



CITIGROUP INC.
(incorporated in Delaware)

and

CITIGROUP GLOBAL MARKETS HOLDINGS INC.
(a corporation duly incorporated and existing under the laws of the state of New York)

and

CITIGROUP GLOBAL MARKETS FUNDING LUXEMBOURG S.C.A.
(incorporated as a corporate partnership limited by shares (*société en commandite par actions*)
under Luxembourg law, with registered office at 31 - Z.A. Bourmicht, L-8070 Bertrange, Grand
Duchy of Luxembourg and registered with the Register of Trade and Companies of Luxembourg
(*Registre de commerce et des sociétés, Luxembourg*) under number B 169.199)

each an issuer under the
Citi Global Medium Term Note Programme

Securities issued by Citigroup Global Markets Holdings Inc. only will be unconditionally and
irrevocably guaranteed by
CITIGROUP INC.
(incorporated in Delaware)

Securities issued by Citigroup Global Markets Funding Luxembourg S.C.A only will be
unconditionally and irrevocably guaranteed by
CITIGROUP GLOBAL MARKETS LIMITED
(incorporated in England and Wales)

Base Prospectus Supplements

CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7)

This base prospectus supplement ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7)**") (the "**Supplement**") constitutes a supplement for the purposes of Part IV of the Luxembourg Law dated 16 July 2019 relating to prospectuses for securities (the "**Luxembourg Prospectus Law**") and is supplemental to, and must be read in conjunction with, the Regional Structured Notes Base Prospectus No. 2 (UK) dated 29 November 2024 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2024**"), as supplemented by a CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1) dated 31 January 2025 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1)**"), a CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2) dated 12 March 2025 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2)**"), a CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3) dated 7 May 2025 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3)**"), a CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4) dated 28 May 2025 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4)**"), a CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5) dated 30 July 2025 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5)**") and a CGMHI Regional Structured Notes

Base Prospectus No. 2 (UK) Supplement (No.6) dated 22 August 2025 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6)**"), in each case, prepared by Citigroup Global Markets Holdings Inc. ("**CGMHI**") and Citigroup Inc. in its capacity as the CGMHI Guarantor (the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2024, the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5) and the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6), together the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)**" or the "**Base Prospectus**") with respect to the Citi Global Medium Term Note Programme (the "**Programme**").

Approvals

This Supplement constitutes a supplement for the purposes of Article 23 of Regulation (EU) 2017/1129 as it forms part of United Kingdom ("**UK**") domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the "**EUWA**") and regulations made thereunder (the "**UK Prospectus Regulation**") and has been approved by the UK Financial Conduct Authority (the "**FCA**"), as competent authority under the UK Prospectus Regulation. The FCA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation. Such approval should not be considered an endorsement of the Issuers or the Guarantors, or of the quality of the Securities that are the subject of the Base Prospectus (as defined below). Investors should make their own assessment as to the suitability of investing in the Securities. Such approval relates to Securities which are to be admitted to trading on the London Stock Exchange's regulated market (i.e. a UK regulated market for the purposes of Regulation (EU) No.600/2014 as it forms part of UK domestic law by virtue of the EUWA) and to the Official List of the FCA and/or which are to be offered to the public in the UK.

This Supplement also constitutes supplementary admission particulars in respect of the Base Prospectus for the purposes of the International Securities Market Rulebook.

This Supplement has also been approved by the Luxembourg Stock Exchange under Part IV of the Luxembourg Prospectus Law and the Rules and Regulations of the Luxembourg Stock Exchange.

Application has been made to the Irish Stock Exchange plc, trading as Euronext Dublin ("**Euronext Dublin**") for the approval of the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7) as a Base Listing Particulars Supplement (the "**CGMHI Regional Structured Notes Base Listing Particulars Supplement (No.7)**" or the "**Base Listing Particulars Supplement**"). Save where expressly provided or the context otherwise requires, where Securities are to be admitted to trading on the Global Exchange Market references herein to "Supplement" and "CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7)" shall be construed to be to "Base Listing Particulars Supplement" and "CGMHI Regional Structured Notes Base Listing Particulars Supplement (No.7)", respectively.

