



Banc Ceannais na hÉireann  
Central Bank of Ireland

Eurosystem

**Certificate of Approval of a Base Prospectus  
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005  
Certificate Reference 2707**

**To:** Finanzmarktaufsicht, Austria  
Commission Bancaire et Financière et des Assurances, Belgium  
Czech National Bank, Czech Republic  
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 Secteur 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

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 02 February 2018.

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

**Registered Office:** 388 Greenwich Street,  
New York,  
New York 10013,  
United States

388 Greenwich Street,  
New York,  
New York 10013,  
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

**National Prospectus Identifier:** 316663



Banc Ceannais na hÉireann  
Central Bank of Ireland

Eurosystem

(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up): IV, V, VI, XII, XX, XXI, XXII and XXX

**Guarantor (if any):** Citigroup Inc. (for Notes Issued by CGMH only)  
Citigroup Global Markets Limited (CGML) (for Notes issued by 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 the following grounds: Item 13.1 of Annex IV (CGML)

A handwritten signature in blue ink that reads "Jenny Kane".

**Signed:**

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

**Date:** 02 February 2018

**Attachments:** (1) Base Prospectus  
(2) Translations