CitiFirst
OPPORTUNITY

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



Auto-Callable Note

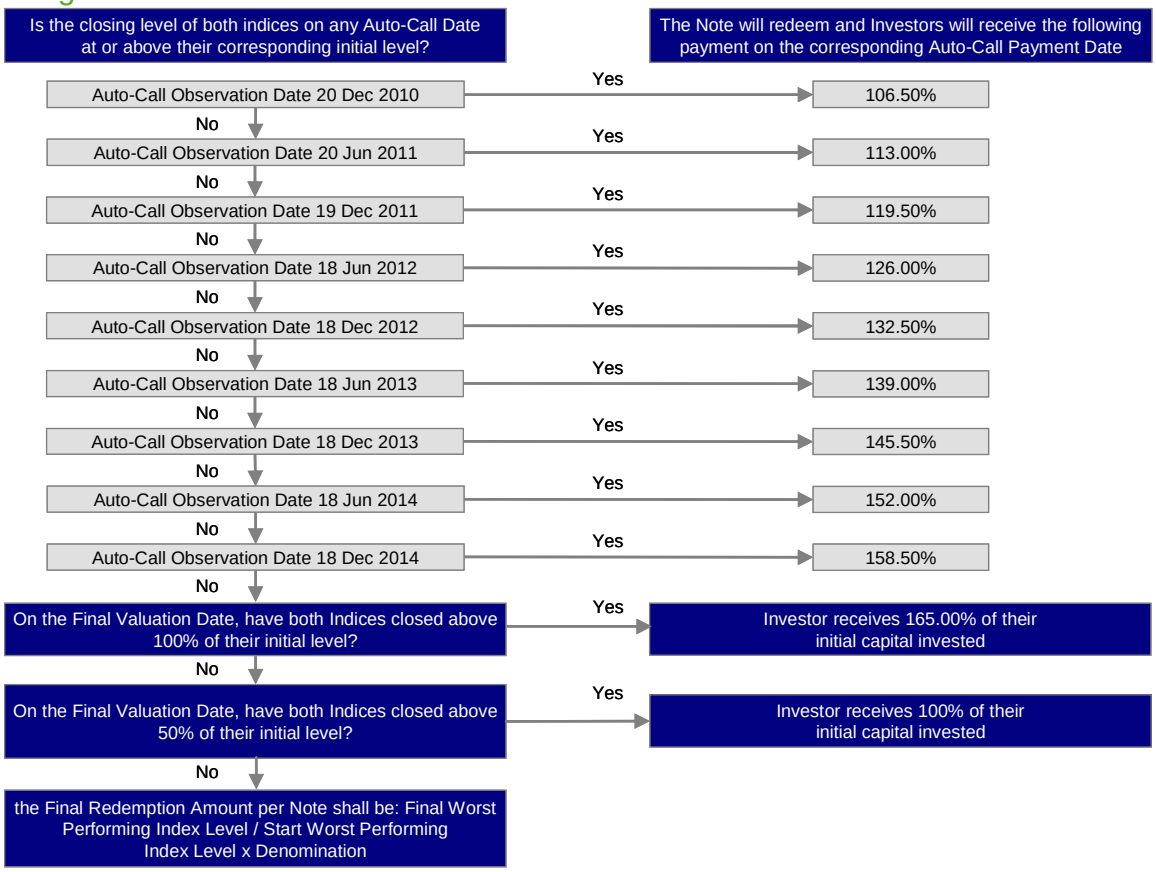
Investment Details

Product	Auto-Call linked to 2 Indices
Underlying Indices	S&P 500 Index (Bloomberg: SPX Index) Hang Seng China Enterprises (Bloomberg: HSCEI Index)
Start Date	18th June 2010
Investment Term	5 Years
Minimum Investment	USD 50,000 and increments of 1,000 thereafter
Coupon	Snowballing coupon of 6.50% paid semi-annually
Return at Maturity	100% of initial capital[1] if, at the close on the final valuation date, neither index is at or below 50% of their initial level or if the Note has Auto-Called. Otherwise capital is reduced by a percentage equal to the fall in the final level of the worst performing index from its initial level
Issuer	Citigroup Funding Inc., New York
Guarantor	Citigroup Inc., New York
Ratings	A3 (Moody's), A (S&P) and A+ (Fitch)
ISIN	XS0509375183

Investment Description

- The Citi Auto-Callable Note is an attractive product for investors seeking income who have a positive view on the Underlying Indices and are looking for attractive returns in a low deposit rate environment.
- The Note is an Auto-Call structure linked to two indices, where in flat to rising equity markets, investors may receive an attractive snowballing coupon of 6.50% paid semi-annually. Underlying Indices are observed semi-annually and the snowballing coupon is paid just after the first Auto-Call Observation Date on which both Underlying Indices are at or above their initial levels.
- Even if the Underlying Indices do not perform, the Notes continue to benefit from full capital protection[1] at maturity provided that neither of the Underlying Indices drops by more than 50% (European Observation) from their initial levels, on the final valuation date. If this is not the case, Capital is at risk.
- The Citi Auto-Callable Note provides the potential for pre-defined returns and the opportunity to receive initial capital invested back prior to the product maturity.

Investment Diagram



[1] Where the financial product is capital protected there is a risk that any failure by a counterparty to perform obligations when due may result in the loss of all or part of your investment.

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 22.01.2010 rated A3 / P-1, Stable Outlook (Moody's), A / A-1, Stable Outlook (S&P) and A+ / F1+, Stable Outlook (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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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.

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