



Relax Express auf TotalEnergies SE

Summary of Indicative Terms and Conditions

Structured Note transactions are complex and may involve a high risk of loss. Prior to entering into a transaction, you should consult with your own legal, regulatory, tax, financial and accounting advisors to the extent you consider it necessary, and make your own investment, hedging and trading decisions (including decisions regarding the suitability of this transaction) based upon your own judgment and advice from those advisers you consider necessary.

Investor Representation: *Each investor who purchases the Notes described herein will be deemed to have represented to the Issuer and the Dealer that: 1) they are not a US Person (as defined in Regulation S of the Securities Act, defined below), 2) they are not an Affiliate Conduit, based upon the relevant guidance in the “Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations” as published by the US Commodity Futures Trading Commission (“CFTC”) on 26 July 2013 (78 Fed. Reg. 45292, the “Interpretive Guidance”), including the Affiliate Conduit Factors as defined therein and 3) they are not, nor are any obligations owed by them, supported by any guarantee other than any guarantee provided by a person who does not fall within any of the U.S. Person Categories (as defined in the Interpretive Guidance) and who would not otherwise be deemed a “U.S. person” under the Interpretive Guidance. This Investor Representation is given on behalf of both the client and any of their investors who purchase the Notes or any investors to whom Notes are subsequently transferred.*

Prohibition of sales to UK retail investors – The Notes are not intended to be, and must not be, offered, sold or otherwise made available to any retail investor in the UK. Consequently no UK PRIIPs Regulation key information document (KID) has been prepared.

28 November 2024

General Information

Issuer	Citigroup Global Markets Funding Luxembourg S.C.A. (“CGMFL”)
Guarantor	Citigroup Global Markets Limited (“CGML”)
Issuance Programme	Global Medium Term Note Programme
Issuance Documentation	The Notes will be issued under the Prospectus Regulation compliant Regional Structured Notes Base Prospectus No. 3 (“ Base Prospectus ”) dated 30 January 2024, and any supplements thereto, approved by the Commission de Surveillance du Secteur Financier (the “ CSSF ”) as competent authority under the Prospectus Regulation.
Securities	Debt Securities linked to the performance of the Underlying
Ratings	The Issuer has a long term/short term senior debt rating of A+ / A-1 by S&P, and a long term senior debt rating of A1 by Moody’s and A+ by Fitch. The payment and delivery of all amounts due in respect of the Notes issued by CGMFL will be unconditionally and irrevocably guaranteed by CGML, whose long term/short term senior debt is currently rated A1 (Stable Outlook) / P-1 (Moody’s) / A+ (Stable Outlook) / A-1 (S&P) and A+ (Stable Outlook) / F1 (Fitch). The ratings and outlooks are subject to change during the term of the Notes.

Please also note that Citigroup Inc. earnings will be announced on 15 January 2025.

Offer Jurisdiction	Public Offer in Germany Outside Germany, the Notes may only be offered in accordance with applicable private placement laws and regulations.
Offer Period (Subscription Period)	6 December 2024 to 21 January 2025 (12 o'clock Frankfurt time)
Target Market	Details of the Target Market determined by Citi as the product manufacturer can be obtained from RegXChange (www.regxchange.com) and data vendors such as Bloomberg and WM Daten which have Target Market data arrangements with RegXChange (collectively "Target Market Data Providers"). If you are not registered with, or not intending to register with, RegXChange or another Target Market Data Provider, please contact your Citi representative to agree alternative arrangements to receive the Target Market information. Refer to Citi's European ESG Template (EET) for further information on the sustainability characteristics of the product, including any sustainability-related objectives (where applicable).
871m Relevancy	Not Applicable (WM Daten Key: I for field GD267i)
MYA Ref	24LEQ054911
Series Number	CGMFL91605
ISIN	XS2872771212
WKN	A3PMMN
Issue Size	Up to 10,000 Units
Specified Denomination	EUR 1,000
Unit value	EUR 1,000 per Unit. Each Unit consists of 1 Note.
Issue Price	EUR 1,000
Net Proceeds	100% of the Specified Denomination per Note shall be retained by the Issuer
Distribution Fee	Up to 3.00% or EUR 30.00 per Specified Denomination
MER Strike Date / Redemption Strike Date / Trade Date	21 January 2025
Issue Date	27 January 2025
Final Valuation Date / Redemption Barrier Observation Date	21 January 2031
Maturity Date	28 January 2031

The Underlying

Name of the Underlying	Electronic Page (Bloomberg Code) / ISIN / WKN	Underlying Classification	Underlying Exchange	Redemption Initial Level	Redemption Strike Level	Final Barrier Level	Entitlement
TotalEnergies SE	TTE FP Equity / FR0000120271 / 850727	Share	Euronext Paris	EUR []	EUR []	EUR []	[]

Redemption Initial Level	100.00% of the Underlying Closing Level on the Redemption Strike Date
Redemption Strike Level	100.00% of the Redemption Initial Level
Final Barrier Level	60.00% of the Redemption Initial Level
Entitlement	The amount determined by the Specified Denomination divided by the Redemption Strike Level
Underlying Closing Level	The official closing price of the Underlying on a particular day on the Underlying's primary exchange
Final Reference Level	100.00% of the Underlying Closing Level on the Final Valuation Date

The Payout

Mandatory Early Redemption If on any MER Barrier Observation Date the Underlying Closing Level of the Underlying is **equal to or greater than** the MER Barrier Level specified below for such MER Barrier Observation Date, then the Notes will be redeemed, in whole but not in part, for the Mandatory Early Redemption Amount per Note payable on the related MER Date.

