

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Securities are not intended to be offered, sold, distributed or otherwise made available to and should not be offered, sold, distributed or otherwise made available to any "retail investor" in the United Kingdom ("UK"). For these purposes, a "retail investor" means a person who is neither: (i) a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No. 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); nor (ii) a qualified investor as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024 (the "POATRs"). Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law by virtue of the EUWA (the "UK PRIIPs Regulation"), or disclosure document required by the FCA Product Disclosure Sourcebook ("DISC"), for offering, selling or distributing the Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling or distributing the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation or DISC and the Consumer Composite Investments (Designated Activities) Regulations 2024.

Any person making or intending to make an offer of the Securities in any Member State of the EEA may only do so:

- (a) in those Public Offer Jurisdictions mentioned in item 9 of Part B below, provided such person is one of the persons mentioned in item 10 of Part B below and that such offer is made during the Offer Period specified for such purpose therein and that any conditions relevant to the use of the Base Prospectus are complied with; or
- (b) otherwise in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the EU Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the EU Prospectus Regulation, in each case, in relation to such offer.

None of the Issuer, the CGMFL Guarantor and any Dealer has authorised, nor do any of them authorise, the making of any offer of Securities in any other circumstances.

For the purposes hereof, the expression "**EU Prospectus Regulation**" means Regulation (EU) 2017/1129 (as amended).

The Securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**"), or the securities laws of any State thereof. The Securities do not constitute, and have not been marketed as, contracts of sale of a commodity for future delivery (or options thereon) subject to the United States Commodity Exchange Act of 1936, as amended (the "**CEA**"), and trading in the Securities has not been approved by the Commodity Futures Trading Commission (the "**CFTC**") pursuant to the CEA. No person has registered nor will register as a commodity pool operator of the Issuer under the CEA and the rules of the CFTC thereunder. The Issuer has not registered and will not register as an investment company under the U.S. Investment Company Act of 1940, as amended.

Accordingly, the Securities are being offered only to persons who are Permitted Non-U.S. Purchasers in offshore transactions in reliance upon Regulation S under the Securities Act ("**Regulation S**"). Each purchaser of the Securities or any beneficial interest therein will be deemed to have represented and agreed that it is a Permitted Non-U.S. Purchaser and that it will not sell or otherwise transfer the Securities or any beneficial interest therein at any time except to (1) the Issuer or its affiliates or (2) a Permitted Non-U.S. Purchaser in an offshore transaction in compliance with Regulation S.

A "**Permitted Non-U.S. Purchaser**" is a person that (i) is outside the United States at the time of any offer or sale of the Securities to it and is not a "U.S. person" as such term is defined under Rule 902(k)(1) of Regulation S or "in the United States" as such term is defined in Rule 202(a)(30)-1(c)(3)(i) under the U.S. Investment Advisers Act of 1940, as amended ("**Advisers Act**"); (ii) does not come within any definition of U.S. person for any purpose under the CEA or any rule, order, guidance or interpretation proposed or issued by the CFTC under the CEA (for the avoidance of doubt, a U.S. person shall include without limitation (a) any person who is either (x) not a "Non-United States person" as such term is defined under CFTC Rule 4.7(a)(1)(iv), but excluding, for the purposes of subsection (D) thereof, the exception for qualified eligible persons who are not "Non-United States persons" or (y) not a "foreign located person" as defined in CFTC Rule 3.10(c)(1)(ii) and (b) any person who is a "U.S. Person" or a "Significant Risk Subsidiary", or benefits from a "Guarantee", in each case as such terms are defined in CFTC Rule 23.23(a) under the CEA, as such rule may be amended, revised, supplemented or

superseded); (iii) is not a "U.S. Person" as defined in Rule 3a71-3(a)(4) under the United States Securities Exchange Act of 1934, as amended; and (iv) is not, and whose purchase and holding of the Securities is not made on behalf of or with "plan assets" of, an employee benefit plan subject to Title I of the U.S. Employee Retirement Income Security Act of 1974, as amended ("**ERISA**"), a plan, individual retirement account or other arrangement subject to Section 4975 of the U.S. Internal Revenue Code of 1986, as amended (the "**Code**") or an employee benefit plan or other plan or arrangement subject to any laws, rules or regulations substantially similar to Title I of ERISA or Section 4975 of the Code.

For a description of certain restrictions on offers and sales of Securities, see "*General Information relating to the Programme and the Securities - Subscription and Sale and Transfer and Selling Restrictions*" in the Base Prospectus.

Final Terms dated 29 April 2026

Citigroup Global Markets Funding Luxembourg S.C.A.

Legal Entity Identifier (LEI): 549300EVRWDFJUNNP53

Issue of up to USD 10,000,000 Snowballing Autocall Notes linked to Advanced Micro Devices, Inc., due June 2029

Guaranteed by Citigroup Global Markets Limited
Under the Citi Global Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth under the section entitled "*Terms and Conditions of the Securities*" (including, for the avoidance of doubt, each relevant Schedule) in the Base Prospectus and the Supplements, which together constitute a base prospectus for the purposes of the EU Prospectus Regulation.

This document constitutes the Final Terms of the Securities described herein for the purposes of Article 8(4) of the EU Prospectus Regulation. This Final Terms must be read in conjunction with the Base Prospectus as so supplemented. Full information on the Issuer, the CGMFL Guarantor and the offer of the Securities is only available on the basis of the combination of this Final Terms and the Base Prospectus as so supplemented up to, and including, the later of the close of the offer period and the date of listing of the Securities. A Summary of the Securities is annexed to these Final Terms.

The Base Prospectus and the Supplements are available for viewing at the offices of the Paying Agents and on the website of the Luxembourg Stock Exchange (www.luxse.com). In addition, this Final Terms and the translation of the Summary into Polish are available on the website of Euronext Dublin (<https://live.euronext.com>).

For the purposes hereof, "**Base Prospectus**" means the CGMFL GMI Base Prospectus in relation to the Programme dated 17 November 2025, as supplemented by a Supplement (No. 1) dated 27 January 2026 (**Supplement No. 1**), a Supplement (No. 2) dated 29 January 2026 (**Supplement No. 2**), a Supplement (No. 3) dated 10 March 2026 (**Supplement No. 3**), a Supplement (No. 4) dated 7 April 2026 (**Supplement No. 4**) and a Supplement (No. 5) dated 29 April 2026 (**Supplement No. 5** and, together with Supplement No. 1, Supplement No. 2, Supplement No. 3 and Supplement No. 4, the **Supplements**).

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|----|-------|-------------------|--|
| 1. | (i) | Issuer: | Citigroup Global Markets Funding Luxembourg S.C.A. |
| | (ii) | Guarantor: | Citigroup Global Markets Limited |
| 2. | (i) | Type of Security: | Notes |
| | (ii) | Governing Law: | English Law |
| | (iii) | Series Number: | CGMFL164963 |
| | (iv) | Tranche Number: | 1 |

(v)	Date on which the Securities will be consolidated and form a single Series:	Not Applicable
3.	Settlement Currency or Currencies:	United States dollar ("USD")
4.	Aggregate Principal Amount:	
(i)	Series:	Up to USD 10,000,000
(ii)	Tranche:	Up to USD 10,000,000
5.	Issue Price:	100.00 per cent. of the Aggregate Principal Amount
6.	(i) Specified Denominations:	USD 5,000
	(ii) Calculation Amount:	USD 5,000
7.	(i) Trade Date:	27 May 2026
	(ii) Issue Date:	3 June 2026
	(iii) Interest Commencement Date:	Not Applicable
8.	Scheduled Maturity Date:	1 June 2029
9.	Type of Interest / Redemption and Minimum Return:	
(i)	Type of Interest / Redemption:	The Securities do not bear or pay any interest
		Mandatory Early Redemption Provisions are applicable as specified in item 19 below
		The Securities are Underlying Linked Securities and the Redemption Amount of the Securities is determined in accordance with item 21 below
		The Securities are Cash Settled Securities
(ii)	Minimum Return:	Not Applicable
10.	Changes in interest basis and/or Multiple Interest Basis:	Not Applicable
11.	Put/Call Options:	Not Applicable
12.	(i) Status of the Securities:	Senior
	(ii) Status of the CGMHI Deed of Guarantee:	Not Applicable
	(iii) Status of the CGMFL Deed of Guarantee:	Senior

