

CITIGROUP INC
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Table of Contents

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Table of Contents

2 **CitiFirst Offerings Brochure | September 2014**

Table of Contents

<u>Introduction to CitiFirst Investments</u>	3
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CitiFirst Protection Investments

<u>Market-Linked Notes Based on the Dow Jones Industrial Average TM</u>	4
<u>Callable Fixed to CMS Linked Notes (CMS30 / CMS5)</u>	6
<u>Callable Fixed to CMS Linked Notes (CMS30 / CMS2)</u>	8
<u>Callable Dual Range Accrual Notes Linked to 6-Month U.S. Dollar LIBOR and the S&P 500[®] Index</u>	10
<u>Fixed to Floating Rate Notes</u>	12
<u>Callable Step-Up Coupon Notes</u>	14
<u>Callable Step-Up Coupon Notes (5 Year)</u>	16

CitiFirst Performance Investments

<u>Buffer Securities Based on the Russell 2000[®] Index</u>	18
<u>Autocallable Contingent Coupon Equity Linked Securities Based on Class A Common Stock of Facebook, Inc.</u>	20
<u>Barrier Digital Plus Securities Based on the EURO STOXX 50[®] Index</u>	22
<u>Autocallable Contingent Coupon Equity Linked Securities Based on the Common Stock of Celgene Corporation</u>	24

<u>General Overview of Investments</u>	26
<u>Important Information for the Monthly Offerings</u>	27
<u>Overview of Key Benefits and Risks of CitiFirst Investments</u>	28

Table of Contents	2
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Additional Considerations

29

For all offerings documented herein (other than the Market-Linked Certificates of Deposit):

Investment Products Not FDIC Insured May Lose Value No Bank Guarantee

Table of Contents

3

CitiFirst Offerings Brochure | September 2014

Introduction to CitiFirst Investments

CitiFirst is the brand name for Citi's offering of investments including notes and deposits. Tailored to meet the needs of a range of investors, CitiFirst investments are divided into three categories based on the amount of principal due at maturity:

CitiFirst Protection

Full principal amount due at maturity

Investments provide for the full principal amount to be due at maturity, subject to the credit risk of the issuer, and are for investors who place a priority on the preservation of principal while looking for a way to potentially outperform cash or traditional fixed income investments

CitiFirst Performance

Payment due at maturity may be less than the principal amount

Investments provide for a payment due at maturity, subject to the credit risk of the issuer, that may be less than the principal amount and in some cases may be zero, and are for investors who are seeking the potential for current income and/or growth, in addition to partial or contingent downside protection

CitiFirst Opportunity

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Payment due at maturity may be zero

Investments provide for a payment at maturity, subject to the credit risk of the issuer, that may be zero and are for investors who are willing to take full market risk in return for either leveraged principal appreciation at a predetermined rate or access to a unique underlying strategy

The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment. The SEC registered securities described herein are not bank deposits but are senior, unsecured debt obligations of Citi. All returns and any principal amount due at maturity are subject to the applicable issuer credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Structured investments are not conventional debt securities. They are complex in nature and the specific terms and conditions will vary for each offering.

CitiFirst operates across all asset classes meaning that underlying assets include equities, commodities, currencies, interest rates and alternative investments. When depicting a specific product, the relevant underlying asset will be shown as a symbol on the cube:

For instance, if a CitiFirst Performance investment were based upon a single stock, which belongs to an equity asset class, its symbol would be shown as follows:

Classification of investments into categories is not intended to guarantee particular results or performance. Though the potential returns on structured investments are based upon the performance of the relevant underlying asset or index, investing in a structured investment is not equivalent to investing directly in the underlying asset or index.

Table of Contents

4

CitiFirst Offerings Brochure | September 2014

Market-Linked Notes Based on the Dow Jones Industrial AverageTM

Indicative Terms*

Issuer:	Citigroup Inc.
Underlying index:	Dow Jones Industrial Average TM (ticker symbol: INDU)
Stated principal amount:	\$1,000 per note
Pricing date:	September , 2014 (expected to be September 29, 2014)
Issue date:	October , 2014 (three business days after the pricing date)
Valuation dates:	The day of each March, June, September and December (expected to be the 29th day of each March, June, September and December) during the term of the notes, each subject to postponement if such date is not a scheduled trading day or if certain market disruption events occur
Maturity date:	April , 2020 (expected to be April 2, 2020)
Payment at maturity:	For each note, the \$1,000 stated principal amount per note <i>plus</i> the note return amount, which will be either zero or positive
	If the average index return percentage is greater than zero :
Note return amount:	\$1,000 x average index return percentage x upside participation rate
	If the average index return percentage is less than or equal to zero :
	\$0
Average index return percentage:	The arithmetic average of the interim index return percentages, as measured on each of the valuation dates
Interim index return percentage:	On each valuation date: (ending index level - initial index level) / initial index level
Initial index level:	, the closing level of the underlying index on the pricing date
Ending index level:	The closing level of the underlying index on the relevant valuation date
Upside participation rate:	90% to 100%. The actual upside participation rate will be determined on the pricing date.
Listing:	The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.
CUSIP:	1730T0Y37
Selling Concession (paid to advisors):	3.00%
For questions, please call your Financial Advisor	

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Table of Contents

5 **CitiFirst Offerings Brochure | September 2014**

Investor Profile

Investor Seeks:

- n A medium-term equity index-linked investment
- n Full principal amount due at maturity

Investor Can Accept:

- n A holding period of approximately 5.5 years
- n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Summary Risk Factors section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

6 CitiFirst Offerings Brochure | September 2014

Callable Fixed to CMS Linked Notes (CMS30 / CMS5)