Once automatically redeemed, the Notes will then be terminated and no further payments will be made after the MER Date.

“**MER Amount**” shall mean, in respect of each Note, an amount equal to EUR 1,000 multiplied by the Mandatory Early Redemption Payoff.

“**Mandatory Early Redemption Payoff**” shall mean 100% plus the Snowball Percentage (if any) applicable to the MER Barrier Observation Date on which the Mandatory Early Redemption has occurred.

“**Snowball Percentage**” shall mean, in respect of each MER Barrier Observation Date, the percentage specified in the table set out below.

MER Barrier Observation Date	MER Barrier Level	MER Date	Snowball Percentage
21 January 2026	100.00% of the Redemption Initial Level	28 January 2026	7.50%
21 January 2027	95.00% of the Redemption Initial Level	28 January 2027	15.00%
21 January 2028	90.00% of the Redemption Initial Level	28 January 2028	22.50%
22 January 2029	85.00% of the Redemption Initial Level	29 January 2029	30.00%
21 January 2030	80.00% of the Redemption Initial Level	28 January 2030	37.50%

Redemption Amount If the Notes have not been redeemed subject to the Mandatory Early Redemption provisions above, the Redemption Amount per Note will be determined on the Final

Valuation Date as follows and on the Maturity Date investors shall receive the following as applicable:

- If a Redemption Barrier Event has not occurred:
EUR 1,450
- If a Redemption Barrier Event has occurred:
The Number of Shares *plus* the Cash Fraction Payment (or, in our sole discretion, cash in an amount equal to the Physical Delivery Amount *multiplied by* the Final Reference Level)

The “**Redemption Barrier Event**” means that the Final Reference Level is less than the Final Barrier Level

The “**Number of Shares**” means a number of shares determined by the Physical Delivery Amount rounded down to the nearest whole number

The “**Physical Delivery Amount**” means the Entitlement

The “**Cash Fraction Payment**” means an amount per Note determined as the *product of* (i) (a) the Physical Delivery Amount, *minus* (b) the Number of Shares, and (ii) the Final Reference Level. Cash amount is to be rounded to the nearest **0.01 EUR** with **0.005 EUR** being rounded upwards. The number of full underlying shares and any Cash Fraction Payment that you receive at maturity will be calculated per Specified Denomination.

Additional Information

Scheduled Trading Days for Valuations	As detailed in the Conditions of the Notes. In summary, each day on which each relevant exchange is scheduled to be open for trading.
Valuation Disruptions	If it is not possible to determine an Underlying Closing Level for the Underlying on a Valuation Date due to a holiday or a disruption, then the Valuation Date shall be rolled forward. Please see the Base Prospectus for full details.
Adjustments and Extraordinary Events	<p>As detailed in the Conditions of the Notes. In summary:</p> <ul style="list-style-type: none"> • Change in Law, a Hedging Disruption, an Increased Cost of Hedging and or any Additional Adjustment Event • Adjustment by the Calculation Agent (which may include a share substitution) to the terms of the Notes. • Correction or adjustment by the Calculation Agent to relevant amounts payable. <p>An Early Redemption Amount equal to the Fair Market Value of the Notes may be payable at early redemption.</p>
Additional Adjustment Events	Corporate Action, Delisting, Insolvency, Merger Event, Nationalisation, Tender Offer
Additional Disruption Event	Increased Cost of Stock Borrow and Loss of Stock Borrow
Form of Note	Global Bearer (Book Entry Registration)
Dealer	Citigroup Global Markets Europe AG (“ CGME ”)
Calculation Agent	CGML EMEA Equity Stocks Exotic Trading Desk. All calculations and determinations shall be made by the Calculation Agent acting in good faith and a commercially reasonable manner.
Business Days	New York City and T2