PROVISIONS RELATING TO UNDERLYING LINKED SECURITIES AND EARLY TERMINATION

13. Underlying Linked Securities Provisions and Early Termination:

A.	Underlying Linked Securities Provisions:	Applicable – the provisions in the Valuation and Settlement Schedule apply (subject as provided in any relevant Underlying Schedule)
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- (i) Underlying: Applicable
- (A) Description of Underlying(s): The common stock of the Share Company (*ISIN: US0079031078*)
- (B) Classification: Share
- (C) Electronic Page: Bloomberg Page: AMD UW <Equity>
- (ii) Particulars in respect of each Underlying: Applicable
- Share(s):
- (A) Share Company: Advanced Micro Devices, Inc.
- (B) Exchange(s): NASDAQ Global Select Market
- (C) Related Exchange(s): All Exchanges
- (D) Stapled Share: Not Applicable
- (iii) Elections in respect of each type of Underlying: Applicable
- Share(s):
- (A) Additional Disruption Event(s): Increased Cost of Stock Borrow
Loss of Stock Borrow
Early Termination Option: Applicable
Early Termination Amount: Fair Market Value
Deduction of Hedge Costs: Applicable
Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
Pro Rata Issuer Cost Reimbursement: Not Applicable
Additional Costs on account of Early Termination: Not Applicable
- (B) Share Substitution: Applicable
Share Substitution Criteria: Reference Index
- (C) Additional Adjustment Event(s): Share Condition 4 – Corporate Action: Applicable
Early Termination Option: Applicable
Early Termination Amount: Fair Market Value
Deduction of Hedge Costs: Applicable
Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
Pro Rata Issuer Cost Reimbursement: Not Applicable

Additional Costs on account of Early Termination: Not Applicable

Share Condition 4 – Delisting: Applicable

Early Termination Option: Applicable

Early Termination Amount: Fair Market Value

Deduction of Hedge Costs: Applicable

Deduction of Issuer Costs and Hedging and Funding Costs: Applicable

Pro Rata Issuer Cost Reimbursement: Not Applicable

Additional Costs on account of Early Termination: Not Applicable

Share Condition 4 – Insolvency: Applicable

Early Termination Option: Applicable

Early Termination Amount: Fair Market Value

Deduction of Hedge Costs: Applicable

Deduction of Issuer Costs and Hedging and Funding Costs: Applicable

Pro Rata Issuer Cost Reimbursement: Not Applicable

Additional Costs on account of Early Termination: Not Applicable

Share Condition 4 – Merger Event: Applicable

Early Termination Option: Applicable

Early Termination Amount: Fair Market Value

Deduction of Hedge Costs: Applicable

Deduction of Issuer Costs and Hedging and Funding Costs: Applicable

Pro Rata Issuer Cost Reimbursement: Not Applicable

Additional Costs on account of Early Termination: Not Applicable

Share Condition 4 – Nationalisation: Applicable

Early Termination Option: Applicable

Early Termination Amount: Fair Market Value

Deduction of Hedge Costs: Applicable

Deduction of Issuer Costs and Hedging and Funding Costs: Applicable

Pro Rata Issuer Cost Reimbursement: Not Applicable

			Additional Costs on account of Early Termination: Not Applicable
			Share Condition 4 – Tender Offer: Applicable
			Early Termination Option: Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
			Pro Rata Issuer Cost Reimbursement: Not Applicable
			Additional Costs on account of Early Termination: Not Applicable
			Share Condition 4 – De-stapling Event: Not Applicable
			Share Condition 4 – Component Share Additional Adjustment Event: Not Applicable
	(D)	Dividend Performance:	Adjusted Not Applicable
B.		Fallback provisions for Underlying Linked Securities:	Applicable – the provisions in the Valuation and Settlement Schedule apply (subject as provided in any relevant Underlying Schedule)
	(i)	Change in Law:	Applicable
			Illegality: Applicable
			Material Increased Cost: Applicable
			Early Termination Option: Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
			Pro Rata Issuer Cost Reimbursement: Not Applicable
			Additional Costs on account of Early Termination: Not Applicable
	(ii)	Hedging Disruption:	Applicable
			Early Termination Option: Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
			Pro Rata Issuer Cost Reimbursement: Not Applicable

			Additional Costs on account of Early Termination: Not Applicable
(iii)	Increased Cost of Hedging:		Applicable
			Early Termination Option: Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
			Pro Rata Issuer Cost Reimbursement: Not Applicable
			Additional Costs on account of Early Termination: Not Applicable
(iv)	Section 871(m) Event:		Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
			Pro Rata Issuer Cost Reimbursement: Not Applicable
			Additional Costs on account of Early Termination: Not Applicable
(v)	Hedging Disruption Termination Event:	Early	Not Applicable
(vi)	Realisation Disruption:		Not Applicable
C.	General provisions relating to early termination:		
(i)	Early Termination for Taxation Reasons:		Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
			Pro Rata Issuer Cost Reimbursement: Not Applicable
			Additional Costs on account of Early Termination: Not Applicable
(ii)	Early Termination for Illegality:		Applicable
			Early Termination Amount: Fair Market Value
			Deduction of Hedge Costs: Applicable
			Deduction of Issuer Costs and Hedging and Funding Costs: Applicable

		Pro Rata Issuer Cost Reimbursement: Not Applicable
		Additional Costs on account of Early Termination: Not Applicable
(iii)	Continuance of Securities Provision:	Not Applicable
(iv)	Early Termination for Obligor Regulatory Event:	Not Applicable
(v)	RMB Disruption Event:	Not Applicable
(vi)	Event of Default:	Early Termination Amount: Fair Market Value
		Deduction of Issuer Costs and Hedging and Funding Costs: Applicable
		Additional Costs on account of Early Termination: Not Applicable
(vii)	Minimum Return Amount:	Not Applicable

PROVISIONS RELATING TO INTEREST

14. Interest Provisions:	Not Applicable – the Securities do not bear or pay interest
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PROVISIONS RELATING TO SWITCHER OPTION

15. Switcher Option:	Not Applicable
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PROVISIONS RELATING TO LOCK-IN CHANGE OF INTEREST BASIS

16. Lock-in Change of Interest Basis:	Not Applicable
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PROVISIONS RELATING TO ZERO COUPON SECURITIES

17. Zero Coupon Securities Provisions:	Not Applicable
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PROVISIONS RELATING TO ANY ISSUER CALL, INVESTOR PUT, ANY MANDATORY EARLY REDEMPTION, ANY OPTIONAL EARLY REDEMPTION, THE REDEMPTION AMOUNT AND ANY ENTITLEMENT DELIVERABLE

18. Issuer Call and Investor Put:

(i)	Issuer Call:	Not Applicable
(ii)	Investor Put:	Not Applicable

19. Mandatory Early Redemption Provisions:

(i)	Mandatory Early Redemption Event:	Not Applicable
(ii)	Mandatory Early Redemption Barrier Event:	Applicable

General:

