Citigroup Global Markets Limited

Pillar 3 Disclosures

30 June 2024

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Introduction

Citigroup Global Markets Limited ("CGML" or "the Company") is a wholly owned, indirect subsidiary of Citigroup Inc. ("Citi"). It is Citi's international broker dealer, and one of Citi's major global booking hubs serving clients from its headquarters in London or its international subsidiaries and branches. CGML acts as a market maker in equity, fixed income and commodity products across cash, over-the-counter ("OTC") derivatives and exchange traded markets, as well as a provider of investment banking capital markets and advisory services. CGML operates globally, generating the majority of its business from the United Kingdom ("UK"), with the remainder coming from North Asia and North America clusters.

CGML is authorised by the Prudential Regulation Authority ("PRA") and regulated by the PRA and Financial Conduct Authority ("FCA"). CGML is also a Commodity Futures Trading Commission registered swap dealer, and United States Securities Exchange Commission registered security-based swap dealer, and is considered a Risk-Taking Operating Material Legal Entity ("MLE") in Citi's Global Resolution Plan.

As at 30 June 2024, CGML had four branch offices and three subsidiaries.

Subsidiaries
Citigroup Global Markets Europe AG (Germany)
Citigroup Global Markets Funding Luxembourg SCA
Citigroup Global Markets Funding Luxembourg GP S.a.R.L.

CGML's businesses predominantly support the Markets and Investment Banking segments of Citi's operations and is almost entirely wholesale in nature, with a client base that encompasses corporates, financial institutions, institutional and other investors, as well as governments and public sector entities. CGML's principal business activities are outlined on page 1 and 2 of CGML's Financial Statements.

Regulatory framework for disclosure

Amending the Capital Requirements Directive ("CRD IV"), the Capital Requirements Directive ("CRD V") came into effect on 27 June 2019 and implements the provisions of the Basel Capital Accord in the European Union ("EU") and mandates a framework of capital adequacy regulation for banks and investment firms incorporating three distinct pillars:

- Pillar 1 prescribes the minimum capital requirements for such firms;
- Pillar 2 addresses the associated supervisory review process; and,
- Pillar 3 specifies further public disclosure requirements in respect of their capital and risk profile.

Following the UK's departure from the EU, the UK has on-shored certain parts of the Capital Requirements Regulation ("CRR II") and CRD V and has published rules to implement elements of CRR II in the UK which came into effect on 1 January 2022. These disclosures are made in accordance with Part 8 of the CRR as amended by CRR II and transposed through UK legislation in line with the disclosure requirements detailed in the PRA Rulebook. In addition, CGML implemented the disclosure templates and instructions as set out in the final rules published by the PRA in Policy Statement 22/21.

These disclosures are prepared for CGML on a consolidated Group basis. As at 30 June 2024, Citigroup Global Markets Europe AG ("CGME") was the only material subsidiary of CGML. CGME is supervised by the European Central Bank.

Means of disclosure

CGML is a non-listed large institution as defined by Article 4 (146 and 148) of the CRR and prepares disclosures in accordance with Article 433a (2), 433a (3) and Article 433a (4). As such, CGML publishes Pillar 3 disclosures quarterly, with a more comprehensive disclosure on an annual basis.

CGML publishes its Pillar 3 disclosures at: https://www.citigroup.com/citi/investors/reg.htm

Disclosures for CGML's material subsidiary, CGME, are also published at the above location.

CGML's Pillar 3 disclosures complement CGML's 2023 Financial Statements, available at the same location, and the Citigroup Inc. Annual Report and 10-K available at https://www.citigroup.com/global/investors/annual-reports-and-proxy-statements

Please note there may remain instances where tables do not sum due to rounding.

Policy and Verification

The firm operates within a framework of internal controls and procedures for assessing the appropriateness of this disclosure. In accordance with Article 431 (3) of the CRR, CGML's Pillar 3 disclosures are governed under Citi's Basel Public Disclosures Policy and associated Pillar 3 Standard, which together outline the principles and standards to be applied for preparing CGML's Pillar 3 disclosures.

These discloses are attested to by the UK Chief Finance Officer ("CFO"):

"I confirm that I have taken reasonable measures to ensure that these disclosures comply with the requirements under Section 4 of the PRA rulebook on Disclosure, and have been prepared in accordance with the internal processes, systems and controls as detailed in Citi's Basel Public Disclosure Policy and supporting Pillar 3 Standard."

