

Citigroup Inc.
Issue of EUR 1,000,000,000 4.112 per cent. Fixed Rate/Floating Rate Callable Notes due September 2033
under the
U.S.\$110,000,000,000
Programme for the issuance of Euro Medium-Term Notes, Series C

The securities described herein have not been and will not be registered under the U.S. Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

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| 1. | Specified Currency: | Euro (“EUR”) |
| 2. | Aggregate Nominal Amount: | EUR 1,000,000,000 |
| 3. | Issue Price: | 100.000 per cent. of the Aggregate Nominal Amount |
| 4. | (i) Specified Denominations: | EUR 100,000 and integral multiples of EUR 1,000 in excess thereof |
| | (ii) Calculation Amount: | EUR 1,000 |
| 5. | Issue Date: | 22 September 2022 |
| 6. | Maturity Date: | The Interest Payment Date falling on or nearest to 22 September 2033 |
| 7. | Interest Basis: | 4.112 per cent. per annum Fixed Rate, from, and including, the Issue Date to, but excluding, 22 September 2032 (the “Fixed Rate Period”)

Three-month EURIBOR + 1.600 per cent. per annum Floating Rate, from, and including, 22 September 2033 (the “Floating Rate Period”)

(further particulars specified below) |
| 8. | Redemption/Payment Basis: | Redemption at par |
| 9. | Put/Call Options: | Issuer Call

(further particulars specified below) |
| 10. | Status of the Notes: | Senior |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 11. | Fixed Rate Note Provisions: | Applicable to the Fixed Rate Period |
| | (i) Rate of Interest: | 4.112 per cent. per annum payable annually in arrear |
| | (ii) Interest Payment Dates: | 22 September in each year from, and including, 22 September 2022 to, but excluding 22 September 2032, subject, in each case, to adjustment in accordance with the Following Business Day Convention |

	(iii)	Fixed Interest Amount:	EUR 41.12 per Calculation Amount
	(iv)	Day Count Fraction:	Actual / Actual (ICMA)
12.		Floating Rate Note Provisions:	Applicable to the Floating Rate Period
	(i)	Interest Periods:	From, and including, each Specified Interest Payment Date to, but excluding, the next Specified Interest Payment Date; provided that for the first Floating Rate Period Interest Period, from, and including, 22 September 2032 to, but excluding, the First Floating Rate Period Interest Payment Date
	(ii)	Specified Period(s):	Not Applicable
	(iii)	Specified Interest Payment Dates:	Interest will be payable quarterly in arrears on 22 December 2032, 22 March 2033, 22 June 2033 and 22 September 2033, subject, in each case, to adjustment in accordance with the Business Day Convention specified below
	(iv)	First Floating Rate Period Interest Payment Date:	22 December 2032
	(v)	Business Day Convention:	Modified Following Business Day Convention
	(vi)	Business Centre(s):	TARGET, London, New York
	(vii)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
	(ix)	Screen Rate Determination:	
	•	Reference Rate:	Three-month EURIBOR
	•	Interest Determination Date(s):	The second TARGET Business Day prior to the first day of each Floating Rate Period Interest Period
	•	Relevant Screen Page:	The display page designated EURIBOR01 on Reuters
	•	Relevant Time:	11:00 a.m. Brussels time
	•	Relevant Financial Centre:	Eurozone
	(xi)	Margin(s):	+ 1.600 per cent. per annum
	(xii)	Minimum Rate of Interest:	0.000 per cent. per annum
	(xiv)	Day Count Fraction:	Actual/360

13.	Call Option:	Applicable
(i)	Optional Redemption Dates (Call):	In whole at any time, or in part from time to time, on or after 22 March 2023 (or, if additional Notes are issued after the Issue Date, beginning six months after the issue date of such additional Notes) and prior to 22 September 2032 (“Make-Whole Call Period”). In whole, but not in part, on 22 September 2032 (“Par Call Date”) or in whole at any time or in part from time to time, on or after 22 August 2032 (“Par Call Period”).
(a)	Make-Whole Amount:	The excess, if any, of: (i) the aggregate present value as of such Optional Redemption Date of the principal amount being so redeemed and the amount of interest (exclusive of interest accrued to the Optional Redemption Date) that would have been payable in respect of such principal amount if such redemption had not been made, determined by discounting, on an annual basis, such principal amount and interest at the Reinvestment Rate (determined on the third Business Day preceding the date that notice of such redemption is given pursuant to Condition 18 (<i>Notices</i>)) from the respective dates on which such principal amount and interest would have been payable if such redemption had not been made, to the Optional Redemption Date, over (ii) the aggregate nominal amount of Notes being redeemed, as calculated by the Issuer or a person designated by the Issuer.
(b)	Reinvestment Rate:	The mid-market annual yield on the Reference Security (or if the Reference Security is no longer outstanding, a Similar Security), calculated to 22 September 2032, plus the Redemption Margin
(c)	Reference Security:	DBR 1.700 per cent. Federal Government Bond of Bundesrepublik Deutschland due 15 August 2032
(d)	Similar Security:	Reference bond or reference bonds issued by the German Federal Government having an actual or interpolated maturity of 22 September 2032 that would be utilized, at the time of selection and in accordance with customary financial practice, in pricing new issuances of corporate debt securities maturing on 22 September 2032
(e)	Redemption Margin:	40 basis points
(ii)	Optional Redemption Amount (Call) and method, if any, of calculation of such amount on Par Call Date and during Par Call Period:	EUR 1,000 per Calculation Amount

14. **Final Redemption Amount:** EUR 1,000 per Calculation Amount

15. **Early Redemption Amount:**

Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or other early redemption (other than upon an event of default) and/or the method of calculating the same (if required or if different from that set out in the Conditions): EUR 1,000 per Calculation Amount

Early Redemption Amount(s) per Calculation Amount payable on redemption upon and event of default and/or the method of calculating the same (if required or if different from that set out in the Conditions): EUR 1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

16. Additional Financial Centre(s) or other special provisions relating to Payment Dates: London, New York

17. Substitution provisions: The provisions in Condition 23 (*Substitution of the Issuer*) are applicable

18. Listing: Luxembourg

19. ISIN Code: XS2536362622

20. Common Code: 253636262