Indicative Terms*

Issuer:	International Bank for Reconstruction and Development (World Bank or IBRD)
Notes:	Callable Fixed to CMS Linked Notes Due September [29], 2034
Issue price:	\$1,000 per Note
Trade date:	September , 2014 (expected to be September 22, 2014)
Issue date:	September , 2014 (five Business Days after the trade date).
Maturity date:	September , 2034 (expected to be September 29, 2034)
	Initial Rate: The Notes will bear interest at the rate of [10.00]% per annum during each Interest Period from and including September [29], 2014 to but excluding September [29], 2015.
Interest:	Subsequent Rate: Unless earlier redeemed by the World Bank, from and including September [29], 2015 to but excluding the Maturity Date, the Notes will bear interest during each Interest Period at the per annum rate determined on the second U.S. government Securities Business Day prior to the beginning of such Interest Period equal to the greater of (i) [8.00] times the CMS Spread minus [0.25]%, subject to a maximum interest rate of [7.00]% per annum for any interest period, and (ii) 0%. The CMS Spread will be equal to the 30-year 30/360 USD Semi-annual Constant Maturity Swap Rate (CMS30) minus the 5-year 30/360 USD Semi-annual Constant Maturity Swap Rate (CMS5), as determined on the second U.S. Government Securities Business Day prior to the start of each Interest Period. Interest on the Notes will accrue on the basis of a 360-day year of twelve 30-day months.
Minimum interest rate:	0%
Maximum interest rate:	[7.00]% per annum
Interest period:	Each semi-annual period from and including an Interest Payment Date (or the Issue Date, in the case of the first period) to but excluding the next Interest Payment Date.
Interest payment dates:	March [29] and September [29] of each year, from and including September [29], 2015, to and including the Maturity Date (or Optional Redemption Date, if applicable).
Payment at maturity:	On the Maturity Date you will receive the nominal amount of your Notes plus any accrued and unpaid interest. The Notes will be redeemable at the option of the World bank, in whole only, on any Interest Payment Date, commencing on and including the Interest Payment date on September [29], 2015, upon written notice of a minimum of five Business Days, at 100% of the nominal amount plus any accrued and unpaid interest (such date, the Optional Redemption Date).
Call option:	The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.
Listing:	
CUSIP:	45905UQA5
Selling Concession (paid to advisors):	up to 3.00%
For questions, please call your Financial Advisor	

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limitations. Please refer to the relevant investment s offering documents and related material(s) for additional information.

Table of Contents

7 **CitiFirst Offerings Brochure | September 2014**

Investor Profile

Investor Seeks:

- n Full principal amount due at maturity
- n A callable long-term interest rate investment

Investor Can Accept:

- n A holding period of approximately 20 years
- n The possibility of losing part or all of the principal amount invested if not held to maturity
- n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Risk Factors Relating to the Notes section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

8

CitiFirst Offerings Brochure | September 2014

Callable Fixed to CMS Linked Notes (CMS30 / CMS2)

Indicative Terms*

Issuer:	International Bank for Reconstruction and Development (World Bank or IBRD)
Notes:	Callable Fixed to CMS Linked Notes Due September [29], 2034
Issue price:	\$1,000 per Note
Trade date:	September , 2014 (expected to be September 22, 2014)
Issue date:	September , 2014 (five Business Days after the trade date).
Maturity date:	September , 2034 (expected to be September 29, 2034)
	Initial Rate: The Notes will bear interest at the rate of [10.00]% per annum during each Interest Period from and including September [29], 2014 to but excluding September [29], 2015.
Interest:	<p>Subsequent Rate: Unless earlier redeemed by the World Bank, from and including September [29], 2015 to but excluding the Maturity Date, the Notes will bear interest during each Interest Period at the per annum rate determined on the second U.S. government Securities Business Day prior to the beginning of such Interest Period equal to the greater of (i) [4.00] times the CMS Spread minus [0.75]%, subject to a maximum interest rate of [10.00]% per annum for any interest period, and (ii) 0%. The CMS Spread will be equal to the 30-year 30/360 USD Semi-annual Constant Maturity Swap Rate (CMS30) minus the 2-year 30/360 USD Semi-annual Constant Maturity Swap Rate (CMS2), as determined on the second U.S. Government Securities Business Day prior to the start of each Interest Period. Interest on the Notes will accrue on the basis of a 360-day year of twelve 30-day months.</p>
Minimum interest rate:	0%
Maximum interest rate:	[10.00]% per annum
Interest period:	Each semi-annual period from and including an Interest Payment Date (or the Issue Date, in the case of the first period) to but excluding the next Interest Payment Date.
Interest payment dates:	March [29] and September [29] of each year, from and including March [29], 2015, to and including the Maturity Date (or Optional Redemption Date, if applicable).
Payment at maturity:	On the Maturity Date you will receive the nominal amount of your Notes plus any accrued and unpaid interest. The Notes will be redeemable at the option of the World bank, in whole only, on any Interest Payment Date, commencing on and including the Interest Payment date on September [29], 2015, upon written notice of a minimum of five Business Days, at 100% of the nominal amount plus any accrued and unpaid interest (such date, the Optional Redemption Date).
Call option:	The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.
Listing:	
CUSIP:	45905UPZ1
Selling Concession (paid to advisors):	up to 3.50%

For questions, please call your Financial Advisor

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Table of Contents

9

CitiFirst Offerings Brochure | September 2014

Investor Profile

Investor Seeks:

- n Full principal amount due at maturity
- n A callable long-term interest rate investment

Investor Can Accept:

- n A holding period of approximately 20 years
- n The possibility of losing part or all of the principal amount invested if not held to maturity
- n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Risk Factors Relating to the Notes section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

10

CitiFirst Offerings Brochure | September 2014

Callable Dual Range Accrual Notes Linked to 6-Month U.S. Dollar LIBOR and the S&P 500® Index

Indicative Terms*

Issuer:	Citigroup Inc.
Stated principal amount:	\$1,000 per note
Underlying rate:	6-month U.S. Dollar LIBOR
Underlying index:	S&P 500® Index
Pricing date:	September , 2014 (expected to be September 24, 2014)
Issue date:	September , 2014 (three business days after the pricing date)
Maturity date:	Unless earlier redeemed, September , 2029 (expected to be September 29, 2029)
Payment at maturity:	Unless earlier redeemed by us, \$1,000 per note <i>plus</i> the coupon payment due at maturity, if any

On each coupon payment date, you will receive a coupon payment at an annual rate equal to the variable coupon rate for that coupon payment date. The variable coupon rate for any coupon payment date will be determined as follows:

contingent rate of 6.00% per annum x
$$\frac{\text{number of accrual days during the related accrual period}}{\text{number of elapsed days during the related accrual period}}$$

Variable quarterly coupon payments:

The variable quarterly coupon payment per note would then be equal to (i) \$1,000 *multiplied by* the variable coupon rate per annum *divided by* (ii) 4.