Graham Westgarth
UK Chief Finance Officer

Key Metrics

Table 1: Key metrics template (UK KM1)

		30 June 2024	31 December 2023	30 June 2023
	Available own funds (amounts)	**$ million**	$ million	$ million
1	Common Equity Tier 1 (“CET1”) capital	**23,351**	23,429	22,533
2	Tier 1 capital	**27,651**	27,729	26,833
3	Total capital	**29,984**	30,222	29,433
	Risk-weighted exposure amounts			
4	Total risk-weighted exposure amount	**152,533**	154,458	151,792
	Capital ratios (as a percentage of risk-weighted exposure amount)			
5	Common Equity Tier 1 ratio (%)	**15.3%**	15.2%	14.8%
6	Tier 1 ratio (%)	**18.1%**	18.0%	17.7%
7	Total capital ratio (%)	**19.7%**	19.6%	19.4%
	Additional own funds requirements based on SREP (as a percentage of risk-weighted exposure amount)			
UK 7a	Additional CET1 SREP requirements (%)	**1.4%**	1.4%	1.4%
UK 7b	Additional AT1 SREP requirements (%)	**0.5%**	0.5%	0.5%
UK 7c	Additional T2 SREP requirements (%)	**0.6%**	0.6%	0.6%
UK 7d	Total SREP own funds requirements (%)	**10.5%**	10.5%	10.5%
	Combined buffer requirement (as a percentage of risk-weighted exposure amount)			
8	Capital conservation buffer (%)	**2.5%**	2.5%	2.5%
UK 8a	Conservation buffer due to macro-prudential or systemic risk identified at the level of a Member State (%)	**—**	—	—
9	Institution specific countercyclical capital buffer (%)	**0.9%**	0.8%	0.6%
UK 9a	Systemic risk buffer (%)	**—**	—	—
10	Global Systemically Important Institution buffer (%)	**—**	—	—
UK 10a	Other Systemically Important Institution buffer	**—**	—	—
11	Combined buffer requirement (%)	**3.4%**	3.3%	3.1%
UK 11a	Overall capital requirements (%)	**13.8%**	13.8%	13.5%
12	CET1 available after meeting the total SREP own funds requirements (%)	**9.2%**	9.1%	8.9%
	Leverage ratio			
13	Total exposure measure excluding claims on central banks	**428,025**	437,240	456,912
14	Leverage ratio excluding claims on central banks (%)	**6.5%**	6.3%	5.9%
	Additional leverage ratio disclosure requirements			
14a	Fully loaded ECL accounting model leverage ratio excluding claims on central banks (%)	**6.5%**	**6.3%**	**5.9%**
14b	Leverage ratio including claims on central banks (%)	**6.4%**	**6.3%**	**5.8%**
14c	Average leverage ratio excluding claims on central banks (%)	**6.2%**	**6.1%**	**5.8%**
14d	Average leverage ratio including claims on central banks (%)	**6.1%**	**6.1%**	**5.8%**
14e	Countercyclical leverage ratio buffer (%)	**0.3%**	**0.3%**	**0.2%**
	Liquidity Coverage Ratio			
15	Total high-quality liquid assets (“HQLA”) (Weighted value -average)	**42,481**	47,334	50,000
UK 16a	Cash outflows – Total weighted value	**48,117**	47,604	49,032
UK 16b	Cash inflows – Total weighted value	**38,472**	35,378	34,824
16	Total net cash outflows (adjusted value)	**12,352**	13,160	14,513
17	Liquidity coverage ratio (“LCR”) (%)	**347.2%**	364.0%	346.1%
	Net Stable Funding Ratio			
18	Total available stable funding	**75,460**	78,398	80,693
19	Total required stable funding	**63,004**	61,131	58,215
20	Net Stable Funding Ratio (“NSFR”) (%)	**120.0%**	128.4%	139.0%

As at 30 June 2024, CGML’s CET1 ratio was 15.3%, up from 15.2% at the end of Q1, primarily from a decrease in risk weighted assets ("RWA") of $1.9 billion. The primary driver is the reduction in Market Risk RWAs under Internal Modelling Approach ("IMA"), partially offset by increases across Counterparty Credit Risk, notably on client driven Securities Financing Transactions ("SFT").

CGML’s leverage ratio increased 0.2% to 6.5% as at 30 June 2024, primarily reflecting a $9.2 billion decrease in total leverage exposure. This is driven by a decrease in Credit Derivative exposures following the implementation of enhanced netting, partially offset by an increase in SFT exposures.

In addition, CGML’s liquidity coverage ratio decreased in 2024 to 347.2% mainly driven by a decrease in HQLA .

Own Funds

Table 2: Composition of regulatory own funds (UK CC1)
This template is prepared in accordance with Annex VII of the PRA rulebook and presents CGML's consolidated regulatory own funds as at 30 June 2024.