Business Day Convention for Payments	Following Business Day Convention
Listing	The Notes will be listed on the Open Market (<i>Freiverkehr</i>) of Frankfurt Stock Exchange.
Clearing and Settlement	Euroclear. Under the circumstances described above, this Note may be physically settled.
Fees	<p>A distributor (which may include CGME and any of its affiliates) may have earned a fee on the issue and distribution of the Notes.</p> <p>Any such fees are as specified in this term sheet and in the Final Terms with respect to the Notes.</p>
Tax Considerations	<p>You should consult your tax advisor regarding all aspects of the U.S. federal withholding, income and estate tax consequences of an investment in the Notes and any tax consequences arising under the laws of any state, local or non-U.S. taxing jurisdiction. The Issuer, the Guarantor or the Dealer and/or their respective affiliates are not tax advisors and do not provide tax advice. Responsibility for any tax implications of an investment in the Notes rests entirely with the Investor. Investors should note that the tax treatment of the Notes may differ from jurisdiction to jurisdiction.</p> <p>This section summarizes certain generally applicable U.S. federal withholding and income tax consequences to Non-U.S. Holders, as defined in the Base Prospectus (the “Offering Document”), in respect of the Notes. Except as discussed in the Offering Document under “<i>Taxation—United States Federal Income Tax Considerations—Other U.S. Federal Tax Considerations for Non-U.S. Holders</i>” and “<i>—FATCA</i>,” and subject to the discussion below regarding Section 871(m), amounts paid to a Non-U.S. Holder on a Note and gain realized by a Non-U.S. Holder on the taxable disposition of a Note generally will not be subject to U.S. federal withholding or income tax. Special rules apply to certain Non-U.S. Holders, including Non-U.S. Holders that are engaged in a trade or business in the United States or that are individuals present in the United States for 183 days or more in the taxable year of disposition.</p> <p>Section 871(m) of the Internal Revenue Code of 1986, as amended, requires withholding tax at a rate of 30% in respect of certain “dividend equivalent” payments on certain financial instruments (“Specified Equity Linked Instruments” or “Specified ELIs”). Please see “<i>Taxation—United States Federal Income Tax Considerations—Tax Consequences to Non-U.S. Holders—Other U.S. Federal Tax Considerations for Non-U.S. Holders—Section 871(m) Withholding on Dividend Equivalents</i>” in the Offering Document for further detail regarding Section 871(m). The Issuer has determined that the Notes are not Specified ELIs for the purpose of Section 871(m).</p> <p>If U.S. federal withholding tax applies to a payment on a Note as a result of the application of FATCA or Section 871(m) (or in certain other cases described in the Offering Document), the Issuer will not be required to pay additional amounts in respect of amounts withheld.</p> <p>Please review the accompanying Offering Document and the Final Terms for more information regarding the U.S. federal withholding and income tax consequences of an investment in the Notes.</p>
Secondary Market	CGME, as part of its activities as a broker and dealer in fixed income and equity securities and related products, intends to make a secondary market in relation to the Notes and to provide an indicative bid price on a daily basis. Any indicative prices provided by CGME shall be determined in CGME’s sole discretion taking into account prevailing market conditions and shall not be a representation by CGME that any instrument can be purchased or sold at such prices (or at all).

	<p>Notwithstanding the above, CGME may suspend or terminate making a market and providing indicative prices without notice, at any time and for any reason.</p> <p>Consequently, there may be no market for these Notes and investors should not assume that such a market will exist. Accordingly an investor must be prepared to hold these Notes until the Maturity Date.</p> <p>Where a market does exist, to the extent that an investor wants to sell these Notes, the price may, or may not, be at a discount from the outstanding principal amount. See further “The secondary market” within the Risk Factors in the Base Prospectus.</p>
Governing Law	German law
Documentation	<p>The terms and conditions of the Notes will be contained in the Base Prospectus. Capitalised terms used in this term sheet, and not defined here, are as defined in the Base Prospectus.</p> <p>This term sheet contains terms that are indicative only and are subject to amendment and completion.</p> <p>The final terms of these Notes will be set out in the Final Terms, which, together with the Regional Structured Notes Base Prospectus No. 3 and any supplements thereto, will comprise the prospectus relating to the Notes. The list of supplements to the Base Prospectus will be set out in the Final Terms. A copy of the Base Prospectus and the supplements thereto are available on request.</p>
Legal and Regulatory	<p>This is a public offer of Notes. Noteholders and prospective purchasers will be deemed to represent that they have complied with and will comply with all applicable laws and regulations in each country or jurisdiction in or from which they purchase, offer, sell or deliver Notes.</p> <p>In certain circumstances investors and/or the distributor may need to execute an Investor Letter in connection with these Notes to confirm whether the Notes are being distributed or not and the basis of such distribution.</p>
Terms of Distribution	<p>Where you are not an affiliate of CGME and you engage in distribution activities in connection with these Notes, except where you have entered into a distribution agreement (in which case, the terms of such distribution agreement shall apply), you will carry out such distribution activities in compliance with Citi’s “Distribution Terms In Relation To Structured Products” (https://www.citifirst.com/distributionterms/distribution_terms.pdf). These terms set out the basis on which we are trading with you and include, amongst other things, representations, warranties and indemnities.</p>
Suitability	Investors should determine whether an investment in the Notes is appropriate to their particular circumstances and should consult with their own independent financial, legal, regulatory, capital, accounting, business and tax advisors to determine the consequences of an investment in the Notes and to arrive at their own evaluation of the investment.
Selling Restriction	<p>The Notes and the CGMFL Deeds of Guarantee have not been and will not be registered under the United States Securities Act of 1933, as amended (the “Securities Act”) or any state securities law. The Notes and the CGMFL Deeds of Guarantee are being offered and sold outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act (Regulation S) and may not be offered or sold within the United States or to, or for the account or benefit of, any U.S. person (as defined in Regulation S). Each purchaser of the Notes or any beneficial interest therein will be deemed to have represented and agreed that it is outside the United States and is not a U.S. person and will not sell, pledge or otherwise transfer the Notes or any</p>