If the number of accrual days in a given accrual period is less than the number of elapsed days in that accrual period, the variable coupon rate for the related coupon payment date will be less than the full contingent rate, and if there are no accrual days in a given accrual period, the applicable variable coupon rate will be 0.00% per annum.

Coupon payment dates:	Expected to be the 29th day of each March, June, September and December, beginning on December 29, 2014
Accrual period:	For each coupon payment date, the period from and including the immediately preceding coupon payment date (or the issue date in the case of the first coupon payment date) to but excluding such coupon payment date
Accrual day:	An elapsed day on which the accrual condition is satisfied
Elapsed day:	Calendar day
Accrual condition:	The accrual condition will be satisfied on an elapsed day if, and only if, both (i) the underlying rate is within the underlying rate range on that elapsed day and (ii) the closing level of the underlying index is greater than or equal to the accrual barrier level on that elapsed day.

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Underlying rate range:

0.00% to 5.00%, inclusive

Accrual barrier level:

, 75% of the closing level of the underlying index on the pricing date

Early redemption:

We have the right to redeem the notes, in whole and not in part, quarterly on any coupon payment date on or after September , 2015 (expected to be September 29, 2015) upon not less than five business days notice for an amount in cash equal to 100% of the stated principal amount of your notes *plus* the coupon payment due on the date of redemption, if any

For questions, please call your Financial Advisor

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Table of Contents

11

CitiFirst Offerings Brochure | September 2014

Listing: The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.

CUSIP: 1730T0X38

Selling Concession (paid to advisors): up to 3.50%

Investor Profile

Investor Seeks:

- n Full principal amount due at maturity
- n Contingent coupon
- n A callable long-term equity and interest-rate linked investment

Investor Can Accept:

- n A holding period of approximately 15 years
- n The possibility of losing part or all of the principal amount invested if not held to maturity
- n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in

A complete description of the risks associated with this investment is outlined in the Risk Factors Relating to the Notes section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

12

CitiFirst Offerings Brochure | September 2014

Fixed to Floating Rate Notes

Indicative Terms*

Issuer:	Citigroup Inc.
Stated principal amount:	\$1,000 per Note
Pricing date:	September , 2014 (expected to be September 24, 2014)
Issue date:	September , 2014 (three business days after the pricing date)
Maturity date:	September , 2034 (expected to be September 29, 2034)
	During each interest period from and including the issue date to but excluding September , 2015 (expected to be September 29, 2015), the notes will bear interest at a fixed rate of 10.00% per annum
Interest:	During each interest period commencing on or after September , 2015 (expected to be September 29, 2015), the notes will bear interest at a floating rate equal to 4 times the modified CMS reference index, as determined on the CMS reference determination date for that interest period, subject to a maximum interest rate of 10.00% per annum and a minimum interest rate of 0.00% per annum
	After the first year of the term of the notes, interest payments will vary based on fluctuations in the modified CMS reference index. After the first year, the notes may pay a below-market rate or no interest at all for an extended period of time, or even throughout the entire remaining term.
CMS reference index:	On any CMS reference determination date, CMS30 minus CMS2, each as determined on that CMS reference determination date
Modified CMS reference index:	The CMS reference index minus 0.25%
CMS reference determination date:	For any interest period commencing on or after September , 2015 (expected to be September 29, 2015), the second U.S. government securities business day prior to the first day of that interest period
Interest period:	Each three-month period from and including an interest payment date (or the issue date, in the case of the first interest period) to but excluding the next interest payment date
Interest payment dates:	The day of each March, June, September and December (expected to be the 29th day of each March, June, September and December), beginning on December , 2014 (expected to be December 29, 2014) and ending on the maturity date or, if applicable, the date when the notes are redeemed
Day count convention:	During each interest period, interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months. The amount of each interest payment, if any, will equal (i) the stated principal amount of the notes multiplied by the interest rate in effect during the applicable interest period divided by (ii) 4
For questions, please call your Financial Advisor	

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Table of Contents

13

CitiFirst Offerings Brochure | September 2014

Call right:

We may call the notes, in whole and not in part, for mandatory redemption on any interest payment date beginning on September 1, 2015 (expected to be September 29, 2015), upon not less than five business days' notice. Following an exercise of our call right, you will receive for each note you then hold an amount in cash equal to \$1,000 plus any accrued and unpaid interest.

CUSIP:

1730T0X46

Listing:

The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.

