

CITIGROUP INC. OFFERING CIRCULAR SUPPLEMENT (No.8) dated 24 May 2022, CBNA OFFERING CIRCULAR SUPPLEMENT (No.8) dated 24 May 2022, CGMHI OFFERING CIRCULAR SUPPLEMENT (No.8) dated 24 May 2022 and CGMFL OFFERING CIRCULAR SUPPLEMENT (No.8) dated 24 May 2022



**CITIGROUP INC.**  
(incorporated in Delaware)

and

**CITIBANK, N.A.**  
(a national banking association organized under the laws of the United States of America)

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 U.S.\$80,000,000,000 Global Medium Term Note Programme**

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

Notes 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)

#### **Approvals**

This Supplement (as defined below) has been approved by SIX Exchange Regulation AG as review body under the Swiss Financial Services Act (FinSA) on 24 May 2022.

This 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 has 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. This Supplement has not been approved by and will not be submitted for approval to the *Commission de Surveillance du Secteur Financier* of Luxembourg.

This Supplement constitutes supplementary admission particulars in respect of the Offering Circular (as defined below) for the purposes of the International Securities Market Rulebook. This Supplement has not been approved by and will not be submitted for approval to the Financial Conduct Authority of the United Kingdom.

## Offering Circular Supplements

This offering circular supplement ("**Citigroup Inc. Offering Circular Supplement (No.8)**") is supplemental to, and must be read in conjunction with, the Offering Circular dated 3 September 2021 (the "**Citigroup Inc. Offering Circular 2021**"), as supplemented by Citigroup Inc. Offering Circular Supplement (No.1) dated 15 October 2021 ("**Citigroup Inc. Offering Circular Supplement (No.1)**"), Citigroup Inc. Offering Circular Supplement (No.2) dated 2 November 2021 ("**Citigroup Inc. Offering Circular Supplement (No.2)**"), Citigroup Inc. Offering Circular Supplement (No.3) dated 1 December 2021 ("**Citigroup Inc. Offering Circular Supplement (No.3)**"), Citigroup Inc. Offering Circular Supplement (No.4) dated 21 January 2022 ("**Citigroup Inc. Offering Circular Supplement (No.4)**"), Citigroup Inc. Offering Circular Supplement (No.5) dated 1 February 2022 ("**Citigroup Inc. Offering Circular Supplement (No.5)**"), Citigroup Inc. Offering Circular Supplement (No.6) dated 16 March 2022 ("**Citigroup Inc. Offering Circular Supplement (No.6)**"), and Citigroup Inc. Offering Circular Supplement (No.7) dated 5 May 2022 (the "**Citigroup Inc. Offering Circular Supplement (No.7)**"), in each case, prepared by Citigroup Inc. (the Citigroup Inc. Offering Circular 2021, as supplemented by each of the Citigroup Inc. Offering Circular Supplement (No.1), the Citigroup Inc. Offering Circular Supplement (No.2), the Citigroup Inc. Offering Circular Supplement (No.3), the Citigroup Inc. Offering Circular Supplement (No.4), the Citigroup Inc. Offering Circular Supplement (No.5), the Citigroup Inc. Offering Circular Supplement (No.6), and Citigroup Inc. Offering Circular Supplement (No.7), the "**Citigroup Inc. Offering Circular**") with respect to the Citi U.S.\$80,000,000,000 Global Medium Term Note Programme (the "**Programme**").

This offering circular supplement ("**CBNA Offering Circular Supplement (No.8)**") is supplemental to, and must be read in conjunction with, the Offering Circular dated 3 September 2021 (the "**CBNA Offering Circular 2021**"), as supplemented by CBNA Offering Circular Supplement (No.1) dated 15 October 2021 ("**CBNA Offering Circular Supplement (No.1)**"), CBNA Offering Circular Supplement (No.2) dated 2 November 2021 ("**CBNA Offering Circular Supplement (No.2)**"), CBNA Offering Circular Supplement (No.3) dated 1 December 2021 ("**CBNA Offering Circular Supplement (No.3)**"), CBNA Offering Circular Supplement (No.4) dated 21 January 2022 ("**CBNA Offering Circular Supplement (No.4)**"), CBNA Offering Circular Supplement (No.5) dated 1 February 2022 ("**CBNA Offering Circular Supplement (No.5)**"), CBNA Offering Circular Supplement (No.6) dated 16 March 2022 ("**CBNA Offering Circular Supplement (No.6)**"), and CBNA Offering Circular Supplement (No.7) dated 5 May 2022 ("**CBNA Offering Circular Supplement (No.7)**") in each case, prepared by Citibank, N.A. ("**CBNA**") (the CBNA Offering Circular 2021, as supplemented by each of the CBNA Offering Circular Supplement (No.1), the CBNA Offering Circular Supplement (No.2), the CBNA Offering Circular Supplement (No.3), the CBNA Offering Circular Supplement (No.4), the CBNA Offering Circular Supplement (No.5), the CBNA Offering Circular Supplement (No.6), and a CBNA Offering Circular Supplement (No.7), the "**CBNA Offering Circular**") with respect to the Programme.