		30 June 2024	Reference to UK CC2 table	31 December 2023
		$ million		$ million
Common Equity Tier 1 (CET1) capital: instruments and reserves				
1	Capital instruments and the related share premium accounts	**20,999**	(a)	20,999
2	Retained earnings	**2,929**	(d)	3,028
3	Accumulated other comprehensive income (and other reserves)	**900**	(d)	938
6	**Common Equity Tier 1 (CET1) capital before regulatory adjustments**	**24,828**		24,966
Common Equity Tier 1 (CET1) capital: regulatory adjustments				
7	Additional value adjustments (negative amount)	**(734)**		(756)
8	Intangible assets (net of related tax liability) (negative amount)	**(364)**	(e)	(332)
14	Gains or losses on liabilities valued at fair value resulting from changes in own credit standing	**40**	(g)	(141)
15	Defined-benefit pension fund assets (negative amount)	**(267)**	(f)	(240)
UK-20a	Exposure amount of the following items which qualify for a RW of 1250%, where the institution opts for the deduction alternative	**(50)**		(75)
UK-20c	of which: securitisation positions (negative amount)	**(23)**	(h)	(40)
UK-20d	of which: free deliveries (negative amount)	**(28)**	(j)	(35)
27a	Other regulatory adjustments to CET1 capital *(including IFRS 9 transitional adjustments when relevant)*	**101**	(i)	(8)
28	**Total regulatory adjustments to Common Equity Tier 1 (CET1)**	**(1,275)**		(1,552)
29	**Common Equity Tier 1 (CET1) capital**	**23,351**		23,429
Additional Tier 1 (AT1) capital: instruments				
30	Capital instruments and the related share premium accounts	**4,300**	(b)	4,300
36	**Additional Tier 1 (AT1) capital before regulatory adjustments**	**4,300**		4,300
Additional Tier 1 (AT1) capital: regulatory adjustments				
44	**Additional Tier 1 (AT1) capital**	**4,300**		4,300
45	**Tier 1 capital (T1 = CET1 + AT1)**	**27,651**		27,729
Tier 2 (T2) capital: instruments				
46	Capital instruments and the related share premium accounts	**2,334**	(c)	2,493
51	**Tier 2 (T2) capital before regulatory adjustments**	**2,334**		2,493
Tier 2 (T2) capital: regulatory adjustments				
57	**Total regulatory adjustments to Tier 2 (T2) capital**	**—**		—
58	**Tier 2 (T2) capital**	**2,334**		2,493
59	**Total capital (TC = T1 + T2)**	**29,984**		30,222
60	**Total Risk exposure amount**	**152,533**		154,458
Capital ratios and buffers				
61	Common Equity Tier 1 (as a percentage of total risk exposure amount)	**15.3%**		15.2%
62	Tier 1 (as a percentage of total risk exposure amount)	**18.1%**		18.0%
63	Total capital (as a percentage of total risk exposure amount)	**19.7%**		19.6%
64	Institution CET1 overall capital requirement (CET1 requirement in accordance with Article 92 (1) CRR, plus additional CET1 requirement which the institution is required to hold in accordance with point (a) of Article 104(1) CRD, plus combined buffer requirement in accordance with Article 128(6) CRD) expressed as a percentage of risk exposure amount)	**9.3%**		9.2%
65	of which: capital conservation buffer requirement	**2.5%**		2.5%
66	of which: countercyclical buffer requirement	**0.9%**		0.8%
68	**Common Equity Tier 1 available to meet buffers (as a percentage of risk exposure amount)**	**9.2%**		9.1%
Amounts below the thresholds for deduction (before risk weighting)				
72	Direct and indirect holdings of own funds and eligible liabilities of financial sector entities where the institution does not have a significant investment in those entities (amount below 10% threshold and net of eligible short positions)	**1,965**		1,645
73	Direct and indirect holdings by the institution of the CET1 instruments of financial sector entities where the institution has a significant investment in those entities (amount below 17.65% thresholds and net of eligible short positions)	**—**		—
75	Deferred tax assets arising from temporary differences (amount below 17,65% threshold, net of related tax liability where the conditions in Article 38 (3) CRR are met)	**285**		183
Applicable caps on the inclusion of provisions in Tier 2		**—**		—
Capital instruments subject to phase-out arrangements (only applicable between 1 Jan 2014 and 1 Jan 2022)		**—**		—

CGML's total capital decreased $0.2 billion, primarily reflecting $0.1 billion decrease of CET1 along with prudential amortisation of Tier 2 instruments.

Details of the main features, terms and conditions of CGML's capital instruments including eligible liabilities are outlined in Appendix 1.

Capital Requirements

CGML complies with the minimum Pillar 1 capital requirements in accordance with Article 92 of the CRR. The capital requirements primarily consist of credit risk, counterparty credit risk, credit valuation adjustment, securitisation, market risk, large exposures in the trading book and operational risk.

CGML uses a combination of standardised and internal model approaches, in line with its regulatory permissions, to calculate its pillar 1 capital requirements. Details of the approaches used to calculate Exposure at Default ("EAD") and RWA are included in the below table. Where own funds requirements are provided in these disclosures, this represents the minimum pillar 1 capital charge of 8% of RWAs.

Table 3: Overview of risk weighted exposure amounts (UK OV1)