Selling Concession (paid to advisors):

up to 3.50%

Investor Profile

Investor Seeks:

- n Full principal amount due at maturity
- n Quarterly interest payments
- n A callable long-term interest rate investment

Investor Can Accept:

- n A holding period of approximately 20 years
- n The possibility of losing part or all of the principal amount invested if not held to maturity
- n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the *Risk Factors Relating to the Notes* section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

14

CitiFirst Offerings Brochure | September 2014

Callable Step-Up Coupon Notes

Indicative Terms*

Issuer:	Citigroup Inc.
Stated principal amount:	\$1,000 per Note
Pricing date:	September , 2014 (expected to be September 16, 2014)
Issue date:	September , 2014 (three business days after the pricing date)
Maturity date:	September , 2029 (expected to be September 19, 2029). If the maturity date is not a business day, then the payment required to be made on the maturity date will be made on the next succeeding business day with the same force and effect as if it had been made on the maturity date. No additional interest will accrue as a result of delayed payment.
Principal due at maturity:	Full principal due at maturity
Payment at maturity:	\$1,000 per note <i>plus</i> any accrued and unpaid interest

From and including the original issue date to but excluding September , 2019 (expected to be September 19, 2019): 3.50%

Interest rate per annum:	From and including September , 2019 (expected to be September 19, 2019) to but excluding September , 2024 (expected to be September 19, 2024), unless redeemed by us: 3.75%
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Interest period:	From and including September , 2024 (expected to be September 19, 2024) to but excluding the maturity date, unless redeemed by us: 4.00%
Interest payment dates:	The three-month period from the original issue date to but excluding the immediately following interest payment date, and each successive three-month period from and including an interest payment date to but excluding the next interest payment date Quarterly on the day of each March, June, September and December of each year (expected to be the 19th day of each March, June, September and December of each year), commencing December , 2014 (expected to be December 19, 2014) and ending on the maturity date, provided that if any such day is not a business day, the applicable interest payment will be made on the next succeeding business day. No additional interest will accrue on that succeeding business day. Interest will be payable to the persons in whose names the notes are registered at the close of business on the business day preceding each interest payment date, which we refer to as a regular record date, except that the interest payment due at maturity or upon earlier redemption will be paid to the persons who hold the notes on the maturity date or earlier date of redemption, as applicable.
Day count convention:	30/360 Unadjusted. See Determination of Interest Payments in this preliminary pricing supplement.
Redemption:	Beginning on September , 2015 (expected to be September 19, 2015), we have the right to call the notes for mandatory redemption, in whole and not in part, on any redemption date and pay to you 100% of the principal amount of the notes plus accrued and unpaid interest to but excluding the date of such redemption. If we decide to redeem the notes, we will give you notice at least five business days before the redemption date specified in the notice.

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So long as the notes are represented by global securities and are held on behalf of The Depository Trust Company (DTC), redemption notices and other notices will be given by delivery to DTC. If the notes are no longer represented by global securities and are not held on behalf of DTC, redemption notices and other notices will be published in a leading daily newspaper in New York City, which is expected to be The Wall Street Journal.

For questions, please call your Financial Advisor

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Table of Contents

15

CitiFirst Offerings Brochure | September 2014

Redemption dates:	September , 2015 (expected to be September 19, 2015) and each interest payment date thereafter
Business day:	Any day that is not a Saturday or Sunday and that, in New York City, is not a day on which banking institutions are authorized or obligated by law or executive order to close
CUSIP:	1730T0X20
Listing:	The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.
Selling Concession (paid to advisors):	up to 2.25%

Investor Profile

Investor Seeks:

- n Full principal amount due at maturity
- n Contingent interest payments
- n A callable long-term interest rate investment

Investor Can Accept:

- n A holding period of approximately 15 years
- n The possibility of losing part or all of the principal amount invested if not held to maturity
- n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Risk Factors Relating to the Notes section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

16

CitiFirst Offerings Brochure | September 2014

Callable Step-Up Coupon Notes (5-Year)

Indicative Terms*

Issuer:	Citigroup Inc.
Stated principal amount:	\$1,000 per Note
Pricing date:	September , 2014 (expected to be September 24, 2014)
Issue date:	September , 2014 (three business days after the pricing date)
Maturity date:	September , 2019 (expected to be September 29, 2019). If the maturity date is not a business day, then the payment required to be made on the maturity date will be made on the next succeeding business day with the same force and effect as if it had been made on the maturity date. No additional interest will accrue as a result of delayed payment.
Principal due at maturity:	Full principal due at maturity
Payment at maturity:	\$1,000 per note <i>plus</i> any accrued and unpaid interest
	From and including the original issue date to but excluding September , 2015 (expected to be September 29, 2015): 1.50%
	From and including September , 2015 (expected to be September 29, 2015) to but excluding September , 2016 (expected to be September 29, 2016), unless redeemed by us: 1.75%
Interest rate per annum:	From and including September , 2016 (expected to be September 29, 2016) to but excluding the maturity date, unless redeemed by us: 2.00%
	From and including September , 2018 (expected to be September 29, 2018) to but excluding the maturity date, unless redeemed by us: 3.00%
Interest period:	The three-month period from the original issue date to but excluding the immediately following interest payment date, and each successive three-month period from and including an interest payment date to but excluding the next interest payment date
Interest payment dates:	Quarterly on the day of each March, June, September and December of each year (expected to be the 29 th day of each March, June, September and December of each year), commencing December , 2014 (expected to be December 29, 2014) and ending on the maturity date, provided that if any such day is not a business day, the applicable interest payment will be made on the next succeeding business day. No additional interest will accrue on that succeeding business day. Interest will be payable to the persons in whose names the notes are registered at the close of business on the business day preceding each interest payment date, which we refer to as a regular record date, except that the interest payment due at maturity or upon earlier redemption will be paid to the persons who hold the notes on the maturity date or earlier date of redemption, as applicable.
Day count convention:	30/360 Unadjusted. See Determination of Interest Payments in this preliminary pricing supplement.
Redemption:	Beginning on September , 2015 (expected to be September 29, 2015), we have the right to call the notes for mandatory redemption, in whole and not in part, on any redemption date and pay to you 100% of the principal amount of the notes plus accrued and unpaid interest to but excluding the date of such redemption. If we decide to redeem the notes, we will give you notice at least five business days before the redemption date specified in the notice.

