

PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Securities are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any “retail investor” in the United Kingdom (“**UK**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (as amended, the “**FSMA**”) and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as 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 EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the “**UK Prospectus Regulation**”). 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**”) for offering or selling the Securities or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Securities or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

The Base Listing Particulars referred to below (as completed by this Pricing Supplement) has been prepared on the basis that:

- (a) any offer of Securities in any Member State of the EEA will be made pursuant to an exemption under the EU Prospectus Regulation from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer in that Member State of the Securities may only do so 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; and
- (b) any offer of Securities in the United Kingdom (“**UK**”) will be made pursuant to an exemption under the UK Prospectus Regulation from the requirement to publish a prospectus for offers of the Securities. Accordingly any person making or intending to make an offer in the UK of the Securities may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to section 85 of the Financial Services and Markets Act (as amended, the “**FSMA**”) or supplement a prospectus pursuant to Article 23 of the UK Prospectus Regulation, in each case, in relation to such offer.

None of the Issuer, the CGMHI 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) and “**UK Prospectus Regulation**” means Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the “**EUWA**”).

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; (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 Listing Particulars.

Pricing Supplement dated 25 February 2025

Citigroup Global Markets Holdings Inc.

Legal Entity Identifier (LEI):

82VOJDD5PTRDMVVMGV31

Issue of 1,800 Units of Euro 1,000 Fixed Coupon Autocall Certificates based Upon BPER Banca S.p.A.

Guaranteed by Citigroup Inc.
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 Listing Particulars and the Supplement to the Base Listing Particulars.

This document constitutes the Pricing Supplement of the Securities described herein and must be read in conjunction with the Base Listing Particulars as so supplemented. Full information on the Issuer, the CGMHI Guarantor and the offer of the Securities is only available on the basis of the combination of this Pricing Supplement and the Base Listing Particulars as so supplemented.

The Base Listing Particulars and the Supplement are available for viewing at the offices of the Paying Agents and on the website of the Issuer (<https://it.citifirst.com>).

For the purposes hereof, "**Base Listing Particulars**" means the CGMHI GMI Base Listing Particulars in relation to the Programme dated 18 November 2024, as supplemented by a Supplement (No.1) dated 31 January 2025 (the "**Supplement No.1**").

1. (i) Issuer: Citigroup Global Markets Holdings Inc.
- (ii) Guarantor: Citigroup Inc.
2. (i) Type of Security: Italian Listed Certificates

Each reference herein to "Note(s)" shall be construed to be to "Certificate(s)" and related expressions shall be construed accordingly. In addition, (i) references herein to "redemption" and "redeem" shall be construed to be to "termination" and "terminate", references herein to "principal" and "principal amount", respectively, shall be construed to be to "invested amount", references herein to "nominal amount" shall be construed to be to "calculation amount", references herein to "settlement" and "settle" and "settled" shall be construed to be to, respectively, "termination" and "terminate" and "terminated" and references herein to "redemption", "redeem" and "Maturity Date" shall be construed to be references to "termination", "terminate" and "Final Termination Date" and (ii) references herein to "interest", "Interest Payment Date", "Interest Period" and "Interest Rate" and "Interest Underlying" shall be construed to be references to "premium", "Premium Payment Date", "Premium Period", and "Premium Rate" and "Premium Underlying", respectively and all related expressions shall be construed accordingly.

- (ii) Governing Law: English Law
 - (iii) Series Number: GMTCH22482
 - (iv) Tranche Number: 1
 - (v) Date on which the Securities will be consolidated and form a single Series: Not Applicable
3. Settlement Currency or Euro (EUR)
Currencies:
4. Aggregate Principal Amount:
- (i) Series: 1,800 Units (each Unit being EUR 1,000 in principal amount of the Securities).
 - (ii) Tranche: 1,800 Units (each Unit being EUR 1,000 in principal amount of the Securities).
- The Securities are issued in Units. Accordingly, references herein to Units shall be deemed to be references to EUR 1,000 in principal amount of the Securities and all references in the Conditions to payments and/or deliveries being made in respect of a Security shall be construed to such payments and/or deliveries being made in respect of a Unit
5. Issue Price: Euro 1,000 per Security
6. (i) Specified Denominations: 1 Unit
- (ii) Calculation Amount: 1 Unit
7. (i) Trade Date: 19 February 2025
- (ii) Issue Date: 28 February 2025