	beneficial interest therein at any time within the United States or to, or for the account or benefit of, a U.S. person, other than the Issuer or any affiliate thereof. For a description of certain restrictions on offers and sales of Notes, see “ <i>Subscription and sale and transfer and selling restrictions</i> ” in the Base Prospectus.
Investor Acknowledgment For Financial Instruments That Reference a Reference Rate	<p>To the extent applicable, by entering into, accepting the terms of or purchasing the Notes, a Noteholder will be confirming that, if the relevant reference rate for the Notes is or has been affected by any event or circumstances, including without limitation if the relevant reference rate: (i) changes; (ii) ceases to be published or be in customary market usage, (iii) becomes unavailable; (iv) has its use restricted; and/or (v) is calculated in a different way, the Noteholder:</p> <ul style="list-style-type: none"> (a) understands that the reference rate may cease to be appropriate during the lifetime of the Notes; (b) understands how the provisions of the Notes (including, without limitation, the hierarchy provisions) will operate, bearing in mind that amendments to the Notes may be required; (c) has considered whether they need to obtain independent professional advice (legal, tax, accounting, financial or otherwise) as appropriate, prior to entering into the Notes; and <p>accepts that, as a result of any such event or circumstances whether or not arising after the Issue Date, none of the Issuer, the Guarantor nor any dealer owes the Noteholder any duties or has any liability to the Noteholder.</p>

Risk Factors

Principal Redemption Risk	The Notes are principal at risk and investors may receive back less than the amount they initially invested.
Reference Rate Risk	To the extent that any Note references a reference rate, prospective investors should understand (i) what fallbacks might apply in place of such reference rate (if any), (ii) when those fallbacks will be triggered and (iii) what amendment rights (if any) exist under the terms of such Notes.
Market Risk	Various factors may influence the market value of the Notes including the performance of the Underlying. Prospective investors should understand that although the Notes do not create an actual interest in the Underlying, the return on the Notes may attract the same risks as an actual investment in the Underlying.
Early Redemption Risk	The Notes are subject to early redemption in certain circumstances, such as illegality and for tax reasons. In addition, there may be an early redemption of the Notes in other circumstances, as determined by the Calculation Agent or as otherwise specified, in accordance with the terms of the Notes (please see the Prospectus for further details). In such circumstances, the Notes may be redeemed prior to the Maturity Date for substantially less than their original purchase price and may not pay any accrued interest.
Credit Risk	Investors in these Notes are exposed to the credit risk of the Issuer and Guarantor as applicable.
Tax Risk	You should consult your tax advisor regarding all aspects of the U.S. federal withholding, income and estate tax consequences of an investment in the Notes and any tax consequences arising under the laws of any state, local or non-U.S. taxing jurisdiction. The Issuer, Dealer and Calculation Agent and/or their respective affiliates are not tax advisors and do not provide tax advice. Responsibility for any tax implications of an investment in the Notes rests entirely with the Investor. Investors