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So long as the notes are represented by global securities and are held on behalf of The Depository Trust Company (DTC), redemption notices and other notices will be given by delivery to DTC. If the notes are no longer represented by global securities and are not held on behalf of DTC, redemption notices and other notices will be published in a leading daily newspaper in New York City, which is expected to be The Wall Street Journal.

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

17

CitiFirst Offerings Brochure | September 2014

Redemption dates:	September , 2015 (expected to be September 29, 2015) and each interest payment date thereafter
Business day:	Any day that is not a Saturday or Sunday and that, in New York City, is not a day on which banking institutions are authorized or obligated by law or executive order to close
Business day convention:	Following
CUSIP:	1730T0Y29
Listing:	The notes will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the notes unless you are willing to hold them to maturity.
Selling Concession (paid to advisors):	up to 1.00%

Investor Profile

Investor Seeks:

n Full principal amount due at maturity

n

Contingent interest payments

n

A callable medium-term interest rate investment

A complete description of the risks associated with this investment is outlined in the Risk Factors Relating to the Notes section of the applicable preliminary pricing supplement.

Investor Can Accept:

n A holding period of approximately 5 years

n The possibility of losing part or all of the principal amount invested if not held to maturity

n The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

18

CitiFirst Offerings Brochure | September 2014

Buffer Securities Based on the Russell 2000® Index

Indicative Terms*

Issuer:	Citigroup Inc.
Underlying shares:	The Russell 2000® Index (ticker symbol: RTY)
Stated principal amount:	\$1,000 per security
Pricing date:	September , 2014 (expected to be September 29, 2014)
Issue date:	October , 2014 (three business days after the pricing date)
Valuation date:	September , 2019 (expected to be September 30, 2019), subject to postponement if such date is not a scheduled trading day or if certain market disruption events occur
Maturity date:	October , 2019 (expected to be October 3, 2019)
	For each \$1,000 stated principal amount security you hold at maturity:

If the final index level is **greater than** the initial index level:

\$1,000+ the return amount, subject to the maximum return at maturity

If the final index level is **equal to or less than** the initial index level by an amount **equal to or less than** the buffer amount:

Payment at maturity:

\$1,000

If the final index level is **less than** the initial index level by an amount **greater than** the buffer amount:
 $(\$1,000 \times \text{the index performance factor}) + \200.00

If the final index level declines from the initial index level by more than the buffer amount, your payment at maturity will be less, and possibly significantly less, than the \$1,000 stated principal amount per security. You should not invest in the securities unless you are willing and able to bear the risk of losing a significant portion of your investment.

Initial index level:	, the closing level of the underlying index on the pricing date
Final index level:	The closing level of the underlying index on the final valuation date
Index performance factor:	The final index level <i>divided</i> by the initial index level
Index percent increase:	The final index level <i>minus</i> the initial index level, <i>divided</i> by the initial index level
Return amount:	\$1,000 x index percent increase
Maximum return at maturity:	\$520.00 to \$570.00 per security (52.00% to 57.00% of the stated principal amount), to be determined on the pricing date. Because of the maximum return at maturity, the payment at maturity will not exceed \$1,520.00 to \$1,570.00 per

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Buffer amount:	security. 20.00%
Listing:	The securities will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the securities unless you are willing to hold them to maturity.
CUSIP:	1730T0X53
Selling Concession	

(paid to advisors): 3.00%

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

19

CitiFirst Offerings Brochure | September 2014

Investor Profile

Investor Seeks:

- ‡ A medium-term equity index-linked investment

Investor Can Accept:

- ‡ A holding period of approximately 5 years
- ‡ The possibility of losing a significant portion of the principal amount invested
- ‡ The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Summary Risk Factors section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

20

CitiFirst Offerings Brochure | September 2014

Autocallable Contingent Coupon Equity Linked Securities Based on Class A Common Stock of Facebook, Inc.

Indicative Terms*

Issuer:	Citigroup Inc.
Underlying shares:	Shares of Class A common stock of Facebook, Inc. (NASDAQ symbol: FB) (the underlying share issuer)
Stated principal amount:	\$1,000 per security
Pricing date:	September , 2014 (expected to be September 26, 2014)
Issue date:	October , 2014 (three business days after the pricing date)
Valuation dates:	Expected to be December 26, 2014, March 26, 2015, June 26, 2015 and September 28, 2015 (the final valuation date) each subject to postponement if such date is not a scheduled trading day or if certain market disruption events occur
Maturity date:	Unless earlier redeemed, October , 2015 (expected to be October 1, 2015)
Contingent coupon payment dates:	For any valuation date, the fifth business day after such valuation date, except that the contingent coupon payment date for the final valuation date will be the maturity date On each quarterly contingent coupon payment date, unless previously redeemed, the securities will pay a contingent coupon equal to 2.00% to 2.50% (equal to approximately 8.00% to 10.00% per annum) (to be determined on the pricing date) of the stated principal amount of the securities if and only if the closing price of the underlying shares on the related valuation date is greater than or equal to the coupon barrier price. If the closing price of the underlying shares on any quarterly valuation date is less than the coupon barrier price, you will not receive any contingent coupon payment on the related contingent coupon payment date.
Contingent coupon:	If, on any of the first three quarterly valuation dates, the closing price of the underlying shares is greater than or equal to the initial share price, each security you then hold will be automatically redeemed on the related contingent coupon payment date for an amount in cash equal to \$1,000 plus the related contingent coupon payment.
Automatic early redemption:	If the securities are not automatically redeemed prior to maturity, you will be entitled to receive, for each \$1,000 stated principal amount security you hold at maturity:
Payment at maturity:	

If the final share price is **greater than or equal** to the final barrier price: \$1,000 *plus* the contingent coupon payment due at maturity

If the final share price is **less than** the final barrier price: a fixed number of underlying shares equal to the equity ratio (or, if we exercise our cash election right, the cash value of those shares based on the closing price of the underlying shares on the final valuation date)

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If the final share price is less than the final barrier price, you will receive underlying shares (or, in our sole discretion, cash) worth less than 77.50% of the stated principal amount of your securities, and possibly nothing, at maturity, and you will not receive any contingent coupon payment at maturity.