(A)	Mandatory Early Redemption Strike Level, Specified MER Valuation Date, Specified MER Upper Barrier Event Valuation Date, Lower MER	See Table below
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Barrier Level, Upper MER Barrier Level, MER Barrier Level, Specified MER Barrier Observation Date, MER Amount, Upper Mandatory Early Redemption Amount and Lower Mandatory Early Redemption Amount, MERPR, MERPR Call, MERPR Put, MER Date, MER Coupon, MER Coupon Payment Date (as relevant):

- (B) Specified Mandatory Early Redemption Strike Date: For the purpose of determining whether a MER Barrier Event has occurred: 27 May 2026

Underlying(s) relevant to Mandatory Early Redemption, Mandatory Early Redemption Performance Provisions and levels of the Mandatory Early Redemption Underlying(s):

- (A) Mandatory Early Redemption Underlying: The Underlying specified in item 13 above
- (B) Mandatory Early Redemption Barrier Underlying(s): The Mandatory Early Redemption Underlying

Mandatory Early Redemption Performance Provisions: Not Applicable

Provisions relating to levels of the Mandatory Early Redemption Underlying(s): Applicable

- (A) Mandatory Early Redemption Initial Level: For the purpose of determining whether a MER Barrier Event has occurred: Closing Level on Mandatory Early Redemption Strike Date
- (B) Mandatory Early Redemption Reference Level: Not Applicable

Provisions relating to a Mandatory Early Redemption Barrier Event: Applicable

- (A) Mandatory Early Redemption Barrier Event: Applicable – Mandatory Early Redemption Barrier Event European Observation

Provisions relating to a Mandatory Early Redemption Upper Barrier Event: Not Applicable

Provisions relating to the Mandatory Early Redemption Amount:

- (A) Mandatory Early Redemption Amount due where MER Upper Barrier Percentage is Not Applicable: See MER Amount in Table below
- (B) Mandatory Early Redemption Amount due where MER

Upper Barrier Percentage is Applicable:

(C) Performance-Linked Mandatory Early Redemption Amount: Not Applicable

(D) Snowball Accrual Mandatory Early Redemption Amount: Not Applicable

Mandatory Early Redemption Underlying Valuation Provisions: Applicable

(A) Averaging: Not Applicable

(B) Valuation Disruption (Scheduled Trading Days): The provisions of Valuation and Settlement Condition 2(c)(i) (*Adjustments to Valuation Dates (Scheduled Trading Days)*) apply.

(C) Valuation Disruption (Disrupted Days): The provisions of Valuation and Settlement Condition 2(d)(i) (*Adjustments to Valuation Dates (Disrupted Days and Underlying Closing Levels)*) apply.

(D) Valuation Roll: Eight

TABLE

MER Barrier Level (%)	Specified MER Barrier Observation Date	MER Amount	MER Date
	For the purpose of determining whether a MER Barrier Event has occurred:		
greater than (or equal to) 108.00% of the MER Initial Level of the relevant MERBU	28 May 2027	USD 5,325	7 June 2027
greater than (or equal to) 108.00% of the MER Initial Level of the relevant MERBU	30 May 2028	USD 5,650	6 June 2028

20. **Optional Early Redemption Provisions:** Not Applicable

21. **Redemption Amount:** See item (i) below

(i) Underlying Linked Securities Redemption Provisions: Applicable

Dates:

(A) Specified Redemption Barrier Observation Date: For the purpose of determining whether a Redemption Barrier Event has occurred: 24 May 2029

(B) Specified Final Valuation Date(s): Not Applicable

(C) Specified Redemption Strike Date: 27 May 2026

Underlying(s) relevant to redemption, Final Performance provisions and

levels of the Redemption Underlying(s):	
(A) Redemption Underlying(s):	The Underlying specified in item 13 above
(B) Redemption Barrier Underlying(s):	The Redemption Underlying
Final Performance Provisions:	Not Applicable
Provisions relating to levels of the Redemption Underlying(s):	Applicable
(A) Redemption Initial Level:	Closing Level on Redemption Strike Date
(B) Final Reference Level:	Not Applicable
(C) Redemption Strike Level:	Not Applicable
Provisions relating to a Redemption Barrier Event:	Applicable
(A) Redemption Barrier Event:	Applicable – Redemption Barrier Event European Observation
(B) Final Barrier Level:	less than 108.00 per cent. of the Redemption Initial Level of the Redemption Barrier Underlying
Provisions relating to the redemption amount due or entitlement deliverable:	Applicable
Provisions applicable where Redemption Barrier Event is Not Applicable and the Redemption Amount is a Performance-Linked Redemption Amount:	Not Applicable
Provisions applicable where Redemption Barrier Event is Applicable:	
(A) Provisions applicable to Physical Delivery:	Not Applicable
(B) Redemption Upper Barrier Event:	Not Applicable
(C) Redemption Amount due where no Redemption Barrier Event has occurred and no Redemption Upper Barrier Event is specified:	Applicable – USD 5,975 per Security
(D) Redemption Upper Barrier Percentage:	Not Applicable
I. Upper Redemption Amount due where no Redemption Barrier Event has occurred:	Not Applicable

II.	Lower Redemption Amount due where no Redemption Barrier Event has occurred:	Not Applicable
(E)	Redemption Amount due where a Redemption Barrier Event has occurred and no Redemption Lower Barrier Event is specified:	Applicable – USD 5,000 per Security
(F)	Redemption Lower Barrier Event:	Not Applicable
(G)	Redemption Amount due where a Redemption Barrier Event has occurred and a Redemption Lower Barrier Event is specified:	Not Applicable
I.	Lower Barrier Event Redemption Amount due where a Redemption Barrier Event has occurred:	Not Applicable
II.	Non Lower Barrier Event Redemption Amount due where a Redemption Barrier Event has occurred:	Not Applicable
(H)	Redemption Lock-in Event:	Not Applicable
(I)	Redemption Lock-in Event Redemption Amount due where a Redemption Lock-in Event has occurred:	Not Applicable
	Performance-Linked Redemption Amount:	
	Put Option	Not Applicable
	Call Option:	Not Applicable
	Call Spread – Put Spread Option:	Not Applicable
	Twin Win Option:	Not Applicable
	Market Timer:	Not Applicable
	Put Call Sum:	Not Applicable
	Lock-in Option:	Not Applicable
	Swaption:	Not Applicable
	Greater of Option:	Not Applicable
	Provisions relating to Buy the Dip Securities:	Not Applicable

Redemption Provisions:	Underlying Valuation	Applicable
(A) Averaging:		Not Applicable
(B) Valuation Disruption (Scheduled Trading Days):		The provisions of Valuation and Settlement Condition 2(c)(i) (<i>Adjustments to Valuation Dates (Scheduled Trading Days)</i>) apply
(C) Valuation Disruption (Disrupted Days):		The provisions of Valuation and Settlement Condition 2(d)(i) (<i>Adjustments to Valuation Dates (Disrupted Days and Underlying Closing Levels)</i>) apply
(D) Valuation Roll:		Eight
Provisions relating to the Preference Share-Linked Redemption Amount in respect of Preference Share Linked Securities:		Not Applicable
Split Payment Conditions:		Not Applicable
(ii) DIR Inflation Linked Securities:		Not Applicable
(iii) Inflation Linked Redemption Provisions:		Not Applicable
(iv) Lock-in Redemption Securities:		Not Applicable
(v) Rate Linked Redemption Securities:		Not Applicable
(vi) Interest Linked Redemption Securities:		Not Applicable
(vii) Redemption Reserve Securities:		Not Applicable
(viii) Redemption by Instalments:		Not Applicable
22. FX Provisions:		Not Applicable
23. FX Performance:		Not Applicable
PROVISIONS RELATING TO CREDIT LINKED NOTES		
24. Credit Linked Notes:		Not Applicable
PROVISIONS RELATING TO INDEX SKEW NOTES		
25. Index Skew Notes:		Not Applicable
GENERAL PROVISIONS APPLICABLE TO THE SECURITIES		
26. Form of Securities:		Registered Securities
		Regulation S Global Registered Note Security registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg
27. New Safekeeping Structure:		Not Applicable
28. Business Centre(s):		New York City