- (iii) Interest Commencement Date: Not Applicable
8. Scheduled Maturity Date: 7 March 2029, subject to adjustment in accordance with the Following Business Day Convention
9. Type of Interest / Redemption: Non-Contingent Interest Amount
- 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 20
- The Securities are Cash Settled Securities
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: Senior
- (iii) Status of the CGMFL Deed of Guarantee: Not Applicable

PROVISIONS RELATING TO UNDERLYING LINKED SECURITIES AND EARLY REDEMPTION

13. Underlying Linked Securities Provisions: Applicable – the provisions in the Valuation and Settlement Schedule apply (subject as provided in any relevant Underlying Schedule)
- (i) Underlying: Applicable
- (A) Description of Underlying(s): Common stock of the Share Company (ISIN: IT0000066123)
- (B) Classification: Share
- (C) Electronic Page: BPE IM Equity
- (ii) Particulars in respect of each Underlying: Applicable
- Share(s):
- (A) Share Company: BPER Banca S.p.A.
- (B) Exchange(s): Borsa Italiana
- (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):	<p>Increased Cost of Stock Borrow</p> <p>Loss of Stock Borrow</p> <p>Early Termination Option: Applicable</p> <p>Early Termination Amount: Fair Market Value</p> <p>Deduction of Hedge Costs: Applicable</p> <p>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable</p> <p>Pro Rata Issuer Cost Reimbursement: Not Applicable</p> <p>Additional Costs on account of Early Redemption: Not Applicable</p>
(B)	Share Substitution:	<p>Applicable</p> <p>Share Substitution Criteria: Reference Index</p>
(C)	Additional Adjustment Event(s):	<p>Share Condition 4 – Corporate Action: Applicable</p> <p>Early Termination Option: Applicable</p> <p>Early Termination Amount: Fair Market Value</p> <p>Deduction of Hedge Costs: Applicable</p> <p>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable</p> <p>Pro Rata Issuer Cost Reimbursement: Not Applicable</p> <p>Additional Costs on account of Early Redemption: Not Applicable</p> <p>Share Condition 4 – Delisting: Applicable</p> <p>Early Termination Option: Applicable</p> <p>Early Termination Amount: Fair Market Value</p> <p>Deduction of Hedge Costs: Applicable</p> <p>Deduction of Issuer Costs and Hedging and Funding Costs: Applicable</p> <p>Pro Rata Issuer Cost Reimbursement: Not Applicable</p> <p>Additional Costs on account of Early Redemption: Not</p>

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 Redemption: 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 Redemption: 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 Redemption: 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 Redemption: Not

		Applicable
		Share Condition 4 – De-stapling Event: Not Applicable
		Share Condition 4 – Component Share Additional Adjustment Event: Not Applicable
	(D) Dividend Adjusted Performance:	Not Applicable
(iv)	Realisation Disruption:	Not Applicable
(v)	RMB Disruption Event:	Not Applicable
(vi)	Hedging Disruption Early Termination Event:	Not Applicable
(vii)	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 Redemption: Not Applicable
(viii)	Section 871(m) Event:	Applicable
		Section 871(m) Event (Hedging): Not 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 Redemption: Not Applicable
(ix)	Early Redemption for Taxation Reasons:	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 Redemption: Applicable
(x)	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 Redemption: Not Applicable
(xi)	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 Redemption: Not Applicable
(xii)	Early Redemption 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 Redemption: Applicable
(xiii)	Continuance of Securities Provision:			Not Applicable
(xiv)	Early Redemption Obligor Regulatory 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 Redemption: Applicable
(xv)	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 Redemption: Applicable
(xvi)	Minimum Return Amount:	Not Applicable