Initial share price:

\$, the closing price of the underlying shares on the pricing date

For questions, please call your Financial Advisor

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Table of Contents

21

CitiFirst Offerings Brochure | September 2014

Final share price:	The closing price of the underlying shares on the final valuation date
Coupon barrier price:	\$, 77.50% of the initial share price
Final barrier price:	\$, 77.50% of the initial share price
Equity ratio:	, the stated principal amount divided by the initial share price, subject to anti-dilution adjustments for certain corporate events
Listing:	The securities will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the securities unless you are willing to hold them to maturity.
CUSIP:	1730T0X61
Selling Concession (paid to advisors):	1.00%

Investor Profile

Investor Seeks:

- ‡ A short-term equity-linked investment
- ‡ Contingent coupon payments

Investor Can Accept:

- ‡ A holding period of approximately 1 year
- ‡ The possibility of losing a significant portion of the principal amount invested
- ‡ The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Summary Risk Factors section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

22

CitiFirst Offerings Brochure | September 2014

Barrier Digital Plus Securities Based on the EURO STOXX 50® Index

Indicative Terms*

Issuer:	Citigroup Inc.
Underlying index:	The EURO STOXX 50® Index (ticker symbol: SX5E)
Stated principal amount:	\$1,000 per security
Pricing date:	September , 2014 (expected to be September 16, 2014)
Issue date:	September , 2014 (three business days after the pricing date)
Valuation date:	September , 2018 (expected to be September 17, 2018), subject to postponement if such date is not a scheduled trading day or if certain market disruption events occur
Maturity date:	September , 2018 (expected to be September 20, 2018)
	For each \$1,000 stated principal amount security you hold at maturity:

If the final share price is **greater than or equal** to the initial index level:

\$1,000+ the greater of (i) the fixed return amount and (ii) \$1,000 x the index percent increase

Payment at maturity:

If the final index level is less than the initial index level but **greater than or equal** to the barrier level:
\$1,000

If the final index level is **less than** the barrier level:
\$1,000 x the index performance factor

If the final share price is less than the barrier level, your payment at maturity will be less, and possibly significantly less, than \$700.00 per security. You should not invest in the securities unless you are willing and able to bear the risk of losing a significant portion, and up to all, of your investment.

Initial index level:	\$, the closing level of the underlying index on the pricing date
Final index level:	The closing level of the underlying index on the valuation date
Fixed return amount:	\$370.00 to \$410.00 per security (37.00% to 41.00% of the stated principal amount), to be determined on the pricing date. You will receive the fixed return amount only if the final index level is greater than or equal to the initial index level.
Index performance factor:	The final index level <i>divided</i> by the initial index level
Index percent increase:	The final index level <i>minus</i> the initial index level, <i>divided</i> by the initial index level
Barrier level:	, 70.00% of the initial index level
Listing:	

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The securities will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the securities unless you are willing to hold them to maturity.
1730T0X95

CUSIP:
Selling Concession

(paid to advisors): 1.50%
For questions, please call your Financial Advisor

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Table of Contents

23

CitiFirst Offerings Brochure | September 2014

Investor Profile

Investor Seeks:

- ‡ A medium-term equity index-linked investment

Investor Can Accept:

- ‡ A holding period of approximately 4 years
- ‡ The possibility of losing a significant portion of the principal amount invested
- ‡ The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Summary Risk Factors section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

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Table of Contents

24

CitiFirst Offerings Brochure | September 2014

Autocallable Contingent Coupon Equity Linked Securities Based on the Common Stock of Celgene Corporation Indicative Terms*

Issuer:	Citigroup Inc.
Underlying shares:	Shares of common stock of Celgene Corporation (NASDAQ symbol: CELG) (the underlying share issuer)
Stated principal amount:	\$1,000 per security
Pricing date:	September , 2014 (expected to be September 16, 2014)
Issue date:	September , 2014 (three business days after the pricing date)
Valuation dates:	Expected to be December 16, 2014, March 16, 2015, June 16, 2015 and September 16, 2015 (the final valuation date) each subject to postponement if such date is not a scheduled trading day or if certain market disruption events occur
Maturity date:	Unless earlier redeemed, September , 2015 (expected to be September 21, 2015)
Contingent coupon payment dates:	For any valuation date, the fifth business day after such valuation date, except that the contingent coupon payment date for the final valuation date will be the maturity date On each quarterly contingent coupon payment date, unless previously redeemed, the securities will pay a contingent coupon equal to 2.00% to 2.50% (equal to approximately 8.00% to 10.00% per annum) (to be determined on the pricing date) of the stated principal amount of the securities if and only if the closing price of the underlying shares on the related valuation date is greater than or equal to the coupon barrier price. If the closing price of the underlying shares on any quarterly valuation date is less than the coupon barrier price, you will not receive any contingent coupon payment on the related contingent coupon payment date.
Contingent coupon:	
Automatic early redemption:	If, on any of the first three quarterly valuation dates, the closing price of the underlying shares is greater than or equal to the initial share price, each security you then hold will be automatically redeemed on the related contingent coupon payment date for an amount in cash equal to \$1,000 plus the related contingent coupon payment.
Payment at maturity:	If the securities are not automatically redeemed prior to maturity, you will be entitled to receive, for each \$1,000 stated principal amount security you hold at maturity:

If the final share price is **greater than or equal to** the final barrier price: \$1,000 *plus* the contingent coupon payment due at maturity

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If the final share price is **less than** the final barrier price: a fixed number of underlying shares equal to the equity ratio (or, if we exercise our cash election right, the cash value of those shares based on the closing price of the underlying shares on the final valuation date)

If the final share price is less than the final barrier price, you will receive underlying shares (or, in our sole discretion, cash) worth less than 80.00% of the stated principal amount of your securities, and possibly nothing, at maturity, and you will not receive any contingent coupon payment at maturity.

