

**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)  
Autorité des services et marchés financiers (FSMA) (Belgium)  
Finanstilsynet (Denmark)  
Autorité des Marchés Financiers (AMF) (France)  
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)  
Central Bank of Ireland (Ireland)  
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)  
Comisión Nacional del Mercado de Valores (CNMV) (Spain)  
Autoriteit Financiële Markten (AFM) (The Netherlands)

**From:**

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus Supplement to 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 19 January 2015.

**Name of Issuer(s):**

Citigroup Inc.

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

New York, United States of America

**Type of Securities:**

U.S.\$ 110,000,000,000 Programme for the issuance of Euro Medium-Term Notes, Series B

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

Not applicable

**Guarantor(s) (if any):**

Not applicable

**Attachment(s):**

Supplement dated 19 January 2015

Ref.: C-16964  
Luxembourg, 19 January 2015  
Commission de Surveillance du Secteur Financier