	<p>should note that the tax treatment of the Notes may differ from jurisdiction to jurisdiction.</p> <p>The Issuer may terminate the Notes early if the Calculation Agent determines in its sole discretion that there is substantial likelihood that payments linked to the underlyings made to a non-US person will be subject to US withholding tax under Section 871(m) of the US Internal Revenue Code of 1986.</p>
Risk of Corporate Events That May Have a Diluting Effect on the Value of the Underlying	<p>If an event occurs which in the opinion of the Calculation Agent may have a diluting or concentrative effect on the value of the Underlying, the Calculation Agent will have discretion to make changes to the terms of the Notes to account for any such effect; and such changes may affect the value of the Notes. If the Calculation Agent determines that the event will not have a diluting or concentrative effect on the value of the Underlying, the Calculation Agent will not adjust the terms of the Notes.</p>
Leverage Risk	<p>Borrowing to fund the purchase of the Notes (leveraging) can have a significant negative impact on the value of and return on the investment. Any hypothetical examples provided herein of potential performance of the Notes do not take into account the effect of any leveraging. Investors considering leveraging the Notes should obtain further detailed information as to the applicable risks from the leverage provider. If the investor obtains leverage for the investment, the investor should make sure it has sufficient liquid assets to meet the margin requirements in the event of market movements adverse to the investor's position. In such case, if the investor does not make the margin payments, then the investor's investment in the Notes may be liquidated with little or no notice.</p>
Compounding of Risks	<p>An investment in the Notes involves risks and should only be made after assessing the direction, timing and magnitude of potential future market changes (e.g. in the value of the Underlying, interest rates etc.), as well as the terms and conditions of the Notes. More than one risk factor may have simultaneous effects with regard to the Notes such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect, which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Notes.</p>
Fees and Other Compensation	<p>Investors should be aware that Citigroup and its affiliates, and other third parties that may be involved in this transaction may make or receive a fee, commission or other compensation in connection with the purchase and sale of the Notes, hedging activities related to the Notes and other roles involved in the transaction. Investors must note that the market value of the Notes will be net of such fee and other compensation as discussed above. Early termination of the Notes by the holder thereof may also involve payment by such holder of the Notes of the relevant fees and other compensation.</p>
Liquidity and Early Sale Risk	<p>CGME does not guarantee that a secondary market will exist. See also the information under Secondary Market, above.</p> <p>Investors seeking to liquidate/sell positions in these Notes prior to the stated Maturity Date may receive substantially less than their original purchase price. For the avoidance of doubt, CGME does not owe any fiduciary duty to any holder of the Notes in making a market in the Notes.</p>
Exchange Rate Risk	<p>Exchange rate fluctuations may affect any payments under the terms of the Notes. Past levels of exchange rates do not indicate future levels.</p>
Conflicts of Interest	<p>Citigroup and its affiliates (each a "Citi Entity") may perform various roles in relation to the Notes, and each such Citi Entity may have a conflict of interest which arises as a consequence of the role it performs in relation to the Notes or as a consequence of its activities more generally. A Citi Entity may owe professional and fiduciary</p>

	obligations to persons other than the holders of the Notes. The interests of these other persons may differ from the interests of the holders of the Notes and in such situations, the Citi Entity may take decisions which adversely affect such holders.
Notional Nature of the Underlying	Investors should note that the exposure to the Underlying is notional and that an investment in the Notes is not an investment in the Underlying. Although the performance of the Underlying will have an effect on the Notes, the Underlying and the Notes are separate obligations of different legal entities. Investors will have no direct interest in the Underlying.
Path Dependency	The return on the Notes will depend in large part on the evolution of the price performance of the Underlying over the life of the Notes. However, the performance of the Notes may be less than or more than the price performance of the Underlying.
No Reliance	Each holder of the Notes may not rely on the Issuer, the Dealers, the Guarantor, any Citi entity and any of their respective affiliates in connection with its determination as to the legality of its acquisition of the Notes.

Disclaimer

This communication has been prepared by individual sales and/or trading personnel of Citigroup Inc. or its subsidiaries or affiliates (collectively Citi). In the United Kingdom: Citigroup Global Markets Limited (“**CGML**”) is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority (together, the **UK Regulator**) and has its registered office at Citigroup Centre, Canada Square, London E14 5LB. Amongst its affiliates, (i) Citibank, N.A., London Branch is authorised and regulated by Office of the Comptroller of the Currency (USA), authorised by the Prudential Regulation Authority and subject to regulation by the Financial Conduct Authority and limited regulation by the Prudential Regulation Authority and has its UK establishment office at Citigroup Centre, Canada Square, London E14 5LB and (ii) Citibank Europe plc, UK Branch is authorised by the Central Bank of Ireland and by the Prudential Regulation Authority and subject to regulation by the Central Bank of Ireland, and limited regulation by the Financial Conduct Authority and the Prudential Regulation Authority and has its UK establishment office at Citigroup Centre, Canada Square, London E14 5LB. Outside the UK: i) Citibank Europe plc (“**CEP**”) is licensed by the European Central Bank and regulated by the Central Bank of Ireland and the European Central Bank under the Single Supervisory Mechanism and has its registered office at 1 North Wall Quay, Dublin 1, ii) Citibank Europe plc branches located in the EEA are subject to regulation by the respective host country regulator and the Central Bank of Ireland (iii) Citigroup Global Markets Europe AG (“**CGME**”), is licensed by the European Central Bank and regulated by the European Central Bank and the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht – BaFin). CGME is registered in Germany with the commercial register of the local court (Amtsgericht) Frankfurt am Main, Commercial Register Number HRB 88301. Its registered office is at Reuterweg 16, 60323 Frankfurt am Main. This communication is directed at persons (i) who have been or can be classified by Citi as eligible counterparties or professional clients in line with applicable rules, (ii) Persons in the United Kingdom, who have professional experience in matters relating to investments falling within Article 19(1) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 and (iii) other persons to whom it may otherwise lawfully be communicated. No other person should act on the contents or access the products or transactions discussed in this communication. In particular, this communication is not intended for retail clients and Citi will not make such products or transactions available to retail clients. The information contained herein may relate to matters that are (i) not regulated by the UK Regulator and/or (ii) not regulated by any applicable financial services regulatory body, and not subject to protections under any relevant law including protection under any applicable financial services compensation scheme.