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

25

CitiFirst Offerings Brochure | September 2014

Initial share price:	\$, the closing price of the underlying shares on the pricing date
Final share price:	The closing price of the underlying shares on the final valuation date
Coupon barrier price:	\$, 80.00% of the initial share price
Final barrier price:	\$, 80.00% of the initial share price
Equity ratio:	, the stated principal amount divided by the initial share price, subject to anti-dilution adjustments for certain corporate events
Listing:	The securities will not be listed on any securities exchange and, accordingly, may have limited or no liquidity. You should not invest in the securities unless you are willing to hold them to maturity.
CUSIP:	1730T0Z93
Selling Concession (paid to advisors):	1.00%

Investor Profile

Investor Seeks:

- ‡ A short-term equity-linked investment
- ‡ Contingent coupon payments

Investor Can Accept:

- ‡ A holding period of approximately 1 year
- ‡ The possibility of losing a significant portion of the principal amount invested
- ‡ The structured investments discussed herein are not suitable for all investors. Prospective investors should evaluate their financial objectives and tolerance for risk prior to investing in any structured investment

A complete description of the risks associated with this investment is outlined in the Summary Risk Factors section of the applicable preliminary pricing supplement.

For questions, please call your Financial Advisor

* The information listed above is not intended to be a complete description of all of the terms, risks and benefits of a particular investment. All maturities are approximate. All terms in brackets are indicative only and will be set on the applicable pricing date. All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of the Market-Linked Certificates of Deposit which have FDIC insurance, subject to applicable limitations. Please refer to the relevant investment's offering documents and related material(s) for additional information.

Table of Contents

26

CitiFirst Offerings Brochure | September 2014

General Overview of Investments

Investments	Maturity	Risk Profile*	Return*
Contingent			
Absolute Return MLDs/Notes Contingent	1-2 Years	Full principal amount due at maturity	If the underlying never crosses either an upside or downside threshold, the return on the investment equals the absolute value of the return of the underlying. Otherwise, the return equals zero
Upside	1-3 Years	Full principal amount due at maturity	If the underlying crosses an upside threshold, the return on the investment equals an interest payment paid at maturity. Otherwise, the return equals the greater of the return of the underlying and zero
Participation MLDs/Notes Minimum Coupon Notes	3-5 Years	Full principal amount due at maturity	If the underlying ever crosses an upside threshold during a coupon period, the return for the coupon period equals the minimum coupon. Otherwise, the return for a coupon period equals the greater of the return of the underlying during the coupon period and the minimum coupon

Investments	Maturity	Risk Profile*	Return*
ELKS®	6-13 Months	Payment at maturity may be less than the principal amount	A fixed coupon is paid regardless of the performance of the underlying. If the underlying never crosses a downside threshold, the return on the investment equals the coupons paid. Otherwise, the return equals the sum of the coupons paid and the return of the underlying at maturity
Buffer Notes	1-3 Years	Payment at maturity may be less than the principal amount	If the return of the underlying is positive at maturity, the return on the investment equals the lesser of (a) the return of the underlying multiplied by a participation rate and (b) the maximum return on the notes. If the return of the underlying is either zero or negative by an amount lesser than the buffer amount, the investor receives the stated principal amount. Otherwise, the return on the investment equals the return of the underlying plus the buffer amount
PACERS SM	3-5 Years	Payment at maturity may be less than the	If the underlying is equal to or greater than a threshold (such as its initial value) on any call date, the note is called and the return on the investment equals a fixed premium. If the note has not been called, at maturity, if the underlying has crossed a downside threshold, the return on the

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LASERS SM	3-4 Years	principal amount	investment equals the return of the underlying, which will be negative. Otherwise, the return equals zero
		Payment at maturity may be less than the principal amount	If the return of the underlying is positive at maturity, the return on the investment equals the return of the underlying multiplied by a participation rate (some versions are subject to a maximum return on the notes). If the return of the underlying is negative and the underlying has crossed a downside threshold, the return on the investment equals the return of the underlying, which will be negative. Otherwise, the return equals zero

Investments	Maturity	Risk Profile*	Return*
Upturn Notes	1-2 Years	Payment at	If the underlying is above its initial level at maturity, the return on the investment equals the lesser of the return of the underlying multiplied by a participation rate and the maximum return on the notes. Otherwise, the return equals the return of the underlying
		maturity may be zero	
Fixed Upside	1-2 Years	Payment at	If the underlying is equal to or above its initial level at maturity, the return on the investment equals a predetermined fixed amount. Otherwise, the return equals the return of the underlying
		maturity may be zero	
Return Notes Strategic Market	3-4 Years	Payment at	The return on the investment equals the return of a unique index created by Citi
		maturity may be zero	
Access Notes			

***All returns and any principal amount due at maturity are subject to the applicable issuer's credit risk, with the exception of Market-Linked Certificates of Deposit which has FDIC insurance, subject to applicable limitations.** This is not a complete list of CitiFirst structures. The descriptions above are not intended to completely describe how an investment works or to detail all of the terms, risks and benefits of a particular investment. The return profiles can change. Please refer to the offering documents and related material(s) of a particular investment for a comprehensive description of the structure, terms, risks and benefits related to that investment.

Table of Contents

27

CitiFirst Offerings Brochure | September 2014

Important Information for the Monthly Offerings

Investment Information

The investments set forth in the previous pages are intended for general indication only of the CitiFirst Investments offerings. The issuer reserves the right to terminate any offering prior to its pricing date or to close ticketing early on any offering.

SEC Registered (Public) Offerings

Each issuer has separately filed a registration statement (including a prospectus) with the Securities and Exchange Commission (the SEC) for the SEC registered offerings by that issuer to which this communication relates. Before you invest in any of the registered offerings identified in this Offerings Brochure, you should read the prospectus in the applicable registration statement and the other documents the issuer have filed with the SEC for more complete information about that issuer and offerings. You may get these documents for free by visiting EDGAR on the SEC website at www.sec.gov.