This offering circular supplement ("**CGMHI Offering Circular Supplement (No.8)**") is supplemental to, and must be read in conjunction with, the Offering Circular dated 3 September 2021 (the "**CGMHI Offering Circular 2021**"), as supplemented by CGMHI Offering Circular Supplement (No.1) dated 15 October 2021 ("**CGMHI Offering Circular Supplement (No.1)**"), CGMHI Offering Circular Supplement (No.2) dated 2 November 2021 ("**CGMHI Offering Circular Supplement (No.2)**"), CGMHI Offering Circular Supplement (No.3) dated 1 December 2021 ("**CGMHI Offering Circular Supplement (No.3)**"), CGMHI Offering Circular Supplement (No.4) dated 21 January 2022 ("**CGMHI Offering Circular Supplement (No.4)**"), CGMHI Offering Circular Supplement (No.5) dated 1 February 2022 ("**CGMHI Offering Circular Supplement (No.5)**"), CGMHI Offering Circular Supplement (No.6) dated 16 March 2022 ("**CGMHI Offering Circular Supplement (No.6)**"), and CGMHI Offering Circular Supplement (No.7) dated 5 May 2022 ("**CGMHI Offering Circular Supplement (No.7)**") in each case, prepared by Citigroup Global Markets Holdings Inc. ("**CGMHI**") and Citigroup Inc. in its capacity as the CGMHI Guarantor (the CGMHI Offering Circular 2021, as supplemented by each of the CGMHI Offering Circular Supplement (No.1), the CGMHI Offering Circular Supplement (No.2), the CGMHI Offering Circular Supplement (No.3), the CGMHI Offering Circular Supplement (No.4), the CGMHI Offering Circular Supplement (No.5), the CGMHI Offering Circular Supplement (No.6), and the CGMHI Offering Circular Supplement (No.7), the "**CGMHI Offering Circular**") with respect to the Programme.

This offering circular supplement ("**CGMFL Offering Circular Supplement (No.8)**") is supplemental to, and must be read in conjunction with, the Offering Circular dated 3 September 2021 (the "**CGMFL**"),

**Offering Circular 2021**") as supplemented by CGMFL Offering Circular Supplement (No.1) dated 15 October 2021 ("**CGMFL Offering Circular Supplement (No.1)**"), CGMFL Offering Circular Supplement (No.2) dated 2 November 2021 ("**CGMFL Offering Circular Supplement (No.2)**"), CGMFL Offering Circular Supplement (No.3) dated 1 December 2021 ("**CGMFL Offering Circular Supplement (No.3)**"), CGMFL Offering Circular Supplement (No.4) dated 21 January 2022 ("**CGMFL Offering Circular Supplement (No.4)**"), CGMFL Offering Circular Supplement (No.5) dated 1 February 2022 ("**CGMFL Offering Circular Supplement (No.5)**"), CGMFL Offering Circular Supplement (No.6) dated 16 March 2022 ("**CGMFL Offering Circular Supplement (No.6)**"), and CGMFL Offering Circular Supplement (No.7) dated 5 May 2022 ("**CGMFL Offering Circular Supplement (No.7)**") in each case, prepared by Citigroup Global Markets Funding Luxembourg S.C.A. ("**CGMFL**") and Citigroup Global Markets Limited in its capacity as the CGMFL Guarantor (the CGMFL Offering Circular 2021, as supplemented by each of the CGMFL Offering Circular Supplement (No.1), the CGMFL Offering Circular Supplement (No.2), the CGMFL Offering Circular Supplement (No.3), the CGMFL Offering Circular Supplement (No.4), the CGMFL Offering Circular Supplement (No.5), the CGMFL Offering Circular Supplement (No.6), and the CGMFL Offering Circular Supplement (No.7), together, the "**CGMFL Offering Circular**" and, with the Citigroup Inc. Offering Circular, the CBNA Offering Circular and the CGMHI Offering Circular, the "**Offering Circular**") with respect to the Programme.

Reference in this document to the "**Supplement**" are to each of the Citigroup Inc. Offering Circular Supplement (No.8), the CBNA Offering Circular Supplement (No.8), the CGMHI Offering Circular Supplement (No.8) and the CGMFL Offering Circular Supplement (No.8).

### **Responsibility Statements**

Citigroup Inc. accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the CBNA Offering Circular*", "*Information relating to the CGMHI Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below). To the best of the knowledge of Citigroup Inc., the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the CBNA Offering Circular*", "*Information relating to the CGMHI Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below) is in accordance with the facts and does not omit anything likely to affect the import of such information.

CBNA accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CGMHI Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below). To the best of the knowledge of CBNA, the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CGMHI Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below) is in accordance with the facts and does not omit anything likely to affect the import of such information.

CGMHI accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below). To the best of the knowledge of CGMHI, the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below) is in accordance with the facts and does not omit anything likely to affect the import of such information.

The CGMHI Guarantor accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below). To the best of the knowledge of the CGMHI Guarantor, the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMFL Offering Circular*" below) is in accordance with the facts and does not omit anything likely to affect the import of such information.

CGMFL accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMHI Offering Circular*" below). To the best of the knowledge of CGMFL, the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMHI Offering Circular*" below) is in accordance with the facts and does not omit anything likely to affect the import of such information.

The CGMFL Guarantor accepts responsibility for the information contained in this Supplement (excluding the paragraphs set out under the headings "*Information relating to the Citigroup Inc. Offering Circular*", "*Information relating to the CBNA Offering Circular*" and "*Information relating to the CGMHI Offering Circular*" below) (together, the "**Excluded Information**"). To the best of the knowledge of the CGMFL Guarantor, the information contained in this Supplement (excluding the Excluded Information) is in accordance with the facts and does not omit anything likely to affect the import of such information.