29. **Business Day Jurisdiction(s) or other special provisions relating to payment dates:** New York City
30. **Redenomination, renominatisation and reconventioning provisions:** Applicable: The provisions of General Condition 18 (*Redenomination*) apply
31. **Consolidation provisions:** The provisions of General Condition 14 (*Further Issues*) apply
32. **Substitution provisions in relation to CGMFL and the CGMFL Guarantor (General Condition 17(a)(ii)):** Applicable: The provisions of General Condition 17 (*Substitution of the Issuer, the CGMHI Guarantor and the CGMFL Guarantor*) apply
- Additional Requirements: Not Applicable
33. **Additional substitution provisions in respect of French Law Securities:** Not Applicable
34. **Name and address of Calculation Agent:** Citibank, N.A. (acting through its US Equity Single Stock Exotics Trading Desk in New York (or any successor department/group)) at 390 Greenwich Street, New York, New York 10013, United States
35. **Determination Agent:** Calculation Agent
36. **Determinations:**
- (i) Standard: Sole and Absolute Determination
- (ii) Minimum Amount Adjustment Prohibition: Not Applicable
37. **Determinations and Exercise of Discretion (BEC):** Not Applicable
38. **Prohibition of sales to consumers in Belgium:** Applicable
39. **Additional provisions applicable to Securities traded on Borsa Italiana S.p.A. trading venues:** Not Applicable
40. **Other final terms:**
- (i) Schedule A – Citigroup Inc. TLAC eligible Securities: Not Applicable
- (ii) Indian Compliance Representations, Warranties and Undertakings: Not Applicable
- (iii) China Compliance Representations, Warranties and Undertakings: Not Applicable
- (iv) Taiwan Compliance Representations, Warranties and Undertakings: Not Applicable

367552820/Ashurst(EML/SJIN)/EB

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING:

Admission to trading and listing: Application will be made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the Regulated Market of Euronext Dublin and to listing on the official list of Euronext Dublin with effect from on or around the Issue Date

2. RATINGS

Ratings: The Securities are not rated.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for any fees payable to the Initial Authorised Offeror(s), so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

4. REASONS FOR THE OFFER/USE OF PROCEEDS, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the Offer: See "*Use of Proceeds*" in the section entitled "*Description of Citigroup Global Markets Funding Luxembourg S.C.A.*" in the Base Prospectus

(ii) Estimated net proceeds: An amount equal to 100.00 per cent. of the final Aggregate Principal Amount of the Securities issued on the Issue Date

For the avoidance of doubt, the estimated net proceeds reflect the proceeds to be received by the Issuer on the Issue Date. They are not a reflection of the fees payable by/to the Dealer and/or the Initial Authorised Offeror(s)

(iii) Estimated total expenses / Estimate of total expenses related to admission to trading: Approximately EUR 12,000 (listing fees and legal expenses)

5. INFORMATION ABOUT THE PAST AND FUTURE PERFORMANCE AND VOLATILITY OF THE OR EACH UNDERLYING

Information about the past and future performance of the or each Underlying is electronically available free of charge from the applicable Electronic Page(s) specified for such Underlying in Part A above.

6. EU BENCHMARKS REGULATION

EU Benchmarks Regulation: Article 29(2) Not Applicable statement on benchmarks:

7. DISCLAIMER

Bloomberg®

Certain information contained in this Final Terms consists of extracts from or summaries of information that is publicly-available from Bloomberg L.P. ("**Bloomberg®**"). The Issuer and the CGMFL Guarantor accept responsibility for accurately reproducing such extracts or summaries and, as far as the Issuer and the CGMFL Guarantor are aware and are able to ascertain from such publicly-available information, no facts have been omitted which would render the reproduced information inaccurate or misleading. Bloomberg® makes no representation, warranty or undertaking, express or implied, as to the accuracy of the reproduction of such information, and accepts no responsibility for the reproduction of such

information or for the merits of an investment in the Securities. Bloomberg® does not arrange, sponsor, endorse, sell or promote the issue of the Securities.

8. OPERATIONAL INFORMATION

ISIN Code:	XS3163807277
Common Code:	316380727
CUSIP:	5C6AGH9Z1
WKN:	Not Applicable
Valoren:	Not Applicable
CFI:	DTZNF, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
FISN:	CITIGROUP GLOBA/ZERO CPNEMTN 202906, as updated, as set out on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking, société anonyme and DTC and the relevant identification number(s) and details relating to the relevant depository, if applicable:	Not Applicable
Delivery:	Delivery versus payment
Names and address of the Swedish Securities Issuing and Paying Agent (if any):	Not Applicable
Names and address of the Finnish Securities Issuing and Paying Agent (if any):	Not Applicable
Names and address of the French Securities Issuing and Paying Agent (if any):	Not Applicable
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Not Applicable

9. DISTRIBUTION

(i) Method of distribution:	Non-syndicated
(ii) If syndicated, names and addresses of the Lead Manager and the other Managers and underwriting commitments:	Not Applicable
(iii) Date of Subscription Agreement:	Not Applicable
(iv) Stabilisation Manager(s) (if any):	Not Applicable

- (v) If non-syndicated, name and address of Dealer: Citigroup Global Markets Europe AG at Boersenplatz 9, 60313 Frankfurt am Main, Germany
- (vi) Total commissions and concessions: No commissions and concessions are payable by the Issuer to the Dealer
- The fee payable by the Dealer to the Initial Authorised Offeror(s) shall not exceed 3.00 per cent. per Specified Denomination and is included in the Issue Price
- Investors can obtain more information about the fees by contacting the Initial Authorised Offeror(s)
- (vii) Prohibition of Offer to Private Clients in Switzerland: Not Applicable
- (viii) Non-exempt Offer: An offer (the **Polish Offer**) of the Securities may be made by Bank Handlowy w Warszawie S.A. - Biuro Maklerskie (the **Polish Initial Authorised Offeror(s)**) other than pursuant to Article 1(4) and/or 3(2) of the EU Prospectus Regulation during the period from (and including) 4 May 2026 until (and including) 27 May 2026 (the **Polish Offer Period**) in the Republic of Poland (**Poland**)
- Offers (if any) in any Member State other than the Public Offer Jurisdiction(s) will only be made pursuant to an exemption from the obligation under the EU Prospectus Regulation to publish a prospectus
- Authorised Offeror(s)** means the Initial Authorised Offeror(s)
- Initial Authorised Offeror(s)** means the Polish Initial Authorised Offeror(s)
- Public Offer Jurisdiction(s)** means Poland
- See further paragraph 10 below
- (ix) General Consent: Not Applicable
- (x) Other conditions to consent: The Authorised Offeror(s) (i) has the Issuer's consent to use the Base Prospectus in respect of offers of the Securities made in Poland provided that it complies with all applicable laws and regulations, and (ii) has the Issuer's consent to use the Base Prospectus in respect of private placements of the Securities that do not subject the Issuer or any affiliate of the Issuer to any additional obligation to make any filing, registration, reporting or similar requirement with any financial regulator or other governmental or quasi-governmental authority or body or securities exchange, or subject any officer, director or employee of the Issuer or any affiliate of the Issuer to personal liability, where such private placements are conducted in compliance with the applicable laws of the relevant jurisdictions thereof
- If any of the conditions attached to consent are amended, any such information will be the subject of a supplement to these Final Terms read in conjunction

with the Base Prospectus under Article 23 of the EU Prospectus Regulation

- | | | |
|--------|---|----------------|
| (xi) | Prohibition of Sales to EEA Retail Investors: | Not Applicable |
| (xii) | Prohibition of Sales to UK Retail Investors: | Applicable |
| (xiii) | Swiss Non-exempt Offer: | Not Applicable |
| (xiv) | Permitted Non-U.S. Purchaser (Regulation S Only): | Not Applicable |