PROVISIONS RELATING TO INTEREST

14. Interest Provisions:	Applicable
(i) Interest Strike Level, Specified Valuation Date(s), Interest Amount/Rate, IPR, Interest Payment Date(s), Specified Interest Valuation Date(s), Lower Interest Barrier Level, Upper Interest Barrier Level, Interest Barrier Level, Specified Interest Barrier Observation Date:	Not Applicable
(ii) Non-Contingent Interest Provisions where Valuation and Settlement Condition 1.4(a) applies:	Applicable
(A) Non-Contingent Interest Amount:	EUR 6.525 per Security
(B) Non-Contingent Interest Amount Payment Dates:	4 April 2025, 6 May 2025, 4 June 2025, 8 July 2025, 4 August 2025, 5 September 2025, 6 October 2025, 4 November 2025, 5 December 2025, 6 January 2026, 4 February 2026, 9 March 2026, 8 April 2026, 6 May 2026, 4 June 2026, 6 July 2026, 4 August 2026, 4 September 2026, 5 October 2026, 4 November 2026, 7 December 2026, 5 January 2027, 4 February 2027, 8 March 2027, 6 April 2027, 5 May 2027, 7 June 2027, 6 July 2027, 4 August 2027, 7 September 2027, 5 October 2027, 4 November 2027, 6 December 2027, 4 January 2028, 4 February 2028, 6 March 2028, 4 April 2028, 8 May 2028, 5 June 2028, 6 July 2028, 4 August 2028, 5 September 2028, 5 October 2028, 6 November 2028, 5 December 2028, 5 January 2029, 5 February 2029 and 7 March 2029, subject to adjustment in accordance with the Following Business Day Convention

(iii)	Underlying Linked Interest Provisions where Valuation and Settlement Condition 1.5 applies:	Not Applicable
(iv)	Interest Strike Dates:	Not Applicable
(v)	Underlying(s) relevant to interest, Interim Performance Provisions and provisions relating to levels of the Interest Underlying(s) and Interest Barrier Events	Not Applicable
(vi)	Provisions relating to a Interest Barrier Event:	Not Applicable
(vii)	Provisions relating to the rate or amount of interest due	
(A)	Fixed Rate Security Provisions	Not Applicable
(B)	Floating Rate Security Provisions:	Not Applicable
(C)	CMS Rate Security:	Not Applicable
(D)	Spread Securities Provisions:	Not Applicable
(E)	Range Accrual (Expanded) Securities Provisions:	Not Applicable
(F)	Buy the Dip Securities Provisions:	Not Applicable
(G)	Inflation Rate Securities Provisions:	Not Applicable
(H)	DIR Inflation Linked Securities Provisions:	Not Applicable
(I)	Digital Securities Provisions:	Not Applicable
(J)	Digital Band Securities Provisions:	Not Applicable
(K)	Inverse Floating Rate Securities Provisions:	Not Applicable
(L)	Volatility Bond Securities	Not Applicable

	Provisions:		
(M)	Synthetic Rate Provisions:	Forward Securities	Not Applicable
(N)	Previous Linked Provisions:	Coupon Securities	Not Applicable
(O)	FX Securities Provisions:	Performance	Not Applicable
(P)	Reserve Securities Provisions:	Coupon	Not Applicable
(Q)	Global Securities Provisions:	Interest Floor	Not Applicable
(R)	Auto Provisions:	Floor Securities	Not Applicable
(S)	Global Securities Provisions:	Interest Cap	Not Applicable
(T)	Auto Provisions:	Cap Securities	Not Applicable
(U)	Restructure Rate Provisions:	Interest Securities	Not Applicable
(V)	Interim Interest Provisions:	Performance	Not Applicable
(W)	Interest Rollup:		Not Applicable
(viii)	Interest Underlying Provisions:	Valuation	Not Applicable

PROVISIONS RELATING TO SWITCHER OPTION

15. **Switcher Option:** Not Applicable

PROVISIONS RELATING TO LOCK-IN CHANGE OF INTEREST BASIS

16. **Lock-in Change of Interest Basis:** Not Applicable

PROVISIONS RELATING TO ZERO COUPON SECURITIES

17. **Zero Coupon Securities Provisions:** Not Applicable

PROVISIONS RELATING TO ANY ISSUER CALL, INVESTOR PUT, ANY MANDATORY 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:

Mandatory Early Redemption Event: Not Applicable

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 Barrier Level, Upper MER Barrier Level, 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):: See Table below

(B) Specified Mandatory Early Redemption Strike Date: For the purpose of determining whether a MER Barrier Event has occurred: 21 February 2025

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

(A) Mandatory Early Redemption Underlying: The Underlying specified in item 13 above