### **Defined Terms**

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

## INFORMATION RELATING TO THE CITIGROUP INC. OFFERING CIRCULAR

*Publication of the 2022 Q1 Form 10-Q of Citigroup Inc. on 9 May 2022*

On 9 May 2022, Citigroup Inc. filed its Quarterly Report on Form 10-Q (the "**Citigroup Inc. 2022 Q1 Form 10-Q**") for the three months ended 31 March 2022 with the Securities and Exchange Commission of the United States (the "**SEC**"). A copy of the Citigroup Inc. 2022 Q1 Form 10-Q has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%202022%20Q1%20Form%2010-Q.pdf>). Citigroup Inc. is an Issuer under the Programme. By virtue of this Supplement, the Citigroup Inc. 2022 Q1 Form 10-Q is incorporated by reference in, and forms part of, the Citigroup Inc. Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. 2022 Q1 Form 10-Q as set out below:

**1. Unaudited interim financial information of Citigroup Inc. in respect of the three months ended 31 March 2022, as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

	<b>Page(s)</b>
A. Consolidated Statements of Income and Comprehensive Income	80-81
B. Consolidated Balance Sheet	82-83
C. Consolidated Statement of Changes in Stockholders' Equity	84
D. Consolidated Statement of Cash Flows	85-86
E. Notes to the Consolidated Financial Statements	87-189

**2. Other information relating to Citigroup Inc., as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

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A. Description of the principal activities of Citigroup Inc. - Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	1-17
B. Description of the principal markets in which Citigroup Inc. competes	
(i) Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business –	3-17

	Income (Loss) and Revenues and Segment Balance Sheet	
(ii)	Strategic Risk	65
(iii)	Note 3 ( <i>Operating Segments</i> ) to the Consolidated Financial Statements	90
C.	Description of the principal investments of Citigroup Inc. – Note 12 ( <i>Investments</i> ) to the Consolidated Financial Statements	104-113
D.	Description of trends and events affecting Citigroup Inc.	
(i)	Citigroup Segments, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-17
(ii)	Significant Accounting Policies and Significant Estimates, Income Taxes, Disclosure Controls and Procedures, Disclosure Pursuant to Section 219 of the Iran Threat Reduction and Syria Human Rights Act and Forward-Looking Statements	71-78
(iii)	Note 1 ( <i>Basis of Presentation, Updated Accounting Policies and Accounting Changes</i> ) to the Consolidated Financial Statements	87-88
E.	Description of litigation involving Citigroup Inc. – Note 23 ( <i>Contingencies</i> ) to the Consolidated Financial Statements	180-181
F.	Risk Management – Managing Global Risk Table of Contents and Managing Global Risk	30-70

Any information not specified in the cross-reference list above but included in the Citigroup Inc. 2022 Q1 Form 10-Q is not incorporated by reference and is either covered elsewhere in the Offering Circular or is not relevant for investors.

*Publication of the Form 8-K of Citigroup Inc. on 10 May 2022*

On 10 May 2022, Citigroup Inc. filed a Current Report on Form 8-K (the "**Citigroup Inc. May 2022 Form 8-K**") with the Securities and Exchange Commission of the United States (the "**SEC**") to reflect changes in the Citigroup Inc. reportable segments from those contained in the Citigroup Inc. Annual Report on Form 10-K for the year ended December 31, 2021 filed with the U.S. Securities and Exchange

Commission (SEC) on February 28, 2022. A copy of the Citigroup Inc. May 2022 Form 8-K has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "CSSF") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%20May%202022%20Form%208-K.pdf>). Citigroup Inc. is an Issuer under the Programme. By virtue of this Supplement, the Citigroup Inc. May 2022 Form 8-K is incorporated by reference in, and forms part of, the Citigroup Inc. Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. May 2022 Form 8-K as set out below:

1. **Audited consolidated financial statements of Citigroup Inc. as of 31 December 2021 and 2020 and for the years ended 31 December 2021, 2020 and 2019, as set out in the Citigroup Inc. May 2022 Form 8-K:**

	<b>Page(s)</b>
(a) Consolidated Statements of Income and Comprehensive Income	130-131
(b) Consolidated Balance Sheet	132-133
(c) Consolidated Statement of Changes in Stockholders' Equity	134-135
(d) Consolidated Statement of Cash Flows	136-137
(e) Notes to the Consolidated Financial Statements	138-315
(f) Report of Independent Registered Public Accounting Firm – Consolidated Financial Statements of Citigroup Inc. as of 31 December 2021 and 2020 and for the years ended 31 December 2021, 2020 and 2019	134-136

2. **Other information relating to Citigroup Inc., as set out in the Citigroup Inc. May 2022 Form 8-K:**

	<b>Page(s)</b>
(a) Description of the principal activities of Citigroup Inc. – Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	4-21
(b) Description of the principal markets in which Citigroup Inc. competes	
(i) Institutional Clients Group	12-16
(ii) Note 3 ( <i>Operating Segments</i> ) to the Consolidated Financial Statements	153
(c) Description of the principal investments of Citigroup Inc. – Note 13 ( <i>Investments</i> ) to the Consolidated Financial Statements	185-195
(d) Description of trends and events affecting Citigroup Inc.	

(i)	Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-21
(ii)	Capital Resources	22-37
(iii)	Risk Factors	38-52
(iv)	Sustainability and Other ESG Matters	53-54
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(vi)	Note 1 ( <i>Summary of Significant Accounting Policies</i> ) to the Consolidated Financial Statements	138-150
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(f)	Risk Factors	38-52
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Any information not specified in the cross-reference list above but included in the Citigroup Inc. May 2022 Form 8-K 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 financial or trading position of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 March 2022 (the date of Citigroup Inc.'s most recently published unaudited interim financial statements), and there has been no material adverse change in the financial position or prospects of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 December 2021 (the date of Citigroup Inc.'s most recently published audited annual financial statements).

There has been no significant change in the financial performance of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 March 2022 (the date of Citigroup Inc.'s most recently published unaudited interim financial statements).

