

CITIGROUP INC. REGIONAL STRUCTURED NOTES BASE PROSPECTUS NO. 2 (UK) SUPPLEMENT (No.7) dated 16 September 2022, CGMHI REGIONAL STRUCTURED NOTES BASE PROSPECTUS NO. 2 (UK) SUPPLEMENT (No.7) dated 16 September 2022 and CGMFL REGIONAL STRUCTURED NOTES BASE PROSPECTUS NO. 2 (UK) SUPPLEMENT (No.7) dated 16 September 2022



CITIGROUP INC.
(incorporated in Delaware)

and

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

and

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

each an issuer under the
Citi Global Medium Term Note Programme

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

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

Approval

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

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

Base Prospectus Supplements

This base prospectus supplement ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7)**") is supplemental to, and must be read in conjunction with, the Regional

Structured Notes Base Prospectus No. 2 (UK) dated 3 December 2021 (the "**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) 2021**"), as supplemented by Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1) dated 10 February 2022 ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1)**"), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2) dated 16 March 2022 ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2)**"), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3) dated 5 May 2022 ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3)**"), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4) dated 24 May 2022 ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4)**"), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5) dated 2 August 2022 ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5)**"), and Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) dated 19 August 2022 ("**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6)**"), in each case, prepared by Citigroup Inc. (the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) 2021, as supplemented by each of Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), and Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6), the "**Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK)**") with respect to the Citi Global Medium Term Note Programme (the "**Programme**").

This base prospectus supplement ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7)**") is supplemental to, and must be read in conjunction with, the Regional Structured Notes Base Prospectus No. 2 (UK) dated 3 December 2021 (the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2021**"), as supplemented by CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1) dated 10 February 2022 ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1)**"), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2) dated 16 March 2022 ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2)**"), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3) dated 5 May 2022 ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3)**"), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4) dated 24 May 2022 ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4)**"), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5) dated 2 August 2022 ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5)**"), and CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) dated 19 August 2022 ("**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6)**"), in each case, prepared by Citigroup Global Markets Holdings Inc. ("**CGMHI**") and Citigroup Inc. in its capacity as the CGMHI Guarantor (the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2021, as supplemented by each of CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), and CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6), the "**CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)**") with respect to the Programme.

This base prospectus supplement ("**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7)**") is supplemental to, and must be read in conjunction with, the Regional Structured Notes Base Prospectus No. 2 (UK) dated 3 December 2021 (the "**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) 2021**"), as supplemented by CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1) dated 10 February 2022 ("**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1)**"), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2) dated 16 March 2022 ("**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2)**"), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3) dated 5 May 2022 ("**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3)**"), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4) dated 24 May 2022 ("**CGMFL Regional Structured Notes**

Base Prospectus No. 2 (UK) Supplement (No.4)"), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5) dated 2 August 2022 ("**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5)**"), and CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) dated 19 August 2022 ("**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6)**"), 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 Regional Structured Notes Base Prospectus No. 2 (UK) 2021, as supplemented by each of CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), and CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6), the "**CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)**") with respect to the Programme.

Reference in this document to the "**Supplement**" are to each of the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7) and the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.7).

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 CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)*" 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 CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional Structured Notes Base Prospectus No. 2 (UK)*" and "*Information relating to the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)*" 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. Regional*

Structured Notes Base Prospectus No. 2 (UK)" and "*Information relating to the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK)*" 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.

Purpose of the Supplement

The purpose of this Supplement is to (i) incorporate by reference the CGMHI 2022 Half-Yearly Financial Report (as defined below) in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK), (ii) amend the Pro Forma Final Terms and (iii) amend the Pro Forma Pricing Supplement.

Defined Terms

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

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

Amendments to the Pro Forma Final Terms

The Pro Forma Final Terms set out in Section G.3 of the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) entitled "*Pro Forma Final Terms*" shall be amended as set out in Schedule 1 to this Supplement.

Amendments to the Pro Forma Pricing Supplement

The Pro Forma Pricing Supplement set out in the section entitled "*Pro Forma Pricing Supplement*" of the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) shall be amended as set out in Schedule 2 to this Supplement.

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. Regional Structured Notes Base Prospectus No. 2 (UK) since the publication of the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6).

Copies of the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) 2021, the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) 2021 will be available on the website specified for each such document in the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) 2021 by this Supplement and (b) any statement in the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) or otherwise incorporated by reference into the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) 2021, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the UK Prospectus Regulation and Rule 3.4.1 of the UK Prospectus Regulation Rules, investors who have already agreed to purchase or subscribe for securities pursuant to the Citigroup Inc. Regional Structured Notes Base Prospectus No. 2 (UK) before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the UK Prospectus Regulation), have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 21 September 2022.

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

Publication of the Half-Yearly Financial Report of Citigroup Global Markets Holdings Inc. (CGMHI) on 31 August 2022

On 31 August 2022, CGMHI published its half-yearly financial report containing its unaudited consolidated interim financial statements as of and for the six months period ended 30 June 2022 (the **CGMHI 2022 Half-Yearly Financial Report**). A copy of the CGMHI 2022 Half-Yearly Financial 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_2022_half-yearly_financial_report.pdf). CGMHI is an Issuer under the Programme. By virtue of this Supplement, the CGMHI 2022 Half-Yearly Financial Report is incorporated by reference in, and forms part of, the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK).