		30 June 2024	31 December 2023	30 June 2024
		RWAs	RWAs	Total own funds requirements
		$ million	$ million	$ million
1	**Credit risk (excluding CCR)**	6,747	6,949	540
2	Of which the standardised approach	6,747	6,949	540
3	Of which the Foundation IRB (F-IRB) approach	—	—	—
4	Of which: slotting approach	—	—	—
UK 4a	Of which: equities under the simple risk weighted approach	—	—	—
5	Of which the Advanced IRB (A-IRB) approach	—	—	—
6	**Counterparty credit risk - CCR**	77,682	76,642	6,215
7	Of which the standardised approach	19,341	19,279	1,547
8	Of which internal model method (IMM)	14,056	15,468	1,124
UK 8a	Of which exposures to a CCP	2,017	2,442	161
UK 8b	Of which credit valuation adjustment - CVA	6,266	6,755	501
9	Of which other CCR	36,001	32,696	2,880
15	**Settlement risk**	193	155	15
16	**Securitisation exposures in the non-trading book (after the cap)**	79	103	6
17	Of which SEC-IRBA approach	—	—	—
18	Of which SEC-ERBA (including IAA)	78	100	6
19	Of which SEC-SA approach	1	2	—
UK 19a	Of which 1250% / deduction	—	—	—
20	**Position, foreign exchange and commodities risk (Market risk)**	42,468	45,899	3,397
21	Of which the standardised approach	24,872	25,840	1,990
22	Of which IMA	17,596	20,059	1,408
UK 22a	**Large exposures**	138	—	11
23	**Operational risk**	24,789	24,089	1,983
UK 23a	Of which basic indicator approach	—	—	—
UK 23b	Of which standardised approach	1,301	1,026	104
UK 23c	Of which advanced measurement approach	23,488	23,063	1,879
24	Amounts below the thresholds for deduction (subject to 250% risk weight)	711	457	57
25	**Other Risk Exposure Amounts**[1]	438	622	35
29	**Total**	152,533	154,458	12,203

[1]Other risk exposure amounts include additional risk exposure amount due to Article 3 of CRR.

RWAs decreased $1.9 billion primarily driven by the reduction in Market Risk RWAs under IMA, partially offset by increases across Counterparty Credit Risk, notably on client driven SFT.

Leverage

The leverage ratio is a measure which allows for the assessment of an institutions' exposure to the risk of excessive leverage. It is a simple non-risk based measure to reinforce the risk based capital framework.

CGML currently calculates the leverage ratio in accordance with the Commission Delegated Regulation (EU) 2015/62. The PRA and FPC have published their Policy Statement, PS21/21, on the UK leverage ratio framework. Under these rules, CGML is an LREQ firm and became subject to a minimum leverage ratio of 3.25% and minimum leverage requirement for Countercyclical leverage buffer from 1 January 2023 and follows the PRA and FPC's rules on leverage ratio disclosures from 1 January 2023.

Table 4: Leverage ratio common disclosure (UK LR2 – LRCom)

		30 June 2024	31 March 2024
		$ million	$ million
On-balance sheet exposures (excluding derivatives and SFTs)			
1	On-balance sheet items (excluding derivatives, SFTs, but including collateral)	110,612	106,117
2	Gross-up for derivatives collateral provided, where deducted from the balance sheet assets pursuant to the applicable accounting framework	—	—
3	(Deductions of receivables assets for cash variation margin provided in derivatives transactions)	(17,224)	(18,362)
4	(Adjustment for securities received under securities financing transactions that are recognised as an asset)	—	—
5	(General credit risk adjustments to on-balance sheet items)	—	—
6	(Asset amounts deducted in determining tier 1 capital (leverage))	(1,335)	(1,343)
7	**Total on-balance sheet exposures (excluding derivatives and SFTs)**	92,052	86,412
Derivative exposures			
8	Replacement cost associated with SA-CCR derivatives transactions (i.e. net of eligible cash variation margin)	16,471	15,911
UK-8a	Derogation for derivatives: replacement costs contribution under the simplified standardised approach	—	—
9	Add-on amounts for potential future exposure associated with SA-CCR derivatives transactions	57,134	60,217
UK-9a	Derogation for derivatives: potential future exposure contribution under the simplified standardised approach	—	—
UK-9b	Exposure determined under the original exposure method	—	—
10	(Exempted CCP leg of client-cleared trade exposures) (SA-CCR)	(5,156)	(6,639)
UK-10a	(Exempted CCP leg of client-cleared trade exposures) (simplified standardised approach)	—	—
UK-10b	(Exempted CCP leg of client-cleared trade exposures) (original exposure method)	—	—
11	Adjusted effective notional amount of written credit derivatives	718,724	706,788
12	(Adjusted effective notional offsets and add-on deductions for written credit derivatives)	(685,984)	(638,549)
13	**Total derivatives exposures**	101,189	137,728
Securities financing transaction (SFT) exposures			
14	Gross SFT assets (with no recognition of netting), after adjustment for sales accounting transactions	364,987	354,391
15	(Netted amounts of cash payables and cash receivables of gross SFT assets)	(143,087)	(131,925)
16	Counterparty credit risk exposure for SFT assets	17,040	20,979
UK-16a	Derogation for SFTs: counterparty credit risk exposure in accordance with Articles 429e(5) and 222 of the CRR	—	—
17	Agent transaction exposures	—	—
UK-17a	(Exempted CCP leg of client-cleared SFT exposures)	—	—
18	**Total securities financing transaction exposures**	238,941	243,445
Capital and total exposure measure			
23	**Tier 1 capital (leverage)**	27,651	27,690
24	Total exposure measure including claims on central banks	432,182	467,585
UK-24a	(-) Claims on central banks excluded	(4,157)	(3,113)
UK-24b	**Total exposure measure excluding claims on central banks**	428,025	464,472
Leverage ratio			
25	Leverage ratio excluding claims on central banks (%)	6.5%	6.0%
UK-25a	Fully loaded ECL accounting model leverage ratio excluding claims on central banks (%)	6.5%	6.0%
UK-25b	Leverage ratio excluding central bank reserves as if the temporary treatment of unrealised gains and losses measured at fair value through other comprehensive income had not been applied (%)	—	—
UK-25c	Leverage ratio including claims on central banks (%)	6.4%	5.9%
26	Regulatory minimum leverage ratio requirement (%)	3.25%	3.25%
Additional leverage ratio disclosure requirements – leverage ratio buffers			
27	Leverage ratio buffer (%)	0.3%	0.3%
UK-27a	Of which: G-SII or O-SII additional leverage ratio buffer (%)	—	—
UK-27b	Of which: countercyclical leverage ratio buffer (%)	0.3%	0.3%
Additional leverage ratio disclosure requirements – disclosure of mean values			
28	Mean of daily values of gross SFT assets, after adjustment for sale accounting transactions and netted of amounts of associated cash payables and cash receivable	—	—
29	Quarter-end value of gross SFT assets, after adjustment for sale accounting transactions and netted of amounts of associated cash payables and cash receivables	—	—
UK-31	Average total exposure measure including claims on central banks	450,120	453,493
UK-32	Average total exposure measure excluding claims on central banks	445,991	450,391
UK-33	Average leverage ratio including claims on central banks	6.1%	6.1%
UK-34	Average leverage ratio excluding claims on central banks	6.2%	6.2%