*Legal proceedings*

For a discussion of Citigroup Inc.'s material legal and regulatory matters, see (i) Note 27 to the Consolidated Financial Statements included in the Citigroup Inc. 2021 Form 10-K and (ii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q1 Form 10-Q. Save as disclosed in the documents referenced above, neither Citigroup Inc. 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 Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole, nor, so far as Citigroup Inc. 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 Citigroup Inc. Offering Circular since the publication of the Citigroup Inc. Offering Circular Supplement (No.7).

Copies of the Citigroup Inc. Offering Circular 2021, the Citigroup Inc. Offering Circular Supplement (No.1), the Citigroup Inc. Offering Circular Supplement (No.2), the Citigroup Inc. Offering Circular Supplement (No.3), the Citigroup Inc. Offering Circular Supplement (No.4), the Citigroup Inc. Offering Circular Supplement (No.5), the Citigroup Inc. Offering Circular Supplement (No.6), the Citigroup Inc. Offering Circular Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Notes remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents. Copies of the Citigroup Inc. Offering Circular 2021, the Citigroup Inc. Offering Circular Supplement (No.1), the Citigroup Inc. Offering Circular Supplement (No.2), the Citigroup Inc. Offering Circular Supplement (No.3), the Citigroup Inc. Offering Circular Supplement (No.4), the Citigroup Inc. Offering Circular Supplement (No.5), the Citigroup Inc. Offering Circular Supplement (No.6), the Citigroup Inc. Offering Circular Supplement (No.7) and this Supplement have also been filed with and are available for viewing on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Citigroup Inc. Offering Circular 2021 by this Supplement and (b) any statement in the Citigroup Inc. Offering Circular or otherwise incorporated by reference into the Citigroup Inc. Offering Circular 2021, the statements in (a) above will prevail.

## INFORMATION RELATING TO THE CBNA OFFERING CIRCULAR

*Publication of the 2022 Q1 Form 10-Q of Citigroup Inc. on 9 May 2022*

On 9 May 2022, Citigroup Inc. filed its Quarterly Report on Form 10-Q (the "**Citigroup Inc. 2022 Q1 Form 10-Q**") for the three months ended 31 March 2022 with the Securities and Exchange Commission of the United States (the "**SEC**"). A copy of the Citigroup Inc. 2022 Q1 Form 10-Q has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%202022%20Q1%20Form%2010-Q.pdf>). Citigroup Inc. is indirect parent company of CBNA under the Programme. By virtue of this Supplement, the Citigroup Inc. 2022 Q1 Form 10-Q is incorporated by reference in, and forms part of, the CBNA Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. 2022 Q1 Form 10-Q as set out below:

**1. Unaudited interim financial information of Citigroup Inc. in respect of the three months ended 31 March 2022, as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

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The following information appears on the page(s) of the Citigroup Inc. May 2022 Form 8-K as set out below:

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(c) Description of the principal investments of Citigroup Inc. – Note 13 ( <i>Investments</i> ) to the Consolidated Financial Statements	185-195
(d) Description of trends and events affecting Citigroup Inc.	

(i)	Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-21
(ii)	Capital Resources	22-37
(iii)	Risk Factors	38-52
(iv)	Sustainability and Other ESG Matters	53-54
(v)	Significant Accounting Policies and Significant Estimates	116-122
(vi)	Note 1 ( <i>Summary of Significant Accounting Policies</i> ) to the Consolidated Financial Statements	138-150
(e)	Description of litigation involving Citigroup Inc.	286-293
(f)	Risk Factors	38-52
(g)	Risk Management	58-115
(h)	Glossary of Terms and Acronyms	311-315

Any information not specified in the cross-reference list above but included in the Citigroup Inc. May 2022 Form 8-K 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 financial or trading position of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 March 2022 (the date of Citigroup Inc.'s most recently published unaudited interim financial statements), and there has been no material adverse change in the financial position or prospects of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 December 2021 (the date of Citigroup Inc.'s most recently published audited annual financial statements).

There has been no significant change in the financial performance of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 March 2022 (the date of Citigroup Inc.'s most recently published unaudited interim financial statements).

*Legal proceedings*

For a discussion of Citigroup Inc.'s material legal and regulatory matters, see (i) Note 27 to the Consolidated Financial Statements included in the Citigroup Inc. 2021 Form 10-K and (ii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q1 Form 10-Q. Save as disclosed in the documents referenced above, neither Citigroup Inc. 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 Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole, nor, so far as Citigroup Inc. 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 CBNA Offering Circular since the publication of the CBNA Offering Circular Supplement (No.7).

Copies of the CBNA Offering Circular 2021, the CBNA Offering Circular Supplement (No.1), the CBNA Offering Circular Supplement (No.2), the CBNA Offering Circular Supplement (No.3), the CBNA Offering Circular Supplement (No.4), the CBNA Offering Circular Supplement (No.5), the CBNA Offering Circular Supplement (No.6), the CBNA Offering Circular Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Notes remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents. Copies of the CBNA Offering Circular 2021, the CBNA Offering Circular Supplement (No.1), the CBNA Offering Circular Supplement (No.2), the CBNA Offering Circular Supplement (No.3), the CBNA Offering Circular Supplement (No.4), the CBNA Offering Circular Supplement (No.5), the CBNA Offering Circular Supplement (No.6), the CBNA Offering Circular Supplement (No.7) and this Supplement have also been filed with and are available for viewing on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CBNA Offering Circular 2021 by this Supplement and (b) any statement in the CBNA Offering Circular or otherwise incorporated by reference into the CBNA Offering Circular 2021, the statements in (a) above will prevail.