The following information appears on the page(s) of the CGMHI 2022 Half-Yearly Financial Report as set out below:

1. **The unaudited consolidated financial statements of CGMHI as of and for the six months period ended 30 June 2022:**

	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 Stockholders' Equity	5
E. Consolidated Statement of Cash Flows	6
F. Notes to Consolidated Financial Statements	7-42

2. **The Management Report of the Issuer:**

	Page(s) of the section entitled "Management Report"
A. Management Report	1-34

Any information not specified in the cross-reference list above but included in the CGMHI 2022 Half-Yearly Financial Report is not incorporated by reference and is either covered elsewhere in the Base Prospectus or is not relevant for investors.

Amendments to the Pro Forma Final Terms

The Pro Forma Final Terms set out in Section G.3 of the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) entitled "*Pro Forma Final Terms*" shall be amended as set out in Schedule 1 to this Supplement.

Amendments to the Pro Forma Pricing Supplement

The Pro Forma Pricing Supplement set out in the section entitled "*Pro Forma Pricing Supplement*" of the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) shall be amended as set out in Schedule 2 to this Supplement.

Significant change and material adverse change

There has been no significant change in the consolidated financial position of CGMHI and its subsidiaries taken as a whole since 30 June 2022 (the date of the most recently published unaudited 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 financial statements of CGMHI).

There has been no significant change in the financial performance of CGMHI and its subsidiaries as a whole since 30 June 2022 (the date of the most recently published unaudited financial statements of CGMHI).

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 and Note 13 to the Consolidated Financial Statements included in the CGMHI 2022 Half-Yearly Financial 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, (ii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q1 Form 10-Q and (iii) Note 23 to the Consolidated Financial Statements included in the Citigroup Inc. 2022 Q2 Form 10-Q. Save as disclosed in the documents referenced above, neither CGMHI nor any of its subsidiaries is involved in, or has been involved in, any governmental, legal or arbitration proceedings that may have had in the twelve months before the date of this Supplement, a significant effect on the financial position or profitability of CGMHI or CGMHI and its subsidiaries taken as a whole, nor, so far as CGMHI is aware, are any such proceedings pending or threatened.

General

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

Copies of the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2021, the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2021 will be available on the website specified for each such document in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2021 by this Supplement and (b) any statement in the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) or otherwise incorporated by reference into the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) 2021, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the UK Prospectus Regulation and Rule 3.4.1 of the UK Prospectus Regulation Rules, investors who have already agreed to purchase or subscribe for securities pursuant to the CGMHI Regional Structured Notes Base Prospectus No. 2 (UK) before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the UK Prospectus Regulation), have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 21 September 2022.

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

Amendments to the Pro Forma Final Terms

The Pro Forma Final Terms set out in Section G.3 of the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) entitled "*Pro Forma Final Terms*" shall be amended as set out in Schedule 1 to this Supplement.

Amendments to the Pro Forma Pricing Supplement

The Pro Forma Pricing Supplement set out in the section entitled "*Pro Forma Pricing Supplement*" of the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) shall be amended as set out in Schedule 2 to this Supplement.

Corporate Authorities

The approval of the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) has been authorised pursuant to resolutions of the board of managers of the Corporate Manager of CGMFL on 14 September 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 Regional Structured Notes Base Prospectus No. 2 (UK) since the publication of the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6).

Copies of the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) 2021, the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.1), the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.2), the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.3), the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.4), the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.5), the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) Supplement (No.6) and this Supplement will be obtainable free of charge in electronic form, for so long as the Programme remains in effect or any Securities remain outstanding, at the specified office of the Fiscal Agent and each of the other Paying Agents and all documents incorporated by reference in the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) 2021 will be available on the website specified for each such document in the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK).

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) 2021 by this Supplement and (b) any statement in the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) or otherwise incorporated by reference into the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) 2021, the statements in (a) above will prevail.

Withdrawal rights

In accordance with Article 23 of the UK Prospectus Regulation and Rule 3.4.1 of the UK Prospectus Regulation Rules, investors who have already agreed to purchase or subscribe for securities pursuant to the CGMFL Regional Structured Notes Base Prospectus No. 2 (UK) before this Supplement is published, and for whom any of the information in this Supplement relates to the issue of the relevant securities (within the meaning of Article 23(4) of the UK Prospectus Regulation), have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy to which this Supplement relates arose or was noted before the closing of the offer period or the delivery of the securities, whichever occurs first. Investors may contact the relevant distributor of such securities in connection therewith should they wish to exercise such right of withdrawal. The final date of such right of withdrawal is 21 September 2022.

SCHEDULE 1

AMENDMENTS TO THE PRO FORMA FINAL TERMS

The Pro Forma Final Terms set out in Section G.3 of the Base Prospectus entitled "*Pro Forma Final Terms*" shall be amended by:

- (a) inserting a new footnote 24 in respect of the signature block on page 361, so that it now reads as follows:

"[Signed on behalf of the Issuer:

By:

Duly authorised]²⁴

24 Above signature block to be deleted and this document should not be signed unless there is a specific requirement to do so for the particular trade."; and

- (b) by making all necessary consequential changes to the numbering of the footnotes.

SCHEDULE 2

AMENDMENTS TO THE PRO FORMA PRICING SUPPLEMENT

The Pro Forma Pricing Supplement set out in the section of the Base Prospectus entitled "*Pro Forma Pricing Supplement*" shall be amended by:

- (a) inserting a new footnote 21 in respect of the signature block on page 441, so that it now reads as follows:

"[Signed on behalf of the Issuer:

By:

Duly authorised]²¹

21 Above signature block to be deleted and this document should not be signed unless there is a specific requirement to do so for the particular trade."; and

- (b) by making all necessary consequential changes to the numbering of the footnotes.