

CITIGROUP INC  
Form FWP  
July 31, 2014  
**NOK1,000,000,000**  
**3.500% SENIOR NOTES DUE 2024**

**FILED PURSUANT TO RULE 433**  
**FILE No. 333-192302**

**Terms and Conditions:**

<b><u>Issuer:</u></b>	<b><u>Citigroup Inc.</u></b>
Ratings*:	Baa2 / A- / A (Stable Outlook / Negative Outlook / Stable Outlook) (Moody's / S&P / Fitch)
Ranking:	Senior
Trade Date:	July 29, 2014
Settlement Date:	August 19, 2014 (T+15 days)
Maturity:	August 19, 2024
Par Amount:	NOK1,000,000,000
Annual Coupon:	3.500% per annum
Public Offering Price:	100%
Net Proceeds to Citigroup:	NOK1,000,000,000 (before expenses)
Interest Payment Dates:	Each August 19, beginning August 19, 2015. Modified following business day convention.
Day Count:	Actual/Actual (ICMA)
Business Days:	New York, London and Oslo
Defeasance:	Applicable. Provisions of Sections 12.02 and 12.03 of the Indenture apply.
Redemption at Issuer Option:	Only for tax purposes.
Redemption for Tax Purposes:	Applicable at issuer option if, as a result of changes in U.S. tax law, withholding tax or information reporting requirements are imposed on payments on the notes to non-United States persons. Redemption as a whole, not in part.
Sinking Fund:	Not applicable.
Listing:	Application will be made to list the notes on the regulated market of the Luxembourg Stock Exchange.
Minimum Denomination / Multiples:	NOK10,000/ multiples of NOK10,000 in excess thereof
Settlement:	Euroclear / Clearstream

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Governing Law:	New York
Sole Book-Running Manager:	Citigroup Global Markets Inc.
CUSIP:	172967HW4
ISIN:	XS1094186258
Common Code:	109418625

\* A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

Citigroup Inc. has filed a registration statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in the registration statement and the other documents Citigroup has filed with the SEC for more complete information about Citigroup and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). The file number for Citigroup's registration statement is No. 333-192302. Alternatively, you can request the prospectus by calling toll-free in the United States 1-800-831-9146.