To the extent that this communication/these materials has/have been produced in the UK by CGML or Citibank N.A. London branch, it is/they are intended for distribution solely to clients of Citi in jurisdictions where such distribution is permitted and the recipient shall not provide or distribute such materials to any person located in a jurisdiction where it would otherwise trigger a financial services licensing requirement.

To the extent that this communication/these materials has/have been produced by CGME, it is/they are intended for distribution solely to clients of Citi in jurisdictions where such distribution is permitted and the recipient shall not provide or distribute such materials to any person located in a jurisdiction where it would otherwise trigger a financial services licensing requirement.

To the extent that this communication/these materials has/have been produced by Citibank Europe plc, it is/they are intended for distribution solely to clients of Citi in jurisdictions where such distribution is permitted and the recipient shall not provide or distribute such materials to any person located in a jurisdiction where it would otherwise trigger a financial services licensing requirement.

All material contained herein, including any proposed terms and conditions, is indicative and for discussion purposes only, is subject to change without notice, is strictly confidential, may not be reproduced and is intended for your use only. It does not include a number of terms and conditions that will be included in any actual transaction and final terms and conditions are subject to further discussion and negotiation nor does it purport to identify all risks (direct or indirect). This communication is not a commitment to deal in any product, offer financing or enter into any transaction described herein.

Citi is not acting as your agent, fiduciary or investment adviser and is not managing your account. The provision of information in this communication is not based on your individual circumstances and should not be relied upon as an assessment of suitability for you of a particular product or transaction. It does not constitute investment advice and Citi makes no recommendation as to the suitability of any of the products or transactions mentioned. Even if Citi possesses information as to your objectives in relation to any transaction, series of transactions or trading strategy, this will not be deemed sufficient for any assessment of suitability for you of any transaction, series of transactions or trading strategy. Save in those jurisdictions where it is not permissible to make such a statement, we hereby inform you that this communication should not be considered as a solicitation or offer to sell or purchase any securities, deal in any product or enter into any transaction. You should make any trading or investment decisions in reliance on your own analysis and judgment and/or that of your independent advisors and not in reliance on Citi and any decision whether or not to adopt any strategy or engage in any transaction will not be Citi's responsibility. Citi does not provide investment, accounting, tax, financial or legal advice; such matters as well as the suitability of a potential transaction or product or investment should be discussed with your independent advisors. Prior to dealing in any product or entering into any transaction, you and the senior management in your organisation should determine, without reliance on Citi, (i) the economic risks or merits, as well as the legal, tax and accounting characteristics and consequences of dealing with any product or entering into the transaction (ii) that you are able to assume these risks, (iii) that such product or transaction is appropriate for a person with your experience, investment goals, financial resources or any other relevant circumstance or consideration. Where you are acting as an adviser or agent, you should evaluate this communication in light of the circumstances applicable to your principal and the scope of your authority.

The information in this communication, including any trade or strategy ideas, is provided by individual sales and/or trading personnel of Citi and not by Citi's research department and therefore the directives on the independence of research, and rules prohibiting dealing ahead of dissemination, do not apply. Any view expressed in this communication may represent the current views and interpretations of the markets, products or events of such individual sales and/or trading personnel and may be different from other sales and/or trading personnel and may also differ from Citi's published research – the views in this communication may be more short term in nature and liable to change more quickly than the views of Citi research department which are generally more long term. On the occasions where information provided includes extracts or summary material derived from research reports published by Citi's research department, you are advised to obtain and review the original piece of research to see the research analyst's full analysis. Any prices used herein, unless

otherwise specified, are indicative. Although all information has been obtained from, and is based upon sources believed to be reliable, it may be incomplete or condensed and its accuracy cannot be guaranteed. Citi makes no representation or warranty, expressed or implied, as to the accuracy of the information, the reasonableness of any assumptions used in calculating any illustrative performance information or the accuracy (mathematical or otherwise) or validity of such information. Any opinions attributed to Citi constitute Citi's judgment as of the date of the relevant material and are subject to change without notice. Provision of information may cease at any time without reason or notice being given. Commissions and other costs relating to any dealing in any products or entering into any transactions referred to in this communication may not have been taken into consideration.