10. TERMS AND CONDITIONS OF THE OFFER

Offer Price: The Offer Price in respect of each Calculation Amount offered by the Authorised Offeror(s) to investors in Poland (the "**Offer Price**") is USD 5,000

Conditions to which the Offer is subject: The offer of the Securities for sale to the public in Poland is subject to the relevant regulatory approvals having been granted, and the Securities being issued

The Polish Offer Period is subject to adjustment by or on behalf of the Issuer in accordance with the applicable regulations and any adjustments to such period will be published by way of notice which will be available on the website of Euronext Dublin (<https://live.euronext.com>)

The Issuer reserves the right, in its absolute discretion, to cancel, in whole or in part, the Polish Offer and the issue of the Securities in Poland at any time prior to the Issue Date in accordance with the applicable regulations

In such an event all application monies relating to applications for Securities under the Polish Offer will be returned (without interest) to applicants at the applicant's risk by no later than 30 days after the date on which the Polish Offer of the Securities is cancelled. Application monies will be returned by cheque mailed to the applicant's address as indicated on the application form, or by wire transfer to the bank account as detailed on the application form or by any other method as the Issuer deems to be appropriate

The Issuer shall publish a notice on the website of Euronext Dublin (<https://live.euronext.com>) in the event that the Polish Offer is cancelled and the Securities are not issued in Poland pursuant to the above

Description of the application process: Applications for the purchase of Securities may be made by a prospective investor in Poland to the Authorised Offeror(s)

Pursuant to anti-money laundering laws and regulations in force in Germany or other relevant jurisdictions, the Issuer, Citigroup Global Markets Europe AG or any of their authorised agents may require evidence in connection with any application for Securities,

	including further identification of the applicant(s), before any Securities are issued
	Each prospective investor in Poland should ascertain from the Authorised Offeror(s) when the Authorised Offeror(s) will require receipt of cleared funds from it in respect of its application for the purchase of any Securities and the manner in which payment should be made to the Authorised Offeror(s)
Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	<p>The Issuer reserves the right, in its absolute discretion, to decline in whole or in part an application for Securities under the Polish Offer in accordance with all applicable laws and regulations and/or in order to comply with any applicable laws and regulations. Accordingly, an applicant for Securities may, in such circumstances, not be issued the principal amount (or any) of the Securities for which it has applied</p> <p>It may be necessary to scale back applications under the Polish Offer</p> <p>In the event that subscriptions for Securities under the Polish Offer are reduced due to over-subscription, the Issuer will allot Securities to applicants on a pro rata basis, rounded up or down to the nearest integral multiple of USD 5,000 in principal amount of the Securities, as determined by the Issuer, and subject to a minimum allotment per applicant of USD 20,000 in principal amount of the Securities</p> <p>Excess application monies will be returned (without interest) to applicants at the applicant's risk by cheque mailed to the relevant applicant's address as indicated on the application form, or by wire transfer to the bank account as detailed on the application form or by any other method as the Issuer deems to be appropriate</p> <p>The Issuer also reserves the right to accept any subscriptions for Securities which would exceed the "up to" aggregate principal amount of the Securities of USD 10,000,000 and the Issuer may increase the "up to" aggregate principal amount of the Securities</p>
Details of the minimum and/or maximum amount of application:	<p>The minimum amount of application is USD 20,000 in principal amount of the Securities</p> <p>The maximum amount of application will be subject only to availability at the time of application</p>
Details of the method and time limits for paying up and delivering the Securities:	<p>Securities will be available on a delivery versus payment basis</p> <p>The Securities will be delivered to the purchaser's respective book-entry securities accounts on or around the date as notified by the Authorised Offeror(s)</p>
Manner in and date on which results of the offer are to be made public:	By means of a notice published by the Issuer on the website of Euronext Dublin (https://live.euronext.com)

	following the closing of the Polish Offer Period on or around the Issue Date
Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable
Whether tranche(s) have been reserved for certain countries:	Offers may be made by the Authorised Offeror(s) to any person in Poland Offers may only be made by offeror(s) authorised to do so in Poland. Neither the Issuer nor the Dealer has taken or will take any action specifically in relation to the Securities referred to herein to permit a public offering of such Securities in any jurisdiction other than Poland Notwithstanding anything else in the Base Prospectus, the Issuer will not accept responsibility for the information given in the Base Prospectus or these Final Terms in relation to offers of Securities made by an offeror not authorised by the Issuer to make such offers
Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:	Applicants in Poland will be notified directly by the Authorised Offeror(s) of the success of their application Dealing in the Securities may commence on the Issue Date Allocation of Securities is simultaneous with the acceptance of the offer by each individual investor and subject to (i) the availability of funds in their account for the total amount invested and (ii) the total amount for which acceptances have been received not exceeding the "up to" aggregate principal amount of the Securities, provided that, if there are more subscriptions to the offer than the "up to" aggregate principal amount of the Securities, then allocation of Securities to individual investors may be decreased proportionally so that subscriptions to the offer do not exceed the "up to" aggregate principal amount of the Securities. See also "Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants" above
Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	See item 9(vi) (<i>Total commissions and concessions</i>) above Please refer to "Polish Taxation" in the section entitled "Taxation of Securities" in the Base Prospectus
Name(s), address(es), legal entity identifier, domicile, legal form and law and country of incorporation to the extent known to the Issuer, of the placers in the various countries where the offer takes place:	Bank Handlowy w Warszawie S.A. - Biuro Maklerskie Senatorska 16, 00-923 Warsaw Poland LEI: XLEZHWWOI4HFQDGL4793 Bank Handlowy w Warszawie S.A. - Biuro Maklerskie is a listed public company incorporated under the laws of Poland mainly operating under Polish law

11. UNITED STATES TAX CONSIDERATIONS

General: The Securities are Non-U.S. Securities.

Section 871(m)

The Issuer has determined that the Securities are not Specified ELIs because (i) the Issue Date for the Securities is prior to 2027 and (ii) the Securities do not have a "delta" of one.