Responsibility Statements

CGMHI: CGMHI accepts responsibility for the information contained in this Supplement. To the best of the knowledge of CGMHI, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

CGMHI Guarantor: The CGMHI Guarantor accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the CGMHI Guarantor, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Purpose of the Supplement

The purpose of this Supplement is to incorporate by reference the CGMHI 2025 Half-Yearly Financial Report (as defined below) in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK).

Defined Terms

Terms defined in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

INFORMATION RELATING TO THE CGMHI REGIONAL STRUCTURED NOTES BASE PROSPECTUS NO. 2 (UK)

Publication of the Half-Yearly Financial Report of Citigroup Global Markets Holdings Inc. (CGMHI) on 29 August 2025

On 29 August 2025, CGMHI published its half-yearly financial report containing its unaudited consolidated interim financial statements as of and for the six month period ended 30 June 2025 (the "**CGMHI 2025 Half-Yearly Financial Report**"). A copy of the CGMHI 2025 Half-Yearly Financial Report has been filed with the FCA, Euronext Dublin and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/CGMHI%202025%20Half-Yearly%20Financial%20Report.pdf>) and on the website of the Luxembourg Stock Exchange (www.luxse.com). CGMHI is an Issuer under the Programme. By virtue of this Supplement, the CGMHI 2025 Half-Yearly Financial Report is incorporated by reference in, and forms part of, the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK).

The following information appears on the page(s) of the CGMHI 2025 Half-Yearly Financial Report as set out below:

1. The unaudited consolidated financial statements of CGMHI as of and for the six month period ended 30 June 2025, as set out in the CGMHI 2025 Half-Yearly Financial Report:

	Page(s) of the section entitled "Consolidated Financial Statements"
A. Consolidated Statements of Operations	1
B. Consolidated Statements of Comprehensive Income	2
C. Consolidated Statements of Financial Condition	3-4
D. Consolidated Statements of Changes in Stockholders' Equity	5
E. Consolidated Statement of Cash Flows	6
F. Notes to Consolidated Financial Statements	7-42

2. The Management Report of CGMHI, as set out in the CGMHI 2025 Half-Yearly Financial Report:

	Page(s) of the section entitled "Management Report"
A. Management Report	1-31

Any information not specified in the cross-reference list above but included in the CGMHI 2025 Half-Yearly Financial Report is not incorporated by reference and is either covered elsewhere in the Base Prospectus or is not relevant for investors.

Significant change and material adverse change

There has been no significant change in the consolidated financial position or the financial performance of CGMHI and its subsidiaries as a whole since 30 June 2025 (the date of the most recently published unaudited interim financial statements of CGMHI), and there has been no material adverse change in the prospects of CGMHI and its subsidiaries as a whole since 31 December 2024 (the date of the most recently published audited annual financial statements of CGMHI).

Legal proceedings

For a discussion of CGMHI's material legal and regulatory matters, see Note 17 to the Consolidated Financial Statements included in the CGMHI 2024 Annual Report and Note 14 to the Consolidated Financial Statements included in the CGMHI 2025 Half-Yearly Financial Report. For a discussion of Citigroup Inc.'s material legal and regulatory matters, of which the matters discussed in Note 17 (as specified above) are a part, see (i) Note 30 to the Consolidated Financial Statements included in the Citigroup Inc. 2024 Form 10-K and (ii) Note 27 to the Consolidated Financial Statements included in the Citigroup Inc. 2025 Q2 Form 10-Q. Save as disclosed in the documents referenced above, neither CGMHI nor any of its subsidiaries is involved in, or has been involved in, any governmental, legal or arbitration proceedings that may have had in the twelve months before the date of this Supplement, a significant effect on the financial position or profitability of CGMHI or CGMHI and its subsidiaries taken as a whole, nor, so far as CGMHI is aware, are any such proceedings pending or threatened.

General

Save as disclosed in this Supplement (including any documents incorporated by reference herein), there has been no other significant new factor, material mistake or material inaccuracy relating to information included in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) since the publication of the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6).

Copies of the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2024, the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2024 will be available on the website specified for each such document in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2024 by this Supplement and (b) any statement in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) or otherwise incorporated by reference into the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2024, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the UK Prospectus Regulation and Rule 3.4.1 of the UK Prospectus Regulation Rules, investors who have already agreed to purchase or subscribe for securities pursuant to the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the UK Prospectus Regulation), have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 18 September 2025.