CGML's Leverage ratio increased to 6.5% as at 30 June 2024, primarily reflecting a $36.4 billion decrease in leverage exposures primarily from a reduction in exposures related to Credit Derivatives following the implementation of enhanced netting.

The following tables provide further information concerning our leverage exposures, including a reconciliation of total assets under our balance sheet (represented as per FINREP reporting) and total leverage exposures, and secondly a breakdown of on-balance sheet excluding derivatives, SFTs and exempted exposures by asset class.

Table 5: Summary reconciliation of accounting assets and leverage ratio exposures (UK LR1 – LRSum)

		30 June 2024
		$ million
1	**Total assets as per published financial statements**	547,809
2	Adjustment for entities which are consolidated for accounting purposes but are outside the scope of prudential consolidation	—
3	(Adjustment for securitised exposures that meet the operational requirements for the recognition of risk transference)	—
4	(Adjustment for exemption of exposures to central banks)	(4,157)
5	(Adjustment for fiduciary assets recognised on the balance sheet pursuant to the applicable accounting framework but excluded from the total exposure measure in accordance with point (i) of Article 429a(1) of the CRR)	—
6	Adjustment for regular-way purchases and sales of financial assets subject to trade date accounting	—
7	Adjustment for eligible cash pooling transactions	—
8	Adjustment for derivative financial instruments	(104,202)
9	Adjustment for securities financing transactions (SFTs)	17,040
10	Adjustment for off-balance sheet items (i.e. conversion to credit equivalent amounts of off-balance sheet exposures)	—
11	(Adjustment for prudent valuation adjustments and specific and general provisions which have reduced tier 1 capital (leverage))	—
UK-11a	(Adjustment for exposures excluded from the total exposure measure in accordance with point I of Article 429a(1) of the CRR)	—
UK-11b	(Adjustment for exposures excluded from the total exposure measure in accordance with point (j) of Article 429a(1) of the CRR)	—
12	Other adjustments	(28,466)
13	**Total exposure measure**	428,025

Table 6: Split-up of on-balance sheet exposures (excluding derivatives, SFTs and exempted exposures) (UK LR3 – LRSpl)

		30 June 2024
		$ million
UK-1	**Total on-balance sheet exposures (excluding derivatives, SFTs, and exempted exposures), of which:**	117,314
UK-2	Trading book exposures	103,573
UK-3	Banking book exposures, of which:	13,741
UK-4	Covered bonds	—
UK-5	Exposures treated as sovereigns	4,785
UK-6	Exposures to regional governments, MDB, international organisations and PSE not treated as sovereigns	—
UK-7	Institutions	5,014
UK-8	Secured by mortgages of immovable properties	—
UK-9	Retail exposures	—
UK-10	Corporate	2,315
UK-11	Exposures in default	—
UK-12	Other exposures (e.g. equity, securitisations, and other non-credit obligation assets)	1,627

Minimum Requirement for Own Funds and Eligible Liabilities

From January 2019, systemically important banks were required to hold additional long-term debt which could be made available to absorb losses from a failing institution, known as Total Loss Absorbing Capacity ("TLAC"), or Minimum Requirement for Own Funds and Eligible Liabilities ("MREL") as implemented in the UK.

In the EU these requirements were introduced under CRR II as the MREL, with effect from June 2019. MREL requirements under CRR II were adopted to UK law by The Capital Requirements (Amendment) (EU Exit) Regulations 2019. MREL is a requirement for firms to maintain a minimum amount of loss-absorbing resources over and above the own funds requirements. This helps to ensure that when firms fail, the resolution authority (the Bank of England) can use a firm's own financial resources to absorb losses and recapitalise the business so it can continue to provide critical functions without the need to rely upon public funds and without threatening financial market stability. MREL resources can take the form of regulatory capital and certain types of debt liabilities (or eligible liabilities) that will be written down and/or converted to equity if a firm is likely to fail.