ANNEX
SUMMARY OF THE SECURITIES

INTRODUCTION AND WARNINGS				
<p>The Summary should be read as an introduction to the Base Prospectus. Any decision to invest in the Securities should be based on a consideration of the Base Prospectus as a whole by the investor. In certain circumstances, the investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under national law, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the Summary, including any translation thereof, but only where the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus or it does not provide, when read together with the other parts of the Base Prospectus, key information in order to aid investors when considering whether to invest in the Securities.</p> <p>You are about to purchase a product that is not simple and may be difficult to understand.</p>				
<p>The Securities: Issue of up to USD 10,000,000 Snowballing Autocall Notes linked to Advanced Micro Devices, Inc., due June 2029 (ISIN: XS3163807277).</p>				
<p>The Issuer: Citigroup Global Markets Funding Luxembourg S.C.A. Its registered office is at 31, Z.A. Bourmicht, L-8070 Bertrange, Grand Duchy of Luxembourg and its telephone number is +352 45 14 14 447. Its Legal Entity Identifier ("LEI") is 549300EVRWDFJUNNP53.</p>				
<p>The Authorised Offeror(s): The Authorised Offeror is Bank Handlowy w Warszawie S.A. - Biuro Maklerskie (LEI: XLEZHWWOI4HFQDGL4793), at Senatorska 16, 00-923 Warsaw, Poland.</p>				
<p>Competent authority: The Base Prospectus was approved on 17 November 2025 by the Commission de Surveillance du Secteur Financier (CSSF) at 271, route d'Arlon, L-1150 Luxembourg (Telephone number: +352 26 25 1 - 1).</p>				
KEY INFORMATION ON THE ISSUER				
Who is the Issuer of the Securities?				
<p>Domicile and legal form of the Issuer, LEI, law under which the Issuer operates and country of incorporation: The Issuer was incorporated as a corporate partnership limited by shares (<i>société en commandite par actions</i>) on 24 May 2012 under the laws of Luxembourg for an unlimited duration and is registered with the Register of Trade and Companies of Luxembourg (<i>Registre de commerce et des sociétés, Luxembourg</i>) under number B 169.199. Its LEI is 549300EVRWDFJUNNP53.</p>				
<p>Issuer's principal activities: The Issuer grants loans and other forms of funding to Citigroup Inc. and its subsidiaries (the "Group"), and therefore may compete in any market in which the Group has a presence, and may finance itself in whatever form, including through issuance of the Securities, and carry on incidental activities.</p>				
<p>Major shareholders, including whether it is directly or indirectly owned or controlled and by whom: The shares of the Issuer are held by Citigroup Global Markets Funding Luxembourg GP S.à r.l. and Citigroup Global Markets Limited ("CGML" or the "Guarantor"). All of the issued share capital of CGML is owned by Citigroup Global Markets Holdings Bahamas Limited, which is an indirect subsidiary of Citigroup Inc.</p>				
<p>Key managing directors: The Issuer is managed by Citigroup Global Markets Funding Luxembourg GP S.à r.l. in its capacity as manager (the "Corporate Manager"). The members of the board of managers of the Corporate Manager are Mr. Eduardo Gramuglia Pallavicino, Ms. Silvia Carpitella, Mr. Martin Sonneck, Mr. Adriaan Goosen and Mr. Dimba Kier.</p>				
<p>Statutory auditors: The Issuer's approved statutory auditor (<i>réviseur d'entreprises agréé</i>) is KPMG Audit S.à r.l. (formerly KPMG Luxembourg Société Coopérative) of 39, avenue J.F. Kennedy, L-1855, Luxembourg.</p>				
What is the key financial information regarding the Issuer?				
<p>The following key financial information has been extracted from the audited non-consolidated financial statements of the Issuer for the years ended 31 December 2024 and 2023, and from the unaudited non-consolidated interim financial statements of the Issuer for the period ended 30 June 2025.</p>				
Summary information – income statement				
	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)	Six months ended 30 June 2025 (unaudited)	Six months ended 30 June 2024 (unaudited)
Profit before income tax (<i>in thousands of U.S. dollars</i>)	205	227	166	87
Summary information – balance sheet				
	As at 31 December 2024 (audited)	As at 31 December 2023 (audited)	As at 30 June 2025 (unaudited)	

Net financial debt (long term debt plus short term debt minus cash) (<i>in thousands of U.S. dollars</i>)	24,185,735	24,823,075	29,105,238	
Current ratio (current assets/current liabilities)	100%	100%	100%	
Debt to equity ratio (total liabilities/total shareholder equity)	15260 %	17422 %	17009 %	
Interest cover ratio (operating income/interest expense)*	Not Applicable	Not Applicable	Not Applicable	
Summary information – cash flow statement				
	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)	Six months ended 30 June 2025 (unaudited)	Six months ended 30 June 2024 (unaudited)
Net cash flows from operating activities (<i>in thousands of U.S. dollars</i>)	(130,622)	157,770	(14,505)	(137,980)
Net cash flows from financing activities (<i>in thousands of U.S. dollars</i>)	279,496	(2,899,312)	2,241,143	(406,528)
Net cash flows from investing activities (<i>in thousands of U.S. dollars</i>)	(279,500)	2,899,305	(2,241,133)	406,537

*In accordance with IFRS, the Issuer does not present any interest expenses.

Qualifications in audit report on historical financial information: There are no qualifications in the audit report of the Issuer on its audited historical financial information.

What are the key risks that are specific to the Issuer?

The Issuer is subject to the following key risks:

- The Issuer is subject to intra-group credit risk. From time to time, the Issuer enters into derivative transactions with CGML to offset or hedge its liabilities to securityholders under securities issued by it (which may include the Securities). As such, the Issuer is exposed to the credit risk of CGML in the form of counterparty risk in respect of such derivative transactions. In particular, the Issuer's ability to fulfil its obligations under the Securities is primarily dependent on CGML performing its counterparty obligations owed to the Issuer in respect of such derivative transactions in a timely manner, and any failure by CGML to do so will negatively affect the ability of the Issuer to fulfil its obligations under the Securities. Securityholders will not have any recourse to CGML under any such derivative transactions.
- The Issuer may not be able to maintain its current ratings. If a rating agency reduces, suspends or withdraws its rating of the Issuer and/or any affiliate thereof, the liquidity and market value of the Securities are likely to be adversely affected. Ratings downgrades could also have a negative impact on other funding sources, such as secured financing and other margin requirements, for which there are no explicit triggers.
- Following the military action by Russia in Ukraine, the U.S. has imposed, and is likely to impose material additional, financial and economic sanctions and export controls against certain Russian organisations and/or individuals, with similar actions implemented and/or planned by the European Union, the UK and other jurisdictions. The Group's ability to engage in activity with certain consumer and institutional businesses in Russia and Ukraine or involving certain Russian or Ukrainian businesses and customers is dependent in part upon whether such engagement is restricted under any current or expected U.S., European Union, UK or other countries' sanctions and laws, or is otherwise discontinued in light of these developments. Sanctions and export controls, as well as any actions by Russia, could adversely affect the Group's business activities and customers in and from Russia and Ukraine. Any negative impact of Russia's actions in Ukraine, and related sanctions, export controls and similar actions or laws on the Group, including the Issuer, could adversely affect the ability of the Issuer to fulfil its obligations under the Securities, and the value of and return on the Securities may also be adversely affected.

KEY INFORMATION ON THE SECURITIES

What are the main features of the Securities?

Type and class of Securities, including security identification numbers

The Securities are derivative securities in the form of notes, and are linked to an underlying share. The Securities will be cleared and settled through Euroclear Bank S.A./N.V. and/or Clearstream Banking, *société anonyme*.

The issue date of the Securities is 3 June 2026. The issue price of the Securities is 100.00 per cent. of the aggregate principal amount.

Series Number: CGMFL164963; ISIN: XS3163807277; Common Code: 316380727; CUSIP: 5C6AGH9Z1; CFI: DTZNFR; FISN: CITIGROUP GLOBA/ZERO CPNEMTN 202906.

Currency, specified denomination, calculation amount, aggregate principal amount and maturity date of the Securities

The Securities are denominated in United States dollar ("USD"). The Securities have a specified denomination of USD 5,000 and the calculation amount is USD 5,000. The aggregate principal amount of the Securities to be issued is up to USD 10,000,000.

Maturity Date: 1 June 2029. This is the date on which the Securities are scheduled to redeem, subject to an early redemption of the Securities.

Rights attached to the Securities

The Securities do not pay any interest. The return on the Securities will derive from the potential payment of a Mandatory Early Redemption Amount following early redemption of the Securities due to the occurrence of a Mandatory Early Redemption Barrier Event and, unless the Securities have been previously redeemed or purchased and cancelled, the payment of the Redemption Amount on the Maturity Date of the Securities.

Mandatory Early Redemption Amount: If, in respect of a Mandatory Early Redemption Date, a Mandatory Early Redemption Barrier Event has occurred, the Securities will be redeemed on the relevant Mandatory Early Redemption Date at an amount for each Security equal to the amount specified as the Mandatory Early Redemption Amount for the relevant Mandatory Early Redemption Date in the table below. If the Securities are redeemed early, no further amounts shall be paid after the Mandatory Early Redemption Date.

