CitiFirst
OPPORTUNITY

For Institutional Investors and Professional Advisors Only – Not for Onward Distribution



Auto-Callable Note

Investment Details

Product	Auto-Call Note linked to 3 Commodities
Underlyings	Corn (C1 <Cmdty>) Cotton (CT1 <Cmdty>) Sugar (SB1 <Cmdty>)
Start Date	24th June 2011
Investment Term	5 Years
Minimum Investment	GBP 50,000
Coupon	Snowballing quarterly conditional coupon of 4.50%
Return at Maturity	100% of initial principal[1] if all of the Underlyings close at or above 50% (European Observation) of their initial level on final valuation date or if the Note has Auto-Called. Otherwise the principal returned to investors is reduced by a percentage equal to the fall in the final level of the worst performing Underlying from its initial level
Issuer	Citigroup Funding Inc., New York
Guarantor	Citigroup Inc., New York
Ratings	The Issuer's senior debt as of 13.05.2011 is rated A3 / Negative Outlook / P-1 (Moody's), A+ / Negative Outlook / A-1 (S&P), and A+ / Rating Watch Negative / F1+ (Fitch), based on the guarantee by Citigroup Inc. The Rating and Outlook are subject to change during the term of the notes.
ISIN	XS0629175471

Investment Description

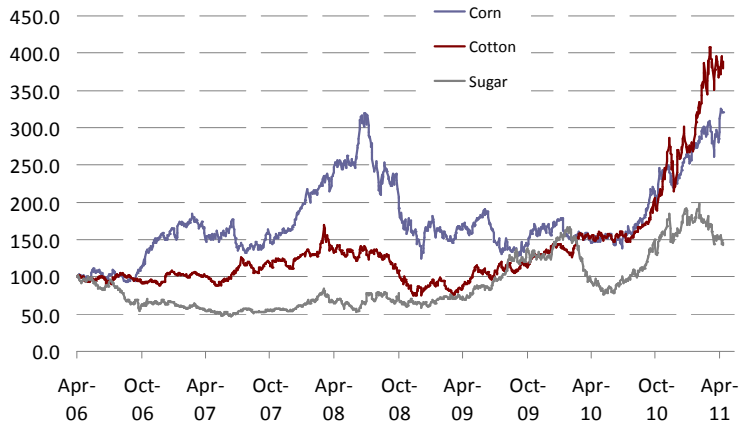
- The Citi Auto-Callable Note is a product for investors seeking growth who have a positive view on the Underlyings and are looking for potentially attractive returns in a low deposit rate environment.
- The Note is an Auto-Call structure linked to three commodities, where in flat to rising markets, investors may receive a conditional quarterly snowballing coupon of 4.50%. Underlyings are observed quarterly and the snowballing coupon is paid just after the first Auto-Call Observation Date on which all Underlying Indices are at or above their initial levels.
- Even if the Underlyings do not perform, the Notes continue to benefit from principal protection[1] at maturity provided that all the Underlyings close at or above 50% (European Observation) from their initial levels, on the final valuation date. If this is not the case, principal is at risk.
- The Citi Auto-Callable Note provides the potential for pre-defined returns and the opportunity to receive initial principal invested back prior to the product maturity.

Investor seeks:
- Growth
- Potential snowballing quarterly coupons of up to 4.50%
- Exposure to commodities markets via Corn, Cotton and Sugar

Investor can accept:
- 5 year investment term
- Conditional principal protection[1]
- Potential for losses of principal invested if note is sold prior to maturity
- Credit risk of the Issuer and Guarantor

Dealing Details
Please fax orders to +44203 320 2496

Historical Index Performance



Source: Citi, Bloomberg

[1] Any conditional principal protection is subject to the Issuer and Guarantor not defaulting on their obligations and applies only at the maturity date. This investment or variations of such may not be a suitable investment for all types of investors. For more information, please contact your Citi salesperson for an indicative termsheet, which offers an explanation of some of the specific risks associated with investing in this product. Past performance is not indicative of future performance..

Citigroup Global Markets Limited will endeavour to make a daily secondary market in these Notes, but does not guarantee that a secondary market will exist. Investors may receive less than their principal amount if they choose to sell/liquidate their position in the Note prior to the stated maturity date.

There are certain risks associated with an investment in the notes, full details of these risk factors can be found in the base prospectus. The base prospectus is available on request.. The Issuer's senior debt as of 13.05.2011 is rated A3 / Negative Outlook / P-1 (Moody's), A+ / Negative Outlook / A-1 (S&P), and A+ / Rating Watch Negative / F1+ (Fitch), based on the guarantee by Citigroup Inc. The Rating and Outlook are subject to change during the term of the Note. The status of the Note: Senior, unsecured. This debt is not guaranteed under the Federal Deposit Insurance Corporation's Temporary Liquidity Guarantee Program

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Investment Diagram



Citi and CitiFirst

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CitiFirst is a full-service model for Citi's offering of structured investment solutions. Our investments can be designed to suit all levels of risk appetite across the full range of asset classes, utilising various issuance solutions and product wrappers, to satisfy any investment objective.

Disclaimer

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