CGML, as a material subsidiary of a non-UK/non-EU Global Systemically Important Institution ("G-SII") under Article 92b of CRR II, makes these disclosures in accordance with point (b) of Article 430 (1), Article 437a and point (h) of Article 447. These tables have been prepared using the uniform format set out in the Basel Committee for Banking Supervision Standard on Pillar 3 disclosure requirements published in 2017. As at 30 June 2024, CGML had own funds and eligible liabilities in excess of its internal MREL requirement.

Table 7: Key Metrics – TLAC requirements (KM2)

		30 June 2024	31 March 2024	31 December 2023
1	Total Loss Absorbing Capacity (TLAC) available	38,751	38,790	38,829
2	Total RWA	152,533	159,405	154,458
3	TLAC as a percentage of RWA (%)	25.4%	24.3%	25.1%
4	Leverage exposure measure	428,025	464,472	437,240
5	TLAC as a percentage of leverage exposure measure (%)	9.1%	8.3%	8.9%

Table 8: TLAC Creditor Ranking (TLAC2)

The following table provides a breakdown of eligible instruments in the creditor hierarchy of CGML.

		Creditor ranking				
		(most junior) 1	2	3	(most senior) 4	Total as at 30 June 2023
		$ million	$ million	$ million	$ million	$ million
1	Is the resolution entity the creditor/investor? (yes or no)	Yes	Yes	Yes	Yes	
2	Description of creditor ranking	Ordinary Shares	AT1	Subordinated Loans	Senior Subordinated Loans	—
3	Total capital and liabilities net of credit risk mitigation	20,999	4,300	2,600	8,500	36,399
4	Subset of row 3 that are excluded liabilities	—	—	—	—	—
5	Total capital and liabilities less excluded liabilities (row 3 minus row 4)	20,999	4,300	2,600	8,500	36,399
6	Subset of row 5 that are eligible as TLAC	20,999	4,300	2,600	8,500	36,399
7	Subset of row 6 with 1 year ≤ residual maturity < 2 years	—	—	—	—	—
8	Subset of row 6 with 2 years ≤ residual maturity < 5 years	—	—	1,600	2,500	4,100
9	Subset of row 6 with 5 years ≤ residual maturity < 10 years	—	—	—	6,000	6,000
10	Subset of row 6 with residual maturity ≥ 10 years, but excluded perpetual securities	—	—	1,000	—	1,000
11	Subset of row 6 that is perpetual securities	20,999	4,300	—	—	25,299

Appendix 1: Capital Instruments Main Features

The template is prepared using the format set out in Annex VII of the PRA rulebook and provides details of CGML's regulatory own fund instruments and eligible liabilities instruments.

Table 9: Main features of regulatory own funds instruments and eligible liabilities instruments (UK CCA)

Capital Instruments main features		CET1	CET1	CET1	AT1	AT1	AT1	Tier 2	Tier 2	Tier 2
1	Issuer	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited
2	Unique identifier (e.g. CUSIP, ISIN or Bloomberg identifier for private placement)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2a	Public or private placement	Private	Private	Private	Private	Private	Private	Private	Private	Private
3	Governing law(s) of the instrument	English Law	English Law	English Law	English Law	English Law	English Law	English Law	English Law	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Regulatory treatment										
4	Current treatment taking into account, where applicable, transitional CRR rules	Common Equity Tier 1	Common Equity Tier 1	Common Equity Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1	Tier 2	Tier 2	Tier 2
5	Post-transitional CRR rules	Common Equity Tier 1	Common Equity Tier 1	Common Equity Tier 1	Additional Tier 1	Additional Tier 1	Additional Tier 1	Tier 2	Tier 2	Tier 2
6	Eligible at solo/ (sub-)consolidated/ solo &(sub-)consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Ordinary shares	Ordinary shares	Ordinary shares	Perpetual Notes	Perpetual Notes	Perpetual Notes	Subordinated Loans	Subordinated Loans	Subordinated Loans
8	Amount recognised in regulatory capital or eligible liabilities (Currency in million, as of most recent reporting date)[1]	US$1,500m	US$18,499m	US$1,000m	US$1,800m	US$500m	US$2,000m	US$519m	US$1,000m	US$814m
9	Nominal amount of instrument	US$1.00	US$1.00	US$1.00	US$1,800m	US$500m	US$2,000m	US$600m	US$1,000m	US$1,000m
UK-9a	Issue price	US$1.00	US$1.00	US$1.00	N/A	N/A	N/A	N/A	N/A	N/A
UK-9b	Redemption price	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
10	Accounting classification	Shareholder's equity	Shareholder's equity	Shareholder's equity	Liability – Fair value option	Liability – Fair value option	Liability – Fair value option	Liability – Amortised cost	Liability – Amortised cost	Liability – Amortised cost
11	Original date of issuance	21/12/1995	31/12/2021	21/12/2023	20/06/2017	19/06/2018	16/09/2021	21/12/2018	21/12/2018	21/12/2018
12	Perpetual or dated	Perpetual	Perpetual	Perpetual	Perpetual	Perpetual	Perpetual	Dated	Dated	Dated
13	Original maturity date	N/A	N/A	N/A	N/A	N/A	N/A	27/10/2028	24/01/2039	25/07/2028
14	Issuer call subject to prior supervisory approval	No	No	No	Yes	Yes	Yes	No	No	No
15	Optional call date, contingent call dates and redemption amount	N/A	N/A	N/A	20/06/2022	20/06/2023	20/06/2027	N/A	N/A	N/A
16	Subsequent call dates, if applicable	N/A	N/A	N/A	Callable by issuer any date after original call date with sufficient notice and requirements, as defined in the conditions of the instrument.	Callable by issuer any date after original call date with sufficient notice and requirements, as defined in the conditions of the instrument.	Callable by issuer any date after original call date with sufficient notice and requirements, as defined in the conditions of the instrument.	N/A	N/A	N/A
Coupons / dividends										
17	Fixed or floating dividend/coupon	Floating	Floating	Floating	Floating	Floating	Floating	Floating	Floating	Floating
18	Coupon rate and any related index	Discretionary	Discretionary	Discretionary	8.66%	8.50%	8.03% (SOFR + Margin + Sub fee)	8.05% (SOFR + Margin + Sub fee)	8.35% (SOFR + Margin + Sub fee)	8.04% (SOFR + Margin + Sub fee)
19	Existence of a dividend stopper	No	No	No	No	No	No	No	No	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary	Mandatory	Mandatory	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary	Fully discretionary	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No	No	No	No	No	No	No	No	No
22	Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative
23	Convertible or Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