(B)	Mandatory Redemption Underlying(s):	Early Barrier	The Mandatory Early Redemption Underlying
	Mandatory Early Redemption Performance Provisions:		Not Applicable
(A)	Single Observation:	Underlying	Not Applicable
(B)	Weighted Observation:	Basket	Not Applicable
(C)	Best of Observation:	Basket	Not Applicable
(D)	Worst of Observation:	Basket	Not Applicable
(E)	Outperformance Observation:		Not Applicable
	Provisions relating to levels of the Mandatory Early Redemption Underlying(s)		Applicable
(A)	Mandatory Redemption Initial Level:	Early	For the purpose of determining whether a MER Barrier Event has occurred: Closing Level on Mandatory Early Redemption Strike Date
(B)	Mandatory Redemption Level:	Early Reference	For the purpose of determining whether a MER Barrier Event has occurred: Closing Level on Mandatory Early Redemption Valuation Date
	Provisions relating to a Mandatory Early Redemption Barrier Event		Applicable
(A)	Mandatory Redemption Event:	Early Barrier	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 Redemption due where MER Upper Barrier Percentage is Not Applicable:	Early Amount	See MER Amount in Table below
(B)	Mandatory Redemption due where MER Upper Barrier Percentage is	Early Amount	Not Applicable

Applicable:

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

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

Mandatory Early Redemption Underlying Provisions Valuation Applicable

(E) Averaging: Not Applicable

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

(G) 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

(H) Valuation Roll: Eight

MER Strike Level	Specified MER Valuation Date(s)	Specified MER Upper Barrier Event Valuation Date	MER Barrier Level (%)	Specified MER Barrier Observation Date	MER Amount	MERPR (%)	MER Date
MER Initial Level	28 August 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the MER Underlying	28 August 2025	EUR 1,000	Not Applicable	5 September 2025
MER Initial Level	29 September 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the MER Underlying	29 September 2025	EUR 1,000	Not Applicable	6 October 2025
MER Initial Level	28 October 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the MER Underlying	28 October 2025	EUR 1,000	Not Applicable	4 November 2025
MER Initial Level	28 November 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the MER Underlying	28 November 2025	EUR 1,000	Not Applicable	5 December 2025
MER Initial Level	29 December 2025	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the MER Underlying	29 December 2025	EUR 1,000	Not Applicable	6 January 2026
MER Initial Level	28 January 2026	Not Applicable	Greater than or equal to 100% of the MER Initial Level of the MER Underlying	28 January 2026	EUR 1,000	Not Applicable	4 February 2026
MER Initial Level	2 March 2026	Not Applicable	Greater than or equal to 95% of the MER Initial Level of the MER Underlying	2 March 2026	EUR 1,000	Not Applicable	9 March 2026
MER Initial Level	30 March 2026	Not Applicable	Greater than or equal to 95% of the MER Initial Level of the MER Underlying	30 March 2026	EUR 1,000	Not Applicable	8 April 2026