For Registered Offerings Issued by: [Citigroup Inc.](#)

Issuer's Registration Statement Number [333-192302](#)

Issuer's CIK on the SEC Website [0000831001](#)

Alternatively, you can request a prospectus and any other documents related to the offerings, either in hard copy or electronic form, by calling toll-free 1-877-858-5407 or by calling your Financial Advisor.

The SEC registered securities described herein are not bank deposits but are senior, unsecured debt obligations of the issuer. The SEC registered securities are not insured or guaranteed by the Federal Deposit Insurance Corporation (FDIC) or any other governmental agency or instrumentality.

Market-Linked Certificates of Deposit

The Market-Linked Deposits (MLDs) are not SEC registered offerings and are not required to be so registered. For indicative terms and conditions on any MLD, please contact your Financial Advisor or call the toll-free number 1-800-831-9146.

Table of Contents

28

CitiFirst Offerings Brochure | September 2014

Overview of Key Benefits and Risks of CitiFirst Investments

Benefits

- † Investors can access investments linked to a variety of underlying assets or indices, such as domestic and foreign indices, exchange-traded funds, commodities, foreign-exchange, interest rates, equities, or a combination thereof.
- † Structured investments can offer unique risk/ return profiles to match investment objectives, such as the amount of principal due at maturity, periodic income, and enhanced returns.

Risks

- † The risks below are not intended to be an exhaustive list of the risks associated with a particular CitiFirst Structured Investment offering. Before you invest in any CitiFirst Structured Investment, you should thoroughly review the particular investment's offering document(s) and related material(s) for a comprehensive description of the risks and considerations associated with the particular investment.
- † Potential for Loss
 - † The terms of certain investments provide that the full principal amount is due at maturity, subject to the issuer credit risk. However, if an investor sells or redeems such investment prior to maturity, the investor may receive an amount less than his/her original investment.
 - † The terms of certain investments provide that the payment due at maturity could be significantly less than the full principal amount and, for certain investments, could be zero. In these cases, an investor may receive an amount significantly less than his/ her original investment and may receive nothing at maturity of the investment.
- † Appreciation May Be Limited Depending on the investment, an investor's appreciation may be limited by a maximum amount payable or by the extent to which the return reflects the performance of the underlying asset or index.

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- i Issuer Credit Risk All payments on CitiFirst Structured Investments are dependent on the applicable issuer's ability to pay all amounts due on these investments, including any principal due at maturity, and therefore investors are subject to the credit risk of the applicable issuer.
- i Secondary Market There may be little or no secondary market for a particular investment. If the applicable offering document(s) so specifies, the issuer may apply to list an investment on a securities exchange, but it is not possible to predict whether any investment will meet the listing requirements of that particular exchange, or if listed, whether any secondary market will exist.
- i Resale Value of a CitiFirst Structured Investment May be Lower than Your Initial Investment Due to, among other things, the changes in the price of and dividend yield on the underlying asset, interest rates, the earnings performance of the issuer of the underlying asset, and the applicable issuer of the CitiFirst Structured Investment's perceived creditworthiness, the investment may trade, if at all, at prices below its initial issue price and an investor could receive substantially less than the amount of his/her original investment upon any resale of the investment.
- i Volatility of the Underlying Asset or Index Depending on the investment, the amount you receive at maturity could depend on the price or value of the underlying asset or index during the term of the trade as well as where the price or value of the underlying asset or index is at maturity; thus, the volatility of the underlying asset or index, which is the term used to describe the size and frequency of market fluctuations in the price or value of the underlying asset or index, may result in an investor receiving an amount less than he/she would otherwise receive.
- i Potential for Lower Comparable Yield The effective yield on any investment may be less than that which would be payable on a conventional fixed-rate debt security of the same issuer with comparable maturity.
- i Affiliate Research Reports and Commentary Affiliates of the particular issuer may publish research reports or otherwise express opinions or provide recommendations from time to time regarding the underlying asset or index which may influence the price or value of the underlying asset or index and, therefore, the value of the investment. Further, any research, opinion or recommendation expressed within such research reports may not be consistent with purchasing, holding or selling the investment.
- i The United States Federal Income Tax Consequences of Structured Investments are Uncertain No statutory, judicial or administrative authority directly addresses the characterization of structured investments for U.S. federal income tax purposes. The tax treatment of a structured investment may be very different than that of its underlying asset. As a result, significant aspects of the U.S. federal income tax consequences and treatment of an investment are not certain. The offering document(s) for each structured investment contains tax conclusions and discussions about the expected U.S. federal income tax consequences and treatment of the related structured investment. However, no ruling is being requested from the Internal Revenue Service with respect to any structured investment and no assurance can be given that the Internal Revenue Service will agree with the tax conclusions and treatment expressed within the offering document(s) of a particular structured investment. Citigroup Inc., its affiliates, and employees do not provide tax or legal advice. Investors should consult with their own professional advisor(s) on such matters before investing in any structured investment.
- i Fees and Conflicts The issuer of a structured investment and its affiliates may play a variety of roles in connection with the investment, including acting as calculation agent and hedging the issuer's obligations under the investment. In performing these duties, the economic interests of the affiliates of the issuer may be adverse to the interests of the investor.

Table of Contents

29

CitiFirst Offerings Brochure | September 2014

Additional Considerations

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(i) the transfer is made only to institutional investors, or relevant persons as defined in Section 275(2) of that Act, or arises from an offer referred to in Section 275(1A) of that Act (in the case of a corporation) or in accordance with Section 276(4)(i)(B) of that Act (in the case of a trust);

(ii) no consideration is or will be given for the transfer; or

(iii) the transfer is by operation of law.

Table of Contents

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