25	If convertible, fully or partially	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
26	If convertible, conversion rate	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
27	If convertible, mandatory or optional conversion	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
28	If convertible, specify instrument type convertible into	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
29	If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
30	Write-down features	No	No	No	Yes	Yes	Yes	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	N/A	N/A	N/A	Bank of England, Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England, Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England, Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England, Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England, Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.
32	If write-down, full or partial	N/A	N/A	N/A	Always Fully	Always Fully	Always Fully	Always Fully	Always Fully	Always Fully
33	If write-down, permanent or temporary	N/A	N/A	N/A	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent
34	If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
34a	Type of subordination (only for eligible liabilities)	Contractual	Contractual	Contractual	Contractual	Contractual	Contractual	Contractual	Contractual	Contractual
UK-34b	Ranking of the instrument in normal insolvency proceedings	1 (most junior)	1 (most junior)	1 (most junior)	2	2	2	3	3	3
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	As common equity, immediately subordinate to Additional Tier 1	As common equity, immediately subordinate to Additional Tier 1	As common equity, immediately subordinate to Additional Tier 1	Notes constitute direct, unsecured and subordinated obligations of the Issuer and are immediately subordinate to Tier 2 instruments.	Notes constitute direct, unsecured and subordinated obligations of the Issuer and are immediately subordinate to Tier 2 instruments.	Notes constitute direct, unsecured and subordinated obligations of the Issuer and are immediately subordinate to Tier 2 instruments.	Immediately subordinate to Senior Subordinated Debt (Eligible Liabilities)	Immediately subordinate to Senior Subordinated Debt (Eligible Liabilities)	Immediately subordinate to Senior Subordinated Debt (Eligible Liabilities)
36	Non-compliant transitioned features	No	No	No	No	No	No	No	No	No
37	If yes, specify Non-compliant features	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
37a	Link to the full term and conditions of the instrument (signposting)	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement

[1] Whilst for recognition in regulatory capital, the Tier 2 instruments reflect the impact of prudential amortisation, the full nominal amount in row 9 remains recognised for the purposes MREL as part of total regulatory capital and eligible liabilities.

Main features of regulatory own funds instruments and eligible liabilities instruments (UK CCA) - continued