MER Initial Level	28 April 2026	Not Applicable	Greater than or equal to 95% of the MER Initial Level of the MER Underlying	28 April 2026	EUR 1,000	Not Applicable	6 May 2026
MER Initial Level	28 May 2026	Not Applicable	Greater than or equal to 95% of the MER Initial Level of the MER Underlying	28 May 2026	EUR 1,000	Not Applicable	4 June 2026
MER Initial Level	29 June 2026	Not Applicable	Greater than or equal to 95% of the MER Initial Level of the MER Underlying	29 June 2026	EUR 1,000	Not Applicable	6 July 2026
MER Initial Level	28 July 2026	Not Applicable	Greater than or equal to 95% of the MER Initial Level of the MER Underlying	28 July 2026	EUR 1,000	Not Applicable	4 August 2026
MER Initial Level	28 August 2026	Not Applicable	Greater than or equal to 90% of the MER Initial Level of the MER Underlying	28 August 2026	EUR 1,000	Not Applicable	4 September 2026
MER Initial Level	28 September 2026	Not Applicable	Greater than or equal to 90% of the MER Initial Level of the MER Underlying	28 September 2026	EUR 1,000	Not Applicable	5 October 2026
MER Initial Level	28 October 2026	Not Applicable	Greater than or equal to 90% of the MER Initial Level of the MER Underlying	28 October 2026	EUR 1,000	Not Applicable	4 November 2026
MER Initial Level	30 November 2026	Not Applicable	Greater than or equal to 90% of the MER Initial Level of the MER Underlying	30 November 2026	EUR 1,000	Not Applicable	7 December 2026
MER Initial Level	28 December 2026	Not Applicable	Greater than or equal to 90% of the MER Initial Level of the MER Underlying	28 December 2026	EUR 1,000	Not Applicable	5 January 2027
MER Initial Level	28 January 2027	Not Applicable	Greater than or equal to 90% of the MER Initial Level of the MER Underlying	28 January 2027	EUR 1,000	Not Applicable	4 February 2027
MER Initial Level	1 March 2027	Not Applicable	Greater than or equal to 85% of the MER Initial Level of the MER Underlying	1 March 2027	EUR 1,000	Not Applicable	8 March 2027
MER Initial Level	30 March 2027	Not Applicable	Greater than or equal to 85% of the MER Initial Level of the MER Underlying	30 March 2027	EUR 1,000	Not Applicable	6 April 2027
MER Initial Level	28 April 2027	Not Applicable	Greater than or equal to 85% of the MER Initial Level of the MER Underlying	28 April 2027	EUR 1,000	Not Applicable	5 May 2027
MER Initial Level	28 May 2027	Not Applicable	Greater than or equal to 85% of the MER Initial Level of the MER Underlying	28 May 2027	EUR 1,000	Not Applicable	7 June 2027
MER Initial Level	28 June 2027	Not Applicable	Greater than or equal to 85% of the MER Initial Level of the MER Underlying	28 June 2027	EUR 1,000	Not Applicable	6 July 2027
MER Initial Level	28 July 2027	Not Applicable	Greater than or equal to 85% of the MER Initial Level of the MER Underlying	28 July 2027	EUR 1,000	Not Applicable	4 August 2027
MER Initial Level	30 August 2027	Not Applicable	Greater than or equal to 80% of the MER Initial Level of the MER Underlying	30 August 2027	EUR 1,000	Not Applicable	7 September 2027
MER Initial Level	28 September 2027	Not Applicable	Greater than or equal to 80% of the MER Initial Level of the MER Underlying	28 September 2027	EUR 1,000	Not Applicable	5 October 2027
MER Initial Level	28 October 2027	Not Applicable	Greater than or equal to 80% of the MER Initial Level of the MER Underlying	28 October 2027	EUR 1,000	Not Applicable	4 November 2027
MER Initial Level	29 November 2027	Not Applicable	Greater than or equal to 80% of the MER Initial Level of the MER Underlying	29 November 2027	EUR 1,000	Not Applicable	6 December 2027

MER Initial Level	28 December 2027	Not Applicable	Greater than or equal to 80% of the MER Initial Level of the MER Underlying	28 December 2027	EUR 1,000	Not Applicable	4 January 2028
MER Initial Level	28 January 2028	Not Applicable	Greater than or equal to 80% of the MER Initial Level of the MER Underlying	28 January 2028	EUR 1,000	Not Applicable	4 February 2028
MER Initial Level	28 February 2028	Not Applicable	Greater than or equal to 75% of the MER Initial Level of the MER Underlying	28 February 2028	EUR 1,000	Not Applicable	6 March 2028
MER Initial Level	28 March 2028	Not Applicable	Greater than or equal to 75% of the MER Initial Level of the MER Underlying	28 March 2028	EUR 1,000	Not Applicable	4 April 2028
MER Initial Level	28 April 2028	Not Applicable	Greater than or equal to 75% of the MER Initial Level of the MER Underlying	28 April 2028	EUR 1,000	Not Applicable	8 May 2028
MER Initial Level	29 May 2028	Not Applicable	Greater than or equal to 75% of the MER Initial Level of the MER Underlying	29 May 2028	EUR 1,000	Not Applicable	5 June 2028
MER Initial Level	28 June 2028	Not Applicable	Greater than or equal to 75% of the MER Initial Level of the MER Underlying	28 June 2028	EUR 1,000	Not Applicable	6 July 2028
MER Initial Level	28 July 2028	Not Applicable	Greater than or equal to 75% of the MER Initial Level of the MER Underlying	28 July 2028	EUR 1,000	Not Applicable	4 August 2028
MER Initial Level	28 August 2028	Not Applicable	Greater than or equal to 70% of the MER Initial Level of the MER Underlying	28 August 2028	EUR 1,000	Not Applicable	5 September 2028
MER Initial Level	28 September 2028	Not Applicable	Greater than or equal to 70% of the MER Initial Level of the MER Underlying	28 September 2028	EUR 1,000	Not Applicable	5 October 2028
MER Initial Level	30 October 2028	Not Applicable	Greater than or equal to 70% of the MER Initial Level of the MER Underlying	30 October 2028	EUR 1,000	Not Applicable	6 November 2028
MER Initial Level	28 November 2028	Not Applicable	Greater than or equal to 70% of the MER Initial Level of the MER Underlying	28 November 2028	EUR 1,000	Not Applicable	5 December 2028
MER Initial Level	28 December 2028	Not Applicable	Greater than or equal to 70% of the MER Initial Level of the MER Underlying	28 December 2028	EUR 1,000	Not Applicable	5 January 2029
MER Initial Level	29 January 2029	Not Applicable	Greater than or equal to 70% of the MER Initial Level of the MER Underlying	29 January 2029	EUR 1,000	Not Applicable	5 February 2029