Any scenario analysis or information generated from a model is for illustrative purposes only. Where the communication contains "forward-looking" information, such information may include, but is not limited to, projections, forecasts or estimates of cashflows, yields or return, scenario analyses and proposed or expected portfolio composition. Any forward-looking information is based upon certain assumptions about future events or conditions and is intended only to illustrate hypothetical results under those assumptions (not all of which are specified herein or can be ascertained at this time). It does not represent actual termination or unwind prices that may be available to you or the actual performance of any products and neither does it present all possible outcomes or describe all factors that may affect the value of any applicable investment, product or investment. Actual events or conditions are unlikely to be consistent with, and may differ significantly from, those assumed. Illustrative performance results may be based on mathematical models that calculate those results by using inputs that are based on assumptions about a variety of future conditions and events and not all relevant events or conditions may have been considered in developing such assumptions. Accordingly, actual results may vary and the variations may be substantial. The products or transactions identified in any of the illustrative calculations presented herein may therefore not perform as described and actual performance may differ, and may differ substantially, from those illustrated in this communication. When evaluating any forward looking information you should understand the assumptions used and, together with your independent advisors, consider whether they are appropriate for your purposes. You should also note that the models used in any analysis may be proprietary, making the results difficult or impossible for any third party to reproduce. This communication is not intended to predict any future events. Past performance is not indicative of future performance.

Citi shall have no liability to the user or to third parties, for the quality, accuracy, timeliness, continued availability or completeness of any data or calculations contained and/or referred to in this communication nor for any special, direct, indirect, incidental or consequential loss or damage which may be sustained because of the use of the information contained and/or referred to in this communication or otherwise arising in connection with the information contained and/or referred to in this communication, provided that this exclusion of liability shall not exclude or limit any liability under any law or regulation applicable to Citi that may not be excluded or restricted.

The transactions and any products described herein may be subject to fluctuations of their mark-to-market price or value and such fluctuations may, depending on the type of product or security and the financial environment, be substantial. Where a product or transaction provides for payments linked to or derived from prices or yields of, without limitation, one or more securities, other instruments, indices, rates, assets or foreign currencies, such provisions may result in negative fluctuations in the value of and amounts payable with respect to such product prior to or at redemption. You should consider the implications of such fluctuations with your independent advisers. The products or transactions referred to in this communication may be subject to the risk of loss of some or all of your investment, for instance (and the examples set out below are not exhaustive), as a result of fluctuations in price or value of the product or transaction or a lack of liquidity in the market or the risk that your counterparty or any guarantor fails to perform its obligations or, if the product or transaction is linked to the credit of one or more entities, any change to the creditworthiness of the credit of any of those entities.

Citi (whether through the individual sales and/trading personnel involved in the preparation or issuance of this communication or otherwise) may from time to time have long or short principal positions and/or actively trade, for its own account and those of its customers, by making markets to its clients, in products identical to or economically related to the products or transactions referred to in this communication. Citi may also undertake hedging transactions related to the initiation or termination of a product or transaction, that may adversely affect the market price, rate, index or other market factor(s) underlying the product or transaction and consequently its value. Citi may have an investment banking or other commercial relationship with and access to information from the issuer(s) of securities, products, or other interests underlying a product or transaction. Citi may also have potential conflicts of interest due to the present or future relationships between Citi and any asset underlying the product or transaction, any collateral manager, any reference obligations or any reference entity.

Citi may submit prices, rates, estimates or values to data sources that publish indices or benchmarks which may be referenced in products or transactions discussed in this communication. Such submissions may have an impact on the level of the relevant index or benchmark and consequently on the value of the products or transactions. Citi will make such submissions without regard to your interests under a particular product or transaction. Citi has adopted policies and procedures designed to mitigate potential conflicts of interest arising from such submissions and our other business activities. In light of the different roles performed by Citi you should be aware of such potential conflicts of interest.

Any decision to purchase any product or enter into any transaction referred to in this communication should be based upon the information contained in any associated offering document if one is available (including any risk factors or investment considerations mentioned therein) and/or the terms of any agreement. Any securities which are the subject of this communication have not been and will not be registered under the United States Securities Act of 1933 as amended (the **Securities Act**) or any United States securities law, and may not be offered or sold within the United States or to, or for the account or benefit of, any US person, except pursuant to an exemption from, or in a product or transaction, not subject to, the registration requirements of the Securities Act. This communication is not intended for distribution to, or to be used by, any person or entity in any jurisdiction or country which distribution or use would be contrary to law or regulation.

Unless a key information document (KID) has been prepared pursuant to the PRIIPs Regulation (Regulation (EU) 1286/2014) including as such Regulation has been on-shored into UK legislation and published on our designated website, no transaction or product manufactured by Citi for which such a KID is required, is to be offered, sold or otherwise made available to a retail investor in the EEA.



Unless you notify us otherwise in writing, you will not, and do not intend to, “distribute” any of the transactions, products or investments that we “manufacture” or transactions, products, investments or services that we “distribute” (as such terms are defined pursuant to Markets in Financial Instruments Directive (recast) (Directive 2014/65/EU)) including as such Directive has been on-shored into UK legislation.

Citi may offer, issue, distribute or provide other services (including, without limitation, custodial and other post-trade services) in relation to certain financial instruments. Some of these financial instruments may be unsecured financial instruments issued or entered into by BRRD Entities (i.e. EEA entities within the scope of Directive 2014/59/EU (the BRRD including as such Directive has been on-shored into UK legislation), including EEA credit institutions, certain EEA investment firms and / or their EEA subsidiaries or parents) (BRRD Financial Instruments).