Capital Instruments Main Features		Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities
1	Issuer	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited	Citigroup Global Markets Limited
2	Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A	N/A	N/A	N/A	N/A	N/A	N/A
2a	Public or private placement	Private	Private	Private	Private	Private	Private	Private
3	Governing law(s) of the instrument	English Law	English Law	English Law	English Law	English Law	English Law	English Law
3a	Contractual recognition of write down and conversion powers of resolution authorities	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Regulatory treatment								
4	Current treatment taking into account, where applicable, transitional CRR rules	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities
5	Post-transitional CRR rules	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities	Eligible Liabilities
6	Eligible at solo/(sub-)consolidated/ solo & (sub-)consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated	Solo and Consolidated
7	Instrument type (types to be specified by each jurisdiction)	Senior Subordinated Loans	Senior Subordinated Loans	Senior Subordinated Loans	Senior Subordinated Loans	Senior Subordinated Loans	Senior Subordinated Loans	Senior Subordinated Loans
8	Amount recognised in regulatory capital or eligible liabilities (Currency in million, as of most recent reporting date)	US$1,500m	US$500m	US$500m	US$2,000m	US$1,500m	US$1,000m	US$1,500m
9	Nominal amount of instrument	US$1,500m	US$500m	US$500m	US$2,000m	US$1,500m	US$1,000m	US$1,500m
UK-9a	Issue price	N/A	N/A	N/A	N/A	N/A	N/A	N/A
UK-9b	Redemption price	N/A	N/A	N/A	N/A	N/A	N/A	N/A
10	Accounting classification	Liability – Amortised cost	Liability – Amortised cost	Liability – Amortised cost	Liability – Amortised cost	Liability – Amortised cost	Liability – Amortised cost	Liability – Amortised cost
11	Original date of issuance	27/12/2018	27/12/2018	03/07/2019	07/12/2021	25/02/2022	04/03/2022	06/09/2022
12	Perpetual or dated	Dated	Dated	Dated	Dated	Dated	Dated	Dated
13	Original maturity date	24/07/2028	29/09/2027	29/09/2027	31/03/2031	03/05/2032	03/05/2032	06/09/2032
14	Issuer call subject to prior supervisory approval	No	No	No	No	No	No	No
15	Optional call date, contingent call dates and redemption amount	N/A	N/A	N/A	N/A	N/A	N/A	N/A
16	Subsequent call dates, if applicable	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Coupons / dividends								
17	Fixed or floating dividend/coupon	Floating	Floating	Floating	Floating	Floating	Floating	Floating
18	Coupon rate and any related index	7.91% (SOFR + Margin + Sub fee)	7.97% (SOFR + Margin + Sub fee)	6.95% (SOFR + Margin + Sub fee)	6.94% (SOFR + Margin + Sub fee)	7.39% (SOFR + Margin + Sub fee)	7.40% (SOFR + Margin + Sub fee)	7.62% (SOFR + Margin + Sub fee)
19	Existence of a dividend stopper	No	No	No	No	No	No	No
UK-20a	Fully discretionary, partially discretionary or mandatory (in terms of timing)	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
UK-20b	Fully discretionary, partially discretionary or mandatory (in terms of amount)	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
21	Existence of step up or other incentive to redeem	No	No	No	No	No	No	No
22	Non-cumulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative	Non-cumulative
23	Convertible or Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	N/A	N/A	N/A	N/A	N/A	N/A	N/A
25	If convertible, fully or partially	N/A	N/A	N/A	N/A	N/A	N/A	N/A
26	If convertible, conversion rate	N/A	N/A	N/A	N/A	N/A	N/A	N/A
27	If convertible, mandatory or optional conversion	N/A	N/A	N/A	N/A	N/A	N/A	N/A
28	If convertible, specify instrument type convertible into	N/A	N/A	N/A	N/A	N/A	N/A	N/A
29	If convertible, specify issuer of instrument it converts into	N/A	N/A	N/A	N/A	N/A	N/A	N/A
30	Write-down features	Yes	Yes	Yes	Yes	Yes	Yes	Yes
31	If write-down, write-down trigger(s)	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.	Bank of England , Own Fund Instrument written off and Any resolution entity in Citi is under resolution.
32	If write-down, full or partial	Always Fully	Always Fully	Always Fully	Always Fully	Always Fully	Always Fully	Always Fully
33	If write-down, permanent or temporary	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent	Permanent
34	If temporary write-down, description of write-up mechanism	N/A	N/A	N/A	N/A	N/A	N/A	N/A
34a	Type of subordination (only for eligible liabilities)	Contractual	Contractual	Contractual	Contractual	Contractual	Contractual	Contractual
UK-34b	Ranking of the instrument in normal insolvency proceedings	4 (most senior)	4 (most senior)	4 (most senior)	4 (most senior)	4 (most senior)	4 (most senior)	4 (most senior)
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Immediately subordinate to senior unsecured obligations of the issuer	Immediately subordinate to senior unsecured obligations of the issuer	Immediately subordinate to senior unsecured obligations of the issuer	Immediately subordinate to senior unsecured obligations of the issuer	Immediately subordinate to senior unsecured obligations of the issuer	Immediately subordinate to senior unsecured obligations of the issuer	Immediately subordinate to senior unsecured obligations of the issuer
36	Non-compliant transitioned features	No	No	No	No	No	No	No
37	If yes, specify Non-compliant features	N/A	N/A	N/A	N/A	N/A	N/A	N/A
37a	Link to the full term and conditions of the instrument (signposting)	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement	N/A - Private Placement

Abbreviations

Please refer to the below abbreviations used frequently throughout the document.

ALCO	Asset and Liability Committee
CET1	Common Equity Tier 1
CGME	Citigroup Global Markets Europe AG
CGML	Citigroup Global Markets Limited
CITI	Citigroup Inc.
CRD	Capital Requirements Directive
CRR	Capital Requirements Regulation
CVA	Credit Valuation Adjustment
EMEA	Europe, Middle East and Africa
EU	European Union
FCA	Financial Conduct Authority
FPC	Financial Policy Committee
HQLA	High-Quality Liquid Assets
LREQ	UK Leverage Ratio - Capital Requirement & Buffers
MLE	Material Legal Entity
MREL	Minimum Requirement for Own Funds and Eligible Liabilities
NSFR	Net Stable Funding Ratio
OTC	Over The Counter
PRA	Prudential Regulation Authority
RWA	Risk Weighted Assets
SA-CCR	Standardised Approach to Counterparty Credit Risk
SFT	Securities Financing Transaction
TLAC	Total Loss Absorbing Capacity