20. Redemption Amount: See item (i) below

(i) Underlying Linked Securities Applicable
Redemption Provisions

Dates

(A) Specified Redemption Barrier Observation Date: For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: 28 February 2029

(B) Specified Final Valuation Date(s): For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has

occurred: 28 February 2029

(C)	Specified Redemption Strike Date:	In respect of the Redemption Underlying: 21 February 2025
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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
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(B)	Redemption Barrier Underlying(s):	The Final Performance Underlying
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Final Provisions:	Performance	Applicable
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(A)	Single Underlying Observation:	Applicable for the purpose of determining the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred
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I.	Maximum Final Performance Percentage:	Not Applicable
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II.	Minimum Final Performance Percentage:	Not Applicable
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III.	Maximum Final Performance Percentage (Barrier Event):	Not Applicable
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IV.	Minimum Final Performance Percentage (Barrier Event):	Not Applicable
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V.	Maximum Final Performance Percentage (Barrier Event Satisfied):	Not Applicable
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VI.	Minimum Final Performance Percentage (Barrier Event Satisfied):	Not Applicable
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VII.	Maximum Final Performance Percentage	Not Applicable
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	(Barrier Event Not Satisfied):		
VIII.	Minimum Final Performance Percentage (Barrier Event Not Satisfied):		Not Applicable
IX.	Final Performance Adjustment Percentage:		Not Applicable
(B)	Weighted Basket Observation:		Not Applicable
(C)	Best of Basket Observation:		Not Applicable
(D)	Worst of Basket Observation:		Not Applicable
(E)	Outperformance Observation:		Not Applicable
(F)	Arithmetic Mean Underlying Return:		Not Applicable
(G)	Cliquet:		Not Applicable
(H)	Himalaya Final Performance – Asian Observation:		Not Applicable
	Provisions relating to levels of the Redemption Underlying(s)		Applicable
(A)	Redemption Initial Level:		For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: Closing Level on Redemption Strike Date
(B)	Final Reference Level:		For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: Closing Level on Final Valuation Date
(C)	Redemption Strike Level:		For the purpose of determining whether a Redemption Barrier Event has occurred and the Performance-Linked Redemption Amount if a Redemption Barrier Event has occurred: Redemption Initial Level
	Provisions relating to a		Applicable

Redemption Barrier Event

(A) Redemption Barrier Event: In respect of the Redemption Barrier Underlying: Applicable – Redemption Barrier Event European Observation

(B) Final Barrier Level: less than 50% 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 – Euro 1,000 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

occurred:

(E)	Redemption Amount due where a Redemption Barrier Event has occurred and no Redemption Lower Barrier Event is specified:	Applicable - the Performance-Linked Redemption Amount determined in accordance with Put Option Provisions
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(F)	Redemption Lower Barrier Event:	Not Applicable
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(G)	Redemption Amount due where a Redemption Barrier Event has occurred and a Redemption Lower Barrier Event is specified:	Not Applicable
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I.	Lower Barrier Event Redemption Amount due where a Redemption Barrier Event has occurred:	Not Applicable
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II.	Non Lower Barrier Event Redemption Amount due where a Redemption Barrier Event has occurred:	Not Applicable
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(H)	Redemption Lock-in Event:	Not Applicable
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(I)	Redemption Lock-in Event Redemption Amount due where a Redemption Lock-in Event has occurred	Not Applicable
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Performance-Linked Redemption Amount:

