicht, Austria  
Commission Bancaire et Financière et des Assurances, Belgium  
Securities and Exchange Commission, Cyprus  
Finanssivalvonta, Finland  
Autorité des Marchés Financiers, France  
Capital Market Commission, Greece  
Hungarian Financial Supervisory Authority, Hungary  
Commissione Nazionale per le Società e la Borsa, Italy  
Commission de Surveillance du Sector Financier, Luxembourg  
Autoriteit Financiële Markten, the Netherlands  
Finanstilsynet, Norway  
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 25 September 2014 has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 18 December 2014.

**Name of Issuer:** Citigroup Inc. (CI)  
Citigroup Global Markets Funding Luxembourg S.C.A (CGMFL)

**Registered Office:** Principal 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  
– Underlying Linked Notes 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 (for Notes issued by CGMFL only)



Banc Ceannais na hÉireann  
Central Bank of Ireland

Eurosystem

**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 the following grounds: N/A**

**Signed:**

*Ira O'Sullivan*

**For and on behalf of the: Central Bank of Ireland**

**Date:** 19 December 2014

**Attachments:** (1) Supplement