## INFORMATION RELATING TO THE CGMHI OFFERING CIRCULAR

*Publication of the 2022 Q1 Form 10-Q of Citigroup Inc. on 9 May 2022*

On 9 May 2022, Citigroup Inc. filed its Quarterly Report on Form 10-Q (the "**Citigroup Inc. 2022 Q1 Form 10-Q**") for the three months ended 31 March 2022 with the Securities and Exchange Commission of the United States (the "**SEC**"). A copy of the Citigroup Inc. 2022 Q1 Form 10-Q has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%202022%20Q1%20Form%2010-Q.pdf>). Citigroup Inc. is CGMHI Guarantor under the Programme. By virtue of this Supplement, the Citigroup Inc. 2022 Q1 Form 10-Q is incorporated by reference in, and forms part of, the CGMHI Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. 2022 Q1 Form 10-Q as set out below:

**1. Unaudited interim financial information of Citigroup Inc. in respect of the three months ended 31 March 2022, as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

	<b>Page(s)</b>
A. Consolidated Statements of Income and Comprehensive Income	80-81
B. Consolidated Balance Sheet	82-83
C. Consolidated Statement of Changes in Stockholders' Equity	84
D. Consolidated Statement of Cash Flows	85-86
E. Notes to the Consolidated Financial Statements	87-189

**2. Other information relating to Citigroup Inc., as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

	<b>Page(s)</b>
A. Description of the principal activities of Citigroup Inc. - Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	1-17
B. Description of the principal markets in which Citigroup Inc. competes	
(i) Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business –	3-17

	Income (Loss) and Revenues and Segment Balance Sheet	
(ii)	Strategic Risk	65
(iii)	Note 3 ( <i>Operating Segments</i> ) to the Consolidated Financial Statements	90
C.	Description of the principal investments of Citigroup Inc. – Note 12 ( <i>Investments</i> ) to the Consolidated Financial Statements	104-113
D.	Description of trends and events affecting Citigroup Inc.	
(i)	Citigroup Segments, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-17
(ii)	Significant Accounting Policies and Significant Estimates, Income Taxes, Disclosure Controls and Procedures, Disclosure Pursuant to Section 219 of the Iran Threat Reduction and Syria Human Rights Act and Forward-Looking Statements	71-78
(iii)	Note 1 ( <i>Basis of Presentation, Updated Accounting Policies and Accounting Changes</i> ) to the Consolidated Financial Statements	87-88
E.	Description of litigation involving Citigroup Inc. – Note 23 ( <i>Contingencies</i> ) to the Consolidated Financial Statements	180-181
F.	Risk Management – Managing Global Risk Table of Contents and Managing Global Risk	30-70

Any information not specified in the cross-reference list above but included in the Citigroup Inc. 2022 Q1 Form 10-Q is not incorporated by reference and is either covered elsewhere in the Offering Circular or is not relevant for investors.



*Publication of the Form 8-K of Citigroup Inc. on 10 May 2022*

On 10 May 2022, Citigroup Inc. filed a Current Report on Form 8-K (the "**Citigroup Inc. May 2022 Form 8-K**") with the Securities and Exchange Commission of the United States (the "**SEC**") to reflect changes in the Citigroup Inc. reportable segments from those contained in the Citigroup Inc. Annual Report on Form 10-K for the year ended December 31, 2021 filed with the U.S. Securities and Exchange Commission (SEC) on February 28, 2022. A copy of the Citigroup Inc. May 2022 Form 8-K has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%20May%202022%20Form%208-K.pdf>). Citigroup Inc. is an Issuer under the Programme. By virtue of this Supplement, the Citigroup Inc. May 2022 Form 8-K is incorporated by reference in, and forms part of, the CGMHI Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. May 2022 Form 8-K as set out below:

1. **Audited consolidated financial statements of Citigroup Inc. as of 31 December 2021 and 2020 and for the years ended 31 December 2021, 2020 and 2019, as set out in the Citigroup Inc. May 2022 Form 8-K:**

	<b>Page(s)</b>
(a) Consolidated Statements of Income and Comprehensive Income	130-131
(b) Consolidated Balance Sheet	132-133
(c) Consolidated Statement of Changes in Stockholders' Equity	134-135
(d) Consolidated Statement of Cash Flows	136-137
(e) Notes to the Consolidated Financial Statements	138-315
(f) Report of Independent Registered Public Accounting Firm – Consolidated Financial Statements of Citigroup Inc. as of 31 December 2021 and 2020 and for the years ended 31 December 2021, 2020 and 2019	134-136

2. **Other information relating to Citigroup Inc., as set out in the Citigroup Inc. May 2022 Form 8-K:**

	<b>Page(s)</b>
(a) Description of the principal activities of Citigroup Inc. – Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	4-21
(b) Description of the principal markets in which Citigroup Inc. competes	
(i) Institutional Clients Group	12-16
(ii) Note 3 ( <i>Operating Segments</i> ) to the Consolidated Financial Statements	153

(c)	Description of the principal investments of Citigroup Inc. – Note 13 ( <i>Investments</i> ) to the Consolidated Financial Statements	185-195
(d)	Description of trends and events affecting Citigroup Inc.	
(i)	Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-21
(ii)	Capital Resources	22-37
(iii)	Risk Factors	38-52
(iv)	Sustainability and Other ESG Matters	53-54
(v)	Significant Accounting Policies and Significant Estimates	116-122
(vi)	Note 1 ( <i>Summary of Significant Accounting Policies</i> ) to the Consolidated Financial Statements	138-150
(e)	Description of litigation involving Citigroup Inc.	286-293
(f)	Risk Factors	38-52
(g)	Risk Management	58-115
(h)	Glossary of Terms and Acronyms	311-315

Any information not specified in the cross-reference list above but included in the Citigroup Inc. May 2022 Form 8-K is not incorporated by reference and is either covered elsewhere in the Base Prospectus or is not relevant for investors.