Where:

Mandatory Early Redemption Barrier Event: in respect of a Mandatory Early Redemption Date, if on the related Mandatory Early Redemption Barrier Observation Date, the underlying closing level of the Underlying is greater than (or equal to) the relevant Mandatory Early Redemption Barrier Level.

Mandatory Early Redemption Barrier Level: in respect of a Mandatory Early Redemption Date, the percentage specified for such Mandatory Early Redemption Date and the Underlying in the table below.

Mandatory Early Redemption Barrier Observation Date: in respect of a Mandatory Early Redemption Date, each date specified as such for such Mandatory Early Redemption Date in the table below, subject to adjustment.

Mandatory Early Redemption Date: each date specified as such in the table below.

Mandatory Early Redemption Initial Level or MER Initial Level: in respect of the Underlying, the underlying closing level for such Underlying for the Mandatory Early Redemption Strike Date.

Mandatory Early Redemption Strike Date: 27 May 2026, subject to adjustment.

Mandatory Early Redemption Barrier Level	Mandatory Early Redemption Barrier Observation Date	Mandatory Early Redemption Amount	Mandatory Early Redemption Date
108.00% of the MER Initial Level of the Underlying	28 May 2027	USD 5,325	7 June 2027
108.00% of the MER Initial Level of the Underlying	30 May 2028	USD 5,650	6 June 2028

Redemption Amount: Unless the Securities have been previously redeemed or purchased and cancelled, if:

- (a) a Redemption Barrier Event has not occurred, the Issuer shall redeem each Security on the Maturity Date at an amount equal to USD 5,975; or
- (b) a Redemption Barrier Event has occurred, the Issuer shall redeem each Security on the Maturity Date at an amount equal to USD 5,000.

Where:

Final Barrier Level: 108.00 per cent. of the Redemption Initial Level of the Underlying.

Redemption Barrier Event: if on the Redemption Barrier Observation Date, the underlying closing level of the Underlying is less than the Final Barrier Level.

Redemption Barrier Observation Date: 24 May 2029, subject to adjustment.

Redemption Initial Level: in respect of the Underlying, the underlying closing level for such Underlying for the Redemption Strike Date.

Redemption Strike Date: 27 May 2026, subject to adjustment.

Description	Electronic page
The common stock of Advanced Micro Devices, Inc. (ISIN: US0079031078)	Bloomberg Page: AMD UW <Equity>

Early Redemption: The Securities may be redeemed early following the occurrence of certain specified events or circumstances (for example, including an event affecting the Underlying(s) or the Issuer's hedging arrangements, an event of default, and circumstances relating to taxation and illegality) at an amount which will be determined by the calculation agent in accordance with the terms and conditions of the Securities.

Adjustments: The terms and conditions of the Securities contain provisions, including provisions relating to events affecting the Underlying(s) or hedging arrangements in respect of the Securities, market disruption provisions and provisions relating to subsequent corrections of the price of the Underlying(s) and details of the consequences of such events. Such provisions may where applicable permit adjustments to be made to the terms and conditions of the Securities. The terms and conditions of the Securities also permit the adjustment of payment dates for non-business days.

Meetings: The terms and conditions of the Securities contain provisions for calling meetings of holders to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.

Governing law: The Securities will be governed by English law.

Bail-in: Any exercise of any bail-in power or other action taken by a relevant resolution authority in respect of the Guarantor could materially adversely affect the value of and return on the Securities.

Status of the Securities: The Securities constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and will at all times rank *pari passu* and rateably among themselves and at least *pari passu* with all other unsecured and unsubordinated outstanding obligations of the Issuer, save for such obligations as may be preferred by provisions of law that are both mandatory and of general application.

Description of restrictions on free transferability of the Securities

The Securities will be transferable, subject to offering, selling and transfer restrictions of the laws of any jurisdiction in which the Securities are offered or sold.

Where will the Securities be traded?

Application will be made for the Securities to be admitted to trading on the regulated market of Euronext Dublin.

Is there a guarantee attached to the Securities?

Brief description of the Guarantor: CGML is a private company limited by shares and was incorporated in England and Wales on 21 October 1983. CGML operates under the laws of England and Wales and is domiciled in England. Its registered office is at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB and its telephone number is +44 (0)207 986 4000. The registration number of CGML is 01763297 on the register maintained by the UK Companies House. Its LEI is XKZZZ2JZF41MRHTR1V493. CGML is a wholly-owned indirect subsidiary of Citigroup Inc. and has a major international presence as a dealer, market maker and underwriter, as well as providing advisory services to a wide range of corporate, institutional and government clients.

Nature and scope of guarantee: The Securities issued will be unconditionally and irrevocably guaranteed by CGML pursuant to a deed of guarantee, which constitutes direct, unconditional, unsubordinated and unsecured obligations of CGML and ranks and will rank at least *pari passu* with all other outstanding, unsecured and unsubordinated obligations of CGML, save for such obligations as may be preferred by provisions of law that are both mandatory and of general application.

Key financial information of the Guarantor: The following key financial information has been extracted from the audited non-consolidated financial statements of the Guarantor for the years ended 31 December 2024 and 2023, and from the unaudited non-consolidated interim financial statements of the Guarantor for the six month period ended 30 June 2025.

Summary information – income statement				
	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)	Six months ended 30 June 2025 (unaudited)	Six months ended 30 June 2024 (unaudited)
Profit after taxation (<i>in millions of U.S. dollars</i>)	677	190	530	91
Summary information – balance sheet				
	As at 31 December 2024 (audited)	As at 31 December 2023 (audited)	As at 30 June 2025 (unaudited)	
Net financial debt (long term debt plus short term debt minus cash) (<i>in millions of U.S. dollars</i>)	3,178	6,460	(940)	
Debt to equity ratio (total liabilities/total shareholder equity)	13.2	16.2	16.8	
Summary information – cash flow statement				
	Year ended 31 December 2024 (audited)	Year ended 31 December 2023 (audited)	Six months ended 30 June 2025 (unaudited)	Six months ended 30 June 2024 (unaudited)
Net cash flows from operating activities (<i>in millions of U.S. dollars</i>)	2,140	724	4,411	1,111
Net cash flows from financing activities (<i>in millions of U.S. dollars</i>)	(1,157)	653	(269)	(278)

Net cash flows from investing activities (<i>in millions of U.S. dollars</i>)	(75)	(1,095)	(24)	(53)
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Qualifications in audit report on historical financial information: There are no qualifications in the audit report of the Guarantor on its audited historical financial information.

Key risks in respect of the Guarantor: The Guarantor is subject to the following key risks:

- The Guarantor is exposed to concentrations of risk, particularly credit and market risk. As regulatory or market developments continue to lead to increased centralisation of trading activities, the Guarantor could experience an increase in concentration of risk, which could limit the effectiveness of any hedging strategies and cause the Guarantor to incur significant losses. The Guarantor may be affected by macroeconomic, geopolitical and other challenges, uncertainties and volatilities, including the military action by Russia in Ukraine (and related sanctions, export controls and similar actions or laws), which may negatively impact the businesses of the Guarantor and its ability to fulfil its obligations under the Securities, and the value of and return on the Securities.
- The Guarantor may not be able to maintain its current ratings. If a rating agency reduces, suspends or withdraws its rating of the Guarantor and/or any affiliate thereof, the liquidity and market value of the Securities are likely to be adversely affected. Ratings downgrades could also have a negative impact on other funding sources, such as secured financing and other margin requirements, for which there are no explicit triggers.
- If the relevant resolution authority is satisfied that the Guarantor is failing or likely to fail, and subject to certain other conditions being satisfied, the Guarantor may be subject to action taken by the resolution authority, including potentially the write down of claims of unsecured creditors of the Guarantor (such as under the deed of guarantee) and the conversion of unsecured debt claims (such as under the deed of guarantee) to other instruments (e.g. equity shares), the transfer of all or part of the Guarantor's business to another entity, or other resolution measures. As a result of any such action, investors could lose some or all of their investment in the Securities.