In various jurisdictions (including, without limitation, the UK, EEA countries and the United States) national authorities have certain powers to manage and resolve banks, broker dealers and other financial institutions (including, but not limited to, Citi) when they are failing or likely to fail. There is a risk that the use, or anticipated use, of such powers, or the manner in which they are exercised, may materially adversely affect (i) your rights under certain types of unsecured financial instruments (including, without limitation, BRRD Financial Instruments), (ii) the value, volatility or liquidity of certain unsecured financial instruments (including, without limitation, BRRD Financial Instruments) that you hold and / or (iii) the ability of an institution (including, without limitation, a BRRD Entity) to satisfy any liabilities or obligations it has to you. You may have a right to compensation if the exercise of such powers results in less favourable treatment for you than the treatment that you would have received under normal insolvency proceedings. By accepting any services from Citi, you confirm that you are aware of these risks. Some of these risks (in particular the risks that arise under the BRRD) are set out in more detail at the link below and you are deemed to have reviewed and considered such risks prior to any decision to purchase any product or enter into any transaction referred to in this communication.

Certain products mentioned in this communication may contain provisions that refer to a reference or benchmark rate which may change, cease to be published or be in customary market usage, become unavailable, have its use restricted and/or be calculated in a different way. As a result, those reference or benchmark rates that are the subject of such changes, may cease to be appropriate for the products mentioned in this communication. We encourage you to keep up to date with the latest industry developments in relation to benchmark transitioning and to consider its impact on your business. You should consider, and continue to keep under review, the potential impact of benchmark transitioning on any existing product you have with Citi, or any new product you enter into with Citi. Citi does not provide advice, or recommendations on the suitability of your product choice including with respect to any benchmark transitioning on any existing product you have with Citi. You should obtain professional independent advice (legal, financial or otherwise) in respect of the suitability of your products in light of benchmark transitioning as you consider necessary.

This communication contains data compilations, writings and information that are confidential and proprietary to Citi and protected under copyright and other intellectual property laws, and may not be reproduced, distributed or otherwise transmitted by you to any other person for any purpose unless Citi's prior written consent have been obtained.

Further information on Citi and its terms of business for professional clients and eligible counterparties are available at: http://icg.citi.com/icg/global_markets/uk_terms.jsp and http://icg.citi.com/icg/global_markets/EEA_terms.jsp.

In any instance where distribution of this communication is subject to the rules of the US Commodity Futures Trading Commission (“CFTC”), this communication constitutes an invitation to consider entering into a derivatives transaction under U.S. CFTC Regulations §§ 1.71 and 23.605, where applicable, but is not a binding offer to buy/sell any financial instrument.

IRS Circular 230 Disclosure: Citigroup Inc. and its affiliates do not provide tax or legal advice. Any discussion of tax matters in these materials (i) is not intended or written to be used, and cannot be used or relied upon, by you for the purpose of avoiding any tax penalties and (ii) may have been written in connection with the “promotion or marketing” of a transaction (if relevant) contemplated in these materials. Accordingly, you should seek advice based your particular circumstances from an independent tax advisor.

Although CGML, CGME and CEP are affiliated with Citibank, N.A. (together with Citibank, N.A.'s subsidiaries and branches worldwide, **Citibank**), you should be aware that none of the products mentioned in this communication (unless expressly stated otherwise) are (i) insured by the Federal Deposit Insurance Corporation or any other governmental authority, or (ii) deposits or other obligations of, or guaranteed by, Citibank or any other insured depository institution.

CGML's operations are not subject to the supervision of the Israel Securities Authority. The permit granted by the Israeli Securities Authority does not constitute an opinion regarding the quality of the services rendered by the permit holder or the risks that such services entail.

The provision of any “advice” and/or “intermediary services” as defined in section 1 of the Financial Advisory and Intermediary Services Act, 2002 (FAIS) and/or services that would not fall within the provisions of FAIS will be done by the provider of such services acting in the capacity as representative and agent of Citibank, N.A., South Africa Branch in accordance with Board Notice 103 of 2004, the Exemption of Banks in Respect of Certain Clients. To the extent there are any queries or concerns about the services rendered, please direct all complaints or concerns to citiservice.southafrica@citi.com.

With regards to persons based in the Kingdom of Saudi Arabia, other than in cases of Capital Market Institutions and Exempt Persons (as defined in the laws and regulations of the Capital Markets Authority of the Kingdom of Saudi Arabia (“CMA")), this document constitutes a Security Advertisement (as defined in the CMA's Securities Business Regulations) that has been approved and is deemed as having been distributed, by Citigroup Saudi Arabia to persons in the Kingdom of Saudi Arabia. Citigroup Saudi Arabia is authorized and regulated by the CMA pursuant license number 1718431.

© 2024 Citigroup Global Markets Limited. Citi, Citi and Arc Design are trademarks and service marks of Citigroup Inc. or its affiliates and are used and registered throughout the world.