*Publication of the Annual Financial Report of Citigroup Global Markets Holdings Inc. (CGMHI) on 29 April 2022*

On 29 April 2022, CGMHI published its annual financial report for the year ended 31 December 2021 containing its audited consolidated financial statements as of 31 December 2021 and 2020 and for each of the years in the three year period ended 31 December 2021 (the "**CGMHI 2021 Annual Report**"). A copy of the CGMHI 2021 Annual Report has been filed with the FCA and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/CGMHI%202021%20Annual%20Report.pdf>). CGMHI is an Issuer under the Programme. By virtue of this Supplement, the CGMHI 2021 Annual Report is incorporated by reference in, and forms part of, the CGMHI Offering Circular.

The following information appears on the page(s) of the CGMHI 2021 Annual Report as set out below:

1. **The audited consolidated financial statements of CGMHI as of 31 December 2021 and 2020 for the years in the three year period ended 31 December 2021, as set out in the CGMHI 2021 Annual Report, namely:**

**Page(s) of the section entitled "Consolidated Financial Statements"**

A.	Consolidated Statements of Income	1
B.	Consolidated Statements of Comprehensive Income	2
C.	Consolidated Statements of Financial Condition	3-4
D.	Consolidated Statements of Changes in Stockholder's Equity	5
E.	Consolidated Statements of Cash Flows	6
F.	Notes to Consolidated Financial Statements	7-65
G.	Independent Auditors' Report	Fortieth and forty first page of the published CGMHI 2021 Annual Report

2. **The Management Report of CGMHI:**

**Page(s) of the section  
entitled "Management  
Report"**

A.	Management Report	1-34
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Any information not specified in the cross-reference list above but included in the CGMHI 2021 Annual Report is not incorporated by reference and is either covered elsewhere in the Offering Circular or is not relevant for investors.

*Significant change and material adverse change*

There has been no significant change in the consolidated financial or trading position of CGMHI and its subsidiaries taken as a whole since 31 December 2021 (the date of the most recently published audited annual financial statements of CGMHI), and there has been no material adverse change in the financial position or prospects of CGMHI and its subsidiaries taken as a whole since 31 December 2021 (the date of the most recently published audited annual financial statements of CGMHI).

There has been no significant change in the financial performance of CGMHI and its subsidiaries as a whole since 31 December 2021 (the date of the most recently published audited annual financial statements of CGMHI).

There has been no significant change in the financial or trading position of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 March 2022 (the date of Citigroup Inc.'s most recently published unaudited interim financial statements), and there has been no material adverse change in the financial position or prospects of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 December 2021 (the date of Citigroup Inc.'s most recently published audited annual financial statements).

There has been no significant change in the financial performance of Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole since 31 March 2022 (the date of Citigroup Inc.'s most recently published unaudited interim financial statements).

*Legal proceedings*

For a discussion of CGMHI's material legal and regulatory matters, see Note 15 to the Consolidated Financial Statements included in the CGMHI 2021 Annual Report. For a discussion of Citigroup Inc.'s material legal and regulatory matters, of which the matters discussed in Note 15 (as specified above) are a part, see (i) Note 27 to the Consolidated Financial Statements included in the Citigroup Inc. 2021 Form 10-K and (ii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q1 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.

For a discussion of Citigroup Inc.'s material legal and regulatory matters, see (i) Note 27 to the Consolidated Financial Statements included in the Citigroup Inc. 2021 Form 10-K and (ii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q1 Form 10-Q. Save as disclosed in the documents referenced above, neither Citigroup Inc. 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 Citigroup Inc. or Citigroup Inc. and its subsidiaries as a whole, nor, so far as Citigroup Inc. 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 Offering Circular since the publication of the CGMHI Offering Circular Supplement (No.7).

Copies of the CGMHI Offering Circular 2021, the CGMHI Offering Circular Supplement (No.1), the CGMHI Offering Circular Supplement (No.2), the CGMHI Offering Circular Supplement (No.3), the CGMHI Offering Circular Supplement (No.4), the CGMHI Offering Circular Supplement (No.5), the CGMHI Offering Circular Supplement (No.6), the CGMHI Offering Circular Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Notes remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents. Copies of the CGMHI Offering Circular 2021, the CGMHI Offering Circular Supplement (No.1), the CGMHI Offering Circular Supplement (No.2), the CGMHI Offering Circular Supplement (No.3), the CGMHI Offering Circular Supplement (No.4), the CGMHI Offering Circular Supplement (No.5), the CGMHI Offering Circular Supplement (No.6), the CGMHI Offering Circular Supplement (No.7) and this Supplement have also been filed with and are available for viewing on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMHI Offering Circular 2021 by this Supplement and (b) any statement in the CGMHI Offering Circular or otherwise incorporated by reference into the CGMHI Offering Circular 2021, the statements in (a) above will prevail.