What are the key risks that are specific to the Securities?

The Securities are subject to the following key risks:

- You should be prepared to sustain a total or partial loss of the purchase price of your Securities. The value of Securities prior to their scheduled redemption may vary due to a number of interrelated factors, including the value, dividend yield and volatility of the Underlying(s) and any changes in interim interest rates if applicable, and a sale of Securities prior to their scheduled redemption may be at a substantial discount from the original purchase price and you may lose some or all of your investment. Further, you will receive no interest during the term of the Securities.
- The Issuer's obligations under the Securities and the Guarantor's obligations under the deed of guarantee represent general contractual obligations of each respective entity and of no other person. Accordingly, payments under the Securities are subject to the credit risk of the Issuer and the Guarantor. Securityholders will not have recourse to any secured assets of the Issuer and Guarantor in the event that the Issuer or Guarantor is unable to meet its obligations under the Securities, including in the event of an insolvency, and therefore risk losing some or all of their investment.
- Securities may have no established trading market when issued, and one may never develop, so investors should be prepared to hold the Securities until maturity. If a market does develop, it may not be very liquid. Consequently, you may not be able to sell your Securities easily or at all or at prices equal to or higher than your initial investment and in fact any such price may be substantially less than the original purchase price. Illiquidity may have a severely adverse effect on the market value of Securities.
- Amounts due in respect of the Securities are linked to the performance of the Underlying(s), which is a share. The value of a share may go down as well as up and the value of a share on any date may not reflect its performance in any prior period. The value and price volatility of a share, may affect the value of and return on the Securities.
- The Securities do not create an actual interest in, or ownership of, an Underlying and accordingly you will not have voting rights or rights to receive dividends or distributions or any other rights with respect to an Underlying. A Security will not represent a claim against an Underlying and, in the event that the amount paid on redemption of the Securities is less than your investment, you will not have recourse under any relevant Security to an Underlying in respect of such Securities. You will have no legal or beneficial interest in an Underlying. You may receive a lower return on the Securities than you would have received had you invested directly in an Underlying or through another product.
- The terms and conditions of Securities include provisions dealing with the postponement of dates on which the price of an Underlying is scheduled to be taken. Such postponement or alternative provisions for valuation provided in the terms and conditions of the Securities may have an adverse effect on the value of such Securities.
- The calculation agent may make adjustments to the terms of the Securities to account for the effect of certain adjustment events occurring in respect of the Securities or an Underlying and/or hedging arrangements, or may replace an Underlying with a new share. Any such adjustments may have an adverse effect on the value of such Securities.
- In certain circumstances (for example, if the calculation agent determines that no calculation, adjustment or substitution can reasonably be made, following an event of default or certain events affecting an Underlying or the Issuer's hedging

arrangements, or for reasons relating to taxation or illegality), the Securities may be early redeemed. If the Securities are redeemed early, the amount paid may be less than your initial investment and you may therefore sustain a loss.

- Following the occurrence of a Mandatory Early Redemption Barrier Event, the Securities will be redeemed on the relevant Mandatory Early Redemption Date at the relevant Mandatory Early Redemption Amount. No further amount shall be payable in respect of the Securities after the Mandatory Early Redemption Date. In this case, you are subject to a reinvestment risk, as you may not be able to replace your investment in the Securities with an investment that has a similar profile of chances and risks as the Securities.

KEY INFORMATION ON THE OFFER OF SECURITIES TO THE PUBLIC AND/OR THE ADMISSION TO TRADING ON A REGULATED MARKET

Under which conditions and timetable can I invest in the Securities?

Terms and conditions of the offer

An offer of the Securities will be made in Poland during the period from (and including) 4 May 2026 to (and including) 27 May 2026. Such period may be adjusted by the Issuer. The Issuer reserves the right to cancel the offer of the Securities.

The offer price is USD 5,000 per calculation amount. The minimum subscription amount is USD 20,000 in principal amount of the Securities. The maximum amount of application will be subject only to availability at the time of application. The Issuer may decline in whole or in part an application for the Securities and/or accept subscriptions which would exceed the "up to" aggregate principal amount of the Securities of USD 10,000,000 and the Issuer may increase the "up to" aggregate principal amount of the Securities. In the event that subscriptions for Securities are reduced due to over-subscription, the Issuer will allot Securities to applicants on a pro rata basis, rounded up or down to the nearest integral multiple of USD 5,000 in principal amount of the Securities, as determined by the Issuer, and subject to a minimum allotment per applicant of USD 20,000 in principal amount of the Securities.

Description of the application process: Applications for the purchase of Securities may be made by a prospective investor in Poland to the Authorised Offeror. Each prospective investor in Poland should ascertain from the Authorised Offeror when the Authorised Offeror will require receipt of cleared funds from it in respect of its application for the purchase of any Securities and the manner in which payment should be made to the Authorised Offeror.

Details of method and time limits for paying up and delivering the Securities: Securities will be available on a delivery versus payment basis. The Securities will be delivered to the purchaser's respective book-entry securities accounts on or around the date as notified by the Authorised Offeror.

Manner in and date on which results of the offer are to be made public: By means of a notice published by the Issuer on the website of Euronext Dublin (<https://live.euronext.com>) following the closing of the offer on or around the issue date.

Estimated expenses or taxes charged to investor by issuer/offeror

No commissions and concessions are payable by the Issuer to the dealer. The fee payable by the dealer to the Authorised Offeror shall not exceed 3.00 per cent. per specified denomination and is included in the issue price.

Investors can obtain more information about this fee by contacting the relevant Authorised Offeror.

Who is the offeror and/or the person asking for admission to trading?

The Issuer is the entity requesting for the admission to trading of the Securities.

Authorised Offeror: The Authorised Offeror is Bank Handlowy w Warszawie S.A. - Biuro Maklerskie (LEI: XLEZHWWOI4HFQDGL4793), at Senatorska 16, 00-923 Warsaw, Poland. Bank Handlowy w Warszawie S.A. - Biuro Maklerskie is a listed public company incorporated under the laws of Poland mainly operating under Polish law.

Why is the Prospectus being produced?

Use and estimated net amount of proceeds

The net proceeds of the issue of the Securities will be used primarily to grant loans or other forms of funding to CGML and any entity belonging to the same Group, and may be used to finance the Issuer itself. The estimated net amount of proceeds is an amount equal to 100.00 per cent. of the final aggregate principal amount of the Securities issued on the issue date.

Underwriting agreement on a firm commitment basis: The offer of the Securities is not subject to an underwriting agreement on a firm commitment basis.

Description of any interest material to the issue/offer, including conflicting interests

Fees are payable to the dealer and the distributor(s). The terms of the Securities confer on the Issuer, the calculation agent and certain other persons discretion in making judgements, determinations and calculations in relation to the Securities. Potential conflicts of interest may exist between the Issuer, calculation agent and holders of the Securities, including with respect to such judgements, determinations and calculations. The Issuer, CGML and/or any of their affiliates may also from time to time engage in transactions or enter into business relationships for their own account and/or possess information which affect or relate to the Securities and/or the Underlying(s). The Issuer, CGML and/or any of their affiliates have no obligation to disclose to investors any such information and may pursue actions and take steps that they deem necessary or appropriate to protect their interests without regard to the consequences for investors. Save as described above, so far as the Issuer is aware, no person involved in the offer of the Securities has an interest material to the offer.