Put Option	Applicable if a Redemption Barrier Event occurs
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I.	Relevant Percentage:	100%
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II.	Maximum Redemption Amount:	Not Applicable
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III.	Minimum Redemption Amount:	Not Applicable
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IV.	Maximum Redemption Amount (Barrier Event Satisfied):	Not Applicable
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V.	Minimum Redemption Amount (Barrier Event Satisfied):	Not Applicable
VI.	Maximum Redemption Amount (Barrier Event Not Satisfied):	Not Applicable
VII.	Minimum Redemption Amount (Barrier Event Not Satisfied):	Not Applicable
VIII.	Final Participation Rate (FPR):	Not Applicable
IX.	Redemption Adjustment:	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
	Swaption:	Not Applicable
	Provisions relating to Buy the Dip Securities	Not Applicable
	Redemption Underlying Valuation Provisions (for the purposes of Valuation and Settlement Condition 1.8(a) or 1.8(c))	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
	Provisions relating to the Preference Share-Linked Redemption Amount in respect of Preference Share	Not Applicable

Linked Securities (for the purposes of Valuation and Settlement Condition 1.8(b))

Split Payment Conditions: Not Applicable

21. **FX Provisions:** Not Applicable

22. **FX Performance:** Not Applicable

PROVISIONS RELATING TO CREDIT LINKED NOTES

23. **Credit Linked Notes:** Not Applicable

PROVISIONS RELATING TO INDEX SKEW NOTES

24. **Index Skew Notes:** Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE SECURITIES

25. **Form of Securities:** Registered Securities
Regulation S Global Registered Security Certificate registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg

26. **New Safekeeping Structure:** Not Applicable

27. **Business Centre(s):** New York City and T2

28. **Business Day Jurisdiction(s) or other special provisions relating to payment dates:** New York City and T2

29. **Redenomination, renominatisation and reconventioning provisions:** Not Applicable

30. **Consolidation provisions:** The provisions of General Condition 14 (*Further Issues*) apply

31. **Substitution provisions:** Applicable: The provisions of General Condition 17 (*Substitution of the Issuer, the CGMHI Guarantor and the CGMFL Guarantor*) apply

Additional Requirements: Not Applicable

32. **Name and address of Calculation Agent:** Citigroup Global Markets Limited (acting through its EMEA Equity Stocks Exotic Trading Desk (or any successor department/group) at Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom.

33. **Determination Agent:** Calculation Agent

34. Determinations:	
(i) Standard:	Sole and Absolute Determination
(ii) Minimum Amount Adjustment Prohibition:	Applicable
35. Determinations and Exercise of Discretion (BEC):	Not Applicable
36. Prohibition of sales to consumers in Belgium:	Applicable
37. Additional provisions applicable to Securities traded on Borsa Italiana S.p.A. trading venues:	Applicable
(i) Expiry Date (<i>Data di Scadenza</i>) for the purposes of EuroTLX:	7 March 2029
(ii) Record Date:	Not Applicable
(iii) Minimum Trading Lot:	1 Unit
38. Other final terms:	Not Applicable
(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

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING:

Admission to trading and listing: Application has been made by the Issuer (or on its behalf) for the Securities to be admitted to trading on the multilateral trading facility of EuroTLX – Cert-X Segment managed by Borsa Italiana S.p.A. ("**EuroTLX – Cert-X**") with effect from on or around the Issue Date..

Estimated expenses relating to admission to trading: Approximately Euro 400

2. RATINGS

Ratings: The Securities are not rated.

3. 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.

4. DISCLAIMER

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5. OPERATIONAL INFORMATION

ISIN Code: XS2930019794

Common Code: 293001979

CUSIP: 5C3K979E9

WKN: Not Applicable

Valoren: Not Applicable

CFI: DEXFTX, 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/7.83UT 20290307, 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

6. 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 Reuterweg 16, 60323 Frankfurt am Main, Germany

(vi) Total commission and concession: No commissions and concessions are payable by the Issuer to the Dealer.

The distribution fee payable by the Dealer to any distributor is 2.00% per Specified Denomination.

Investors can obtain more information about the fee by contacting the Dealer at the address set out above.

(vii) Prohibition of Sales to EEA Retail Investors: Not Applicable

(viii) Prohibition of Sales to UK Retail Investors: Applicable

7. UNITED STATES TAX CONSIDERATIONS

General: For federal income tax purposes, the Issuer intends to treat the Securities as debt.

Section 871(m): The Issuer has determined that the Securities are not Specified ELIs for the purpose of Section 871(m).