## INFORMATION RELATING TO THE CGMFL OFFERING CIRCULAR

Publication of the 2022 Q1 Form 10-Q of Citigroup Inc. on 9 May 2022

On 9 May 2022, Citigroup Inc. filed its Quarterly Report on Form 10-Q (the "**Citigroup Inc. 2022 Q1 Form 10-Q**") for the three months ended 31 March 2022 with the Securities and Exchange Commission of the United States (the "**SEC**"). A copy of the Citigroup Inc. 2022 Q1 Form 10-Q has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%202022%20Q1%20Form%2010-Q.pdf>). Citigroup Inc. is indirect parent company of CGMFL. By virtue of this Supplement, the Citigroup Inc. 2022 Q1 Form 10-Q is incorporated by reference in, and forms part of, the CGMFL Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. 2022 Q1 Form 10-Q as set out below:

**1. Unaudited interim financial information of Citigroup Inc. in respect of the three months ended 31 March 2022, as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

	<b>Page(s)</b>
A. Consolidated Statements of Income and Comprehensive Income	80-81
B. Consolidated Balance Sheet	82-83
C. Consolidated Statement of Changes in Stockholders' Equity	84
D. Consolidated Statement of Cash Flows	85-86
E. Notes to the Consolidated Financial Statements	87-189

**2. Other information relating to Citigroup Inc., as set out in the Citigroup Inc. 2022 Q1 Form 10-Q:**

	<b>Page(s)</b>
A. Description of the principal activities of Citigroup Inc. - Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	1-17
B. Description of the principal markets in which Citigroup Inc. competes	
(i) Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business –	3-17

	Income (Loss) and Revenues and Segment Balance Sheet	
	(ii) Strategic Risk	65
	(iii) Note 3 ( <i>Operating Segments</i> ) to the Consolidated Financial Statements	90
C.	Description of the principal investments of Citigroup Inc. – Note 12 ( <i>Investments</i> ) to the Consolidated Financial Statements	104-113
D.	Description of trends and events affecting Citigroup Inc.	
	(i) Citigroup Segments, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-17
	(ii) Significant Accounting Policies and Significant Estimates, Income Taxes, Disclosure Controls and Procedures, Disclosure Pursuant to Section 219 of the Iran Threat Reduction and Syria Human Rights Act and Forward-Looking Statements	71-78
	(iii) Note 1 ( <i>Basis of Presentation, Updated Accounting Policies and Accounting Changes</i> ) to the Consolidated Financial Statements	87-88
E.	Description of litigation involving Citigroup Inc. – Note 23 ( <i>Contingencies</i> ) to the Consolidated Financial Statements	180-181
F.	Risk Management – Managing Global Risk Table of Contents and Managing Global Risk	30-70

Any information not specified in the cross-reference list above but included in the Citigroup Inc. 2022 Q1 Form 10-Q is not incorporated by reference and is either covered elsewhere in the Offering Circular or is not relevant for investors.

*Publication of the Form 8-K of Citigroup Inc. on 10 May 2022*

On 10 May 2022, Citigroup Inc. filed a Current Report on Form 8-K (the "**Citigroup Inc. May 2022 Form 8-K**") with the Securities and Exchange Commission of the United States (the "**SEC**") to reflect changes in the Citigroup Inc. reportable segments from those contained in the Citigroup Inc. Annual Report on Form 10-K for the year ended December 31, 2021 filed with the U.S. Securities and Exchange Commission (SEC) on February 28, 2022. A copy of the Citigroup Inc. May 2022 Form 8-K has been filed with the Central Bank, Euronext Dublin and the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/Citigroup%20Inc.%20May%202022%20Form%208-K.pdf>). Citigroup Inc. is an Issuer under the Programme. By virtue of this Supplement, the Citigroup Inc. May 2022 Form 8-K is incorporated by reference in, and forms part of, the CGMFL Offering Circular.

The following information appears on the page(s) of the Citigroup Inc. May 2022 Form 8-K as set out below:

1. **Audited consolidated financial statements of Citigroup Inc. as of 31 December 2021 and 2020 and for the years ended 31 December 2021, 2020 and 2019, as set out in the Citigroup Inc. May 2022 Form 8-K:**

	<b>Page(s)</b>
(a) Consolidated Statements of Income and Comprehensive Income	130-131
(b) Consolidated Balance Sheet	132-133
(c) Consolidated Statement of Changes in Stockholders' Equity	134-135
(d) Consolidated Statement of Cash Flows	136-137
(e) Notes to the Consolidated Financial Statements	138-315
(f) Report of Independent Registered Public Accounting Firm – Consolidated Financial Statements of Citigroup Inc. as of 31 December 2021 and 2020 and for the years ended 31 December 2021, 2020 and 2019	134-136

2. **Other information relating to Citigroup Inc., as set out in the Citigroup Inc. May 2022 Form 8-K:**

	<b>Page(s)</b>
(a) Description of the principal activities of Citigroup Inc. – Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	4-21
(b) Description of the principal markets in which Citigroup Inc. competes	
(i) Institutional Clients Group	12-16
(ii) Note 3 ( <i>Operating Segments</i> ) to the Consolidated Financial Statements	153

(c)	Description of the principal investments of Citigroup Inc. – Note 13 ( <i>Investments</i> ) to the Consolidated Financial Statements	185-195
(d)	Description of trends and events affecting Citigroup Inc.	
(i)	Overview, Management's Discussion and Analysis of Financial Condition and Results of Operations, Segment and Business – Income (Loss) and Revenues and Segment Balance Sheet	2-21
(ii)	Capital Resources	22-37
(iii)	Risk Factors	38-52
(iv)	Sustainability and Other ESG Matters	53-54
(v)	Significant Accounting Policies and Significant Estimates	116-122
(vi)	Note 1 ( <i>Summary of Significant Accounting Policies</i> ) to the Consolidated Financial Statements	138-150
(e)	Description of litigation involving Citigroup Inc.	286-293
(f)	Risk Factors	38-52
(g)	Risk Management	58-115
(h)	Glossary of Terms and Acronyms	311-315

Any information not specified in the cross-reference list above but included in the Citigroup Inc. May 2022 Form 8-K is not incorporated by reference and is either covered elsewhere in the Base Prospectus or is not relevant for investors.

*Publication of the Annual Report and Financial Statements of Citigroup Global Markets Funding Luxembourg S.C.A. on 29 April 2022*

On 29 April 2022, CGMFL published its annual report and audited non-consolidated financial statements for the year ended 31 December 2021 (the "**CGMFL 2021 Annual Report**") has been filed with the FCA and has been published on the website of the London Stock Exchange (<https://docs.londonstockexchange.com/sites/default/files/documents/CGMFL%202021%20Annual%20Report.pdf>). CGMFL is an Issuer under the Programme. By virtue of this Supplement, the CGMFL 2021 Annual Report is incorporated by reference in, and forms part of, the CGMFL Offering Circular.

The following information appears on the page(s) of the CGMFL 2021 Annual Report as set out below:

1.	<b>The audited non-consolidated financial statements of CGMFL in respect of the year ended 31 December 2021:</b>	
		<b>Page(s)</b>
A.	Statement of Profit or Loss and other Comprehensive Income	1



B.	Statement of Financial Position	2
C.	Statements of Changes in Equity	3
D.	Statement of Cash Flows	4
E.	Notes to the Financial Statements	5-54
F.	Report on the audit of the financial statements by KPMG Luxembourg <i>Société Coopérative</i> (formerly KPMG Luxembourg S.à r.l.)	Fourteenth to nineteenth pages of the published CGMFL 2021 Annual Report

Any information not specified in the cross-reference list above but included in the CGMFL 2021 Annual Report is not incorporated by reference and is either covered elsewhere in the Offering Circular or is not relevant for investors.

*Publication of the Annual Financial Report of Citigroup Global Markets Limited (CGML)*

On 27 April 2022, Citigroup Global Markets Limited published its audited consolidated financial statements for the year ended 31 December 2021 (the **CGML 2021 Annual Report**). A copy of the CGML 2021 Annual Report has been filed with the Central Bank, Euronext Dublin and the CSSF and has been published on the website of Euronext Dublin (<https://ise-prodnr-eu-west-1-data-integration.s3-eu-west-1.amazonaws.com/202205/6766aa1c-1b97-4c56-8681-9b1c6d62e67c.pdf>) and the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)). CGML is CGMFL Guarantor under the Programme. By virtue of this Supplement, the CGML 2021 Annual Report is incorporated by reference in, and forms part of, the CGMFL ULN Base Prospectus.

The following information appears on the page(s) of the CGML 2021 Annual Report as set out below:

1.	The audited historical financial information of the CGMFL Guarantor in respect of the year ended 31 December 2021:	
		<b>Page(s)</b>
A.	Income Statement	29
B.	Statement of Comprehensive Income	30
C.	Statement of Changes in Equity	31
D.	Balance Sheet	32
E.	Statement of Cash Flows	33
F.	Notes to the Financial Statements	34-108
G.	Independent Auditor's Report to the members of CGML	25-28

Any information not specified in the cross-reference list above but included in the CGML 2021 Annual Report is given for information purposes only.

*Significant change and material adverse change*

There has been no significant change in the financial or trading position of CGMFL or the CGMFL Guarantor since 31 December 2021 (the date of its most recently published audited annual financial statements) and there has been no material adverse change in the financial position or prospects of CGMFL or the CGMFL Guarantor since 31 December 2021 (the date of its most recently published audited annual financial statements).

There has been no significant change in the financial performance of CGMFL or the CGMFL Guarantor since 31 December 2021 (the date of its most recently published audited annual financial statements).

*Legal proceedings*

For a discussion of Citigroup Inc.'s material legal and regulatory matters, see (i) Note 27 to the Consolidated Financial Statements included in the Citigroup Inc. 2021 Form 10-K and (ii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q1 Form 10-Q. Save as disclosed in the documents referenced above, neither CGMFL 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 CGMFL or CGMFL and its subsidiaries taken as a whole, nor, so far as CGMFL is aware, are any such proceedings pending or threatened.

*Corporate Authorities*

The approval of the CGMFL Offering Circular Supplement (No.8) has been authorised pursuant to resolutions of the board of managers of the Corporate Manager of CGMFL on 20 May 2022.

### *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 CGMFL Offering Circular since the publication of the CGMFL Offering Circular Supplement (No.7).

Copies of the CGMFL Offering Circular 2021, the CGMFL Offering Circular Supplement (No.1), the CGMFL Offering Circular Supplement (No.2), the CGMFL Offering Circular Supplement (No.3), the CGMFL Offering Circular Supplement (No.4), the CGMFL Offering Circular Supplement (No.5), the CGMFL Offering Circular Supplement (No.6), the CGMFL Offering Circular Supplement (No.7) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Notes remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents. Copies of the CGMFL Offering Circular 2021, the CGMFL Offering Circular Supplement (No.1), the CGMFL Offering Circular Supplement (No.2), the CGMFL Offering Circular Supplement (No.3), the CGMFL Offering Circular Supplement (No.4), the CGMFL Offering Circular Supplement (No.5), the CGMFL Offering Circular Supplement (No.6), the CGMFL Offering Circular Supplement (No.7) and this Supplement have also been filed with and are available for viewing on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMFL Offering Circular 2021 by this Supplement and (b) any statement in the CGMFL Offering Circular or otherwise incorporated by reference into the CGMFL Offering Circular 2021, the statements in (a) above will prevail.